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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 Charles W & Patricia S Bidwill Charitable Foundation % PATRICIA M BIDWILL		A Employer identification number 36-4479735	
Number and street (or P O box number if mail is not delivered to street address) PO Box 2541 Suite		B Telephone number (see instructions) (708) 606-0790	
City or town, state or province, country, and ZIP or foreign postal code Glenview, IL 60025		C If exemption application is pending, check here ▶ <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
I Fair market value of all assets at end of year (<i>from Part II, col. (c), line 16</i>)▶ \$ 2,682,801		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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)	0			
	2 Check ▶ <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	44,461	44,461		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	160,034			
	b Gross sales price for all assets on line 6a 901,275				
	7 Capital gain net income (from Part IV, line 2) . . .		160,034		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	11,526	11,526		
	12 Total. Add lines 1 through 11	216,021	216,021		
	13 Compensation of officers, directors, trustees, etc	25,000	10,000		15,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	220	88	0	132
	b Accounting fees (attach schedule).	9,600	3,840	0	5,760
	c Other professional fees (attach schedule)	16,426	16,426		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,130	380		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	295	118		177
	24 Total operating and administrative expenses. Add lines 13 through 23	53,671	30,852	0	21,069
	25 Contributions, gifts, grants paid	173,000			173,000
	26 Total expenses and disbursements. Add lines 24 and 25	226,671	30,852	0	194,069
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-10,650			
	b Net investment income (if negative, enter -0-)		185,169		
	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	49,946	19,079	19,079
	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)			
	b	Investments—corporate stock (attach schedule)	1,798,331	<input checked="" type="checkbox"/> 1,675,616	2,063,597
	c	Investments—corporate bonds (attach schedule).	262,330	<input checked="" type="checkbox"/> 269,471	271,923
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	190,926	<input checked="" type="checkbox"/> 312,537	312,600
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	<input checked="" type="checkbox"/> 1,422	<input checked="" type="checkbox"/> 15,602	<input checked="" type="checkbox"/> 15,602	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,302,955	2,292,305	2,682,801	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,302,955	2,292,305	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,302,955	2,292,305	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,302,955	2,292,305		

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	2,302,955
2	Enter amount from Part I, line 27a	2	-10,650
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,292,305
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	2,292,305

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	160,034
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	209,071	2,518,024	0 08303
2011	148,463	2,601,387	0 057071
2010	136,380	2,493,831	0 054687
2009	49,354	2,244,938	0 021985
2008	145,553	2,754,950	0 052833

2	Total of line 1, column (d).	2	0 269606
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 053921
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,637,501
5	Multiply line 4 by line 3.	5	142,217
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,852
7	Add lines 5 and 6.	7	144,069
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	194,069

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter <u>2002-01-03</u> (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,852
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3 Add lines 1 and 2.	3	1,852
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,852
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,257
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,800
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.	7	4,057
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	2,196
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 2,196 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)? <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>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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		No

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				
14	The books are in care of PATRICIA M BIDWILL Telephone no (708) 606-0790 Located at 730 GLENVIEW RD GLENVIEW IL ZIP+4 60025			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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? 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?			
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.).	3b		No
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

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

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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
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 NONE	
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	

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	2,596,733
b	Average of monthly cash balances.	1b	80,933
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,677,666
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,677,666
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	40,165
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,637,501
6	Minimum investment return. Enter 5% of line 5.	6	131,875

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	131,875
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,852
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,852
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	130,023
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	130,023
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	130,023

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	194,069
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	194,069
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	1,852
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	192,217
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				130,023
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 2010 , 2009		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	9,525			
b From 2009.				
c From 2010.	12,200			
d From 2011.	19,450			
e From 2012.	85,292			
f Total of lines 3a through e.	126,467			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 194,069				
a Applied to 2012, but not more than line 2a			0	
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.				130,023
e Remaining amount distributed out of corpus	64,046			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	190,513			
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.				
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				0
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). . .	9,525			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	180,988			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .	12,200			
c Excess from 2011. . . .	19,450			
d Excess from 2012. . . .	85,292			
e Excess from 2013. . . .	64,046			

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))

CHARLES W PATRICIA S BIDWILL

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

NA

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	173,000
b Approved for future payment				
Total			3b	

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)
1941 857 SH DOUBLELINE TOTAL RETURN BOND FD		2013-10-31	2013-11-04
63 389 SH FPA CRESCENT INSTL, FPACX		2013-07-02	2013-11-04
153 728 SH HARBOR INTERNATIONALINSTITUTIONAL FD		2012-12-17	2013-07-17
7980 846 SH INVESTCO BALANCED - RISK ALLOCATION CL Y		2012-12-17	2013-11-04
76 814 SH IVA WORLDWIDE FUND CL I		2012-12-13	2013-11-04
47 772 SH JAMES BALANCED GOLDEN RAINBOW I		2013-09-27	2013-11-04
95 037 SH JPMORGAN MORTGAGE BACKED SEC SELECT CL		2013-05-31	2013-06-11
413 532 SH PIMCO TOTAL RETURN INSTL		2013-10-31	2013-11-04
1031 401 SH BBH CORE SELECT FUND CL		2010-02-25	2013-06-11
284 091 SH COLUMBIA ACORN CLASS Z		2006-10-17	2013-07-17
838 604 SH DIAMOND HILL SMALL CAP FUND CLASS I		2011-10-21	2013-07-17
792 874 SH DOUBLELINE TOTAL RETURN BOND FD CL I		2012-10-31	2013-11-04
1411 015 SH FPA CRESCENT INSTL		2012-07-03	2013-11-04
2358 129 SH IVA WORLDWIDE FUND CL I		2011-12-14	2013-11-04
1832 461 SH JAMES BALANCED GOLDEN RAINBOW I		2012-09-27	2013-11-04
3594 692 SH JPMORGAN MORTGAGE BACKED SEC SELECT CL		2012-06-01	2013-06-11
761 035 SH LORD ABBETT VALUE OPPORTUNITIES CL I		2011-11-22	2013-06-11
4641 615 SH PIMCO TOTAL RETURN INSTL		2012-10-31	2013-11-04
1007 209 SH WELLS FARGO GROWTH FUND-INSTITUTIONAL		2010-02-25	2013-11-04
4178 626 SH WELLS FARGO INTRINSIC VALUE INST		2007-01-08	2013-07-17
1029 175 SH WILLIAM BLAIR SMALL CAP FD CLASS I		2010-02-25	2013-06-11
5000 000 SH BANK NEWYORK MTN BK ENT		2013-04-10	2013-12-16
5000 000 SH GENERAL ELEC CAP CORP MTN BE		2012-01-04	2013-01-04
0 000 SH KRAFT FOODS INC NT		2013-12-11	2013-12-11
5000 000 SH DANAHER CORP NOTE CALL MAKE WHOLE		2011-08-22	2013-04-10
5000 000 SH DEVON ENERGY CORPORATION NOTE		2009-09-24	2013-04-09
5000 000 SH HEWLETT PACKARD CO NOTE		2011-12-07	2013-10-23
5000 000 SH KRAFT FOODS INC NT		2009-10-06	2013-12-11
1000 000 SH NATIONAL RURAL UTILS COOP FIN		2009-10-02	2013-12-16
7000 000 SH OCCIDENTAL PETE CORP DEL		2012-06-19	2013-07-23

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)
10000 000 SH ORACLE CORP NOTES		2009-10-02	2013-04-15
5000 000 SH PEPSICO INC CR NT		2009-09-29	2013-02-15
5000 000 SH WAL-MART STORES INC NOTE		2009-09-24	2013-05-01
5000 000 SH WELLS FARGO & CO NEWSR NT		2009-09-24	2013-01-31
43 000 SH ISHARES TR DOW JONES U S ENERGY SECTOR I		2012-12-31	2013-01-28
21 000 SH ISHARES TR DOW JONES U S INDL SECTOR IND		2012-12-10	2013-01-28
13 000 SH ISHARES TR DOW JONES U S UTILS SECTOR IN		2012-12-17	2013-01-28
49 000 SH ISHARES U S CONSUMER SERVICES ETF		2013-10-14	2013-10-28
181 000 SH ISHARES U S ENERGY ETF		2013-10-14	2013-10-28
44 000 SH ISHARES U S HEALTHCARE ETF		2013-10-14	2013-10-28
102 000 SH ISHARES U S INDUSTRIALS ETF		2013-10-14	2013-10-28
112 000 SH ISHARES US TECHNOLOGY ETF		2013-10-14	2013-10-28
511 000 SH ISHARES US UTILITIESETF		2013-09-23	2013-10-14
302 000 SH SECTOR SPDR TR SHS BEN INT CONSUMER STAP		2013-07-01	2013-08-26
202 000 SH SECTOR SPDR TR SHS BEN INT FINANCIAL		2013-09-16	2013-09-23
32 000 SH SELECT SECTOR SPDR TR HEALTH CARE FORMER		2012-11-19	2013-07-01
261 000 SH SELECT SECTOR SPDR TR SHS BEN INT MATERI		2013-10-14	2013-10-28
53 000 SH ISHARES TR DOW JONESU S CONSUMER SERVICE		2011-12-12	2013-07-22
181 000 SH SECTOR SPDR TR SHS BEN INT CONSUMER STAP		2011-10-27	2013-08-26
332 000 SH SECTOR SPDR TR SHS BEN INT FINANCIAL		2012-07-12	2013-10-28
314 000 SH SELECT SECTOR SPDR TR HEALTH CARE FORMER		2012-01-03	2013-07-01
244 000 SH ISHARES FTSE EPRA/NAREIT GLOBAL REAL EST		2012-08-02	2013-06-12
835 000 SH ISHARES INC MSCI HONG KONG INDEX FD		2013-02-06	2013-06-07
264 000 SH POWERSHARES GLOBAL EXCHANGE TRADED FD TR		2012-10-03	2013-01-17
238 000 SH SPDR SER TR SPDR SPDR BARCLAYS SHORT TER		2013-06-25	2013-10-09
39 000 SH VANGUARD BD INDEX FDINC TOTAL BD MARKET		2012-10-03	2013-06-25
48 000 SH WISDOMTREE TRUST JAPAN HEDGE EQT		2013-02-06	2013-06-28
42 000 SH ISHARES BARCLAYS TREAS INFLATION PROTECT		2009-10-16	2013-02-06
284 000 SH ISHARES FTSE EPRA/NAREIT GLOBAL REAL EST		2012-06-06	2013-06-12
126 000 SH POWERSHARES EXCH TRADED FD TST II		2012-02-02	2013-10-03

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)
140 000 SH POWERSHARES QQQ TR UNIT SER 1		2012-02-02	2013-10-03
51 000 SH SPDR GOLD TR GOLD SHS		2009-10-16	2013-02-20
56 000 SH VANGUARD BD INDEX FDINC TOTAL BD MARKET		2011-02-01	2013-10-03
283 000 SH VANGUARD INDEX FDS VANGUARD REIT ETF FOR		2010-10-04	2013-10-03
32 000 SH VANGUARD SPECIALIZEDPORTFOLIOS DIV APPRE		2010-02-02	2013-02-06
CAPITAL GAIN DIVIDENDS	P		

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)
21,288		21,846	-558
2,093		1,828	265
9,980		8,966	1,014
102,773		100,020	2,753
1,416		1,218	198
1,122		1,051	71
1,096		1,102	-6
4,498		4,672	-174
19,960		13,385	6,575
10,000		8,776	1,224
24,960		20,149	4,811
8,692		8,871	-179
46,587		34,967	11,620
43,465		34,248	9,217
43,043		32,615	10,428
41,370		41,111	259
14,980		9,991	4,989
50,482		50,818	-336
49,920		27,626	22,294
49,940		48,135	1,805
29,960		21,033	8,927
5,058		5,230	-172
5,259		5,010	249
150			150
5,575		5,377	198
5,978		5,365	613
5,072		5,082	-10
5,774		5,248	526
1,009		1,004	5
6,895		7,012	-117

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)
10,000		10,000	
5,000		5,016	-16
5,000		5,000	
5,000		5,000	
1,892		1,742	150
1,642		1,529	113
1,166		1,144	22
5,506		5,367	139
8,646		8,418	228
4,837		4,767	70
9,240		8,941	299
8,845		8,618	227
48,039		48,270	-231
12,053		11,043	1,010
3,833		3,629	204
1,534		1,256	278
10,822		10,480	342
5,481		3,768	1,713
7,270		5,690	1,580
6,872		4,770	2,102
14,784		11,059	3,725
7,747		7,260	487
16,056		16,078	-22
8,177		8,217	-40
7,264		7,307	-43
3,111		3,327	-216
2,184		1,980	204
5,066		4,345	721
9,017		7,805	1,212
3,886		3,267	619

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)
9,743		8,580	1,163
7,761		5,267	2,494
4,500		4,493	7
18,888		15,407	3,481
2,018		1,502	516
			50,857

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	
			-558
			265
			1,014
			2,753
			198
			71
			-6
			-174
			6,575
			1,224
			4,811
			-179
			11,620
			9,217
			10,428
			259
			4,989
			-336
			22,294
			1,805
			8,927
			-172
			249
			150
			198
			613
			-10
			526
			5
			-117

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	
			-16
			150
			113
			22
			139
			228
			70
			299
			227
			-231
			1,010
			204
			278
			342
			1,713
			1,580
			2,102
			3,725
			487
			-22
			-40
			-43
			-216
			204
			721
			1,212
			619


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	
			1,163
			2,494
			7
			3,481
			516

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
Charles W Bidwill Jr	Director/President 1 0	0	0	0
PO BOX 2541 GLENVIEW,IL 60025				
Patricia S Bidwill	Director/Secretary 1 0	0	0	0
PO BOX 2541 GLENVIEW,IL 60025				
Patricia M Bidwill	Director 8 0	25,000	0	0
PO BOX 2541 Glenview,IL 60025				
Shauna B Valenzuela	Director 1 0	0	0	0
PO BOX 2541 GLENVIEW,CA 60025				
Brian R Bidwill	Director 1 0	0	0	0
PO BOX 2541 GLENVIEW,CA 60025				

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>				
ST IGNATIUS COLLEGE PREP 1076 WEST ROOSEVELT ROAD CHICAGO,IL 606081594	NONE	PC	JESUIT HIGH SCHOOL IN CHICAGO, TUITION ASSISTANCE FOR THOSE IN NEED	33,000
PEDIATRIC THERAPY NETWORK 1815 WEST 213TH STREET SUITE 100 TORRANCE,CA 90501	NONE	PC	SERVES CHILDREN WITH SPECIAL NEEDS NOT FOR PROFIT CHILDRENS THERAPY CENTER	30,000
MIDTOWN EDUCATION FOUNDATION 718 SOUTH LOOMIS STREET CHICAGO,IL 60607	NONE	PC	PROVIDES EDUCATIONAL OPPORTUNITIES TO LESS ADVANTAGED YOUTH, (4TH GRADE THROUGH HIGH SCHOOL)IN THE CHICAGOLAND AREA	25,000
ST LEO HIGH SCHOOL 7901 SOUTH SANGAMON ST CHICAGO,IL 60620	NONE	PC	PROVIDES TUITION ASSISTANCE TO THOSE IN NEED	10,000
BIG SHOULDERS 309 WEST WASHINGTON SUITE 550 CHICAGO,IL 60606	NONE	PC	PROVIDES FINANCIAL SUPPORT TO CATHOLIC SCHOOLS IN THE NEEDIEST AREAS OF INNER-CITY CHICAGO	25,000
ALAIN LOCKE INITIATIVE 328 SOUTH JEFFERSON SUITE 570 CHICAGO,IL 60661	NONE	PC	PROVIDES TRAINING TO TEACHERS RECRUITED THROUGHOUT THE COUNTRY TO WORK IN CHICAGO ELEMENTARY SCHOOLS	5,000
IRISH FELLOWSHIP EDUCATIONAL & CULTURAL FOUNDATION PO BOX 31604 CHICAGO,IL 60631	NONE	PC	PROVIDE SCHOLARSHIPS TO NEEDY HIGH SCHOOL STUDENTS IN THE CHICAGO AREA	2,500
ST PATRICK HIGH SCHOOL 5900 WEST BELMONT AVENUE CHICAGO,IL 60634	NONE	PC	EDUCATION OF HIGH SCHOOL BOYS (CATHOLIC)	5,000
PROVIDENCE ST MEL SCHOOL 119 SOUTH CENTRAL PARK BOULEVARD CHICAGO,IL 60624	NONE	PC	CATHOLIC EDUCATION OF HIGH SCHOOL STUDENTS	5,000
CHICAGO JESUIT ACADEMY 5958 WEST JACKSON BOULEVARD CHICAGO,IL 606444324	NONE	PC	CATHOLIC EDUCATION OF MIDDLE SCHOOL BOYS	5,000
CRISTO REY ST MARTIN 501 S MARTIN LUTHER KING DRIVE AVE WAUKEGAN,IL 60085	NONE	PC	OFFERS CATHOLIC COLLEGE PREPARATORY EDUCATION FOR THE IMMIGRANT FAMILIES OF CHICAGO'S NEAR SOUTHWEST SIDE	17,500
SOUTH CENTRAL SCHOLARS 29000 S WESTERN AVE SUITE 207 RANCHO PALOS VERDES,CA 90275	NONE	PC	TO ASSIST HIGHLY MOTIVATED, TALENTED STUDENTS FROM DISADVANTAGED COMMUNITIES OF LOS ANGELES COUNTY ACHEIVE ACEDEMIC AND PERSONAL IN COLLEGE AND BEYOND	5,000
ST JOSEPHS HIGH SCHOOL 10900 WCERMAK RD WESTCHESTER,IL 60154	NONE	PC	CHRISTIAN EDUCATION OF YOUNG WOMEN AND MEN OF DIVERSE ECONOMIC AND CULTURAL BACKGROUNDS	5,000
Total  3a				173,000

TY 2013 Accounting Fees Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,600	3,840		5,760

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: Charles W & Patricia S Bidwill
Chantable Foundation
EIN: 36-4479735

TY 2013 Investments Corporate
Bonds Schedule

Name: Charles W & Patncia S Bidwill
Charitable Foundation
EIN: 36-4479735

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY	9,268	9,420
BP CAP MARKETS	3,116	3,121
CISCO SYSTEMS	5,191	5,501
COCA COLA	5,256	5,693
COMCAST	7,028	6,693
COSTCO	5,452	5,616
DEVON		
EI DU PONT	10,028	10,287
GENERAL ELECTRIC	7,019	6,642
HEWLETT PACKARD		
JP MORGAN CHASE	7,213	7,420
KELLOGG	5,186	5,394
KIMBERLY CLARK	10,741	11,535
KRAFT FOODS	5,929	5,848
LOWES	5,197	5,385
MARATHON OIL	5,642	5,666
MCDONALDS	5,287	5,681
NATIONAL RURAL UTILITIES	4,012	4,029
ORACLE		
PEPSICO		
SYSCO	10,411	11,197
TARGET	6,880	6,715
UNITED PARCEL SERVICE	5,270	5,720
US BANCORP	5,025	5,070
VALERO	6,799	6,853
WALMART		
WELLS FARGO		
DANAHER CORP		
MICROSOFT CORP	4,687	5,096
VERIZONS COMMUNICATIONS	5,141	5,018
ALLSTATE CORP	6,128	6,126
MERCK & CO INC	6,318	6,304
DIRECTV HLDGS LLC	5,157	5,248
GOOGLE INC	6,204	6,199
STRYKER CORP	5,158	5,137
INTEL CORP	5,161	5,140
AT&T INC GLBL	7,022	6,990
DEERE JOHN CAP CORP MTNS BE	6,076	5,984
INTUIT INC	5,565	5,590
CVS CAREMARK CORP	3,398	3,402
EBAY INC	5,085	4,972
AMERICAN EXPRESS	7,858	8,076
OCCIDENTAL PETE CORP		
DOW CHEMICAL	5,442	5,165
SIMON PROPERTY GROUP INC	6,056	5,848
BANK NEW YORK MTN BK ENT	5,230	5,072
TEXAS INSTRS INC NT	6,235	6,219
TIME WARNER INC	5,754	5,332
CATERPILLAR INC	5,503	5,194
UNITED HEALTH GROUP INC	6,562	6,514
APPLE INC	6,324	6,295
VERIZON COMMUNICATIONS INC	7,457	7,516

TY 2013 Investments Corporate
Stock Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation
EIN: 36-4479735

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COLUMBIA ACORN TR MF	57,916	70,881
GREENSPRING FD INC MF	128,869	133,991
ISHARES BARCLAYS 7-10 YR TREAS		
ISHARES BARCLAYS TREASURY INFL		
POWERSHARES QQQ TR UNIT	12,794	18,999
VANGUARD BD INDEX	25,306	25,616
VANGUARD INTL EQUITY INDX EMER	4,667	3,908
POWERSHARES DB COMMODITY INDEX		
VANGUARD SPECIALIZED PORTFOLIO	14,330	23,023
BBH CORE SELECT FUND CL N	103,273	170,818
WILLIAM BLAIR SMALL CAP FD CLA	50,645	72,500
FPA CRESCENT INSTL		
IVA WORLD WIDE FUND CL I		
JAMES BALANCED: GOLDEN RAINBOW		
PIMCO TOTAL RETURN INSTL	34,640	34,571
PERMANENT PORTFOLIO	124,863	118,775
PIMCO ALL ASSET ALL AUTH-INSTI	140,876	130,107
WELLS FARGO VALUE INTRINSIC CL	143,452	174,716
WELLS FARGO GROWTH FUND INSTIT	82,672	166,516
DIAMOND HILL	49,280	66,528
DOUBLE LINE TOTAL	35,128	33,911
J.P. MORGAN MORTGAGE BACKED		
LORD ABBETT VALUE OPP	48,547	74,464
ISHARES U.S. CONSUMER	13,481	18,087
ISHARES GOLD TRUST	13,885	10,921
ISHARES MSCI HONG KONG INDEX		
VANGAURD TAX MANAGED INTL FDS		
WISDOM TREE ASIA	7,210	6,885
VANGAURD INDEX FDS REIT ETF	4,344	5,488
INVESCO BALANCED-RISK ALLOCATI		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN EUROPAC GROWTH FUND	56,820	79,166
HARBOR INT'L INSTITUTION FD	74,686	91,644
JPMORGAN VALUE ADV FD INSTL CL	127,689	166,572
EGA EMERGING GLOBAL SHS TR	4,103	4,274
ISHARES INC MSCI GERMANY INDEX	15,533	20,199
ISHARES TR RUSSELL 2000 INDEX	15,038	19,611
ISHARES FTSE EPRA/NAREIT		
ISHARES TRUST AAA A RATED CORP	5,456	5,178
POWERSHARES GLOBAL EXCHANGE		
POWERSHARES EXCH TRADED FD TST	7,130	9,119
SPDR GOLD TR GOLD SHS (GLD)		
SPDR SER TR SPDR SPDR BARCLAYS	14,187	14,179
VANGUARD INDX FDS VNGRD TOTAL	6,298	10,935
ISHARES TR DOW JONES US CONSUM		
ISHARES TR DOW JONES US UTILS		
ISHARES TR DOW JONES US INDL		
SELECT SCTR SPDR TR SHS BEN IN	14,400	17,795
SELECT SCTR SPDR TR HEALTHCARE		
SCTR SPDR TR SHS BEN INT CONSU	17,196	17,321
SCTR SPDR TR SHS BEN INT FINAN	13,960	17,860
ISHARES TR DOW JONES US ENERGY		
EATON VANCE FLOATING RATE CLAS	30,097	30,110
GOLDMAN SACHS STRG INCOME FUND	30,089	30,411
ISHARES US TECHNOLOGY	15,134	18,396
ISHARES U S INDUSTRIALS ETF	13,305	18,248
ISHARES U S HEALTHCARE ETF	16,295	17,706
ISHARES U S ENERGY ETF	14,370	17,571
ISHARES MSCI UNITED KINGDOM ET	8,440	9,375
ISHARES TIPS BOND ETF	7,138	7,583
ISHARES 7-10 YEAR TREASURY BON	6,674	6,847

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PIMCO ETF TR 0-5 YR HIGH YLD C	10,851	11,167
SPDR S&P 500 ETF TRUST UNIT SE	15,914	18,654
VANGUARD FTSE DEVELOPED MARKET	10,131	11,004
VANGUARD INTL EQUITY REAL ESTA	5,733	5,502
WISDOMTREE TR BRAZILIAN REAL F	8,512	8,010
WISDOMTREE TRUST JAPAN HEDGE E	14,259	18,455

TY 2013 Investments - Land Schedule**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

EIN: 36-4479735

TY 2013 Investments - Other Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROUNDTABLE AURORA,L.P. EST FV	AT COST	183,088	183,000
AURORA SPORTS VENTURES FUND II	AT COST	46,405	46,500
MIDDLETON WIRELESS I, LLC	AT COST	72,759	72,800
POWERSHARES DB COMMODITY INDEX	AT COST	10,285	10,300

TY 2013 Land, Etc. Schedule**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

EIN: 36-4479735

TY 2013 Legal Fees Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	220	88		132

TY 2013 Other Assets Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DISTRIBUTIONS RECEIVABLE	1,422	2,248	
DIVIDENDS RECEIVABLE	0	1,336	
CAP GAIN RECEIVABLE	0	12,018	

TY 2013 Other Expenses Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE				
MEMBERSHIP DUES				
BANK FEES	46	18		28
LICENSE AND FEES	249	100		149

TY 2013 Other Income Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation
EIN: 36-4479735

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP NET INCOME	11,526	11,526	

TY 2013 Other Professional Fees Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	16,426	16,426		

TY 2013 Taxes Schedule

Name: Charles W & Patricia S Bidwill
Charitable Foundation

EIN: 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX- NET INVESTMEN INC	1,750			
FOREIGN TAXES PAID	380	380		