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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 separate instructions is at www.irs.gov/form990pf

2013

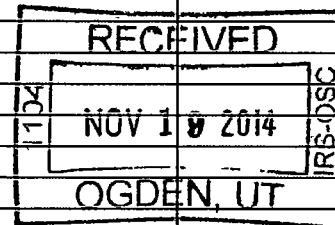
Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Gaylord and Dorothy Donnelley Foundation		A Employer identification number 36-6108460
Number and street (or P.O. box number if mail is not delivered to street address) 35 East Wacker Drive	Room/suite 2600	B Telephone number (312) 977-2700
City or town, state or province, country, and ZIP or foreign postal code Chicago, IL 60601		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 185,143,493.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		623.	623.		
4 Dividends and interest from securities		5,178,804.	4,559,670.		Statement 1
5a Gross rents		2,707.	2,707.		Statement 2
b Net rental income or (loss)		2,707.			
6a Net gain or (loss) from sale of assets not on line 10		4,807,849.			
b Gross sales price for all assets on line 6a		15,918,177.			
7 Capital gain net income (from Part IV, line 2)			3,839,747.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income			1,008,527.		Statement 3
12 Total. Add lines 1 through 11		9,989,983.	9,411,274.		
13 Compensation of officers, directors, trustees, etc		367,500.	33,128.		334,373.
14 Other employee salaries and wages		513,398.	19,578.		493,820.
15 Pension plans, employee benefits		230,156.	14,944.		215,212.
16a Legal fees Stmt 4		25,376.	4,105.		21,271.
b Accounting fees Stmt 5		38,900.	15,560.		23,340.
c Other professional fees Stmt 6		619,656.	308,998.		310,688.
17 Interest					
18 Taxes					
19 Depreciation and depletion		42,092.	0.		
20 Occupancy		196,972.	11,266.		185,706.
21 Travel, conferences, and meetings		161,765.	7,483.		154,282.
22 Printing and publications		2,594.	0.		2,594.
23 Other expenses Stmt 7		245,568.	65,168.		180,400.
24 Total operating and administrative expenses. Add lines 13 through 23		2,443,977.	480,230.		1,921,686.
25 Contributions, gifts, grants paid		6,469,667.			6,145,538.
26 Total expenses and disbursements. Add lines 24 and 25		8,913,644.	480,230.		8,067,224.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		1,076,339.			
b Net investment income (if negative, enter -0-)			8,931,044.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	200.	200.	200.
	2 Savings and temporary cash investments	106,515.	1,253,749.	1,253,749.
	3 Accounts receivable ▶ 12,378.			
	Less: allowance for doubtful accounts ▶	5,897.	12,378.	12,378.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable Stmt 9 ▶ 18,754,492.			
	Less: allowance for doubtful accounts ▶ 10,686,092.	6,464,100.	8,068,400.	8,068,400.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 10	22,157,145.	21,892,426.	21,892,426.
	b Investments - corporate stock Stmt 11	71,220,320.	77,710,907.	77,710,907.
	c Investments - corporate bonds Stmt 12	6,041,856.	6,457,242.	6,457,242.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 13	61,555,546.	69,245,671.	69,245,674.
	14 Land, buildings, and equipment basis ▶ 474,586.			
	Less: accumulated depreciation Stmt 14 ▶ 392,069.	87,088.	82,517.	82,517.
	15 Other assets (describe ▶ <u>Accrued Interest</u>)	272,900.	420,000.	420,000.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	167,911,567.	185,143,490.	185,143,493.
	17 Accounts payable and accrued expenses	266,676.	218,713.	
	18 Grants payable	3,386,703.	3,710,829.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ <u>Statement 15</u>)	0.	480,000.	
	23 Total liabilities (add lines 17 through 22)	3,653,379.	4,409,542.	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	164,258,188.	180,733,948.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	164,258,188.	180,733,948.	
	31 Total liabilities and net assets/fund balances	167,911,567.	185,143,490.	

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	164,258,188.
2 Enter amount from Part I, line 27a	2	1,076,339.
3 Other increases not included in line 2 (itemize) ▶ See Statement 8	3	15,985,336.
4 Add lines 1, 2, and 3	4	181,319,863.
5 Decreases not included in line 2 (itemize) ▶ Provision for Excise Taxes	5	585,915.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	180,733,948.

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				
b See Attached Statements				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 15,918,177.		11,110,328.	5,344,339.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			5,344,339.

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	5,344,339.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	8,126,341.	162,169,046.	.050110
2011	7,858,310.	163,954,152.	.047930
2010	9,058,264.	154,926,521.	.058468
2009	10,037,163.	140,255,658.	.071563
2008	10,092,120.	193,386,540.	.052186

2 Total of line 1, column (d)	2	.280257
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	.056051
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	174,464,149.
5 Multiply line 4 by line 3	5	9,778,890.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	89,310.
7 Add lines 5 and 6	7	9,868,200.
8 Enter qualifying distributions from Part XII, line 4	8	8,630,644.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	178,621.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	178,621.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	178,621.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	250,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	250,000.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	4,008.	
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	67,371.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 67,371. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.gddf.org</u>	13	X	
14	The books are in care of ► <u>Tom Trinley</u> Telephone no. ► <u>(312) 977-2700</u> Located at ► <u>35 East Wacker Drive, Chicago, IL</u> ZIP+4 ► <u>60601-2309</u>			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		X

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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)?

☐ 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)?

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 16		367,500.	65,490.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
John O. Sands - 35 E. Wacker Drive, Suite 2600, Chicago, IL 60601	Dir. Lowcountry Program	120,000.	25,594.	0.
Arthur Pearson - 35 E. Wacker Drive, Suite 2600, Chicago, IL 60601	Dir. Chicago Program	120,000.	23,442.	0.
Susan Clark - 35 E. Wacker Drive, Suite 2600, Chicago, IL 60601	Grants Manager	79,000.	27,047.	0.
Jeffrey Broughton - 35 E. Wacker Drive, Suite 2600, Chicago, IL 60601	Staff Accountant	78,000.	18,245.	0.
Mary Jo Harney - 35 E. Wacker Drive, Suite 2600, Chicago, IL 60601	Executive/Board Assistant	60,000.	7,639.	0.

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

0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Fund Evaluation Group - 201 E. Fifth St Ste 1600, Cincinnati, OH 45202	Investments Counsel	280,251.
The Thorn Company, LLC 451 Bulls Island Road, Awendaw, SC 29429	Consulting	62,169.

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 Lowcountry Land Conservation Partnership - To coordinate regional land use planning, conservation and public education in the Lowcountry of South Carolina.	88,953.
2 Chicago Region Arts - To nurture, develop and strengthen the capacities of small arts organizations of all disciplines in Chicago.	8,110.
3 See Statement 17	5,330.
4 Miscellaneous - To analyze for potential refinement the Chicago arts program strategy.	2,610.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 Shirley Heinze Land Trust Loan	522,500.
2 Urban Partnership Bank CD's	567.
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	523,067.

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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	176,814,322.
b	Average of monthly cash balances	1b	306,641.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	177,120,963.
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	177,120,963.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,656,814.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	174,464,149.
6	Minimum investment return. Enter 5% of line 5	6	8,723,207.

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	8,723,207.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	178,621.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	178,621.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,544,586.
4	Recoveries of amounts treated as qualifying distributions	4	285,000.
5	Add lines 3 and 4	5	8,829,586.
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	8,829,586.

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	8,067,224.
b	Program-related investments - total from Part IX-B	1b	523,067.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	40,353.
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	8,630,644.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,630,644.

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				8,829,586.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010	2,618,918.			
d From 2011				
e From 2012	258,359.			
f Total of lines 3a through e	2,877,277.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	8,630,644.			
a Applied to 2012, but not more than line 2a			0.	
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				8,630,644.
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).)	198,942.			198,942.
6 Enter the net total of each column as indicated below.	2,678,335.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	2,678,335.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010	2,419,976.			
c Excess from 2011				
d Excess from 2012	258,359.			
e Excess from 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 Attached Statement(s)				6,145,538.
Total			3a	6,145,538.
b Approved for future payment				
See Attached Statement(s)				3,889,450.
Total			3b	3,889,450.

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		P		
b	Beacon Capital Strategic Partners VI, L.P.			
c	Commonfund Distressed Debt Partners II, L.P.			
d	FEG Private Opportunities Fund LP			
e	Kayne Anderson MLP Fund, L.P.			
f	KIA VIII (IGPS), L.P.			
g	KIA VIII (SOP) LP			
h	Kelso Investment Associates VIII, L.P.			
i	The Lyme Forest Fund TE, LP			
j	MAP 2006, L.P.			
k	MAP 2009, L.P.			
l	Northgate IV, LP			
m	PowerShares DB Commodity Index Tracking Fund			
n	KIA VIII (P2), L.P.			
o	Private Advisors Small Company Buyout Fund II			

(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 15,918,177.		11,110,328.	4,807,849.
b			113,139.
c			-8,423.
d			52,408.
e			16,809.
f			-31,486.
g			124.
h			8,043.
i			10,169.
j			-11,529.
k			-33,134.
l			148,494.
m			-188,289.
n			-1.
o			141,497.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,807,849.
b			113,139.
c			-8,423.
d			52,408.
e			16,809.
f			-31,486.
g			124.
h			8,043.
i			10,169.
j			-11,529.
k			-33,134.
l			148,494.
m			-188,289.
n			-1.
o			141,497.

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

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).

If (loss), enter "-0-" in Part I, line 8

3

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	Sigular Guff Distressed Opportunities Fund III, L			
b	VCFA Private Equity Partners IV, LP			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			240,306.
b			78,363.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			240,306.
b			78,363.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	5,344,339.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Gaylord and Dorothy Donnelley Foundation
Form 990, Part IV
For the Year Ended December 31, 2013

Acct	Date	Security	Proceeds of Sale	Cost of Security	Net Gain /(Loss)	Monthly Total
79	Jan-13	MFO AQR INTERNATIONAL EQUITY FUND	\$ 199,000.00	\$ (198,238.25)	\$ 761.75	
80	Jan-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 22,895.05	\$ -	\$ 22,895.05	
808	Jan-13	STARK SHEPHERD INVESTMENTS	\$ 12,312.69	\$ (13,601.62)	\$ (1,288.93)	
79	Jan-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 725,000.00	\$ (654,013.63)	\$ 70,986.37	
79	Jan-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 231,000.00	\$ (192,804.46)	\$ 38,195.54	
79	Jan-13	MFO DFA EMERGING MARKETS VALUE	\$ 203,000.00	\$ (209,652.87)	\$ (6,652.87)	\$ 124,896.91
80	Feb-13	CF KAYNE ANDERSON MIDSTREAM ENERGY LTD	\$ 3,120,684.77	\$ (3,000,000.00)	\$ 120,684.77	
80	Feb-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 65,000.00	\$ -	\$ 65,000.00	
808	Feb-13	STARK SHEPHERD INVESTMENTS	\$ 71,984.41	\$ (32,221.70)	\$ 39,762.71	
808	Feb-13	STARK SHEPHERD INVESTMENTS	\$ 2,743.49	\$ (2,354.77)	\$ 388.72	
80	Feb-13	CF QUELLOS BLK ALPHA ENGINE SPV LTD - B	\$ 43,601.52	\$ (44,830.23)	\$ (1,228.71)	
80	Feb-13	VCFA PRIVATE EQUITY PARTNERS IV	\$ 34,920.00	\$ -	\$ 34,920.00	
80	Feb-13	NORTHGATE IV LP	\$ 16,953.14	\$ -	\$ 16,953.14	\$ 276,480.63
80	Mar-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 47,630.60	\$ -	\$ 47,630.60	
80	Mar-13	SIGULAR GUFF DISTRESSED OPPORTUNITIES III	\$ 124,821.12	\$ -	\$ 124,821.12	
80	Mar-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 20,000.00	\$ -	\$ 20,000.00	\$ 192,451.72
80	Apr-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 40,000.00	\$ -	\$ 40,000.00	
79	Apr-13	MFO PIMCO FDS FUNDAMENTAL INDEX PLUS	\$ 495,000.00	\$ (429,496.24)	\$ 65,503.76	
80	Apr-13	SIGULAR GUFF DISTRESSED OPPORTUNITIES III	\$ 72,131.61	\$ -	\$ 72,131.61	
80	Apr-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 32,102.50	\$ -	\$ 32,102.50	\$ 209,737.87
80	May-13	CF QUELLOS BLK ALPHA ENGINE SPV LTD - D	\$ 4,741.20	\$ (4,264.41)	\$ 476.79	
80	May-13	CARDINAL HEATH INC	\$ 4.00	\$ -	\$ 4.00	
80	May-13	CF QUELLOS BLK ALPHA ENGINE SPV LTD - B	\$ 71,347.94	\$ (75,581.64)	\$ (4,233.70)	
79	May-13	MFC ISHARES RUSSELL MIDCAP INDEX	\$ 599,243.88	\$ (381,530.25)	\$ 217,713.63	
80	May-13	VCFA PRIVATE EQUITY PARTNERS IV	\$ 40,176.00	\$ -	\$ 40,176.00	
80	May-13	NORTHGATE IV LP	\$ 68,844.03	\$ -	\$ 68,844.03	
80	May-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 20,000.00	\$ -	\$ 20,000.00	\$ 342,980.75
80	Jun-13	SYMBOL TECHNOLOGIES INC	\$ 50.74	\$ -	\$ 50.74	
80	Jun-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 11,964.70	\$ -	\$ 11,964.70	
80	Jun-13	VCFA PRIVATE EQUITY PARTNERS IV	\$ 936.00	\$ -	\$ 936.00	
80	Jun-13	KELSO INVESTMENT ASSOCIATES VIII LP	\$ 8,034.00	\$ -	\$ 8,034.00	
80	Jun-13	TYCO INTL LTD	\$ 108.57	\$ -	\$ 108.57	
80	Jun-13	TYCO INTL LTD	\$ 32.45	\$ -	\$ 32.45	
79	Jun-13	MFO PIMCO FDS FUNDAMENTAL INDEX PLUS	\$ 800,000.00	\$ (714,551.09)	\$ 85,448.91	\$ 106,575.37
80	Jul-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 21,754.60	\$ -	\$ 21,754.60	
808	Jul-13	STARK SHEPHERD INVESTMENTS	\$ 24,159.54	\$ (23,754.05)	\$ 405.49	
79	Jul-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 1,083,000.00	\$ (811,359.61)	\$ 271,640.39	
80	Jul-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 16,000.00	\$ -	\$ 16,000.00	\$ 309,800.48
80	Aug-13	CF QUELLOS BLK ALPHA ENGINE SPV LTD - C	\$ 6,434.48	\$ (4,648.32)	\$ 1,786.16	
80	Aug-13	CF QUELLOS BLK ALPHA ENGINE SPV LTD - B	\$ 19,026.12	\$ (20,419.10)	\$ (1,392.98)	
80	Aug-13	OXFORD HEALTH PLANS STOCK	\$ 52.90	\$ -	\$ 52.90	
79	Aug-13	MFO DFA INVT DIM INTL SMALL CAP VALUE	\$ 353,000.00	\$ (383,648.75)	\$ (30,648.75)	
79	Aug-13	MFO DFA INVT DIM INTL SMALL CAP VALUE	\$ 899,000.00	\$ (951,763.50)	\$ (52,763.50)	
79	Aug-13	MFO AQR INTERNATIONAL EQUITY FUND	\$ 332,000.00	\$ (299,231.18)	\$ 32,768.82	
80	Aug-13	NORTHGATE IV LP	\$ 18,557.59	\$ -	\$ 18,557.59	
79	Aug-13	MFC ISHARES RUSSELL MIDCAP INDEX	\$ 351,710.28	\$ (220,178.25)	\$ 131,532.03	
80	Aug-13	COVENANT APARTMENT FUND VI	\$ 172,024.85	\$ -	\$ 172,024.85	\$ 271,917.12
80	Sep-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 30,595.75	\$ -	\$ 30,595.75	
80	Sep-13	SIGULAR GUFF DISTRESSED OPPORTUNITIES III	\$ 46,574.09	\$ -	\$ 46,574.09	
80	Sep-13	VCFA PRIVATE EQUITY PARTNERS IV	\$ 15,261.60	\$ -	\$ 15,261.60	\$ 92,431.44
79	Oct-13	MFO SCHWAB CAP INTL LARGE CO INDEX	\$ 1,079,000.00	\$ (822,923.99)	\$ 256,076.01	
80	Oct-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 24,941.70	\$ -	\$ 24,941.70	\$ 281,017.71
808	Nov-13	STARK SHEPHERD INVESTMENTS	\$ 19,783.80	\$ (18,106.01)	\$ 1,677.79	
79	Nov-13	MFO PIMCO FDS FUNDAMENTAL INDEX PLUS	\$ 500,000.00	\$ (406,338.06)	\$ 93,661.94	
80	Nov-13	COMMONFUND DISTRESSED DEBT PARTNERS II	\$ 20,000.00	\$ -	\$ 20,000.00	
80	Nov-13	MCKESSON CORP	\$ 249.59	\$ -	\$ 249.59	
79	Nov-13	MFO PIMCO FDS FUNDAMENTAL INDEX PLUS	\$ 400,000.00	\$ (316,164.38)	\$ 83,835.62	
80	Nov-13	NORTHGATE IV LP	\$ 9,551.85	\$ -	\$ 9,551.85	
80	Nov-13	SIGULAR GUFF DISTRESSED OPPORTUNITIES III	\$ 46,324.04	\$ -	\$ 46,324.04	
80	Nov-13	COVENANT APARTMENT FUND VI	\$ 103,214.91	\$ -	\$ 103,214.91	
80	Nov-13	BEACON CAPITAL STRATEGIC PARTNERS VI	\$ 98,337.06	\$ -	\$ 98,337.06	\$ 456,852.80
808	Dec-13	STARK SHEPHERD INVESTMENTS	\$ 5,173.24	\$ (4,330.57)	\$ 842.67	
808	Dec-13	STARK SHEPHERD INVESTMENTS	\$ 3,452.46	\$ (4,079.18)	\$ (626.72)	
79	Dec-13	MFO DFA INVT DIM INTL SMALL CAP VALUE	\$ 87,620.97	\$ -	\$ 87,620.97	
79	Dec-13	MFO PIMCO GLOBAL ADVANTAGE BOND	\$ 56,843.26	\$ -	\$ 56,843.26	
79	Dec-13	MFO DFA INVT DIM INTL SMALL CAP VALUE	\$ 26,667.25	\$ -	\$ 26,667.25	
79	Dec-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 542,655.81	\$ -	\$ 542,655.81	
79	Dec-13	MFO DFA EMERGING MARKETS VALUE	\$ 113,210.62	\$ -	\$ 113,210.62	
79	Dec-13	MFO DFA INVT DIM EMERGING MKT SMALL CAP	\$ 88,538.31	\$ -	\$ 88,538.31	
79	Dec-13	MFO DFA EMERGING MARKETS VALUE	\$ 4,799.45	\$ -	\$ 4,799.45	
79	Dec-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 3,069.71	\$ -	\$ 3,069.71	
79	Dec-13	MFO DFA US SMALL CAP VALUE PORTFOLIO	\$ 1,180,000.00	\$ (870,241.34)	\$ 309,758.66	
79	Dec-13	MFO LOOMIS SAYLES INVT TR FIXED INCOME	\$ 77,794.59	\$ -	\$ 77,794.59	
79	Dec-13	MFO LOOMIS SAYLES INVT TR FIXED INCOME	\$ 8,080.92	\$ -	\$ 8,080.92	
79	Dec-13	MFO CRA QUALIFIED INVESTMENT FUND	\$ 7,381.65	\$ -	\$ 7,381.65	
80	Dec-13	VCFA PRIVATE EQUITY PARTNERS IV	\$ 60,732.00	\$ -	\$ 60,732.00	
79	Dec-13	MFO AQR INTERNATIONAL EQUITY FUND	\$ 324,577.15	\$ -	\$ 324,577.15	
79	Dec-13	MFO AQR INTERNATIONAL EQUITY FUND	\$ 234,937.55	\$ -	\$ 234,937.55	
80	Dec-13	PRIVATE ADVISORS SMALL CO BUYOUT FUND	\$ 31,918.91	\$ -	\$ 31,918.91	
80	Dec-13	COVENANT APARTMENT FUND VI	\$ 137,791.90	\$ -	\$ 137,791.90	
80	Dec-13	WORLDCOM INC	\$ 1,012.46	\$ -	\$ 1,012.46	
80	Dec-13	WORLDCOM INC	\$ 496.83	\$ -	\$ 496.83	
80	Dec-13	SIGULAR GUFF DISTRESSED OPPORTUNITIES III	\$ 24,602.35	\$ -	\$ 24,602.35	\$ 2,142,706.30
			<u>\$ 15,918,176.55</u>	<u>\$ (11,110,327.45)</u>	<u>\$ 4,807,849.10</u>	<u>\$ 4,807,849.10</u>

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Dividends & Interest	5,178,804.	0.	5,178,804.	4,559,670.	
To Part I, line 4	5,178,804.	0.	5,178,804.	4,559,670.	

Form 990-PF	Rental Income	Statement	2
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Kind and Location of Property	Activity Number	Gross Rental Income
Lease of farm land, located in Lake County, Illinois	1	2,707.
Total to Form 990-PF, Part I, line 5a		2,707.

Form 990-PF

Other Income

Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Beacon Capital Strategic Partners V, L.P.	0.	-8.	
Beacon Capital Strategic Partners VI, L.P.	0.	-34.	
Commonfund Distressed Debt Partners II, L.P.	0.	11,300.	
Covenant Apartment Fund VI (Institutional), LP	0.	696,149.	
EcoSystem Investment Partners II, LP	0.	25,460.	
FEG AAF TEI LLC	0.	171,574.	
FEG Private Opportunities Fund LP	0.	-141,165.	
Kayne Anderson MLP Fund, L.P.	0.	-50,021.	
KIA VIII (Chariot), L.P.	0.	-73.	
KIA VIII (Deepwater), L.P.	0.	-35.	
KIA VIII (HM), L.P.	0.	-54.	
KIA VIII (IGPS), L.P.	0.	-758.	
KIA VIII (International) L.P.	0.	-4,724.	
KIA VIII (Power), L.P.	0.	-174.	
KIA VIII (Rubicon), L.P.	0.	264.	
KIA VIII (Sentinel), LP	0.	-4,894.	
KIA VIII (SOP) LP	0.	-185.	
KIA VIII (Truck Lite), L.P.	0.	-81.	
Kelso Investment Associates VIII, L.P.	0.	-30,726.	
The Lyme Forest Fund TE, LP	0.	-16,946.	
The Lyme Forest III TE, LP	0.	-31,851.	
MAP 2006, L.P.	0.	161,488.	
MAP 2009, L.P.	0.	200,331.	
MAP 2012, L.P.	0.	10,805.	
Northgate IV, LP	0.	-46,630.	
PowerShares DB Commodity Index Tracking Fund	0.	-23,685.	
KIA VIII (P2), L.P.	0.	-7.	
Private Advisors Small Company Buyout Fund II	0.	34,378.	
Singular Guff Distressed Opportunities Fund III, LP	0.	74,013.	
VCFA Private Equity Partners IV, LP	0.	-25,184.	
Total to Form 990-PF, Part I, line 11	0.	1,008,527.	

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Quarles & Brady LLP	25,376.	4,105.		21,271.
To Fm 990-PF, Pg 1, ln 16a	25,376.	4,105.		21,271.

Form 990-PF

Accounting Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
McGladrey, LLP	38,900.	15,560.		23,340.
To Form 990-PF, Pg 1, ln 16b	38,900.	15,560.		23,340.

Form 990-PF	Other Professional Fees		Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultants - Grant Making	125,486.	0.		125,486.
Consultants - General	43,476.	0.		43,476.
Investment Expense - Consulting	280,870.	280,870.		0.
Investment Expense - Management Fees	-2,890.	-2,890.		0.
Investment Expense - Liquidating Trust	31,018.	31,018.		0.
Direct Charitable Activities	105,003.	0.		105,033.
Board Staff Development	755.	0.		755.
Communications & Website	35,938.	0.		35,938.
To Form 990-PF, Pg 1, ln 16c	619,656.	308,998.		310,688.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Automobile	5,088.	0.		5,088.
Bank Fees	8,406.	0.		8,406.
Custodial Fees	65,168.	65,168.		0.
Dues & Publications	62,217.	0.		62,217.
Equip/Software Support	73,887.	0.		73,887.
Courier	522.	0.		522.
Insurance	18,061.	0.		18,061.
Miscellaneous	1,097.	0.		1,097.
Office Supplies	9,641.	0.		9,641.
Postage	1,481.	0.		1,481.
To Form 990-PF, Pg 1, ln 23	245,568.	65,168.		180,400.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	8
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Description	Amount
Net Unrealized Gain on Investments	15,813,383.
Prior Period Net Asset Adjustment	171,953.
Total to Form 990-PF, Part III, line 3	15,985,336.

Form 990-PF

Other Notes and Loans Reported Separately

Statement 9

Borrower's Name			Terms of Repayment	Interest Rate
Notes Receivable				1.00%
Date of Note	Maturity Date	Original Loan Amount	Description of Consideration	FMV of Consideration
10/07/05	12/31/12	10,000,000.		0.
Security Provided by Borrower			Purpose of Loan	

Relationship of Borrower	Balance Due	Doubtful Acct Allowance	FMV of Loan
	8,234,312.	4,691,812.	3,542,500.

Borrower's Name			Terms of Repayment	Interest Rate
Notes Receivable				1.00%
Date of Note	Maturity Date	Original Loan Amount	Description of Consideration	FMV of Consideration
10/07/05	12/31/12	7,000,000.		0.
Security Provided by Borrower			Purpose of Loan	

Relationship of Borrower	Balance Due	Doubtful Acct Allowance	FMV of Loan
	7,000,000.	3,988,500.	3,011,500.

Borrower's Name			Terms of Repayment	Interest Rate
Line of Credit			Principal and interest due at maturity	1.00%
Date of Note	Maturity Date	Original Loan Amount	Description of Consideration	FMV of Consideration
05/01/06	12/31/12	8,707,000.		0.

Security Provided by Borrower Purpose of Loan

Relationship of Borrower	Balance Due	Doubtful Acct Allowance	FMV of Loan
	3,520,180.	2,005,780.	1,514,400.
Total to Form 990-PF, Part II, line 7	18,754,492.	10,686,092.	8,068,400.

Form 990-PF	U.S. and State/City Government Obligations	Statement 10
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
MFO CRA Qualified Investment Fund		X	3,387,684.	3,387,684.
MFO Doubleline Total Return Bond Fund	X		12,654,822.	12,654,822.
MFO Pimco Global Adv Strategy Bond	X		5,849,920.	5,849,920.
Total U.S. Government Obligations			18,504,742.	18,504,742.
Total State and Municipal Government Obligations			3,387,684.	3,387,684.
Total to Form 990-PF, Part II, line 10a			21,892,426.	21,892,426.

Form 990-PF

Corporate Stock

Statement 11

Description	Book Value	Fair Market Value
MFC Ishares TR Russell Midcap Index	11,139,015.	11,139,015.
MFC Powershares DB Commodity Index	2,879,212.	2,879,212.
MFO AQR International Equity Fund	8,268,833.	8,268,833.
MFO DFA Emerging Markets Value	7,987,090.	7,987,090.
MFO DFA Invt DIM. GRP. Emerging Mkts Small CAP	5,619,424.	5,619,424.
MFO DFA Invt DIM. GRP. Intl Small CAP Val	7,951,742.	7,951,742.
MFO DFA US Small Cap Value Portfolio	11,464,038.	11,464,038.
MFO Pimco FDS Fundamental Index Plus	14,941,807.	14,941,807.
MFO Schwab International Large Co Index	7,459,746.	7,459,746.
Total to Form 990-PF, Part II, line 10b	77,710,907.	77,710,907.

Form 990-PF

Corporate Bonds

Statement 12

Description	Book Value	Fair Market Value
MFO Loomis Sayles Fixed Income	6,457,242.	6,457,242.
Total to Form 990-PF, Part II, line 10c	6,457,242.	6,457,242.

Form 990-PF	Other Investments	Statement	13
Description	Valuation Method	Book Value	Fair Market Value
Beacon Capital Strategic Partners V	FMV	838,682.	838,682.
Beacon Capital Strategic Partners VI	FMV	1,725,882.	1,725,882.
CF Quellos Alpha Engine SPV - B	FMV	283,316.	283,316.
CF Quellos Alpha Engine SPV - C	FMV	1,159.	1,159.
CF Quellos Alpha Engine SPV - D	FMV	6,695.	6,695.
Commonfund Distressed Debt Partners II, L.P.	FMV	709,233.	709,233.
Covenant Apartment Fund VI	FMV	1,760,529.	1,760,529.
Ecosystem Investment Partners II, LP	FMV	836,534.	836,534.
FEG Private Opportunities Fund	FMV	7,433,503.	7,433,503.
HBK Offshore FD CL	FMV	5,332,859.	5,332,859.
Kayne Anderson Mid-Stream Energy	FMV	0.	0.
Kayne Anderson MLP Fund	FMV	3,809,261.	3,809,261.
Kelso Investment Associates VIII, (IGPS)	FMV	621,624.	621,624.
Kelso Investment Associates VIII, LP	FMV	-93,361.	-93,361.
Kelso Investment Fund VIII (Power)	FMV	116,425.	116,425.
Kelso Investment Fund VIII (Rubicon)	FMV	478,940.	478,940.
KIA VIII (International), LP	FMV	939,313.	939,313.
KIA VIII (Sentinel), LP	FMV	38,131.	38,131.
KIA VIII (HM), LP	FMV	78,915.	78,915.
KIA VIII (SOP), LP	FMV	108,788.	108,788.
KIA VIII (T LITE), LP	FMV	82,428.	82,428.
Lyme Forest Fund, LP	FMV	1,458,202.	1,458,202.
Lyme Forest Fund III, LP	FMV	992,854.	992,854.
MAP 2006, LP	FMV	2,032,103.	2,032,106.
MAP 2009, LP	FMV	2,061,197.	2,061,197.
MAP 2012, LP	FMV	1,121,560.	1,121,560.
Northgate IV, LP	FMV	2,866,631.	2,866,631.
Pointer Offshore LTD.	FMV	9,415,955.	9,415,955.
Private Advisors Small CO Buyout II	FMV	976,216.	976,216.
Private Advisors Stable Value Fund	FMV	7,151,123.	7,151,123.
Siguler Guff Distressed Opportunities	FMV	2,451,706.	2,451,706.
Venture Capital Fund of America Private Equity Partners IV	FMV	1,106,000.	1,106,000.
FEG Absolute Access TEI Fund LLC	FMV	3,460,720.	3,460,720.
FEG Equity Access Ltd.	FMV	8,626,801.	8,626,801.
Kelso Investment Assoc Fund VIII Chariot	FMV	74,508.	74,508.
Kelso Investment Assoc Fund VIII Deepwater	FMV	102,056.	102,056.
Sheperds Investment Fund	FMV	-23,317.	-23,317.

<u>Gaylord and Dorothy Donnelley Foundation</u>			<u>36-6108460</u>
Shirley Heinze Land Trust	FMV	262,500.	262,500.
Total to Form 990-PF, Part II, line 13		<u>69,245,671.</u>	<u>69,245,674.</u>

Form 990-PF Depreciation of Assets Not Held for Investment Statement 14

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Furniture	84,132.	64,257.	19,875.
Equipment	204,386.	182,078.	22,308.
Leasehold Improvements	186,068.	145,734.	40,334.
Total To Fm 990-PF, Part II, ln 14	474,586.	392,069.	82,517.

Form 990-PF	Other Liabilities	Statement 15
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Description	BOY Amount	EOY Amount
Deferred Tax Liability	0.	480,000.
Total to Form 990-PF, Part II, line 22	0.	480,000.

Form 990-PF Part VIII - List of Officers, Directors Statement 16
 Trustees and Foundation Managers

Name and Address	Title and Avg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Julia Antonatos 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Timothy Brown 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Sir Peter Crane 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Ceara Donnelley 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Laura Donnelley 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director, Chairperson 3.00	0.	0.	0.
Shawn M. Donnelley 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director, Secretary & Treasurer 2.00	0.	0.	0.
Vivian Donnelley 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Charles G. Lane 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Cheryl Mayberry McKissack 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
John H. Rashford 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.
Alex Shuford 35 E. Wacker Drive, Suite 2600 Chicago, IL 60601	Director 2.00	0.	0.	0.

Gaylord and Dorothy Donnelley Foundation36-6108460

Max E. Wheeler	Director			
35 E. Wacker Drive, Suite 2600	2.00	0.	0.	0.
Chicago, IL 60601				
Mimi Wheeler	Director			
35 E. Wacker Drive, Suite 2600	2.00	0.	0.	0.
Chicago, IL 60601				
David Farren*	Executive Director & Asst. Secretary			
35 E. Wacker Drive, Suite 2600	40.00	220,000.	29,353.	0.
Chicago, IL 60601				
Thomas Trinley*	Dir. Finance & Admin. & Asst. Treasurer			
35 E. Wacker Drive, Suite 2600	40.00	147,500.	36,137.	0.
Chicago, IL 60601				
Totals included on 990-PF, Page 6, Part VIII		<u>367,500.</u>	<u>65,490.</u>	<u>0.</u>

* Mr. Farren and Mr. Trinley are professional staff and do not have board voting privileges. Staff salaries are reviewed annually by comparing compensation of similar-sized foundations using the Council on Foundations' Salary and Benefits Survey and the Foundation Financial Officers Group Compensation Database.

Form 990-PF

Summary of Direct Charitable Activities

Statement 17

Activity Three

Next Generation Conservation Leaders - Working with a diversity of partner organizations to develop and implement strategies to encourage young people to enter the conservation field.

Expenses

To Form 990-PF, Part IX-A, line 3

5,330.

Submittal Instructions

Organizations apply for grants using an online system (Microedge GIFTS) linked from the foundation's website (www.gddf.org). If an organization is new to the online system, it is prompted to create a new account. Returning applicants log in using an email and password chosen the last time an application was submitted. Applicants can save and return to the application at their leisure, email drafts to others for review, and submit applications, reports, and other requirements. After a proposal application is submitted, an instant confirmation and a copy of the submitted proposal is emailed to the applicant. The Foundation downloads the materials into its database. Proposals are reviewed for the foundation's March, July and November board meetings. To be reviewed for a specific board meeting, a complete proposal must be submitted via the online system by 11 59pm CT on the deadlines posted at gddf.org.

Submittal Deadlines

complete proposal must be submitted via the online system by 11 59pm ET on the deadlines posted at gddf.org. Specific deadlines are updated regularly on the foundation's website: www.gddf.org.

Program Areas

The Gaylord and Dorothy Donnelley Foundation invests in Land Conservation, Artistic Vitality, and Regionally Significant Collections in the Chicago region and Lowcountry of South Carolina.

We foster land conservation through preservation, restoration, and protection of strategic lands. We encourage artistic vitality by helping professional arts organizations build their organizational readiness. We support increased access to regionally significant collections.

General Guidelines

- Organizations must be 501(c)(3) public charities.

- Organizations must have completed at least one full fiscal year of operations before applying.

- We do not support

- Individuals, religious activities, political campaigns, or legislative lobbying.

- Fiscal sponsorships or fiscal agents.

- Stand-alone conferences, publications, films, events, websites, or videos.

- Endowments, capital campaigns, or debt reduction.

- We do not have a Letter of Intent (LOI) process, so if you have a question, please call.

Land Conservation Guidelines

Grants are available for the following, provided they contribute to landscape-scale conservation outcomes:

- Land protection and stewardship.

- Strategic land conservation partnerships.

- Policy, planning and advocacy.

- Organizational capacity building.

We do not make grants for the acquisition of land or conservation easements.

Artistic Vitality Guidelines

In the Chicago region, we make grants only for general operations. In the Lowcountry of South Carolina, proposals for projects are by

We must see the organization's work before we can make a grant, so please contact us as soon as you know your performance schedule.

Organizations must demonstrate or strongly promise artistic vitality. To us, artistic vitality is a combination of frequency of programming and degree of professionalism, factoring in the artistic discipline, budget size and where an organization happens to be in its evolution.

All Illinois applicants are required to participate in the Illinois Cultural Data Project (ICDP).

The following types of groups are not eligible:

- Organizations primarily focused on arts education or social service.

- Amateur or community arts groups.

- Presenting organizations.

- Groups that are legally, financially, or operationally part of a larger institution, e.g. the art department of a college.

Collections Guidelines

We make project grants for collections of regional significance, to help at critical junctures along a spectrum of conservation – from basic preservation through cutting edge mining and creative interpretation.

- All Illinois applicants are required to participate in the Illinois Cultural Data Project (ICDP).

Gaylord and Dorothy Donnelley Foundation
36-6108460
Form 990-PF
Part XV

We do not support existing staff salaries or indirect costs
We generally do not make grants for one-time exhibitions

Abou Fane Theatre Chicago, IL Awarded \$9,000 over 12 months <i>general operations</i> 2013370/2013-370	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Access Contemporary Music Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013156/2013-156	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Artists Cooperative Residency and Exhibitions Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013154/2013-154	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Actors Gymnasium Inc Evanston, IL Awarded \$9,000 over 12 months <i>general operations</i> 2013071/2013-071	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Actors Gymnasium Inc Evanston, IL Awarded \$9,000 over 12 months <i>general operations</i> 2013071/2013-071	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Actors Theatre of South Carolina Folly Beach, SC Awarded \$7,500 over 12 months <i>general operations</i> 2013300/2013-300	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
AMEBA Acrobatic & Aerial Dance Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013037/2013-037	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
ARC Gallery-Educational Foundation Chicago, IL Awarded \$5,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Awarded \$20,000 over 12 months <i>general operations</i> 2013005/2013-005	PC	\$20,000.00	\$0.00	\$0.00	\$0.00	\$20,000.00	\$0.00	\$0.00	\$0.00
Charleston Singe Company Charleston, SC Awarded \$20,000 over 12 months <i>general operations</i> 2013357/2013-357	PC	\$20,000.00	\$0.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Charleston Symphony Orchestra Charleston, SC Awarded \$20,000 over 12 months <i>general operations</i> 2013136/2013-136									
Chicago a cappella Chicago, IL Awarded \$7,500 over 12 months <i>general operations - test application</i> 2013362/2013-362	PC	\$7,500.00	\$0.00	\$0.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00
Chicago Artists Coalition Chicago, IL Awarded \$7,000 over 12 months <i>general operations</i> 2013166/2013-166	PC	\$7,000.00	\$0.00	\$7,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Arts Orchestra Chicago, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013167/2013-167	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Chicago Chamber Musicians Chicago, IL Awarded \$11,000 over 12 months <i>general operations</i> 2013070/2013-070	PC	\$11,000.00	\$0.00	\$11,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Chicago Chamber Musicians Chicago, IL Awarded \$11,000 over 12 months <i>general operations</i> 2013367/2013-367	PC	\$11,000.00	\$0.00	\$11,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Chicago Community Trust Chicago, IL Awarded \$180,000 over 12 months <i>Arts Work Fund</i> 2011083/2011-083	PC	\$180,000 00	\$0 00	\$180,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Chicago Community Trust Chicago, IL Awarded \$180,000 over 12 months <i>Arts Work Fund for Organizational Development</i> 2012378/2012-378	PC	\$180,000 00	\$0 00	\$180,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Chicago Community Trust Chicago, IL Awarded \$360,000 over 24 months <i>Arts Work Fund</i> 2013349/2013-349	PC	\$360,000 00	\$0 00	\$0 00	\$180,000 00	\$180,000 00	\$0 00	\$0 00	\$0 00
Chicago Cultural Alliance Chicago, IL Awarded \$66,000 over 12 months <i>the Shared Digital Archive Phase 2</i> 2013315/2013-315	PC	\$66,000 00	\$0 00	\$66,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Chicago Dance Crash NFP Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013036/2013-036	PC	\$5,000 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Chicago Community Trust Chicago, IL Awarded \$50,000 over 12 months <i>Lab Artius Challenge Grant</i> 2013318/2013-318	PC	\$50,000 00	\$0 00	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00
Project Danzitheatre Company Chicago, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013020/2013-020	PC	\$3,000 00	\$0 00	\$3,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Project Danzitheatre Company Chicago, IL Awarded \$4,000 over 12 months	PC	\$4,000 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00

Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013172/2013-172	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Chicago Moving Company Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013213/2013-213	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Photography Center Nfp Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013008/2013-008	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Photography Center Nfp Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013353/2013-353	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Public Art Group Chicago, IL Awarded \$9,000 over 12 months <i>general operations</i> 2013173/2013-173	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Public Library Foundation Chicago, IL Awarded \$50,000 over 12 months <i>Year Three Harsh Archival Processing Project (HAPP) of the Chicago Public Library</i> 2013024/2013-024	PC	\$50,000.00	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Tap Theatre Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013045/2013-045	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Tap Theatre Chicago, IL Awarded \$6,000 over 12 months	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Curious Theatre Branch Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013178/2013-178	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Dai Niente New Music Nip Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013182/2013-182	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Dance COLlective Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013033/2013-033	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Dance COLlective Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013365/2013-365	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Danceworks Chicago Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013041/2013-041	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Danceworks Chicago Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013360/2013-360	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Dance Loop Chicago Plano, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013179/2013-179	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
DforB8R Ltd CHICAGO, IL Awarded \$3,000 over 12 months	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

[illegible]

2013181/2013-181	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Elmhurst Symphony Association Elmhurst, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013325/2013-325									
Experimental Sound Studio Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013022/2013-022	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Experimental Sound Studio Chicago, IL Awarded \$10,000 over 12 months <i>Malachi Ruscher Collection</i> 2013023/2013-023	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fifth House Ensemble Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2012147/2012-147	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fifth House Ensemble Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013183/2013-183	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fine Line Creative Arts Center Saint Charles, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013014/2013-014	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
First Foto Theatre Clarendon Hills, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013184/2013-184	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Footlight Players Charleston, SC	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Awarded \$15,000 over 12 months <i>general operations</i> 2013047/2013-047 Footlight Players Charleston, SC Awarded \$15,000 over 12 months <i>general operations</i> 2013361/2013-361	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Franklin C. Burroughs-Simeon B. Chapin Art Museum Myrtle Beach, SC Awarded \$15,000 over 24 months <i>general operations</i> 2011292/2011-292 Fulerum Point New Music Project Chicago, IL Awarded \$7,500 over 12 months <i>general operations</i> 2013007/2013-007	PC	\$15,000.00	\$10,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fund for Innovative TV Chicago, IL Awarded \$179,000 over 36 months <i>New Ways to Preserve and Share Chicago's Audiosvisual Heritage</i> 2011057/2011-057	PC	\$179,000.00	\$129,000.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Gift Theatre Company Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013081/2013-081	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Gus Giordano's Jazz Dance Chicago Inc Chicago, IL Awarded \$9,000 over 12 months <i>general operations</i> 2013058/2013-058	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Gus Giordano's Jazz Dance Chicago Inc Chicago, IL Awarded \$9,000 over 12 months	PC	\$9,000.00	\$0.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00

<i>general operations</i> 2013377/2013-377	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Griffin Theatre Company									
Chicago, IL Awarded \$6,000 over 12 months									
<i>general operations</i> 2013326/2013-326									
Guild Complex	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$9,000 over 12 months									
<i>general operations</i> 2013185/2013-185									
Halcyon Theatre	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$5,000 over 12 months									
<i>general operations</i> 2013186/2013-186									
Chicago Music and Dance Theater	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$7,500 over 12 months									
<i>the Learning Lab</i> 2013021/2013-021									
Heaven Gallery	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$3,000 over 12 months									
<i>general operations</i> 2013327/2013-327									
Hedwig Dances	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$6,000 over 12 months									
<i>general operations</i> 2013328/2013-328									
Hilton Head Choral Society Inc	PC	\$7,500.00	\$5,000.00	\$2,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Hilton Head Island, SC Awarded \$7,500 over 24 months									
<i>general operations</i> 2011296/2011-296									
The House Theatre of Chicago	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

International Contemporary Ensemble Foundation	PC	\$15,000.00	\$10,000.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$15,000 over 24 months									
<i>general operations - GRADUATION GRANT</i>									
2012152/2012-152									
International Latino Cultural Center of Chicago	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$9,000 over 12 months									
<i>general operations</i>									
2013292/2013-292									
International Music Foundation	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$6,000 over 12 months									
<i>general operations</i>									
2013190/2013-190									
Intuit: the Center for Intuitive and Outsider Art	PC	\$9,000.00	\$0.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$9,000 over 12 months									
<i>Intuit's Digital Extension</i>									
2013030/2013-030									
Jack & Shirley Lubetzky Center for the Arts Inc	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Michigan City, IN									
Awarded \$6,000 over 12 months									
<i>general operations</i>									
2013055/2013-055									
Japanese American Service Committee	PC	\$50,000.00	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$50,000 over 12 months									
<i>Legacy Center Archives Catalog, Digitize and Exhibit Project</i>									
2013138/2013-138									
Jazz Artists Of Charleston	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Charleston, SC									
Awarded \$7,500 over 12 months									
<i>general operations</i>									
2013054/2013-054									
Jazz Institute of Chicago	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Chicago, IL Awarded \$15,000 over 6 months <i>Sponsorship of the 2013 Chicago Jazz Festival</i> 2013125/2013-125	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jazz Institute of Chicago Chicago, IL Awarded \$10,000 over 12 months <i>general operations - test application</i> 2013390/2013-390	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jump Rhythm Jazz Project Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013053/2013-053	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jump Rhythm Jazz Project Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013366/2013-366	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Kalapriya Foundation, Center for Indian Performing Arts Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013331/2013-331	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Kartemqun Educational Films Chicago, IL Awarded \$18,000 over 12 months <i>Kartemqun Educational Films Archive Stabilization and Catalog Creation, Phase I "B" Inventory Completion</i> 2013093/2013-093	PC	\$18,000.00	\$0.00	\$18,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Khearn Chicago, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013144/2013-144	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
LakeSide Singers Inc Evanston, IL Awarded \$5,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

general operations 2013332/2013-332	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
League of Charleston Theatres Charleston, SC Awarded \$25,000 over 12 months									
general operations 2013063/2013-063									
League of Chicago Theatres Foundation Chicago, IL Awarded \$10,000 over 12 months	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2013282/2013-282									
Lifeline Theatre Chicago, IL Awarded \$11,000 over 12 months	PC	\$11,000.00	\$0.00	\$11,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2013191/2013-191									
Links Hall Inc. Chicago, IL Awarded \$21,000 over 12 months	PC	\$21,000.00	\$6,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2012200/2012-200									
Links Hall Inc Chicago, IL Awarded \$7,000 over 12 months	PC	\$7,000.00	\$0.00	\$7,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2013192/2013-192									
Luna Ensemble Chicago, IL Awarded \$6,000 over 12 months	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2013193/2013-193									
Luxwire Chicago Chicago, IL Awarded \$3,000 over 12 months	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
general operations 2013230/2013-230									
Long Bay Symphonic Society	PC	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Myrtle Beach, SC Awarded \$30,000 over 24 months <i>general operations</i> 2011534/2012-123	PC	\$5,000 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Lucky Plush Productions Riverside, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013062/2013-062	PC	\$5,000 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Lucky Plush Productions Riverside, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013355/2013-355	PC	\$6,000 00	\$0 00	\$6,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Lukaba Productions Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013333/2013-333	PC	\$3,000 00	\$0 00	\$3,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Mad Shark Dance Company Chicago, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013195/2013-195	PC	\$4,000 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Make Literary Productions NFP Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013194/2013-194	PC	\$4,000 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
Mordint & Company Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013283/2013-283	PC	\$5,000 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$0 00	\$0 00
MFAACT Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i>	PC								

[illegible]

[illegible]

Redtwist Theatre Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013204/2013-204	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Redux Studios Charleston, SC Awarded \$10,000 over 12 months <i>general operations</i> 201315/2013-135	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Rembrandt Chamber Players Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013205/2013-205	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Remy Bumpopp Theatre Company Chicago, IL Awarded \$10,000 over 12 months <i>general operations</i> 2013019/2013-019	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Remy Bumpopp Theatre Company Chicago, IL Awarded \$10,000 over 12 months <i>general operations</i> 2013358/2013-358	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Rivendell Theatre Ensemble Chicago, IL Awarded \$7,000 over 12 months <i>general operations</i> 2013206/2013-206	PC	\$7,000.00	\$0.00	\$7,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Roots and Culture Contemporary Art Center Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013207/2013-207	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Ruckus Theater Chicago, IL Awarded \$3,000 over 12 months	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

<i>general operations</i> 2013217/2013-217	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Same Planet Different World Chicago, IL Awarded \$3,000 over 12 months									
<i>general operations</i> 2013074/2013-074									
Seannachai Theatre Company Chicago, IL Awarded \$4,000 over 12 months	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013073/2013-073									
Seannachai Theatre Company Chicago, IL Awarded \$4,000 over 12 months	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013374/2013-374									
The Seldoms Chicago, IL Awarded \$4,000 over 12 months	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013010/2013-010									
Shattered Globe Theatre Chicago, IL Awarded \$5,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013299/2013-299									
Shaw Chicago Theatre Company Chicago, IL Awarded \$5,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013338/2013-338									
Sideshow Theatre Company of Chicago, IL Chicago, IL Awarded \$4,000 over 12 months	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>general operations</i> 2013208/2013-208									
Signal Ensemble Theatre	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013339/2013-339	PC	\$7,000.00	\$0.00	\$7,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Galloury Institute									
Chicago, IL Awarded \$7,000 over 12 months <i>general operations</i> 2013209/2013-209	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Series de Mexico Ensemble									
Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013152/2013-152	PC	\$75,000.00	\$0.00	\$0.00	\$0.00	\$75,000.00	\$0.00	\$0.00	\$0.00
The South Carolina Historical Society Charleston, SC Awarded \$75,000 over 12 months <i>relocation of the Society's collection to the College of Charleston</i> 2013288/2013-288	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Mangold Arts Development Inc North Charleston, SC Awarded \$5,000 over 12 months <i>general operations</i> 2013061/2013-061	PC	\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Space Movement Project Chicago, IL Awarded \$3,000 over 12 months <i>general operations - test application</i> 2013388/2013-388	PC	\$35,000.00	\$0.00	\$35,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Spoleto Festival, U S A Charleston, SC Awarded \$35,000 over 12 months <i>general operations</i> 2013011/2013-011	PC	\$70,000.00	\$0.00	\$35,000.00	\$0.00	\$35,000.00	\$0.00	\$0.00	\$0.00
Spoleto Festival, U S A Charleston, SC Awarded \$70,000 over 24 months <i>general operations</i>	PC								

Third Const Percussion Chicago, IL Awarded \$5,000 over 12 months <i>general operations - test application</i> 2013385/2013-385	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Thodos Dante Chicago Chicago, IL Awarded \$7,500 over 12 months <i>general operations</i> 2013220/2013-220	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
ThreeWalls Chicago, IL Awarded \$11,000 over 12 months <i>general operations plus moving subsidy</i> 2013221/2013-221	PC	\$11,000.00	\$0.00	\$6,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00
Threshold Repertory Theatre Charleston, SC Awarded \$7,500 over 12 months <i>general operations</i> 2013289/2013-289	PC	\$7,500.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Trap Door Productions Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013079/2013-079	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Utopian Theatre Asylum Chicago, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013222/2013-222	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Ukrainian Institute of Modern Art Chicago, IL Awarded \$6,000 over 12 months <i>general operations - test application</i> 2013387/2013-387	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Underscore Theatre Company Chicago, IL Awarded \$3,000 over 12 months	PC	\$3,000.00	\$0.00	\$0.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00

<i>general operations</i> 2013344/2013-344 Union Street Gallery Chicago Heights, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013233/2013-233 Unity Temple Restoration Foundation Oak Park, IL Awarded \$5,000 over 12 months <i>general operations</i> 2012209/2012-209 University of Chicago Chicago, IL Awarded \$0 over 12 months RESCINDED MARCH 2013 Black Metropolis Research Consortium's Digital Initiative 2011206/2011-206 University of South Carolina Educational Foundation Columbia, SC Awarded \$167,500 over 36 months Historical Aerial Photographs of the Lowcountry 2013132/2013-132 Village Repertory Company Charleston, SC Awarded \$12,500 over 12 months <i>general operations</i> 2013078/2013-078 Walkabout Theater Company Chicago, IL Awarded \$3,000 over 12 months <i>general operations</i> 2013348/2013-348 William Ferris Chernie Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013225/2013-225	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	\$0.00	\$25,000.00	(\$25,000.00)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
		\$167,500.00	\$0.00	\$45,000.00	\$0.00	\$62,500.00	\$60,000.00	\$0.00	\$0.00
	PC	\$12,500.00	\$0.00	\$12,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
		\$3,000.00	\$0.00	\$3,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Woman Made Gallery Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013077/2013-077	PC	\$6,000.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Woman Made Gallery Chicago, IL Awarded \$6,000 over 12 months <i>general operations</i> 2013381/2013-381	PC	\$6,000.00	\$0.00	\$0.00	\$0.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Woodstock Mozart Festival Inc Naperville, IL Awarded \$4,000 over 12 months <i>general operations</i> 2013031/2013-031	PC	\$4,000.00	\$0.00	\$4,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Zephyr Dance Ensemble Chicago, IL Awarded \$5,000 over 12 months <i>general operations</i> 2013226/2013-226	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total Artistic Vitality (243 items)		\$3,482,500.00	\$362,500.00	\$2,399,500.00	\$0.00	\$480,500.00	\$240,000.00	\$0.00	\$0.00	\$0.00
Directed Giving										
The Art Institute of Chicago Chicago, IL Awarded \$5,000 over 12 months 2013238/2013-238	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
National Audubon Society Harleyville, SC Awarded \$5,000 over 12 months <i>The Hawkwalk Project</i> 2013254/2013-254	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Autism Project of Palm Beach County West Palm Beach, FL Awarded \$5,000 over 12 months 2012388/2012-388	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Autism Project of Palm Beach County	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

West Palm Beach, FL Awarded \$5,000 over 12 months 2013/18/2013-418	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Beaufort County Open Land Trust Beaufort, SC Awarded \$10,000 over 12 months 2013/32/2013-232	PC	\$7,000.00	\$0.00	\$7,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Beyond Baroque Literary/Arts Center Venice, CA Awarded \$7,000 over 12 months 2013/35/2013-435	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Black Rock Forest Consortium, Inc Cornwall, NY Awarded \$5,000 over 12 months 2012/400/2012-400	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Buckminster Fuller Institute Brooklyn, NY Awarded \$10,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<i>Sustainability Leaders Network</i> 2013/115/2013-115	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Carolina Art Association/Gibbes Museum of Art Charleston, SC Awarded \$5,000 over 12 months 2013/350/2013-250	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Catesby Commemorative Trust Inc Kiawah Island, SC Awarded \$5,000 over 12 months 2013/113/2013-113	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Center for Humans and Nature Chicago, IL Awarded \$15,000 over 12 months 2013/420/2013-420	POF 1	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Center for Humans and Nature Chicago, IL Awarded \$5,000 over 12 months 2013/421/2013-421	POF 1	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Charleston Museum Charleston, South Carolina Awarded \$5,000 over 12 months 2013/111/2013-111	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Cherokee City Day School	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

National Tropical Botanical Garden Kalaheo, Hawaii Awarded \$5,000 over 12 months 2013437/2013-437	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
National Wild Turkey Federation Edgefield, SC Awarded \$15,000 over 12 months 2013419/2013-419	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Nemours Plantation Wildlife Foundation Yemassee, SC Awarded \$5,000 over 12 months 2013253/2013-253	POF 2	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New Visions Foundation Santa Monica, California Awarded \$5,000 over 12 months 2013245/2013-245	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Open Space Institute, Inc New York, New York Awarded \$10,000 over 12 months <i>to be used for acquisition of land in the Manawagunk Mountains Ulster County, NY</i> 2013428/2013-428	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Openlands Chicago, IL Awarded \$5,000 over 12 months 2013110/2013-110	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Pasadena Arts Council Pasadena, CA Awarded \$5,000 over 12 months <i>to support the work of the online literary magazine Trip</i> 2013432/2013-432	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Tower Foundation of San Jose State University San Jose, CA Awarded \$2,500 over 12 months <i>the life and memory of W.O. Crockett</i> 2013429/2013-429	PC	\$2,500.00	\$0.00	\$2,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Santa Monica Museum of Art Santa Monica, CA Awarded \$5,000 over 12 months	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

2013118/2013-118	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Santa Monica Museum of Art Santa Monica, CA Awarded \$10,000 over 12 months 2013256/2013-256									
Society for Economic Botany St. Louis, MO Awarded \$5,000 over 12 months 2013112/2013-112	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Southern Environmental Law Center Chapel Hill, NC Awarded \$5,000 over 12 months 2013260/2013-260	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Sustainable Settings Carbondale, CO Awarded \$10,000 over 12 months 2013436/2013-436	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Thompson Divide Coalition Carbondale, CO Awarded \$13,000 over 12 months 2013434/2013-434	PC	\$13,000.00	\$0.00	\$13,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
ThreeWalls Chicago, IL Awarded \$5,000 over 12 months 2013236/2013-236	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
ThreeWalls Chicago, IL Awarded \$5,000 over 12 months 2013237/2013-237	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Trees Winter and People Ft. Collins, CO Awarded \$5,000 over 12 months 2013424/2013-424	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The University of Chicago Medical Center Chicago, IL Awarded \$20,000 over 12 months <i>Interfront Fund</i> 2013425/2013-425	PC	\$20,000.00	\$0.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Upstate Forever Greenville, SC	PC	\$5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

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Midewin Tallgrass Prairie Alliance Joliet, IL Awarded \$100 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013103/2013-103	PC	\$100.00	\$0.00	\$100.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Midewin Tallgrass Prairie Alliance Joliet, IL Awarded \$100 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013460/2013-460	PC	\$100.00	\$0.00	\$100.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Miss Ruby's Kids Georgetown, SC Awarded \$250 over 12 months <i>Employee Matching - John Sands</i> 2013265/2013-265	PC	\$250.00	\$0.00	\$250.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Natural Land Institute Rockford, Illinois Awarded \$250 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013101/2013-101	PC	\$250.00	\$0.00	\$250.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
United States Conference of Catholic Bishops Chicago, IL Awarded \$3,575 over 12 months <i>Employee Matching - Mary Jo Harney</i> 2013445/2013-445	PC	\$3,575.00	\$0.00	\$3,575.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Pawleys Island Civic Club Child Development Center Pawleys Island, SC Awarded \$150 over 12 months <i>Employee Matching - John Sands</i> 2013449/2013-449	PC	\$150.00	\$0.00	\$150.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Preservation Chicago Chicago, IL Awarded \$100 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013100/2013-100	PC	\$100.00	\$0.00	\$100.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Smith Medical Clinic Pawleys Island, SC	PC	\$300.00	\$0.00	\$300.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Awarded \$300 over 12 months <i>Employee Matching - John Sands</i> 2013235/2013-235 South Carolina Environmental Law Project, Pawleys Island, SC Awarded \$250 over 12 months <i>Employee Matching - John Sands</i> 2013451/2013-451 St. Peter's by the Sea Episcopal Church Gulfport, MS Awarded \$625 over 12 months <i>Employee Matching - John Sands</i> 2013461/2013-461 University of North Carolina at Chapel Hill Chapel Hill, NC Awarded \$250 over 12 months <i>Employee Matching - David Warren</i> 2013119/2013-119 The Wetlands Initiative Chicago, IL Awarded \$100 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013099/2013-099 The Wetlands Initiative Chicago, IL Awarded \$100 over 12 months <i>Employee Matching - Arthur Pearson</i> 2013458/2013-458 Total Employee Matching Grant (37 items)	PC	\$250.00	\$0.00	\$250.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
		\$250.00	\$0.00	\$250.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Land Conservation Alliance for the Great Lakes Chicago, IL Awarded \$80,000 over 18 months <i>Local Conservation Action: An Integrated Approach to Protection, Conservation and Implementation of Habitat Restoration Projects in Michigan City, IN</i> 2013310/2013-310	PC	\$80,000.00	\$0.00	\$50,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00
		\$80,000.00	\$0.00	\$50,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00

American Rivers Inc Washington, DC Awarded \$160,000 over 24 months <i>Protecting Landscapes within the Winokah Bay Watershed A Model for Community-Based Conservation</i> 2013301/2013-301	PC	\$160,000 00	\$0 00	\$0 00	\$0 00	\$80 000 00	\$80 000 00	\$0 00
Angelic Organics Learning Center Caledonia, IL Awarded \$50,000 over 12 months <i>Farmer-to-Farmer Advanced Training Project</i> 2012294/2012-294	PC	\$50,000 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00	\$0 00
Angelic Organics Learning Center Caledonia, IL Awarded \$75,000 over 24 months <i>a final grant for the farmer training programs</i> 2013311/2013-311	PC	\$75,000 00	\$0 00	\$50 000 00	\$0 00	\$25 000 00	\$0 00	\$0 00
The Associated Colleges of Illinois Chicago, IL Awarded \$82 500 over 12 months <i>Chicago Land Conservation Next Generation of Conservation Leaders</i> 2013082/2013-082	PC	\$82,500 00	\$0 00	\$82,500 00	\$0 00	\$0 00	\$0 00	\$0 00
The Associated Colleges of Illinois Chicago, IL Awarded \$123,750 over 24 months <i>final grant for the Next Generation of Conservation Leaders internship program</i> 2013404/2013-404	PC	\$123,750 00	\$0 00	\$0 00	\$0 00	\$82,500 00	\$41,250 00	\$0 00
National Audubon Society Evanston, IL Awarded \$60,000 over 24 months <i>Building Support for Sustained Stewardship</i> 2011179/2011-179	PC	\$60,000 00	\$30,000 00	\$30,000 00	\$0 00	\$0 00	\$0 00	\$0 00
National Audubon Society Harleyville SC Awarded \$100,000 over 24 months <i>Habitat Conservation Protected Wetlands of South Carolina</i> 2012300/2012-300	PC	\$100,000 00	\$50 000 00	\$50,000 00	\$0 00	\$0 00	\$0 00	\$0 00
Barrington Area Conservation Trust Barrington, IL Awarded \$99,000 over 24 months <i>Conservation of the Barrington Wetlands</i> 2013300/2013-300	PC	\$99,000 00	\$59,000 00	\$40,000 00	\$0 00	\$0 00	\$0 00	\$0 00

Barrington Hills, IL Awarded \$99,000 over 24 months <i>creation of a new development program and the salary of a development director</i> 2012216/2012-216	PC	\$60,000.00	\$30,000.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Beaufort County Open Land Trust Beaufort, SC Awarded \$60,000 over 24 months <i>general operations</i> 2011273/2011-273	PC	\$50,000.00	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Center for Heirs Property Preservation Charleston, SC Awarded \$50,000 over 12 months <i>general operations</i> 2012308/2012-308	PC	\$50,000.00	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Center for Heirs Property Preservation Charleston, SC Awarded \$50,000 over 12 months <i>general operations</i> 2013302/2013-302	PC	\$70,000.00	\$35,000.00	\$35,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Community Trust Chicago, IL Awarded \$25,000 over 12 months <i>staffing for the Millennium Reserve Steering Committee</i> 2013234/2013-234	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago Horticultural Society Glencoe, IL Awarded \$30,000 over 12 months <i>the Critical Land Use Critical Conservation project</i> 2012194/2012-194	PC	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

201233472012-334	PC	Conservation Voters of South Carolina Education Fund Columbia, SC Awarded \$50,000 over 24 months <i>general operations</i> 20123072012-307	\$50,000.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	The Liberty Prairie Conservancy Grayslake, IL Awarded \$60,000 over 24 months <i>general operations</i> 20113082011-308	\$60,000.00	\$30,000.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	The Liberty Prairie Conservancy Grayslake, IL Awarded \$35,000 over 12 months <i>general operations</i> 20133122013-312	\$35,000.00	\$0.00	\$0.00	\$0.00	\$35,000.00	\$0.00	\$0.00	\$0.00
	PC	Ducks Unlimited, Inc North Charleston, SC Awarded \$95,000 over 12 months <i>Lowcountry Land Conservation Partnership</i> 20122872012-287	\$95,000.00	\$0.00	\$95,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	Ducks Unlimited, Inc North Charleston, SC Awarded \$190,000 over 24 months <i>Lowcountry Land Conservation Partnership</i> 20132692013-269	\$190,000.00	\$0.00	\$0.00	\$0.00	\$95,000.00	\$95,000.00	\$0.00	\$0.00
	PC	Indiana Dunes Environmental Learning Center Inc Chesterton, IN Awarded \$36,000 over 12 months <i>general operations & executive director search</i> 20123172012-317	\$36,000.00	\$30,000.00	\$6,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
	PC	Indiana Dunes Environmental Learning Center Inc Chesterton, IN Awarded \$45,000 over 24 months <i>a final grant to support general operations</i>	\$45,000.00	\$0.00	\$30,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00

2013285/2013-285	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Edisto Island Open Land Trust									
Edisto Island, SC									
Awarded \$25,000 over 12 months									
general operations									
201309/2012-309									
Edisto Island Open Land Trust	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Edisto Island, SC									
Awarded \$25,000 over 12 months									
general operations									
2013306/2013-306									
Environmental Law and Policy Center	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$25,000 over 3 months									
the Illiana Expressway Coalition Project									
2013048/2013-048									
Environmental Law and Policy Center	PC	\$147,500.00	\$0.00	\$120,000.00	\$0.00	\$27,500.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$147,500 over 12 months									
Illiana Expressway Coalition Project - ILJC will									
conduct the lawsuit, conduct the alternative									
financial analysis, and provide co-strategic									
leadership									
2013352/2013-352									
Faith in Place	PC	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$30,000 over 12 months									
Monarchs' Birds Migration and Me									
2013009/2013-009									
Family Farm Org	PC	\$50,000.00	\$0.00	\$30,000.00	\$0.00	\$20,000.00	\$0.00	\$0.00	\$0.00
Oak Park, IL									
Awarded \$50,000 over 24 months									
final grant for general operations									
2013228/2013-228									
The Field Museum	PC	\$15,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL									
Awarded \$15,000 over 3 months									
planning a Calumet stewardship map									
2013097/2013-097									
The Field Museum	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Chicago, IL Awarded \$10,000 over 12 months <i>sponsorship of the biennial Calumet Summit on May 14 and 15, 2013</i> 2013126/2013-126	PC	\$75,000.00	\$0.00	\$25,000.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00
The Field Museum								
Chicago, IL Awarded \$75,000 over 36 months <i>Calumet Land Conservation Partnership</i> 2013406/2013-406								
New Venture Fund	PC	\$150,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$50,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$150,000 over 36 months <i>Fresh Taste</i> 2011496/2012-085								
Friends of the Chicago River	PC	\$80,000.00	\$40,000.00	\$40,000.00	\$40,000.00	\$40,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$80,000 over 24 months <i>Gully Identification Project</i> 2012182/2012-182								
Friends of the Forest Preserves	PC	\$135,000.00	\$95,000.00	\$40,000.00	\$40,000.00	\$40,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$135,000 over 36 months <i>building membership and individual donor programs</i> 2011176/2011-176								
Friends of the Forest Preserves	PC	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00	\$75,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$150,000 over 24 months <i>Forest Preserve Leadership Corps</i> 2013129/2013-129								
Friends of the Parks	PC	\$40,000.00	\$20,000.00	\$20,000.00	\$20,000.00	\$20,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$40,000 over 24 months <i>Completing the Next Mile of Chicago's South Lakefront and Developing Recreational Opportunities at Lake Calumet</i> 2012319/2012-319								
Kettle Moraine Land Trust Elkhorn, WI	PC	\$10,000.00	\$0.00	\$10,000.00	\$10,000.00	\$10,000.00	\$0.00	\$0.00

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Openlands	PC	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$30,000 over 12 months <i>Implementing the Vision for the Hackmatack National Wildlife Refuge</i> 2013035/2013-035									
Openlands	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$10,000 over 12 months <i>In recognition of the organization's recent accreditation by The Land Trust Accreditation Commission</i> 2013105/2013-105									
Openlands	PC	\$10,000.00	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$10,000 over 3 months <i>the Illiana Expressway Coalition Project</i> 2013121/2013-121									
Openlands	PC	\$75,000.00	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00
Chicago, IL Awarded \$75,000 over 36 months <i>Columbia Land Conservation Partnership</i> 2013411/2013-411									
Openlands	PC	\$50,000.00	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Chicago, IL Awarded \$50,000 over 12 months <i>the Illiana Expressway Coalition Project - Openlands will help build the grassroots coalition and provide co-strategic leadership</i> 2013440/2013-440									
Pee Dee Land Trust	PC	\$60,000.00	\$30,000.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Florence, SC Awarded \$60,000 over 24 months <i>general operations</i> 2011328/2011-328									
Pee Dee Land Trust	PC	\$60,000.00	\$0.00	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00
Florence, SC Awarded \$60,000 over 24 months <i>general operations</i> 2013308/2013-308									
Penn Center Inc	PC	\$12,500.00	\$0.00	\$12,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

St Helena Island, SC Awarded \$12,500 over 12 months \$10,000 for the Property Tax Assistance revolving fund and \$2,500 to develop a Resource Guide for Beaufort County landowners 2013065/2013-065	PC	\$7,500.00	\$0.00	\$0.00	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00
Praine State Conservation Coalition Springfield, IL Awarded \$7,500 over 12 months Smart Phone Hike App for Illinois 2013064/2013-064									
Save The Dunes Conservation Fund Inc Michigan City, IN Awarded \$30,000 over 12 months general operations 2012339/2012-339	PC	\$30,000.00	\$0.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Save The Dunes Conservation Fund Inc Michigan City, IN Awarded \$75,000 over 36 months Cahoon Land Conservation Partnership 2013313/2013-313	PC	\$75,000.00	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00
Shirley Heinze Land Trust Valparaiso, IN Awarded \$60,000 over 24 months general operations 2013338/2013-338	PC	\$60,000.00	\$30,000.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Shirley Heinze Land Trust Valparaiso, IN Awarded \$25,000 over 12 months upgrades to the Meadowbrook buildings 2012414/2012-414	PC	\$25,000.00	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Shirley Heinze Land Trust Valparaiso, IN Awarded \$15,000 over 36 months purchase of an option on an 80-acre parcel next to its Camp Meadowbrook property 2013391/2013-391	PC	\$15,000.00	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$5,000.00	\$0.00	\$0.00
Shirley Heinze Land Trust Valparaiso, IN	PC	\$75,000.00	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$25,000.00	\$0.00	\$0.00

Awarded \$75,000 over 36 months <i>Calumet Land Conservation Partnership</i> 2013413/2013-413 Sierra Club Illinois Chapter Chicago, IL Awarded \$48,000 over 12 months <i>the Illiana Expressway Coalition Project - Sierra Club will help build the grassroots coalition</i> 2013441/2013-441	PC	\$48,000.00	\$0.00	\$0.00	\$48,000.00	\$0.00	\$0.00	\$0.00	\$0.00
South Carolina Environmental Law Project, Pawleys Island, SC Awarded \$70,000 over 24 months <i>general operations</i> 2012229/2012-229	PC	\$70,000.00	\$35,000.00	\$20,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00
South Carolina Wildlife Federation Columbia, SC Awarded \$20,000 over 12 months <i>public education and outreach associated with the work of the Rural Resource Coalition SC</i> <i>Growing Economies through Stronger Communities</i> 2013438/2013-438	PC	\$20,000.00	\$0.00	\$0.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Southern Environmental Law Center Chapel Hill, NC Awarded \$95,000 over 12 months <i>Lowcountry Land Conservation Partnership</i> 2012290/2012-290	PC	\$95,000.00	\$0.00	\$95,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Southern Environmental Law Center Chapel Hill, NC Awarded \$190,000 over 24 months <i>Lowcountry Land Conservation Partnership</i> 2013272/2013-272	PC	\$190,000.00	\$0.00	\$0.00	\$95,000.00	\$0.00	\$95,000.00	\$0.00	\$0.00
The Wetlands Initiative Chicago, IL Awarded \$110,000 over 36 months <i>Lobelia Meadows Restoration Project Phase III</i> 2013130/2013-130	PC	\$110,000.00	\$0.00	\$45,000.00	\$45,000.00	\$0.00	\$20,000.00	\$0.00	\$0.00
Wildlife Habitat Council Valparaiso, IN Awarded \$60,000 over 24 months	PC	\$60,000.00	\$30,000.00	\$30,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

general operations of the NW Indiana office 2011207/2011-207	PC	Wildlife Habitat Council	\$60,000 00	\$0 00	\$30,000 00	\$0 00	\$30,000 00	\$0 00	\$0 00	
		Valparaiso, IN Awarded \$60,000 over 24 months								
	capacity building for ecological restoration on industrial lands in the Chicago Wilderness 2013131/2013-131	PC	Yemassee Revitalization Corporation	\$25,000 00	\$0 00	\$25,000 00	\$0 00	\$0 00	\$0 00	
			Yemassee, SC Awarded \$25,000 over 12 months							
	general operations 20123107/2012-310									
	Total Land Conservation (90 items)			\$6,175,750 00	\$939,000 00	\$2,840,500 00	\$0 00	\$1,550,200 00	\$846,250 00	\$0 00
	Other	PC	Board Of Trustees Of Southern Illinois University	\$25,000 00	\$5,000 00	\$5,000 00	\$0 00	\$5,000 00	\$5,000 00	\$5,000 00
			Carbondale, IL Awarded \$25,000 over 60 months							
		discretionary grant to support Illustrated Flora of Illinois 2011500/2012-089								
PC		Carnegie Hall Society, Inc	\$10,000 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00	\$0 00	
		New York, New York Awarded \$10,000 over 12 months								
in memory of Sirachan Dunneley 2013403/2013-403		PC		\$30,000 00	\$0 00	\$30,000 00	\$0 00	\$0 00	\$0 00	
			The Land Institute							
Salina, KS Awarded \$30,000 over 12 months										
in memory of Sirachan Dunneley 2013397/2013-397	PC	Mepkun Abbey	\$25,000 00	\$0 00	\$25,000 00	\$0 00	\$0 00	\$0 00	\$0 00	
		Moncks Corner, SC Awarded \$25,000 over 12 months								
	in memory of Sirachan Dunneley 2013401/2013-401	PC		\$10,000 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00	
			The Metropolitan Opera							

attending the 2014 annual meeting
201346272013-462

United Way Association Of South Carolina Inc

Columbia, SC

Awarded \$200 over 12 months

the Grantmakers New York Project Honoring

Greath Pressgrove

20132672013-267

PC

Total Other (12 items)	\$1,136,169 00	\$5,000 00	\$358,669 00	\$0 00	\$200 00	\$0 00	\$0 00	\$0 00	\$0 00	\$255,000 00	\$255,000 00
Grand Total (457 items)	\$1,341,488 00	\$1,306,500 00	\$6,145,538 00	\$0 00	\$2,293,200 00	\$1,341,250 00	\$255,000 00				