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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE ROBERT E GALLAGHER CHARITABLE TRUST % ROBERT E GALLAGHER JR		A Employer identification number 36-7180671	
Number and street (or P O box number if mail is not delivered to street address) ARTHUR J GALLAGHER CO TWO PIERCE PLACE Suite		Room/suite	B Telephone number (see instructions) (630) 285-3700
City or town, state or province, country, and ZIP or foreign postal code ITASCA, IL 601433141		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 49,749,531	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	31	31		
	4 Dividends and interest from securities.	1,242,020	1,242,020		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	725,811			
	b Gross sales price for all assets on line 6a 2,870,672				
	7 Capital gain net income (from Part IV, line 2) . . .		725,811		
	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) (attach schedule)				
	11 Other income (attach schedule)	64,920	64,920		
	12 Total. Add lines 1 through 11	2,032,782	2,032,782		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	24,000	12,000		12,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	162,044	142,044		20,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	65,525	65,525		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,508	362		3,146
	24 Total operating and administrative expenses. Add lines 13 through 23	255,077	219,931		35,146
	25 Contributions, gifts, grants paid	1,936,000			1,936,000
	26 Total expenses and disbursements. Add lines 24 and 25	2,191,077	219,931		1,971,146
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-158,295			
	b Net investment income (if negative, enter -0-)		1,812,851		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,161,413	178,984	178,984
	2	Savings and temporary cash investments	131,662	134,984	134,984
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	11,015,655	11,015,655	32,423,436
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	13,453,469	14,275,420	17,012,127
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	5,890	4,751		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	25,768,089	25,609,794	49,749,531	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,197,165	2,197,165	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	23,570,924	23,412,629	
	30	Total net assets or fund balances (see page 17 of the instructions)	25,768,089	25,609,794	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	25,768,089	25,609,794		

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	25,768,089
2	Enter amount from Part I, line 27a	2	-158,295
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	25,609,794
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	25,609,794

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	725,811
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,500,102	38,968,688	0 038495
2011	1,337,704	30,461,125	0 043915
2010	1,027,152	27,336,111	0 037575
2009	952,061	24,153,371	0 039417
2008	879,675	22,285,445	0 039473

2	Total of line 1, column (d).	2	0 198875
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 039775
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	45,927,582
5	Multiply line 4 by line 3.	5	1,826,770
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	18,129
7	Add lines 5 and 6.	7	1,844,899
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,971,146

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	18,129
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2.	3	18,129
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	18,129
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	43,776
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	43,776
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	25,647
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 25,647 Refunded	11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of ROBERT E GALLAGHER JR Telephone no (847) 612-5227 Located at TWO PIERCE PLACE ITASCA IL ZIP+4 601433141			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. 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? 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20____, 20____, 20____, 20____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____ 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.). 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?			
		1b		
		1c		No
		2b		No
		3b		
		4a		No
		4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes	☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT E GALLAGHER JR	TRUSTEE	24,000		
ARTHUR J GALLAGHER CO ITASCA,IL 601433141	0			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	45,799,097
b	Average of monthly cash balances.	1b	827,890
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	46,626,987
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	46,626,987
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	699,405
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	45,927,582
6	Minimum investment return. Enter 5% of line 5.	6	2,296,379

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	2,296,379
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	18,129
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	18,129
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,278,250
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,278,250
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,278,250

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	1,971,146
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,971,146
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	18,129
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,953,017
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,278,250
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			1,909,984	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,971,146				
a Applied to 2012, but not more than line 2a			1,909,984	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				61,162
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,217,088
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .	0			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,936,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
40,000 SHRS AJG			
2,322 070 SHRS VANGUARD INT TM INV GD			2013-06-04
5632 66 SHRS VANGUARD INTL GROWTH			2013-06-04
DISTRIBUTION FROM TEP IN EXCESS OF BASIS			2013-08-22
102 870 SHRS VANGUARD INTL GRW INV		2012-12-18	2013-06-04
15,390 796 SHRS VANGUARD INT TM INV GD INVS			2013-06-04
93,486 724 SHRS VANGUARD INT TM INV GD INVS			2013-06-04
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,614,284		1,034,100	580,184
23,337		23,506	-169
115,188		94,744	20,444
1,790			1,790
2,104		1,955	149
154,677		159,920	-5,243
939,542		830,636	108,906
			19,750

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			580,184
			-169
			20,444
			1,790
			149
			-5,243
			108,906

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BIG SHOULDERS ARCHDIOCESE OF CHICAGO 309 WEST WASHINGTON STREET CHICAGO,IL 60606	N/A	PUBLIC	GENERAL	820,000
CATHOLIC CHARITIES 126 NORTH DES PLAINES STREET CHICAGO,IL 60606	N/A	PUBLIC	GENERAL	25,000
CLEARBROOK 2800 CENTRAL ROAD ROLLING MEADOWS,IL 60068	N/A	PUBLIC	GENERAL	40,000
ALS THERAPY DEVELOPMENT 215 FIRST STREET 2ND FLOOR CAMBRIDGE,MA 02142	N/A	PUBLIC	GENERAL	10,000
HOUSE OF GOOD SHEPARD 1114 WEST GRACE STREET CHICAGO,IL 60613	N/A	PUBLIC	GENERAL	5,000
JESUIT INTERNATIONAL MISSION 2059 NORTH SEDGWICK STREET CHICAGO,IL 60614	N/A	PUBLIC	GENERAL	15,000
SISTERS OF PROVIDENCE 1 SISTERS OF PROVIDENCE ROAD SAINT MARY OF THE WOOD,IN 47876	N/A	PUBLIC	GENERAL	1,000
ST FRANCIS HOSPITAL 355 RIDGE AVENUE EVANSTON,IL 60602	N/A	PUBLIC	MEDICAL	15,000
LOYOLA ACADEMY 1100 LARAMIE AVENUE WILMETTE,IL 60091	N/A	PUBLIC	EDUCATION	20,000
CRISTO REY HIGH SCHOOL 1552 WEST 22ND PLACE CHICAGO,IL 60608	N/A	PUBLIC	GENERAL	10,000
JUVENILE DIABETES FOUNDATION 2109 MIDDLEFORK ROAD NORTHFIELD,IL 60093	N/A	PUBLIC	GENERAL	75,000
DEPAUL UNIVERSITY 1 EAST JACKSON BLVD CHICAGO,IL 60604	N/A	PUBLIC	GENERAL	20,000
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO,IL 60603	N/A	PUBLIC	GENERAL	15,000
WTTW CHANNEL 11 5400 NORTH ST LOUIS AVENUE CHICAGO,IL 60625	N/A	PUBLIC	GENERAL	15,000
MISERICORDIA 6300 NORTH RIDGE CHICAGO,IL 60660	N/A	PUBLIC	GENERAL	15,000
Total ▶ 3a				1,936,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MULTIPLE SCLEROSIS 663 ALNWICK COURT INVERNESS,IL 60010	N/A	PUBLIC	GENERAL	10,000
ST THERESE SCHOOL 218 W ALEXANDER CHICAGO,IL 60616	N/A	PUBLIC	EDUCATION	175,000
AMERICAN CANCER SOCIETY 820 DAVIS EVANSTON,IL 60201	N/A	PUBLIC	GENERAL	75,000
FR SMYTHS STANDING TALL FND 1100 N RIVER ROAD DESPLAINES,IL 60016	N/A	PUBLIC	GENERAL	10,000
SISTERS OF MARY OF KAKAMEGA 2660 NE HIGHWAY 20 SUITE 610 BEND,OR 97701	N/A	PUBLIC	GENERAL	2,500
MOBILE CARE 2244 S WOLCOTT CHICAGO,IL 60638	N/A	PUBLIC	GENERAL	2,500
WOODLANDS SACRED HEART 760 E WESTLEIGH LAKE FOREST,IL 60045	N/A	PUBLIC	GENERAL	20,000
ROBERT H LURIE CANCER CENTER 675 N ST CLAIRE CHICAGO,IL 60611	N/A	PUBLIC	MEDICAL	60,000
CHRIST CHILD SOCIETY 4340 EAST WEST HIGHWAY BETHESDA,MD 20814	N/A	PUBLIC	GENERAL	10,000
CHICAGO HISTORIC MUSEUM 1601 N CLARK CHICAGO,IL 60614	N/A	PUBLIC	GENERAL	10,000
THE LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE SUITE 310 WHITE PLAINS,NY 10605	N/A	PUBLIC	GENERAL	75,000
THE FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO,IL 60605	N/A	PUBLIC	GENERAL	15,000
FOUNDATION FOR WOMEN 4747 MORENA SUITE 375 SAN DIEGO,CA 92117	N/A	PUBLIC	GENERAL	10,000
MIDWEST PALLIATIVE HOSPICE 2050 CLAIRE COURT GLENVIEW,IL 60025	N/A	PUBLIC	GENERAL	25,000
MUSEUM OF SCIENCE & INDUSTRY 5700 SOUTH LAKE SHORE DRIVE CHICAGO,IL 60637	N/A	PUBLIC	GENERAL	15,000
Total			3a	1,936,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRATT INSTITUTE 200 WILLOUGHBY AVENUE BROOKLYN, NY 11205	N/A	PUBLIC	GENERAL	10,000
ASPCA 424 E 92ND STREET NEW YORK, NY 10128	N/A	PUBLIC	GENERAL	5,000
WASHINGTON JESUIT ACADEMY 900 VARNUM STREET WASHINGTON, DC 20017	N/A	PUBLIC	GENERAL	10,000
LEGAL ASSISTANCE FOUNDATION OF CHICAGO 120 SOUTH LASALLE STREET SUITE 900 CHICAGO, IL 60603	N/A	PUBLIC	GENERAL	10,000
MARYCARE INC 85 MECHANIC STREET NEW HAVEN, CT 06511	N/A	PUBLIC	GENERAL	20,000
AUDUBON SOCIETY 225 VARICK STREET NEW YORK, NY 10014	N/A	PUBLIC	GENERAL	5,000
BOYS HOPE GIRLS HOPE 12120 BRIDGETON SQUARE DRIVE BRIDGETON, MO 63044	N/A	PUBLIC	GENERAL	10,000
THE CARTER CENTER 453 FREEDOM PARKWAY ATLANTA, GA 30307	N/A	PUBLIC	GENERAL	5,000
COLLEGE POSSIBLE 540 FAIRVIEW AVENUE SUITE 304 ST PAUL, MN 55104	N/A	PUBLIC	GENERAL	15,000
HUMANE SOCIETY 2100 L STREET NW WASHINGTON, DC 20037	N/A	PUBLIC	GENERAL	5,000
NORTHERN ILLINOIS FOOD BANK 273 DEARBORN COURT GENEVA, IL 60134	N/A	PUBLIC	GENERAL	10,000
PROVIDENCE COLLEGE 1 CUNNINGHAM SQUARE PROVIDENCE, RI 02918	N/A	PUBLIC	GENERAL	15,000
ST ANTHONASUIS CHURCH 4708 PRUDENCE STREET BALTIMORE, MD 21226	N/A	PUBLIC	GENERAL	5,000
WIKIMEDIA FOUNDATION 149 NEW MONTGOMERY STREET SAN FRANCISCO, CA 94105	N/A	PUBLIC	GENERAL	5,000
WILDERNESS SOCIETY 1615 M STREET NW WASHINGTON, DC 20036	N/A	PUBLIC	GENERAL	5,000
Total  3a				1,936,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMERS RESEARCH FND - FISHER CENTER 199 WATER STREET NEW YORK,NY 10038	N/A	PUBLIC	GENERAL	65,000
ST HELEN SCHOOL 2347 AUGUSTA BLVD CHICAGO,IL 60622	N/A		GENERAL	5,000
CHICAGO CITY DAY SCHOOL 541 W HAWTHORNE AVENUE CHICAGO,IL 60657	N/A		GENERAL	5,000
CITY OF HOPE - LEUKEMIA RESEARCH 1500 E DUARTE ROAD DUARTE,CA 91010	N/A		GENERAL	75,000
RONALD MCDONALD HOUSE 26345 NETWORK PLACE CHICAGO,IL 60673	N/A		GENERAL	15,000
OLD IRVING PARK COMMUNITY CLINIC 5425 W ADDISON CHICAGO,IL 60641	N/A		GENERAL	20,000
Total			 3a	1,936,000

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

TY 2013 Depreciation Schedule

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST

EIN: 36-7180671

**TY 2013 Investments Corporate
Stock Schedule**

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST
EIN: 36-7180671

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ARTHUR J GALLAGHER & CO	11,015,655	32,423,436

TY 2013 Investments - Land Schedule**Name:** THE ROBERT E GALLAGHER

CHARITABLE TRUST

EIN: 36-7180671

TY 2013 Investments - Other Schedule**Name:** THE ROBERT E GALLAGHER

CHARITABLE TRUST

EIN: 36-7180671

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NOTES	FMV	1,112,180	1,112,180
BAIRD	FMV	9,685,763	12,093,934
DHS	FMV	62,394	6,259
TEP	FMV	0	3,776
AURORA	FMV	990,000	1,167,347
THIRTEEN PARTNERS	FMV	1,030,000	1,202,937
AURORA OFFSHORE II	FMV	550,000	610,074
SSARIS MULTI-MANAGER	FMV	719,369	682,786
METROPOLITAN RE PARTNERS	FMV	125,714	132,834

TY 2013 Land, Etc. Schedule**Name:** THE ROBERT E GALLAGHER

CHARITABLE TRUST

EIN: 36-7180671

TY 2013 Other Assets Schedule

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST

EIN: 36-7180671

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE - BAIRD	5,890	4,751	

TY 2013 Other Expenses Schedule

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST

EIN: 36-7180671

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ILLINOIS CHARITY BUREAU FUND	15			15
OTHER	362	362		
LUNCH & DINNER EVENTS/AWARDS	3,131			3,131

TY 2013 Other Income Schedule

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST

EIN: 36-7180671

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DHS CHARITABLE LLC	-61	-61	
SSARIS MULTI-MANAGER ABSOLUTE RETURN	65,089	65,089	
TACTICAL EQUITY PARTNERS	-108	-108	

TY 2013 Other Professional Fees Schedule

Name: THE ROBERT E GALLAGHER
CHARITABLE TRUST

EIN: 36-7180671

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,075	2,075		
ADMINISTRATION FEES	99,969	79,969		20,000
INVESTMENT ADVISORY FEES	60,000	60,000		

TY 2013 Taxes Schedule

Name: THE ROBERT E GALLAGHER

CHARITABLE TRUST

EIN: 36-7180671

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	61,000	61,000		
FOREIGN TAXES	4,525	4,525		