



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012 or tax year beginning

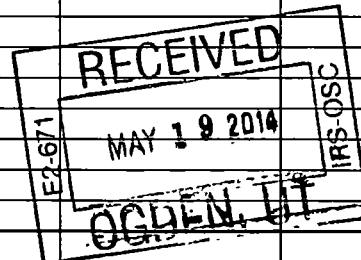
12/01, 2012, and ending

11/30, 2013

Name of foundation PATRICK G. AND SHIRLEY W. RYAN FOUNDATION		A Employer identification number 36-3305162
Number and street (or P O box number if mail is not delivered to street address) 150 N MICHIGAN AVENUE		B Telephone number (see instructions) (312) 893-6600
City or town, state, and ZIP code CHICAGO, IL 60601-7559		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,239,805.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		9,808,507.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		255,834.	1,214.		ATCH 1
4 Dividends and interest from securities		192,447.	192,447.		ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,121,387.			
b Gross sales price for all assets on line 6a 6,029,387.					
7 Capital gain net income (from Part IV, line 2)			1,121,387.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		11,378,175.	1,315,048.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)		19,816.			19,816.
b Accounting fees (attach schedule) ATCH 3		4,900.	2,450.		2,450.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		40,834.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		1,321.			1,321.
24 Total operating and administrative expenses. Add lines 13 through 23		66,871.	2,450.		23,587.
25 Contributions, gifts, grants paid		6,361,962.			6,361,962.
26 Total expenses and disbursements. Add lines 24 and 25		6,428,833.	2,450.	0	6,385,549.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		4,949,342.			
b Net investment income (if negative, enter -0-)			1,312,598.		
c Adjusted net income (if negative, enter -0-)					

SCANNED MAY 22 2014



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	9,794,065.	4,790,784.	4,790,784.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 6	12,058,760.	16,665,656.	16,665,656.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 7		9,783,365.	9,783,365.		
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	21,852,825.	31,239,805.	31,239,805.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	21,852,825.	31,239,805.		
	30	Total net assets or fund balances (see instructions)	21,852,825.	31,239,805.		
	31	Total liabilities and net assets/fund balances (see instructions)	21,852,825.	31,239,805.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	21,852,825.
2	Enter amount from Part I, line 27a	2	4,949,342.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	4,454,438.
4	Add lines 1, 2, and 3	4	31,256,605.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	16,800.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	31,239,805.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,121,387.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	6,137,345.	17,859,996.	0.343636
2010	16,196,304.	13,562,487.	1.194199
2009	10,053,247.	18,412,175.	0.546011
2008	10,299,127.	24,695,571.	0.417043
2007	14,568,235.	36,063,425.	0.403961
2 Total of line 1, column (d)			2 2.904850
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.580970
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 32,758,400.
5 Multiply line 4 by line 3			5 19,031,648.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,126.
7 Add lines 5 and 6			7 19,044,774.
8 Enter qualifying distributions from Part XII, line 4			8 6,385,549.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	26,252.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	26,252.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	26,252.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	50,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	50,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,748.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 23,748. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ LISA EPHRAIM Telephone no ▶ 312-893-6600			
	Located at ▶ 150 NORTH MICHIGAN AVENUE, SUITE 2100, CHICAGO, IL ZIP+4 ▶ 60601-7559			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			☐
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
	If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** XOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐

Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE ----- ----- ----- ----- ----- ----- ----- ----- ----- -----		
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A ----- ----- -----	
2 ----- ----- -----	
3 ----- ----- -----	
4 ----- ----- -----	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE _____ _____ _____	
2 _____ _____ _____	
All other program-related investments See instructions 3 NONE _____ _____	
Total. Add lines 1 through 3	

Form 990-PF (2012)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,180,505.
b	Average of monthly cash balances	1b	8,293,389.
c	Fair market value of all other assets (see instructions)	1c	9,783,365.
d	Total (add lines 1a, b, and c)	1d	33,257,259.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	33,257,259.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	498,859.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,758,400.
6	Minimum investment return. Enter 5% of line 5	6	1,637,920.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,637,920.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	26,252.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	26,252.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,611,668.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,611,668.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,611,668.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	6,385,549.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,385,549.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,385,549.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2012)

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,611,668.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 12,774,992.				
b From 2008 9,095,978.				
c From 2009 9,138,303.				
d From 2010 15,933,586.				
e From 2011 5,813,059.				
f Total of lines 3a through e	52,755,918.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 6,385,549.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				1,611,668.
e Remaining amount distributed out of corpus	4,773,881.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	57,529,799.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	12,774,992.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	44,754,807.			
10 Analysis of line 9.				
a Excess from 2008 9,095,978.				
b Excess from 2009 9,138,303.				
c Excess from 2010 15,933,586.				
d Excess from 2011 5,813,059.				
e Excess from 2012 4,773,881.				

Form 990-PF (2012)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

ATTACHMENT 11

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATCH 12				
Total			▶ 3a	6,361,962.
b Approved for future payment ATCH 13				
Total			▶ 3b	22,132,125.

Form 990-PF (2012)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions. | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Shirley W Ryan

Date _____

5/9/14

► PRESIDENT

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

NICOLE BENCIK

Preparer's signature

James Davis

2014.05 Date 14.11.14

2-05'00'

1	Check		if
---	-------	--	----

self-employed

PTIN

P00756195

Firm's name ► CROWE HORWATH LLP

Firm's address ► PO BOX 3697

OAK BROOK, IL

60522-3697

Firm's EIN ► 35-0921680

[illegible]

Phone no 630-574-7878

Form 990-PF (2012)

Schedule of Contributors

OMB No 1545-0047

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

Employer identification number

36-3305162

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

Employer identification number
36-3305162**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RYAN ENTERPRISES GROUP 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	\$ 25,142.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	PATRICK G. RYAN LIVING TRUST 150 NORTH MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601-7559	\$ 9,783,365.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization PATRICK G. AND SHIRLEY W. RYAN FOUNDATION

Employer identification number

36-3305162

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BMO HARRIS BANK 3495	1,139.	1,139.
GOLDMAN SACHS	69.	69.
BMO HARRIS 5012	6.	6.
ROUND TABLE CAP FUND II	254,620.	
TOTAL	<u>255,834.</u>	<u>1,214.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
AON PLC	115,188.	115,188.
PIMCO FUND	77,259.	77,259.
TOTAL	<u>192,447.</u>	<u>192,447.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX RETURN PREPARATION FEE	4,900.	2,450.		2,450.
TOTALS	<u>4,900.</u>	<u>2,450.</u>		<u>2,450.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
EXCISE TAX	40,834.
TOTALS	<u>40,834.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	770.	770.
ANNUAL REPORTING FEE	125.	125.
MISCELLANEOUS EXPENSE	426.	426.
TOTALS	<u>1,321.</u>	<u>1,321.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AON PLC	11,894,621.	11,894,621.
PIMCO FUND	4,771,035.	4,771,035.
TOTALS	<u>16,665,656.</u>	<u>16,665,656.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ROUNDTABLE CAP FUND II	9,783,365.	9,783,365.
TOTALS	<u>9,783,365.</u>	<u>9,783,365.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
DONATED SERVICES & EXPENSES	16,800.
UNREALIZED GAIN ON STOCK	4,437,638.
TOTAL	<u>4,454,438.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

DONATED SERVICES & EXPENSES

16,800.

TOTAL

16,800.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SHIRLEY W RYAN 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	PRESIDENT/TREASURER 1.00	0	0	0
PATRICK G RYAN 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	CHAIRMAN/VICE PRESIDENT 1.00	0	0	0
PATRICK G RYAN JR 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	DIRECTOR 1.00	0	0	0
ROBERT JW RYAN 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	DIRECTOR 1.00	0	0	0
CORBETT MW RYAN 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	DIRECTOR 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARY IGNELL 150 N MICHIGAN AVENUE 2100 CHICAGO, IL 60601-7559	SECRETARY/DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

SHIRLEY W. RYAN
PATRICK G. RYAN

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A BETTER CHICAGO 222 MERCHANDISE MART PLAZA, SUITE 1212 CHICAGO, IL 60654	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	10,000.
ACCELERATE INSTITUTE 150 N. MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	1,500,000
ACCESS LIVING 115 WEST CHICAGO AVENUE CHICAGO, IL 60610	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	25,000
AFTER SCHOOL MATTERS 66 E RANDOLPH STREET, 4TH FLOOR CHICAGO, IL 60601	NONE 509(A)1		IMPACT LIVES OF CHICAGO TEENS	25,000
ALLIANCE FRANCAISE DE CHICAGO 810 N DEARBORN STREET CHICAGO, IL 60610	NONE 509(A)2		GENERAL CHARITABLE OPERATIONS	500
AMERICAN IRELAND FUND 211 CONGRESS STREET BOSTON, MA 02110	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN RED CROSS 2025 E STREET, NW WASHINGTON, DC 20006	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	3,000
ARIEL EDUCATION INITIATIVE 200 E RANDOLPH STREET, SUITE 2900 CHICAGO, IL 60601	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	10,000
ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVENUE CHICAGO, IL 60603	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	900,000
ARTS CLUB OF CHICAGO 201 E ONTARIO STREET CHICAGO, IL 60611	NONE 509 (A) 2		GENERAL CHARITABLE OPERATIONS	1,000.
BEARS CARE 1920 FOOTBALL DRIVE LAKE FOREST, IL 60045	NONE 509 (A) 1		EDUCATIONAL/CHARITABLE SUPPORT	10,000
BIG SHOULDERS FUND 212 W. VAN BUREN, SUITE 900 CHICAGO, IL 60607	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	1,000,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
BLACK POINT HISTORIC PRESERVE W4270 SOUTHLAND ROAD LAKE GENEVA, WI 53147	NONE	509(A) (1)	GENERAL CHARITABLE OPERATIONS	100
BOYS & GIRLS CLUB OF CHICAGO 550 W VAN BUREN STREET, SUITE 350 CHICAGO, IL 60607	NONE	509(A) (1)	SUPPORT CHILDREN	10,000
BOYS & GIRLS CLUB OF GREATER KANSAS CITY 6301 ROCKHILL ROAD, SUITE 303 KANSAS CITY, MO 64131	NONE	509(A) (1)	SUPPORT CHILDREN	20,000
CATHOLIC CHARITIES (OF THE ARCHDIOCESE OF CHICAGO) 721 N. LASALLE STREET CHICAGO, IL 60654	NONE	509(A) (2)	GENERAL CHARITABLE OPERATIONS	2,000
CATHOLIC THEOLOGICAL UNION 5401 S. CORNELL AVENUE CHICAGO, IL 60615	NONE	509(A) 1	CHARITABLE/RELIGIOUS SUPPORT	25,000
CHICAGO CHILD CARE SOCIETY 5467 S. UNIVERSITY AVENUE CHICAGO, IL 60615	NONE	509(A) 1	GENERAL CHARITABLE OPERATIONS	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CHICAGO COUNCIL ON GLOBAL AFFAIRS 332 S MICHIGAN AVE , SUITE 1100 CHICAGO, IL 60604	NONE 509(A) (2)		STRATEGIC PLAN FOR GLOBAL AFFAIRS	175,000.
CHICAGO FOUNDATION FOR EDUCATION 1 N LASALLE STREET, SUITE 1675 CHICAGO, IL 60602	NONE 509(A) (1)		GENERAL CHARITABLE OPERATIONS	25,000
CHICAGO FOUNDATION FOR WOMEN 1 E. WACKER DRIVE, SUITE 1620 CHICAGO, IL 60601	NONE 509(A) (1)		GENERAL CHARITABLE OPERATIONS	1,000
CHICAGO HISTORICAL SOCIETY 1601 N. CLARK STREET CHICAGO, IL 60614	NONE 509(A) (1)		SUPPORT CHICAGO HISTORY MUSEUM	11,000
CHICAGO SISTER CITIES INTERNATIONAL DBA WORLD SPO 177 N STATE STREET, SUITE 500 CHICAGO, IL 60601	NONE 509(A) (1)		SUPPORT CHICAGO CONSULAR CORPS	10,000
CHICAGO UNITED 300 E. RANDOLPH, SUITE CL 950 CHICAGO, IL 60601	NONE 509(A) (2)		GENERAL CHARITABLE OPERATIONS	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CHILDREN'S HOME + AID SOCIETY 125 S WACKER DRIVE, 14TH FLOOR CHICAGO, IL 60606	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	5,000.
CHILDREN'S MEDICAL RESEARCH FOUNDATION INC. 300 MADISON AVENUE NEW YORK, NY 10017	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	5,000
CIRCLE OF FRIENDS C/O MARY JO GEORGE - 709 - 48TH STREET WESTERN SPRINGS, IL 60558	NONE 509 (A) (2)		GENERAL CHARITABLE OPERATIONS	1,000.
CITY OF HOPE - NIIC 1055 WILSHIRE BOULEVARD, 11TH FLOOR LOS ANGELES, CA 90017	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	12,500
CLEARBROOK 1835 W. CENTRAL ROAD ARLINGTON HEIGHTS, IL 60005	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	50,000.
COLUMBIA COLLEGE CHICAGO 600 S MICHIGAN AVENUE, SUITE 400 CHICAGO, IL 60605	NONE 509 (A) (1)		GENERAL CHARITABLE OPERATIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CONGREGATION OF HOLY CROSS HOLY CROSS INTERNATIONAL, 85 OVERLOOK CIRCL NEW ROCHELLE, NY 10804	NONE 509 (A) 1		SUPPORT CATHOLIC FAITH	5,000
CRISIS CENTER INC 101 N MONTGOMERY STREET GARY, IN 46403	NONE 509 (A) 1		BENEFIT CHILDREN, YOUTH, & FAMILIES	10,000
DECLAN DRUMM SULLIVAN MEMORIAL FUND C/O HORIZONS FOR YOUTH 703 W MONROE STREET CHICAGO, IL 60661	NONE 509 (A) 1		SUPPORT CHILDREN	5,000
DISABLED SPORTS USA, C/O AIG WINTER SUMMIT 451 HUNGERFORD DRIVE, SUITE 100 ROCKVILLE, MD 20850	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	25,000
DONOR'S FORUM OF CHICAGO 208 N LASALLE ST., STE 1540 CHICAGO, IL 60604	NONE 509 (A) 1		EDUCATIONAL ON BEHALF OF PHILANTHROPY	25,230.
ERIE ELEMENTARY CHARTER SCHOOL 1405 N WASHTENAW AVENUE CHICAGO, IL 60622	NONE 509 (A) 1		SUPPORT STUDENTS	1,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EXECUTIVE WOMEN INTERNATIONAL PMB #293, 6650 W. STATE STREET, UNIT D WAUNATOSA, WI 53213	NONE 501 (C) 3	GENERAL CHARITABLE OPERATIONS	500
FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605	NONE 509 (A) 1	PROGRAM SUPPORT	25,000
FIND A BETTER WAY USA 10319 WESTLAKE DRIVE, SUITE 112 BETHESDA, MD 20817	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	80,000
FRIENDS OF FONDATION DE FRANCE 275 MADISON AVENUE, SUITE 401 NEW YORK, NY 10016	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	52,632
FRIENDS OF HOYT PARK & POOL 1800 N. SWAN BOULEVARD, P O. BOX 13936 WAUNATOSA, WI 53213	NONE 509 (A) 2	SUPPORT RESTORATION OF RECREATIONAL FACILITY	16,500
THE GARDEN CONSERVANCY P.O. BOX 219 COLD SPRING, NY 10516	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	5,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GARY COMER YOUTH CENTER 7200 S INGLESIDE AVENUE CHICAGO, IL 60619	NONE 501 (C) 3	GENERAL CHARITABLE OPERATIONS	25,000
GENEVA AREA FOUNDATION P O BOX 71 LAKE GENEVA, WI 53147	NONE 509 (A) 2	GENERAL CHARITABLE OPERATIONS	200.
GEORGE WILLIAMS COLLEGE OF AURORA UNIVERSITY 347 S. GLADSTONE AVENUE AURORA, IL 60506	NONE 509 (A) 1	MUSIC BY THE LAKE	25,000
GILLETTE CHILDREN'S SPECIALTY HEALTHCARE 200 UNIVERSITY AVENUE EAST SAINT PAUL, MN 55101	NONE 509 (A) 3	SUPPORT CHILDREN'S HEALTHCARE & NEEDS	10,000
GIRL SCOUTS OF GREATER CHICAGO & NORTHWEST INDIANA 20 S. CLARK, SUITE 200 CHICAGO, IL 60603	NONE 509 (A) 2	GENERAL CHARITABLE OPERATIONS	3,000
GLOBAL HEALTH INITIATIVE FUND OF NORTHWESTERN UNIV 420 E. SUPERIOR, 9TH FLOOR CHICAGO, IL 60611	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE GOODMAN THEATRE 170 N DEARBORN STREET CHICAGO, IL 60601	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	5,000
GREAT LAKES ADAPTIVE SAILING FOUNDATION 400 E ILLINOIS ROAD LAKE FOREST, IL 60045	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	5,000.
GREEN TREE GARDEN CLUB 322 W WOODLYN DRIVE MEQUON, WI 53092	NONE 509 (A) 2		GENERAL CHARITABLE OPERATIONS	1,000
THE HARC FAMILY CLASSIC 900 ASYLUM AVENUE, MS 1002 HARTFORD, CT 06105	NONE 509 (A) 2		GENERAL CHARITABLE OPERATIONS	5,000
HEARTSPRING SCHOOL 8700 E. 29TH STREET NORTH WICHITA, KS 67226	NONE 509 (A) 2		GENERAL CHARITABLE OPERATIONS	5,000.
HOBE SOUND COMMUNITY CHEST INC 11450 SE DIXIE HWY SUITE 106 HOBE SOUND, FL 33455	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	2,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
HOLY FAMILY MINISTRIES 550 W FRONTAGE ROAD #2820 NORTHFIELD, IL 60093	NONE	509(A)1	GENERAL CHARITABLE OPERATIONS	2,000
HORIZON HOSPICE 833 W CHICAGO AVE CHICAGO, IL 60642	NONE	509(A)1	PROVIDE COMFORT FOR THE DYING, EDUCATE THE COMMUNITY	10,000
HUNTER COLLEGE FOUNDATION 695 PARK AVE , ROOM 1313-EAS NEW YORK, NY 10065	NONE	509(A)1	GENERAL CHARITABLE OPERATIONS	2,000
JOFFREY BALLET OF CHICAGO 10 E RANDOLPH CHICAGO, IL 60601	NONE	509(A)1	GENERAL CHARITABLE OPERATIONS	25,300.
JUDD GOLDMAN ADAPTIVE SAILING FOUNDATION 875 N. MICHIGAN AVENUE, SUITE 3718 CHICAGO, IL 60611	NONE	509(A)1	GENERAL CHARITABLE OPERATIONS	10,000.
JUPITER ISLAND GARDEN CLUB P O. BOX 1410 HOBE SOUND, FL 33475	NONE	509(A)2	GENERAL CHARITABLE OPERATIONS	1,000

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
JUPITER MEDICAL CENTER FOUNDATION 1210 S OLD DIXIE HIGHWAY JUPITER, FL 33458	NONE 509(A)3		GENERAL CHARITABLE OPERATIONS	10,000
KAPPA KAPPA GAMMA FOUNDATION 538 E TOWN STREET, P O BOX 38 COLUMBUS, OH 43215	NONE 509(A)1		SUPPORT LEADERSHIP PROGRAMS & ROSE MCGILL AID	1,000.
KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F STREET NW WASHINGTON, DC 20566	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	25,000
LAKE GENEVA FRESH AIR ASSOCIATION 351 N LAKE SHORE DRIVE, P.O BOX 10 WILLIAMS BAY, WA 53191	NONE 509(A)2		GENERAL CHARITABLE OPERATIONS	1,000.
LANDMARKS PRESERVATION COUNCIL 53 W. JACKSON BOULEVARD, SUITE 1315 CHICAGO, IL 60604	NONE 509(A)2		GENERAL CHARITABLE OPERATIONS	1,000.
L'ARCHE CHICAGO 2010 W CARROLL AVE CHICAGO, IL 60612	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	1,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
LINCOLN ACADEMY OF ILLINOIS 1 OLD STATE CAPITOL PLAZA SPRINGFIELD, IL 62701	NONE 509 (A) 2		PROGRAM SUPPORT	2,000.
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK STREET CHICAGO, IL 60614	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	10,000
LOAVES AND FISHES OF HOBE SOUND, INC. P O. BOX 98 HOBE SOUND, FL 33475	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	500
LOOKING GLASS THEATRE 875 N. MICHIGAN AVENUE, SUITE 1430 CHICAGO, IL 60611	NONE 509 (A) 1		SUPPORT EDUCATION & COMMUNITY PROGRAMS	5,000
LOYOLA ACADEMY 1100 N. LARAMIE AVENUE WILMETTE, IL 60091	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	5,000.
LYRIC OPERA OF CHICAGO 20 NORTH WACKER DRIVE CHICAGO, IL 60605	NONE 509 (A) 1		MAGNIFICENT ART FORM CONTINUATION	560,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAYO CLINIC 200 FIRST STREET, S W ROCHESTER, MN 55905	NONE 509 (A) 2	CHARITABLE FOR HIGH QUALITY CARE	10,000
THE MERCY FOUNDATION 2525 S. MICHIGAN AVENUE CHICAGO, IL 60616	NONE 509 (A) 3	GENERAL CHARITABLE OPERATIONS	1,000
MIDTOWN EDUCATIONAL FOUNDATION 718 S. LOOMIS STREET CHICAGO, IL 60607	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	1,000
MIRACLE CORNERS OF THE WORLD 152 MADISON AVENUE, SUITE 1702 NEW YORK, NY 10016	NONE 509 (A) 2	GENERAL CHARITABLE OPERATIONS	10,000
MUNDELEIN SEMINARY 1000 E MAPLE AVENUE MUNDELEIN, IL 60060	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	10,000
MUSCULAR DYSTROPHY ASSOCIATION 330 S EXECUTIVE DRIVE BROOKFIELD, WI 53005	NONE 509 (A) 1	GENERAL CHARITABLE OPERATIONS	250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
MUSIC INSTITUTE OF CHICAGO 517 GREEN BAY ROAD WILMETTE, IL 60091	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	25,000
NATIONAL CATHOLIC PARTNERSHIP ON DISABILITY 415 MICHIGAN AVE , NE SUITE 95 WASHINGTON, DC 20017	NONE 501(C)3		GENERAL CHARITABLE OPERATIONS	1,000
NATIONAL MS SOCIETY 525 W. MONROE STREET, SUITE 900 CHICAGO, IL 60661	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	1,000
NORTHWESTERN MEMORIAL HOSPITAL 541 N FAIRBANKS COURT CHICAGO, IL 60611	NONE 509(A)3		GENERAL CHARITABLE OPERATIONS	1,000.
NOTEBAERT NATURE MUSEUM 2430 N. CANNON DRIVE CHICAGO, IL 60614	NONE 509(A)1		CHARITABLE FOR NATURE EDUCATION	25,000.
OLD ELM SCHOLARSHIP FOUNDATION 800 OLD ELM ROAD HIGHLAND PARK, IL 60035	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	4,000

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OLD ST PATRICK'S CHURCH 700 W. ADAMS STREET CHICAGO, IL 60661	NONE 509 (A) 1		SUPPORT CATHOLIC FAITH	20,000
OPENLANDS 25 E WASHINGTON STREET, SUITE 1650 CHICAGO, IL 60602	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	1,000.
PARTNERS FOR PROGRESS P.O. BOX 832 MUNDELEIN, IL 60060	NONE 509 (A) 2		UNIQUE THERAPY PROGRAMS	2,500
PATHWAYS FOUNDATION 150 N. MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601	NONE 509 (A) 2		GENERAL CHARITABLE OPERATIONS	650,000.
PROVIDENCE ST MEL SCHOOL 119 SOUTH CENTRAL PARK BOULEVARD CHICAGO, IL 60624	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	10,000
RONALD McDONALD HOUSE CHARITIES ONE KROC DRIVE OAK BROOK, IL 60523	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
RUSH NEUROBEHAVIORAL CENTER 4711 W. GOLF ROAD, SUITE 1100 SKOKIE, IL 60076	NONE 509 (A) 1		SUPPORT RESEARCH FOR LEARNING DISORDERS	25,000
SACRED HEART CHURCH 1077 TOWER ROAD WINNETKA, IL 60093	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	20,000.
SACRED HEART SCHOOLS 6250 N SHERIDAN ROAD CHICAGO, IL 60660	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	300,000
SAINT BENEDICT CATHOLIC CHURCH 137 DEWEY AVENUE FONTANA, WI 53125	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	10,000
SAINT FRANCIS DE SALES CHURCH 148 MAIN STREET LAKE GENEVA, WI 53147	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	10,000
SAINTS FAITH HOPE & CHARITY 191 LINDEN STREET WINNETKA, IL 60093	NONE 509 (A) 1		GENERAL CHARITABLE OPERATIONS	25,000

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SALVATION ARMY P.O BOX 388 NORFOLK, VA 23501	NONE 509(A)1	GENERAL CHARITABLE OPERATIONS	33,000.
SHEIL CATHOLIC CENTER NORTHWESTERN UNIVERSITY, 2110 SHERIDAN RD EVANSTON, IL 60201	NONE 509(A)1	SUPPORT CATHOLIC FAITH	5,000
SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	NONE 509(A)1	GENERAL CHARITABLE OPERATIONS	10,000
SPENCER EDUCATIONAL FOUNDATION, INC 1065 AVENUE OF THE AMERICAS, 13TH FLOOR NEW YORK, NY 10018	NONE 509(A)1	GENERAL CHARITABLE OPERATIONS	25,000.
ST CHRISTOPHER CATHOLIC CHURCH 12001 SE FEDERAL HIGHWAY HOBE SOUND, FL 33455	NONE 509(A)1	SUPPORT CATHOLIC FAITH	20,000
STANDING TALL CHARITABLE FOUNDATION 1100 N RIVER ROAD, THE VILLA DES PLAINES, IL 60016	NONE 509(A)1	GENERAL CHARITABLE OPERATIONS	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
TELLIN' TALES THEATRE 360 E RANDOLPH #1006 CHICAGO, IL 60601	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	250.
UNITED CEREBRAL PALSY 547 W JACKSON BOULEVARD, SUITE 225 CHICAGO, IL 60661	NONE 509(A)1		SUPPORT CEREBRAL PALSY	20,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM P O BOX 1852 HIGHLAND PARK, IL 60035	NONE 501(C)3		GENERAL CHARITABLE OPERATIONS	7,500.
UNIVERSITY OF CHICAGO 1427 E 60TH STREET, SUITE 120 CHICAGO, IL 60637	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	50,000
UNIVERSITY OF CHICAGO CELIAC DISEASE CENTER 5841 S MARYLAND AVENUE, MAILCODE 4069 CHICAGO, IL 60637	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	500.
UNIVERSITY OF NOTRE DAME 405 MAIN BUILDING NOTRE DAME, IN 46556	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN GATEWAYS 205 W RANDOLPH STREET, SUITE 1700 CHICAGO, IL 60606	NONE 509 (A) 1	SUPPORT TEACHING IN INNER-CITY SCHOOLS	10,000
WTTW CHANNEL 11 5400 N. SAINT LOUIS AVENUE CHICAGO, IL 60625	NONE 509 (A) 1	CELEBRATE AMERICAN INNOVATION	50,000
TOTAL CONTRIBUTIONS PAID			<u>6,361,962</u>

FORM 990EF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACCELERATE INSTITUTE 150 N MICHIGAN AVENUE, SUITE 2100 CHICAGO, IL 60601	NONE 509(A) 1		GENERAL CHARITABLE OPERATIONS	5,000,000
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVENUE CHICAGO, IL 60603	NONE 509(A) 1		GENERAL CHARITABLE OPERATIONS	1,750,000
CATHOLIC EXTENSION SOCIETY 150 S WACKER DR CHICAGO, IL 60606	NONE 509(A) 1		GENERAL CHARITABLE OPERATIONS	200,000
CHICAGO COUNCIL ON GLOBAL AFFAIRS 332 S MICHIGAN AVE , SUITE 1100 CHICAGO, IL 60604	NONE 509(A) (2)		STRATEGIC PLAN FOR GLOBAL AFFAIRS	388,125.
GENEVA LAKE (BUDDY MELGES) SAILING SCHOOL 1250 SOUTH LAKESHORE DRIVE FONTANA, WI 53125	NONE 509(A) 1		GENERAL CHARITABLE OPERATIONS	200,000
FRIENDS OF FOUNDATION DE FRANCE 6 W 48TH STREET, 10TH FLOOR NEW YORK, NY 10036	NONE 509(A) 1		GENERAL CHARITABLE OPERATIONS	50,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
LYRIC OPERA OF CHICAGO 20 NORTH WACKER DRIVE CHICAGO, IL 60606	NONE 509(A)1		RYAN INNOVATION INITIATIVE	5,000,000.
SACRED HEART SCHOOLS 6250 N SHERIDAN ROAD CHICAGO, IL 60660	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	1,350,000
SALVATION ARMY ARMY KROC CENTER 1250 W 119TH ST CHICAGO, IL 60643	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	34,000
UNIVERSITY OF CHICAGO -THE LABORATORY SCHOOLS 5801 S ELLIS AVE CHICAGO, IL 60637	NONE 509(A)1		PROGRAM SUPPORT	150,000
URBAN GATEWAYS 205 W RANDOLPH STREET, SUITE 1700 CHICAGO, IL 60625	NONE 509(A)1		SUPPORT TEACHING IN INNER-CITY SCHOOLS	10,000
BIG SHOULDERS FUND 212 W VAN BUREN STREET CHICAGO, IL 60607	NONE 509(A)1		GENERAL CHARITABLE OPERATIONS	8,000,000.
TOTAL CONTRIBUTIONS APPROVED				<u>22,132,125.</u>

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,029,387.		INVESTMENTS PROPERTY TYPE: SECURITIES 4,908,000.				D	VAR 1,121,387.	VAR
TOTAL GAIN (LOSS)							<u>1,121,387.</u>	