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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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation REED FAMILY FOUNDATION		A Employer identification number 26-1247721	
Number and street (or P O box number if mail is not delivered to street address) 135 S LASALLE ST SUITE 2350		B Telephone number (see instructions) (312) 425-2700	
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603		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) ☐ \$ 9,773,179		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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,490,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11,599	11,599		
	4 Dividends and interest from securities.	98,166	98,166		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	7,716			
	b Gross sales price for all assets on line 6a 4,360,924				
	7 Capital gain net income (from Part IV, line 2) . . .		7,716		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,607,481	117,481		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	29,500	29,500		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,084	3,686		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	73	73		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	33,657	33,259		0
	25 Contributions, gifts, grants paid	334,000			334,000
	26 Total expenses and disbursements. Add lines 24 and 25	367,657	33,259		334,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,239,824			
	b Net investment income (if negative, enter -0-)		84,222		
	c Adjusted net income (if negative, enter -0-)				

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	103,655	328,381	328,381
	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			
	10a	Investments—U S and state government obligations (attach schedule)	3,754,959	 1,349,088	1,351,062
	b	Investments—corporate stock (attach schedule)	3,006,303	 6,427,271	8,093,736
	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)			
	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)	6,864,917	8,104,740	9,773,179
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	6,864,917	8,104,740	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,864,917	8,104,740	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,864,917	8,104,740	

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	6,864,917
2	Enter amount from Part I, line 27a	2	1,239,824
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	8,104,741
5	Decreases not included in line 2 (itemize) ▶ 	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,104,740

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
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	7,716
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

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 page 18 of 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	267,362	6,758,067	0 039562
2011	184,331	5,305,896	0 034741
2010	108,925	3,722,618	0 029260
2009	37,000	2,164,359	0 017095
2008	0	749,277	0 000000

2	Total of line 1, column (d).	2	0 120658
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 024132
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	8,527,593
5	Multiply line 4 by line 3.	5	205,788
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	842
7	Add lines 5 and 6.	7	206,630
8	Enter qualifying distributions from Part XII, line 4. 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	8	334,000

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	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	842
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	0
3	Add lines 1 and 2.	3	842
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	842
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	640
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	640
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	202
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11	

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ 0. (2) On foundation managers ☐ \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> 	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NONE				
14	The books are in care of ▶WALTER W BELL Telephone no ▶(312) 425-2700 Located at ▶135 S LASALLE ST STE 2350 CHICAGO IL ZIP +4 ▶60603			
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 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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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?.	1c		No
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?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 ▶ 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?. ☐ Yes ☒ No			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

Organizations 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?

6b

No

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?

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
See Additional Data Table				

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.		0

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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	8,224,263
b	Average of monthly cash balances.	1b	433,192
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,657,455
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	8,657,455
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	129,862
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,527,593
6	Minimum investment return. Enter 5% of line 5.	6	426,380

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	426,380
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	842
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	842
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	425,538
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	425,538
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	425,538

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	334,000
b	Program-related investments—total from Part IX-B.	1b	0
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	334,000
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	842
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	333,158
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				425,538
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			333,681	
b Total for prior years 20__, 20__, 20__		0		
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.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 334,000				
a Applied to 2012, but not more than line 2a			333,681	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				319
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				425,219
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
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 XIVPrivate 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.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary Information (Complete this part only if the organization 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))

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

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 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

Form 990-PF (2013)

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 Additional Data Table				
Total			3a	334,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FRACTIONAL SHS KINDER MORGAN MGT		2011-05-31	2013-02-15
300 SHS COACH INC		2012-09-20	2013-03-04
600 SHS COACH INC		2012-11-16	2013-03-04
35 SHS INTUITIVE SURGICAL INC		2012-09-25	2013-03-05
35 SHS INTUITIVE SURGICAL INC		2012-11-08	2013-03-05
45 SHS INTUITIVE SURGICAL INC		2012-12-26	2013-03-05
FRACTIONAL SHS KINDER MORGAN MGT		2011-05-31	2013-05-17
125 SHS CME GROUP INC		2011-04-08	2013-06-13
550 SHS CME GROUP INC		2011-05-31	2013-06-13
100000 US TREASURY NOTES		2008-07-25	2013-06-27
FRACTIONAL SHS KINDER MORGAN MGT		2011-05-31	2013-08-15
300000 US TREASURY NOTES		2011-08-31	2013-09-03
1750000 US TREASURY BILLS		2012-09-27	2013-09-19
360000 US TREASURY NOTES		2011-09-29	2013-09-30
FRACTIONAL SHS KINDER MORGAN MGT		2011-05-31	2013-11-16
500000 US TREASURY BILLS		2013-09-27	2013-11-22
200000 US TREASURY NOTES		2010-12-23	2013-12-16
1000000 US TREASURY BILLS		2013-09-27	2013-12-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40		29	11
14,703		17,864	-3,161
29,406		32,797	-3,391
18,620		18,107	513
18,620		18,688	-68
23,941		21,676	2,265
1		1	0
9,036		7,640	1,396
39,758		31,447	8,311
100,000		100,627	-627
48		35	13
300,000		299,745	255
1,747,923		1,747,923	0
360,000		359,100	900
42		31	11
499,555		499,728	-173
200,000		198,313	1,687
999,231		999,457	-226

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			11
			-3,161
			-3,391
			513
			-68
			2,265
			0
			1,396
			8,311
			-627
			13
			255
			0
			900
			11
			-173
			1,687
			-226

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
MARJORIE LINDSAY REED	DIRECTOR/PRESIDENT 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
GINEVRA R RALPH	DIRECTOR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
L KEITH REED	DIRECTOR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
HELEN S REED	DIRECTOR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
PETER S REED	DIRECTOR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
JOHN S REED JR	DIRECTOR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				
WALTER W BELL	DIRECTOR/TREASURER/SECR 0 00	0	0	0
C/O 135 S LASALLE STREET SUITE 2350 CHICAGO,IL 60603				

Form 990PF Part XV Line 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				
AMIGOS BRAVOS PO BOX 238 TAOS,NM 87571	N/A	501(C)(3)	GENERAL	500
BRING RECYCLING 4446 FRANKLIN BOULEVARD EUGENE,OR 97403	N/A	501(C)(3)	GENERAL	500
COMMUNITY AGAINST VIOLENCE PO BOX 169 TAOS,NM 87571	N/A	501(C)(3)	GENERAL	1,000
EUGENE FAMILY YMCA 2055 PATTERSON STREET EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	1,500
EUGENE BALLET COMPANY 1590 WILLIAMETTE ST SUITE 100 EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	1,000
EUGENE OPERA 1590 WILLIAMETTE ST EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	750
FANCONI ANEMIA RESEARCH FUND INC 1801 WILLIAMETTE ST SUITE 200 EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	120
INTERNATIONAL DOCUMENTARY ASSOCIATION 39 CEDAR STREET EUGENE,OR 97402	N/A	501(C)(3)	GENERAL	340
THE JOHN G SHEDD INSTITUTE FOR THE ARTS PO BOX 1497 EUGENE,OR 97440	N/A	501(C)(3)	GENERAL	50,000
MOBILITY INTERNATIONAL USA 132 E BROADWAY SUITE 343 EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	500
PLANNED PARENTHOOD OF SOUTHWESTERN OREGON 3579 FRANKLIN BOULEVARD EUGENE,OR 97403	N/A	501(C)(3)	GENERAL	1,000
RELIEF NURSERY 1720 W 25TH AVENUE EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	500
ROCKY MOUNTAIN YOUTH CORPS PO BOX 1960 RANCHO DE TAOS,NM 87557	N/A	501(C)(3)	GENERAL	500
JOHN G SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO,IL 60605	N/A	501(C)(3)	GENERAL	3,000
SIUSLAW WATERSHED COUNCIL PO BOX 422 MAPLETON,OR 97453	N/A	501(C)(3)	GENERAL	500
Total  3a				334,000

Form 990PF Part XV Line 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				
TAOS YOUTH SOCCER LEAGUE PO BOX 2692 TAOS,NM 87571	N/A	501(C)(3)	GENERAL	340
UO FOUNDATION - JORDAN SCHNITZER MUSEUM OF ART 1720 E 13TH SUITE 410 EUGENE,OR 97403	N/A	501(C)(3)	GENERAL	2,500
UO FOUNDATION - KWAX 911 FM 75 CENTENNIAL LOOP EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	250
WOMENSPACE PO BOX 50127 EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	500
WORKING ON WELLNESS HCR 74 BOX 22008 EL PRADO,NM 87529	N/A	501(C)(3)	GENERAL	1,000
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVE CHICAGO,IL 60603	N/A	501(C)(3)	GENERAL	5,000
CHICAGO SYMPHONY ORCHESTRA 220 S MICHIGAN AVE CHICAGO,IL 60604	N/A	501(C)(3)	GENERAL	2,000
EUGENE FAMILY YMCA 2055 PATTERSON STREET EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	300
EUGENE SYMPHONY 115 W 8TH AVE SUITE 115 EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	500
EUGENE BALLET COMPANY 1590 WILLIAMETTE ST EUGENE,OR 97401	N/A	501(C)(3)	GENERAL	20,000
FAR HILLS COUNTRY DAY SCHOOL BOX 8 ROUTE 202 FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	2,000
FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO,IL 60605	N/A	501(C)(3)	GENERAL	5,000
FOOD FOR LANE COUNTY 770 BAILEY HILL ROAD EUGENE,OR 97402	N/A	501(C)(3)	GENERAL	1,000
KENTS HILL SCHOOL PO BOX 257 1614 MAINE STREET KENTS HILL,ME 04349	N/A	501(C)(3)	GENERAL	5,000
LANE COMMUNITY COLLEGE FOUNDATION 4000 E 30TH AVENUE EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	5,000
Total  3a				334,000

Form 990PF Part XV Line 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				
LAKE FOREST COLLEGE 555 N SHERIDAN ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	1,000
LAKE FOREST PUBLIC LIBRARY 360 E DEERPATH ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	5,000
LONG TOM WATERSHED COUNCIL 751 S DANEBO AVENUE EUGENE,OR 97402	N/A	501(C)(3)	GENERAL	1,000
MUSKINGUM UNIVERSITY 163 STORMONT STREET NEWCONCORD,OH 43762	N/A	501(C)(3)	GENERAL	500
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	5,000
OAK HILL SCHOOL 86397 ELDON SCHAFER DRIVE EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	2,000
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND,OR 97219	N/A	501(C)(3)	GENERAL	5,000
ST VINCENT DE PAUL SOCIETY OF LANE COUNTY INC PO BOX 24608 EUGENE,OR 97402	N/A	501(C)(3)	GENERAL	1,000
TAMARACK WELLNESS CENTER 3575 DONALD STREET SUITE 300 EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	500
THE JOHN G SHEDD INSTITUTE FOR THE ARTS PO BOX 1497 EUGENE,OR 97440	N/A	501(C)(3)	GENERAL	5,000
LAKE FOREST COLLEGE 555 N SHERIDAN ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	18,300
MUSEUM OF MODERN ART 11 W 53RD STREET NEWYORK,NY 10019	N/A	501(C)(3)	GENERAL	2,500
PILOBOLUS INC PO BOX 388 WASHINGTON DEPOT,CT 06794	N/A	501(C)(3)	GENERAL	1,000
JOHN G SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO,IL 60605	N/A	501(C)(3)	GENERAL	10,000
UNIVERSITY OF PENNSYLVANIA 3535 MARKET STREET SUITE 500 PHILADELPHIA,PA 19104	N/A	501(C)(3)	GENERAL	30,000
Total  3a				334,000

Form 990PF Part XV Line 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				
CAMP DUDLEY YMCA INC 126 DUDLEY ROAD WESTPORT,NY 12993	N/A	501(C)(3)	GENERAL	250
CATSKILL FLYFISHING CENTER & MUSEUM 1031 OLD ROUTE 17 PO BOX 1295 LIVINGSTON MANOR,NY 12758	N/A	501(C)(3)	GENERAL	250
CORNERSTONE FAMILY PROGRAMS 62 ELM STREET MORRISTOWN,NJ 07960	N/A	501(C)(3)	GENERAL	500
DEIRDRE'S HOUSE 8 COURT STREET MORRISTOWN,NJ 07960	N/A	501(C)(3)	GENERAL	500
FAR HILLS COUNTRY DAY SCHOOL PO BOX 8 ROUTE 202 FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	300
FOUNDATION FOR MORRISTOWN MEDICAL CENTER 475 SOUTH STREET MORRISTOWN,NJ 07960	N/A	501(C)(3)	GENERAL	1,000
GREAT SWAMP WATERSHED ASSOCIATION PO BOX 300 NEW VERNON,NJ 07976	N/A	501(C)(3)	GENERAL	1,500
HARDING LAND TRUST PO BOX 576 NEW VERNON,NJ 07976	N/A	501(C)(3)	GENERAL	2,000
INTERFAITH FOOD PANTRY 2 EXECUTIVE DRIVE MORRIS PLAINS,NJ 07950	N/A	501(C)(3)	GENERAL	500
KEMMERER LIBRARY 19 BLUE MILL ROAD PO BOX 283 NEW VERNON,NJ 07976	N/A	501(C)(3)	GENERAL	500
LAKE FOREST COUNTRY DAY SCHOOL 145 S GREEN BAY ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	250
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	2,000
NATIONAL OUTDOOR LEADERSHIP 284 LINCOLN STREET LANDER,WY 82520	N/A	501(C)(3)	GENERAL	250
NEW VERNON VOLUNTEER FIRE DEPARTMENT PO BOX 143 VILLAGE ROAD NEW VERNON,NJ 07976	N/A	501(C)(3)	GENERAL	2,000
RONALD MCDONALD HOUSE CHARITIES INC 26345 NETWORK PLACE CHICAGO,IL 60673	N/A	501(C)(3)	GENERAL	500
Total  3a				334,000

Form 990PF Part XV Line 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				
SOMERSET HILLS YMCA 140 MOUNT AIRY ROAD BASKING RIDGE, NJ 07921	N/A	501(C)(3)	GENERAL	1,000
ST LAWRENCE UNIVERSITY 23 ROMODA DRIVE CANTON, NY 13617	N/A	501(C)(3)	GENERAL	50,000
WILMINGTON FRIENDS SCHOOL 101 SCHOOL ROAD WILMINGTON, DE 19803	N/A	501(C)(3)	GENERAL	2,500
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	N/A	501(C)(3)	GENERAL	555
AFGHAN GIRLS FINANCIAL ASSISTANCE FUND PO BOX 338 MORRISTOWN, NJ 07963	N/A	501(C)(3)	GENERAL	555
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVE CHICAGO, IL 60603	N/A	501(C)(3)	GENERAL	250
BERKSHIRE SCHOOL 245 N UNDERMOUNTAIN ROAD SHEFFIELD, MA 01257	N/A	501(C)(3)	GENERAL	25,000
BONNIE BRAE PO BOX 825 LIBERTY CORNER, NJ 07938	N/A	501(C)(3)	GENERAL	400
CELL MOTION LABORATORIES INC PO BOX 250288 NEW YORK, NY 10025	N/A	501(C)(3)	GENERAL	500
CENTER FOR CONTEMPORARY ARTSOMERSET ART ASSOCIATION 2020 BURNT MILLS ROAD BEDMINSTER, NJ 07921	N/A	501(C)(3)	GENERAL	400
CHARITY NAVIGATOR 139 HARRISTOWN ROAD SUITE 101 GLEN ROCK, NJ 07452	N/A	501(C)(3)	GENERAL	40
CHARITY NAVIGATOR 139 HARRISTOWN ROAD SUITE 101 GLEN ROCK, NJ 07452	N/A	501(C)(3)	GENERAL	10
CHARITY WATER 200 VARICK STREET SUITE 201 NEW YORK, NY 10014	N/A	501(C)(3)	GENERAL	200
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403	N/A	501(C)(3)	GENERAL	600
CAMPAIGN LEGAL CENTER 215 E STREET NE WASHINGTON, DC 20002	N/A	501(C)(3)	GENERAL	555
Total  3a				334,000

Form 990PF Part XV Line 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				
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609	N/A	501(C)(3)	GENERAL	250
COLBY COLLEGE 4335 MAYFLOWER HILL WATERVILLE, ME 04901	N/A	501(C)(3)	GENERAL	1,000
COLGATE UNIVERSITY 13 OAK DRIVE HAMILTON, NY 13346	N/A	501(C)(3)	GENERAL	500
COMMUNITY FOOD BANK OF NJ INC 31 EVANS TERMINAL HILLSIDE, NJ 07205	N/A	501(C)(3)	GENERAL	500
COMMON GROUND 815 ROSEMARY TERRACE DEERFIELD, IL 60015	N/A	501(C)(3)	GENERAL	1,000
DELTA WATERFOWL FOUNDATION PO BOX 3128 BISMARCK, ND 58502	N/A	501(C)(3)	GENERAL	250
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120	N/A	501(C)(3)	GENERAL	250
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO STREET LOS ANGELES, CA 90013	N/A	501(C)(3)	GENERAL	1,000
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO STREET LOS ANGELES, CA 90013	N/A	501(C)(3)	GENERAL	500
EAST WOODS SCHOOL 31 YELLOW COTE ROAD OYSTER BAY, NY 11771	N/A	501(C)(3)	GENERAL	250
FAR HILLS COUNTRY DAY SCHOOL PO BOX 8 ROUTE 202 FAR HILLS, NJ 07931	N/A	501(C)(3)	GENERAL	100
FAR HILLS COUNTRY DAY SCHOOL PO BOX 8 ROUTE 202 FAR HILLS, NJ 07931	N/A	501(C)(3)	GENERAL	3,000
FAR HILLSBEDMINSTER FIRST AID SQUAD 100 MILLER LANE BEDMINSTER, NJ 07921	N/A	501(C)(3)	GENERAL	400
FAR HILLSBEDMINSTER FIRE DEPT 100 MILLER LANE BEDMINSTER, NJ 07921	N/A	501(C)(3)	GENERAL	400
FOODBANK NETWORK OF SOMERSET COUNTY 9 EASY STREET BOUND BROOK, NJ 08805	N/A	501(C)(3)	GENERAL	470
Total  3a				334,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
FEDERATION OF FLY FISHERS PO BOX 1688 LIVINGSTON,MT 59047	N/A	501(C)(3)	GENERAL	300
GALLATIN VALLEY LAND TRUST PO BOX 7021 BOZEMAN,MT 59771	N/A	501(C)(3)	GENERAL	500
GREATER KANSAS CITY COMMUNITY FOUNDATION 1055 BROADWAY SUITE 130 KANSAS CITY,MO 64105	N/A	501(C)(3)	GENERAL	100
GREATER KANSAS CITY COMMUNITY FOUNDATION 1055 BROADWAY SUITE 130 KANSAS CITY,MO 64105	N/A	501(C)(3)	GENERAL	500
GREATER NEWARK CONSERVANCY 32 PRINCE STREET NEWARK,NJ 07103	N/A	501(C)(3)	GENERAL	250
GREATER NEWARK HOLIDAY FUND PO BOX 59 NEWARK,NJ 07101	N/A	501(C)(3)	GENERAL	250
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON,MA 02780	N/A	501(C)(3)	GENERAL	555
THE HOTCHKISS SCHOOL 11 INTERLAKEN ROAD LAKEVILLE,CT 06039	N/A	501(C)(3)	GENERAL	100
THE HOTCHKISS SCHOOL 11 INTERLAKEN ROAD LAKEVILLE,CT 06039	N/A	501(C)(3)	GENERAL	500
HUNTERDON LAND TRUST ALLIANCE 111 MINE STREET FLEMINGTON,NJ 08822	N/A	501(C)(3)	GENERAL	250
KELLOGG SCHOOL OF MANAGEMENT 2169 CAMPUS DRIVE EVANSTON,IL 60208	N/A	501(C)(3)	GENERAL	250
KENTS HILL SCHOOL PO BOX 257 1614 MAINE STREET KENTS HILL,ME 04349	N/A	501(C)(3)	GENERAL	1,000
LAKE FOREST COUNTRY DAY SCHOOL 145 S GREEN BAY ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	250
LOS ANGELES REGIONAL FOOD BANK 1734 E 41ST STREET LOS ANGELES,CA 90058	N/A	501(C)(3)	GENERAL	300
LAKE FOREST PUBLIC LIBRARY 360 E DEERPATH ROAD LAKE FOREST,IL 60045	N/A	501(C)(3)	GENERAL	250
Total  3a				334,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MORRISTOWN MEMORIAL HOSPITAL 475 SOUTH STREET MORRISTOWN,NJ 07960	N/A	501(C)(3)	GENERAL	500
MUSEUM OF MODERN ART 11 W 53RD STREET NEWYORK,NY 10019	N/A	501(C)(3)	GENERAL	500
MONTANA LAND RELIANCE PO BOX 355 HELENA HELENA,MT 59624	N/A	501(C)(3)	GENERAL	500
NEW JERSEY AUDUBON SOCIETY 9 HARDSCRABBLE ROAD BERNARDSVILLE,NJ 07924	N/A	501(C)(3)	GENERAL	250
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	10,000
PINELANDS PRESERVATION ALLIANCE 17 PEMBERTON ROAD SOUTHAMPTON,NJ 08088	N/A	501(C)(3)	GENERAL	2,500
PREP FOR PREP 328 W 71ST STREET NEWYORK,NY 10023	N/A	501(C)(3)	GENERAL	300
RARITAN HEADWATERS ASSOCIATION PO BOX 273 GLADSTONE,NJ 07934	N/A	501(C)(3)	GENERAL	1,000
ROOM TO READ 111 SUTTER STREET 16TH FLOOR SAN FRANCISCO,CA 94104	N/A	501(C)(3)	GENERAL	500
SPECIAL OLYMPICS NEW JERSEY 3 PRINCESS ROAD LAWRENCEVILLE,NJ 08648	N/A	501(C)(3)	GENERAL	250
SPECIAL OPERATIONS WARRIOR FOUNDATION 1137 MARBELLA PLAZA DRIVE TAMPA,FL 33619	N/A	501(C)(3)	GENERAL	555
STONY BROOK SCHOOL 1 CHAPMAN PARKWAY STONY BROOK,NY 11790	N/A	501(C)(3)	GENERAL	300
TALL PINES CONSERVANCY PO BOX 65 NASHOTAH,WI 53058	N/A	501(C)(3)	GENERAL	1,000
UNIVERSITY OF SOUTHERN CALIFORNIA 851 DOWNEY WAY SUITE HSH 101 LOS ANGELES,CA 90089	N/A	501(C)(3)	GENERAL	500
VISITING NURSE ASSOCIATION OF SOMERSET HILLS 200 MOUNT AIRY ROAD BASKING RIDGE,NJ 07869	N/A	501(C)(3)	GENERAL	1,000
Total  3a				334,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WILLOWWOOD FOUNDATION 300 LONGVIEW ROAD FAR HILLS,NJ 07931	N/A	501(C)(3)	GENERAL	200
THIRTEENWNET 825 EIGHTH AVENUE NEW YORK,NY 10019	N/A	501(C)(3)	GENERAL	200
WOUNDED WARRIOR PROJECT 7020 AC SKINNER PARKWAY STE 100 JACKSONVILLE,FL 32256	N/A	501(C)(3)	GENERAL	555
READING TO KIDS 1600 SAWTELLE BOULEVARD SUITE 210 LOS ANGELES,CA 90025	N/A	501(C)(3)	GENERAL	200
FIRST PRESBYTERIAN CHURCH OF NEW VERNON PO BOX 218 NEW VERNON,NJ 07976	N/A	501(C)(3)	GENERAL	1,000
ICCS 9002 CHIMNEY ROCK G-243 HOUSTON,TX 77096	N/A	501(C)(3)	GENERAL	200
THE FRIENDS OF JACOBUS VANDERVEER HOUSE PO BOX 723 BEDMINSTER,NJ 07921	N/A	501(C)(3)	GENERAL	250
MANE STREAM PO BOX 305 OLDWICK,NJ 08858	N/A	501(C)(3)	GENERAL	250
MATHENY MEDICAL AND EDUCATIONAL CENTER 65 HIGHLAND AVENUE PEAPACK,NJ 07977	N/A	501(C)(3)	GENERAL	250
PLANNED PARENTHOOD OF CENTRAL & GREATER NEW JERSEY INC 196 SPEEDWELL AVENUE MORRISTOWN,NJ 07960	N/A	501(C)(3)	GENERAL	250
SOMERSET MEDICAL CENTER FOUNDATION 110 REHILL AVENUE SOMERVILLE,NJ 08876	N/A	501(C)(3)	GENERAL	250
PHILIP'S EDUCATION PARTNERS INC 342 CENTRAL AVENUE NEWARK,NJ 07960	N/A	501(C)(3)	GENERAL	250
KIDSPORTS 2190 POLK STREET EUGENE,OR 97405	N/A	501(C)(3)	GENERAL	500
Total  3a				334,000

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2013

Name of the organization REED FAMILY FOUNDATION	Employer identification number 26-1247721
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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 33¹/₃% 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 for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization REED FAMILY FOUNDATION	Employer identification number 26-1247721
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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	JOHN SHEDD REED CHARITABLE ANNUITY TRUST 135 S LASALLE ST SUITE 2350 CHICAGO, IL 60603	\$ 1,490,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization REED FAMILY FOUNDATION	Employer identification number 26-1247721
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization REED FAMILY FOUNDATION	Employer identification number 26-1247721
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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 <i>exclusively</i> 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
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(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

TY 2013 Accounting Fees Schedule

Name: REED FAMILY FOUNDATION

EIN: 26-1247721

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BELL & ANDERSON LLC	29,500	29,500		0

**TY 2013 Investments Corporate
Stock Schedule****Name:** REED FAMILY FOUNDATION**EIN:** 26-1247721

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	5,651,352	7,314,425
FOREIGN FUNDS	775,919	779,311

TY 2013 Investments Government Obligations Schedule

Name: REED FAMILY FOUNDATION

EIN: 26-1247721

**US Government Securities - End of
Year Book Value:**

1,349,088

**US Government Securities - End of
Year Fair Market Value:**

1,351,062

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2013 Other Decreases Schedule

Name: REED FAMILY FOUNDATION

EIN: 26-1247721

Description	Amount
ROUNDING ADJUSTMENT	1

TY 2013 Other Expenses Schedule**Name:** REED FAMILY FOUNDATION**EIN:** 26-1247721

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ILLINOIS CHARITY BUREAU FUND - ANNUAL FILING FEE	15	15		0
SECRETARY OF STATE - ANNUAL REPORT FEE	10	10		0
SECRETARY OF STATE - FILING CHANGE OF REG OFFICE	5	5		0
MISCELLANEOUS EXPENSE	43	43		0

TY 2013 Substantial Contributors Schedule

Name: REED FAMILY FOUNDATION

EIN: 26-1247721

Name	Address
JOHN SHEDD REED CHARITABLE ANNUITY TRUST	135 S LASALLE ST STE 2350 CHICAGO,IL 60603

TY 2013 Taxes Schedule**Name:** REED FAMILY FOUNDATION**EIN:** 26-1247721

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,686	3,686		0
UNITED STATES TREASURY - 2013 ESTIMATED TAX	398	0		0