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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

CONWAY FARMS GOLF CLUB FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

425 S. CONWAY FARMS DR.

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

LAKE FOREST IL 60045

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) ► \$ **124,731** (Part I, column (d) must be on cash basis)J Accounting method Cash Accrual
 Other (specify)

A Employer identification number

03-0523195

B Telephone number (see instructions)

847-234-6979C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the
85% test, check here and attach computation ► E If private foundation status was terminated under
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► **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)	65,432			
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	6	6	6	
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-12			
b	Gross sales price for all assets on line 6a	2,419			
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	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	65,426	6	6	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 1	7,720			
b	Accounting fees (attach schedule) STMT 2	1,122			
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	3			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications	68			
23	Other expenses (att sch) STMT 4	40			10
24	Total operating and administrative expenses.				
	Add lines 13 through 23	8,953	0	0	10
25	Contributions, gifts, grants paid	40,422			40,422
26	Total expenses and disbursements. Add lines 24 and 25	49,375	0	0	40,432
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	16,051			
b	Net investment income (if negative, enter -0-)		6		
c	Adjusted net income (if negative, enter -0-)			6	

For Paperwork Reduction Act Notice, see instructions.

DAA

Form **990-PF** (2013)

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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	106,047	119,679	119,679
	2	Savings and temporary cash investments	2,633	5,052	5,052
	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 (att. schedule) ►	0		
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule)			
Liabilities	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach sch) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach sch) ►			
	15	Other assets (describe ►)		
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	108,680	124,731	124,731
Net Assets or Fund Balances	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 ►)	0	0
	23	Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		► <input checked="" type="checkbox"/>		
	24	Unrestricted	108,680	124,731	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input type="checkbox"/>		
	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			
	30	Total net assets or fund balances(see instructions)	108,680	124,731	
	31	Total liabilities and net assets/fund balances(see instructions)	108,680	124,731	

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	108,680
2	Enter amount from Part I, line 27a	2	16,051
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	124,731
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	124,731

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 20 SH CHEVRON STOCK			D	06/05/13	08/09/13
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 2,419		2,431	-12		
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			-12		
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	-12	
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		

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

N/A

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))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)	1 2 3 4 5
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments.	6a 6b 6c 6d
a	2013 estimated tax payments and 2012 overpayment credited to 2013	
b	Exempt foreign organizations – tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	7 8 9
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10 11
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	
		Refunded ►

Part VII-A Statements Regarding Activities

1a	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?	1a 1b 1c	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
c	Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
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 ► \$ _____	N/A 3 4a 4b 5 6 7 8b 9 10	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on Form 990-T for this year?		<input checked="" type="checkbox"/>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<input checked="" type="checkbox"/>
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?		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		II
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	<input checked="" type="checkbox"/>	
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	<input checked="" type="checkbox"/>	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input checked="" type="checkbox"/>	

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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► SHARON RUDY 425 S. CONWAY FARMS	Telephone no ► 847-234-6979	
	Located at ► LAKE FOREST	IL	ZIP+4 ► 60045
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	<input type="checkbox"/>
16	At any time during calendar year 2013, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/>

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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(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)?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(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)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2013?	N/A	
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► 20 20 20 20	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 20 20 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b	If "Yes," did it have excess business holdings in 2013 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 2013)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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 2013?	4b	<input checked="" type="checkbox"/>

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b	<input checked="" type="checkbox"/>
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? If "Yes," attach the statement required by Regulations section 53 4945–5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	<input checked="" type="checkbox"/>
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		N/A	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		N/A	

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
SEE STATEMENT 5				

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 ► 0

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 SCHOLARSHIPS WERE GRANTED TO 27 STUDENTS RANGING FROM \$500 TO \$3,500	40,422
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 N/A	
2	
All other program-related investments. See instructions	

3

Total. Add lines 1 through 3 ►

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		1a	4 , 048
a	Average monthly fair market value of securities		1b	101 , 592
b	Average of monthly cash balances		1c	0
c	Fair market value of all other assets (see instructions)		1d	105 , 640
d	Total (add lines 1a, b, and c)			
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0	
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	105 , 640
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)		4	1 , 585
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4		5	104 , 055
6	Minimum investment return. Enter 5% of line 5		6	5 , 203

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	
3	Distrbutable amount before adjustments. Subtract line 2c from line 1		3	
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	
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	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		1a	40 , 432
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26		1b	
b	Program-related investments – total from Part IX-B		2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes		3a	
3	Amounts set aside for specific charitable projects that satisfy the		3b	
a	Suitability test (prior IRS approval required)		4	40 , 432
b	Cash distribution test (attach the required schedule)		5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4		6	40 , 432
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)			
6	Adjusted qualifying distributions. Subtract line 5 from line 4			

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <u>40,432</u>				
a Applied to 2012, 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 2013 distributable amount				
e Remaining amount distributed out of corpus	<u>40,432</u>			
5 Excess distributions carryover applied to 2013 (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:	<u>40,432</u>			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
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 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling				07/06/04
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input checked="" type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
	6	135	54	422	617
b	5	115	46	359	525
c	40,432	40,697	50,843	46,865	178,837
d					
e					
	40,432	40,697	50,843	46,865	178,837
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test – enter				
	(1) Value of all assets	124,731	108,680	83,417	79,168
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	124,731	108,680	83,417	79,168
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)	N/A			
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)	N/A			
	(3) Largest amount of support from an exempt organization	N/A			
	(4) Gross investment income	N/A			

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))

SEE STATEMENT 6

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 address of the person to whom applications should be addressed

CONWAY FARMS GOLF CLUB FOUNDATION 847-234-6979

425 S. CONWAY FARMS DR LAKE FOREST IL 60045

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

REQUEST APPLICATION FORM

Any submission deadlines

SCHOLARSHIPS

Any restrictions or limitations on awards, such as by geography

SEE STATEMENT 7

SEE STATEMENT

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 SEE STATEMENT 8				40,422
Total			► 3a	40,422
b Approved for future payment SEE STATEMENT 9				23,250
Total			► 3b	23,250

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments				14	6
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory				18	-12
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		-6	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-6

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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)
N/A	

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

Other transactions.

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A		SEE STATEMENT 10	

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
SEE STATEMENT 11		

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

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

**Sign
Here**

 Signature of officer or trustee

1

President

Signature of officer or trustee		Date	File		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	JAMES HALEY		JAMES HALEY	11/03/14	
	Firm's name ► PHILIP+RAE & ASSOCIATES, CPAS		PTIN	P00837714	
Firm's address ► 564 S WASHINGTON ST STE 200 NAPERVILLE, IL 60540		Firm's EIN ►	27-0479293		
		Phone no	630-505-3620		

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Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
	\$ 7,720	\$ 0	\$ 0	\$ 0
TOTAL	\$ 7,720	\$ 0	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
TAX RETURN PREPARATION	\$ 1,122	\$ 0	\$ 0	\$ 0
TOTAL	\$ 1,122	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
EXCISE TAX	\$ 3	\$ 0	\$ 0	\$ 0
TOTAL	\$ 3	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
EXPENSES	\$	\$	\$	\$
STATE FILING FEE	10			10
DELIVERY CHARGES	30			
TOTAL	\$ 40	\$ 0	\$ 0	\$ 10

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Statement 5 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
WILLIAM MADDEN 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	PRESIDENT	2.00	0	0	0
JAMES O'KEANE 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	VICE PRESIDE	2.00	0	0	0
JOHN AKE 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	SECRETARY	1.00	0	0	0
JAMES BEDFORD 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	DIRECTOR	1.00	0	0	0
MARSHALL ROZZI 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	VICE PRESIDE	1.00	0	0	0
ROBERT WEISENECK 425 S. CONWAY FARMS DR. LAKE FOREST IL 60045	TREASURER	1.00	0	0	0
SUSAN MULLIGAN	DIRECTOR	1.00	0	0	0
MARIA WESTROPP	DIRECTOR	1.00	0	0	0

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Statement 6 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

Name of Manager	Amount
MARSHALL ROZZI	\$ 26,482
JAMES LIGGETT	23,000
TOTAL	\$ 49,482

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
REQUEST APPLICATION FORM

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
SCHOLARSHIPS AWARDED EACH YEAR

Statement 7 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
CURRENT EMPLOYEES AND CADDIES (AFTER 1 YEAR OF SERVICE) OF CONWAY FARMS GOLF CLUB OR PARENT EMPLOYED AT LEAST 3 YEARS AT CONWAY FARMS GOLF CLUB.

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Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
ASHLEY ADAMCZYK	C/O UNIVERSITY OF IOWA			EDUCATIONAL SCHOLARSHIP	2,500
MATT DEGROOT	C/O UNIVERSITY OF ILLINOI			EDUCATIONAL SCHOLARSHIP	2,500
BRAD DROGOS	C/O UNIVERSITY OF IOWA			EDUCATIONAL SCHOLARSHIP	1,500
EILEEN LEE	C/O AVE MARIA UNIVERSITY			EDUCATIONAL SCHOLARSHIP	2,500
XAVIER THOMPSON	C/O COLLEGE OF LAKE COUNT			EDUCATIONAL SCHOLARSHIP	2,500
ANDRES AVILA	C/O COLLEGE OF LAKE COUNT			EDUCATIONAL SCHOLARSHIP	1,500
VICTOR CASTILLO	C/O COLLEGE OF LAKE COUNT			EDUCATIONAL SCHOLARSHIP	500
CONOR O'BRIEN	C/O XAVIER UNIVERSITY			EDUCATIONAL SCHOLARSHIP	500
WILL JOSEPH	C/O DEPAUW UNIVERSITY			EDUCATIONAL SCHOLARSHIP	500
MICHEAL EAMES	C/O UNIVERSITY OF DAYTON			EDUCATIONAL SCHOLARSHIP	500
TONY FARELLA	C/O CARTHAGE COLLEGE			EDUCATIONAL SCHOLARSHIP	2,250
SAMUEL JAIMES	C/O COLLEGE OF LAKE COUNT			EDUCATIONAL SCHOLARSHIP	3,500
BRICE JARVIS	C/O MARQUETTE UNIVERSITY			EDUCATIONAL SCHOLARSHIP	1,750
NICOLE JARVIS	C/O LOYOLA UNIVERSITY			EDUCATIONAL SCHOLARSHIP	3,250
SAMANTHA JARVIS	C/O LOYOLA UNIVERSITY			EDUCATIONAL SCHOLARSHIP	2,500
KELLY GRACE MORY	C/O SOUTHERN METHODIST UN			EDUCATIONAL SCHOLARSHIP	2,250
BRIDGET O'BRIEN	C/O UNIVERSITY OF DAYTON			EDUCATIONAL SCHOLARSHIP	2,750

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Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
JONATHON RUDY	C/O WESTERN MICHIGAN UNIV	NONE	EDUCATIONAL SCHOLARSHIP		500
BRISBIA ZAVALA	C/O CARROLL UNIVERSITY	NONE	EDUCATIONAL SCHOLARSHIP		2,172
STEPHANIE ADAMCZYK	C/O UNIVERSITY OF ILLINOI	NONE	EDUCATIONAL SCHOLARSHIP		500
SERGIO DELEON	C/O MARQUETTE UNIVERSITY	NONE	EDUCATIONAL SCHOLARSHIP		500
MICHAEL FATINA	C/O UNIVERSITY OF ILLINOI	NONE	EDUCATIONAL SCHOLARSHIP		500
MARIA GARCIA	C/O COLLEGE OF LAKE COUNT	NONE	EDUCATIONAL SCHOLARSHIP		500
ALEX LEIGEBER	C/O UNIVERSITY OF IOWA	NONE	EDUCATIONAL SCHOLARSHIP		500
DANIELLE RUDY	C/O UNIVERSITY OF ILLINOI	NONE	EDUCATIONAL SCHOLARSHIP		500
KIERSTEN EAMES	C/O DEPAUW UNIVERSITY	NONE	EDUCATIONAL SCHOLARSHIP		500
JOSE MURILLO	C/O QUINCY UNIVERSITY	NONE	EDUCATIONAL SCHOLARSHIP		500
TOTAL					<u>40,422</u>

Statement 9 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

Name	Address	Relationship	Status	Purpose	Amount
ASHLEY ADAMCZYK	C/O UNIVERSITY OF IOWA	NONE	EDUCATIONAL SCHOLARSHIP		1,500
EILEEN LEE	C/O MARIA UNIVERSITY	NONE	EDUCATIONAL SCHOLARSHIP		1,500

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Statement 9 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt (continued)

Name	Address	Relationship	Status	Purpose	Amount
XAVIER THOMPSON		C/O COLLEGE OF LAKE COUNT		EDUCATIONAL SCHOLARSHIP	1,500
ANDRES AVILA		C/O COLLEGE OF LAKE COUNT		EDUCATIONAL SCHOLARSHIP	1,000
MICHEAL EAMES		C/O UNIVERSITY OF DAYTON		EDUCATIONAL SCHOLARSHIP	1,250
TONY FARELLA		C/O CARTHAGE COLLEGE		EDUCATIONAL SCHOLARSHIP	2,000
SAMUEL JAIMES		C/O COLLEGE OF LAKE COUNT		EDUCATIONAL SCHOLARSHIP	1,000
BRICE JARVIS		C/O MARQUETTE UNIVERSITY		EDUCATIONAL SCHOLARSHIP	1,000
NICOLE JARVIS		C/O LOYOLA UNIVERSITY		EDUCATIONAL SCHOLARSHIP	2,000
SAMANTHA JARVIS		C/O LOYOLA UNIVERSITY		EDUCATIONAL SCHOLARSHIP	1,500
KELLY GRACE MORY		C/O SOUTHERN METHODIST UN		EDUCATIONAL SCHOLARSHIP	1,250
BRIDGET O'BRIEN		C/O UNIVERSITY OF DAYTON		EDUCATIONAL SCHOLARSHIP	1,750
JONATHON RUDY		C/O WESTERN MICHIGAN UNIV		EDUCATIONAL SCHOLARSHIP	500
BRISBIA ZAVALA		C/O CARROLL UNIVERSITY		EDUCATIONAL SCHOLARSHIP	1,500
STEPHANIE ADAMCZYK		C/O UNIVERSITY OF ILLINOI		EDUCATIONAL SCHOLARSHIP	500
SERGIO DELEON		C/O MARQUETTE UNIVERSITY		EDUCATIONAL SCHOLARSHIP	500
MICHAEL FATINA		C/O UNIVERSITY OF ILLINOI		EDUCATIONAL SCHOLARSHIP	500
MARIA GARCIA		C/O COLLEGE OF LAKE COUNT		EDUCATIONAL SCHOLARSHIP	500
ALEX LEIGEBER		C/O UNIVERSITY OF IOWA		EDUCATIONAL SCHOLARSHIP	500

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Statement 9 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt (continued)

Name	Address	Relationship	Address	Status	Purpose	Amount
DANIELLE RUDY	C/O UNIVERSITY OF ILLINOI	NONE			EDUCATIONAL SCHOLARSHIP	500
KIERSTEN EAMES	C/O DEPAUW UNIVERSITY	NONE			EDUCATIONAL SCHOLARSHIP	500
JOSE MURILLO	C/O QUINCY UNIVERSITY	NONE			EDUCATIONAL SCHOLARSHIP	500
TOTAL						<u>23,250</u>

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Statement 10 - Form 990-PF, Part XVII, Line 1d - Schedule Information

Line No.	Amount Involved	Name of Noncharitable Exempt Organization	Description of Transfers Transactions, Etc.
	\$	CONWAY FARMS GOLF CLUB	CONWAY FARMS GOLF CLUB ACTS AS THE COLLECTION AGENCY FOR ADMINISTERING CONTRIBUTIONS
		CONWAY FARMS GOLF CLUB	CONWAY FARMS GOLF CLUB SHARES ITS MEMBERSHIP LIST WITH THE FOUNDATION FOR SOLICITING CONTRIBUTIONS

Statement 11 - Form 990-PF, Part XVII, Line 2b - Schedule Information

Name of Organization	Type of Organization	Description of Relationship
CONWAY FARMS GOLF CLUB	501(C) (7)	THE FOUNDATION WAS CREATED BY CONWAY FARMS GOLF CLUB, A NON-PROFIT ORGANIZATION. FOUNDATION TRUSTEES ARE CLUB MEMBERS; ONE OF WHICH IS A CLUB BOARD MEMBER.