



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Department of the Treasury
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**Open to Public Inspection****2013**

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation I A O'SHAUGHNESSY FOUNDATION 25525613		A Employer identification number 41-6011524
Number and street (or P O box number if mail is not delivered to street address) 2001 KILLEBREW DRIVE #120		B Telephone number (see instructions) 651-222-2323
City or town, state or province, country, and ZIP or foreign postal code BLOOMINGTON, MN 55425		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) \$ 92,445,490	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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		148.	148.		STMT 1
4 Dividends and interest from securities		621,776.	621,776.		STMT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,153,956.			
b Gross sales price for all assets on line 6a		4,758,082.			
7 Capital gain net income (from Part IV, line 2)			1,153,956.		
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)		3,097,764.	2,800,760.		STMT 4
12 Total. Add lines 1 through 11		4,873,644.	4,576,640.		
13 Compensation of officers, directors, trustees, etc.		19,667.	9,834.	NONE	9,834.
14 Other employee salaries and wages		184,228.	18,423.	NONE	165,805.
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule) STMT 5		7,160.	3,580.	NONE	3,580.
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule) STMT 6		443,617.	278,880.		164,737.
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 7		70,354.	11,132.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy		38,141.			38,141.
21 Travel, conferences, and meetings		42,103.	8,421.	NONE	33,683.
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT 8		102,710.	538,159.		69,300.
24 Total operating and administrative expenses. Add lines 13 through 23		907,980.	868,429.	NONE	485,080.
25 Contributions, gifts, grants paid		2,901,356.			2,901,356.
26 Total expenses and disbursements. Add lines 24 and 25		3,809,336.	868,429.	NONE	3,386,436.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		1,064,308.			
b Net investment income (if negative, enter -0-)			3,708,211.		
c Adjusted net income (if negative, enter -0-)					

014-343

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	899,007.	1,577,277.	1,577,277.
	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			
	10 a	Investments - U.S. and state government obligations (attach schedule)	1,828,562.	1,845,930.	2,075,181.
	b	Investments - corporate stock (attach schedule)	22,674,899.	23,149,484.	30,557,624.
	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)	51,379,613.	52,316,503.	58,136,655.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	551,776.	98,753.	98,753.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	77,333,857.	78,987,947.	92,445,490.
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)			NONE
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	15,854,500.	15,854,500.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	61,479,357.	63,133,447.	
	30	Total net assets or fund balances (see instructions)	77,333,857.	78,987,947.	
	31	Total liabilities and net assets/fund balances (see instructions)	77,333,857.	78,987,947.	

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	77,333,857.
2	Enter amount from Part I, line 27a	2	1,064,308.
3	Other increases not included in line 2 (itemize) ▶ <u>BASIS ADJUSTMENTS ON ALTERNATIVE INVESTMENTS</u>	3	589,782.
4	Add lines 1, 2, and 3	4	78,987,947.
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	78,987,947.

Form 990-PF (2013)

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 PUBLICLY TRADED SECURITIES					
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 4,758,082.		3,604,126.	1,153,956.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV 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			1,153,956.		
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	1,153,956.	
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 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	3,908,716.	80,086,275.	0.048806
2011	3,874,591.	77,507,949.	0.049990
2010	3,361,353.	71,581,556.	0.046958
2009	3,411,180.	67,323,870.	0.050668
2008	4,199,696.	89,258,502.	0.047051

2 Total of line 1, column (d)	2	0.243473
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	0.048695
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	85,986,772.
5 Multiply line 4 by line 3	5	4,187,126.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,082.
7 Add lines 5 and 6	7	4,224,208.
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	3,386,436.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	74,164.
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	74,164.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	74,164.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	161,194.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	161,194.	
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	87,030.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 74,164. Refunded ☐	11	12,866.	

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 ☐ \$ _____ (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? 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) ☐ MN		
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-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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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
SEE STATEMENT 15		19,667.		

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
BRENDA FREIDEL 2001 KILLEBREW DRIVE #120, BLOOMINGTON, MN	ADMINISTRATOR	184,228.	-0-	-0-

Total number of other employees paid over \$50,000 ☐ NONE

Form 990-PF (2013)

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
J STAMSTAD ASSOCIATES ROBERTS, WI	GRANTS COORDINATOR/C	104,033.
SOLUTION ENTERPRISES MINNEAPOLIS, MN	INVESTMENT MGMT & CH	64,000.
UBS REALTY INVESTORS CHICAGO, IL	INVESTMENT MGMT	77,480.
US BANK NATIONAL ASSOCIATION ST PAUL, MN 55101	INVT MGT & CHAR ADMI	62,559.
FIDUCIARY MANAGEMENT INC MILWAUKEE, WI 53202	INVESTMENT MGMT	50,284.
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2013)

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	30,168,015.
b	Average of monthly cash balances	1b	1,968,945.
c	Fair market value of all other assets (see instructions)	1c	55,159,255.
d	Total (add lines 1a, b, and c)	1d	87,296,215.
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	NONE
3	Subtract line 2 from line 1d	3	87,296,215.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,309,443.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	85,986,772.
6	Minimum investment return. Enter 5% of line 5	6	4,299,339.

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	4,299,339.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	74,164.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	74,164.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,225,175.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	4,225,175.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	4,225,175.

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	3,386,436.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,386,436.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,386,436.

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				4,225,175.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,295,105.	
b Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>3,386,436.</u>				
a Applied to 2012, but not more than line 2a . . .			2,295,105.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				1,091,331.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				3,133,844.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009 . . .	NONE			
b Excess from 2010 . . .	NONE			
c Excess from 2011 . . .	NONE			
d Excess from 2012 . . .	NONE			
e Excess from 2013 . . .	NONE			

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 48				2,901,356.
Total			3a	2,901,356.
b Approved for future payment SEE STATEMENT 51				1,075,833.
Total			3b	1,075,833.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST ON SAVINGS AND TEMPORARY CASH I	148.	148.
TOTAL	148.	148.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ADVANCE AUTO PARTS INC	92.	92.
APTAR GROUP INC	2,288.	2,288.
AVERY DENNISON CORP COM	4,104.	4,104.
WR BERKLEY CORP	1,502.	1,502.
BRANDES EMERGING MARKETS I	30,826.	30,826.
BRISTOW GROUP INC	270.	270.
BROADRIDGE FINANCIAL SOLUTIONS INC	5,064.	5,064.
CAL MAINE FOODS INC	7.	7.
CARLISLE COS INC	2,220.	2,220.
CIMAREX ENERGY CO	1,487.	1,487.
CINTAS CORP	2,753.	2,753.
COMPASS MINERALS INTERNATIONAL	3,461.	3,461.
CULLEN FROST BANKERS INC	5,594.	5,594.
DUN & BRADSTREET CORP DEL NEW COM	1,960.	1,960.
FLIR SYSTEMS INC	297.	297.
FAMILY DLR STORES INC COM	1,911.	1,911.
FORWARD AIR CORP	610.	610.
FULLER H B CO	1,415.	1,415.
ARTHUR J GALLAGHER CO	3,658.	3,658.
GENTEX CORP	2,532.	2,532.
JACK HENRY ASSOCIATES INC	380.	380.
INNOPHOS HOLDINGS	2,828.	2,828.
KAYDON CORP	840.	840.
KENNAMETAL INC	2,601.	2,601.
LINDSAY CORPORATION	52.	52.
M K S INSTRUMENTS INC	1,992.	1,992.
MINE SAFETY APPLIANCES CO	1,517.	1,517.
MOLEX INC CL A	3,358.	3,358.
OWENS & MINOR INC	2,472.	2,472.
PATTERSON COMPANIES INC	2,472.	2,472.
PROTECTIVE LIFE CORP	3,198.	3,198.
ROBERT HALF INTL INC	1,184.	1,184.

25525613

IN7331 L770 11/03/2014 09:51:30

STATEMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
RYDER SYSTEM INC	3,134.	3,134.
SIGMA ALDRICH CORP COM	570.	570.
SOCIEDAD QUIMICA MINERA A D R	5,234.	5,234.
U S TREASURY I P S 2.375% 1/15/25	55,632.	55,632.
WEST PHARMACEUTICAL SVCS INC	95.	95.
WORLD FUEL SVCS CORP	453.	453.
ZIONS BANCORP COM	327.	327.
NTGI QM COMMON DAILY S&P 500 EQUITY	461,385.	461,385.
COMMONWEALTHREIT	1.	1.
	-----	-----
TOTAL	621,776.	621,776.
	=====	=====

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income
PART I, OTHER INCOME		
ROYALTY INCOME	1,351.88	1,351.88
UBS (US) TRUMBELL PROPERTY FUND LP	261,725.18	
INTEREST INCOME		1,430.00
DIVIDEND INCOME		191,698.00
NET LONG TERM CAPITAL GAIN		949.00
OTHER INCOME		4.00
CORE BOND PLUS FUND LLC	-	
INTEREST INCOME		411,103.00
DIVIDEND INCOME		15,502.00
SHORT TERM CAPITAL GAINS		141.00
LONG TERM CAPITAL LOSS		85,516.00
OTHER INCOME		(11,721.00)
COMMONFUND CAP NATURAL RESOURCES VIII	56,576.00	
ORDINARY INCOME		(6,556.00)
NET RENTAL REAL ESTATE INCOME		7.00
INTEREST INCOME		1,767.00
DIVIDENDS		4,552.00
ADDITIONAL DIVIDENDS DUE TO PFIC REPORTING		-
ROYALTIES		381.00
NET SHORT TERM GAIN		390.00
NET LONG TERM GAIN		22,129.00
NET SECTION 1231 GAIN		409.00
OTHER INCOME		1,624.00
PY PASSIVE LOSS CARRYFORWARD		(6,140.00)
PASSIVE LOSS DISALLOWED		(7,403.00)
COMMONFUND GLOBAL DISTRESSED INVESTORS LLC	300,000.00	
ORDINARY INCOME		(20.00)
NET RENTAL REAL ESTATE INCOME(LOSS)		(5.00)
INTEREST INCOME		2,807.00
DIVIDENDS		8,557.00
NET SHORT TERM CAPITAL GAIN		1,628.00
NET LONG TERM CAPITAL GAIN		4,589.00
OTHER PORTFOLIO INCOME		97,669.00
OTHER INCOME		27,144.00

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income
ADAMS STREET 2006 DIRECT FUND LP	22,245.00	
ORDINARY BUSINESS INCOME		651.00
INTEREST INCOME		917.00
DIVIDEND INCOME		4,136.00
ROYALTIES		1.00
NET LONG TERM CAPITAL GAIN (LOSS)		9,979.00
NET SECTION 1231 GAIN (LOSS)		69.00
OTHER INCOME		-
ADAMS STREET PTSHP FUND - 2006 NON-US FD	296,466.00	
ORDINARY BUSINESS INCOME		(18.00)
NET RENTAL REAL ESTATE INCOME		3.00
INTEREST INCOME		16,470.00
DIVIDEND INCOME		14,650.00
ROYALTIES		-
NET SHORT TERM CAPITAL GAIN		824.00
NET LONG TERM CAPITAL GAIN		85,650.00
NET SECTION 1231 GAIN		-
OTHER INCOME		1,419.00
ADAMS STREET PTSHP FUND - 2006 US FUND	282,713.00	
ORDINARY BUSINESS INCOME		3,175.00
NET RENTAL REAL ESTATE INCOME		114.00
OTHER NET RENTAL INCOME		(67.00)
INTEREST INCOME		9,753.00
DIVIDEND INCOME		14,281.00
ROYALTY INCOME		105.00
NET SHORT TERM CAPITAL GAIN INCOME		(125.00)
NET LONG TERM CAPITAL GAIN INCOME		199,049.00
NET SECTION 1231 GAIN		549.00
OTHER FLOW THRU INCOME		11,843.00
ADAMS STREET 2007 DIRECT FUND LP	29,331.00	
ORDINARY BUSINESS INCOME		284.00
INTEREST INCOME		690.00
DIVIDENDS		2,045.00
NET SHORT TERM CAPITAL GAIN (LOSS)		-
NET LONG TERM CAPITAL GAIN (LOSS)		16,338.00
OTHER INCOME		(1.00)

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income
ADAMS STREET PTSHP FUND 2007 US FUND	345,582.00	
ORDINARY INCOME (LOSS)		2,110.00
NET RENTAL REAL ESTATE INCOME (LOSS)		100.00
OTHER RENTAL INCOME		(57.00)
INTEREST INCOME		8,297.00
DIVIDEND INCOME		9,581.00
ROYALTY INCOME		97.00
NET SHORT TERM CAPITAL GAIN		432.00
NET LONG TERM CAPITAL GAIN		165,074.00
NET SECTION 1231 GAIN		1,954.00
OTHER PASSTHRU INCOME		13,033.00
ADAMS STREET PTSHP FUND 2007 NON-US FD	101,378.00	
ORDINARY BUSINESS INCOME		(499.00)
NET RENTAL REAL ESTATE INCOME		4.00
INTEREST INCOME		11,492.00
DIVIDEND INCOME		13,599.00
ROYALTY INCOME		-
SHORT TERM CAPITAL GAIN (LOSS)		1,953.00
NET LONG TERM CAPITAL GAIN (LOSS)		69,816.00
NET SECTION 1231 GAIN		(14.00)
OTHER PORTFOLIO INCOME		1,110.00
OTHER PASSTHRU INCOME		792.00
PY PASSIVE LOSS CARRYFORWARD		(3,123.00)
PASSIVE LOSS DISALLOWED		2,840.00
ADAMS STREET PTSHP FUND 2008 DIRECT FD	45,906.00	
ORDINARY BUSINESS INCOME		(1,043.00)
INTEREST INCOME		344.00
DIVIDEND INCOME		5,793.00
NET SHORT TERM CAPITAL GAIN (LOSS)		167.00
NET LONG TERM CAPITAL GAIN (LOSS)		23,916.00
OTHER INCOME		(1.00)
ADAMS STREET PTSHP 2008 NON-US FUND LP	55,764.00	
ORDINARY BUSINESS INCOME LOSS		(887.00)
NET RENTAL REAL ESTATE INCOME (LOSS)		-
INTEREST INCOME		8,562.00
ORDINARY DIVIDENDS		10,101.00
NET SHORT TERM CAPITAL GAIN LOSS		2,325.00
NET LONG TERM CAPITAL GAIN/LOSS		64,207.00

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income
SECTION 1231 GAIN(LOSS)		(36.00)
OTHER INCOME		2,381.00
PY PASSIVE LOSS CARRYFORWARD		(1,632.00)
PASSIVE LOSS DISALLOWED		1,736.00
ADAMS STREET PTSHP 2008 US FUND LP	298,289.00	
ORDINARY BUSINESS INCOME		(2,252.00)
NET RENTAL REAL ESTATE INCOME		1.00
OTHER NET RENTAL INCOME		(4.00)
INTEREST INCOME		7,475.00
ORDINARY DIVIDENDS		8,438.00
ROYALTIES		46.00
NET SHORT TERM CAPITAL GAIN(LOSS)		4,419.00
NET LONG TERM CAPITAL GAIN (LOSS)		155,042.00
NET SECTION 1231 GAIN (LOSS)		84.00
OTHER INCOME		13,154.00
ADAMS STREET 2012 GLOBAL FUND LP	-	
ORDINARY BUSINESS INCOME		(660.00)
NET RENTAL REAL ESTATE INCOME		-
OTHER NET RENTAL INCOME		-
INTEREST INCOME		563.00
ORDINARY DIVIDENDS		852.00
ROYALTIES		-
NET SHORT TERM CAPITAL GAIN(LOSS)		(47.00)
NET LONG TERM CAPITAL GAIN (LOSS)		2,555.00
NET SECTION 1231 GAIN (LOSS)		-
OTHER INCOME		261.00
OPUS REAL ESTATE VIII LP	494,393.00	
NET RENTAL REAL ESTATE INCOME (LOSS)		(37,983.00)
INTEREST INCOME		317.00
NET SECTION 1231 GAIN (LOSS)		154,541.00
PASSIVE LOSS CARRYFORWARD		(350,920.00)
PASSIVE LOSS DISALLOWED		234,045.00
OPUS REAL ESTATE VII LP	506,044.00	
ORDINARY BUSINESS INCOME		-
NET RENTAL REAL ESTATE INCOME		(117,468.00)
INTEREST INCOME & OTHER INCOME		504.00
NET SECTION 1231 GAIN		340,270.00

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income
PASSIVE LOSS CARRYFORWARD		(2,232,966.00)
PASSIVE LOSS DISALLOWED		2,009,660.00
STATE STREET BANK AND TRUST COMPANY	-	
SSGA MSCI EAFE INDEX NL QP CTF		
INTEREST INCOME		64.00
ORDINARY DIVIDENDS		402,010.00
NET SHORT TERM CAPITAL GAIN		49,844.00
NET LONG TERM CAPITAL GAIN		463,033.00
OTHER INCOME/LOSS		(1,524.00)
BRLEND, LLC		
ORDINARY BUSINESS INCOME		(5,992.00)
NET RENTAL REAL ESTATE INCOME		(44,343.00)
PY PASSIVE LOSS CARRYFORWARD		(50,300.00)
PASSIVE LOSS DISALLOWED		68,141.00
THE EMERGING WORLD INVESTORS LP	-	
ORDINARY BUSINESS INCOME		-
NET RENTAL REAL ESTATE INCOME		-
INTEREST INCOME		1.00
DIVIDEND INCOME		44,184.00
NET SHORT TERM CAPITAL GAIN(LOSS)		(473.00)
NET LONG TERM CAPITAL GAIN(LOSS)		(4,162.00)
OTHER INCOME		(340.00)
INCOME FROM PFIC INVESTMENTS		33,879.00
		-
TOTAL TO PART I, LINE 11, OTHER INCOME	3,097,764.06	2,800,759.88

I A O'SHAUGHNESSY FOUNDATION
2013 FORM 990-PF
TIN: 41-6011524

25525613

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income	Column (d) Charitable
COMPENATION OF OFFICERS, ETC LINE 13,			
OTHER EMPLOYEE SALARIES	184,228.23	18,422.82	165,805.41
LINE 14, OTHER EMPLOYEE SALARIES AND WAGES	184,228.23	18,422.82	165,805.41
BRIGGS AND MORGAN	7,160.00	3,580.00	3,580.00
LEGAL COUNSEL	7,160.00	3,580.00	3,580.00
TOTAL TO PART I, LINE 16a, LEGAL FEES AND EXPENSES			
THE NORTHERN TRUST COMPANY	10,266.12	9,239.51	1,026.61
INVESTMENT MGMT FEES	600.00	300.00	300.00
SETTANI & COMPANY	62,559.00	50,047.20	12,511.80
WEB HOSTING SERVICE	50,284.00	45,255.60	5,028.40
US BANK NA	77,480.19	69,732.17	7,748.02
INV MGMT & CHAR ADMIN	11,170.37	10,053.33	1,117.04
FIDUCIARY MANAGEMENT INC	40,725.00	36,652.50	4,072.50
INVESTMENT MGMT FEES	104,032.50	-	104,032.50
UBS REALTY INVESTORS	22,500.00	-	22,500.00
INVESTMENT MGMT FEES	64,000.00	57,600.00	6,400.00
STATE STREET GLOBAL ADVISORS	443,617.18	278,880.31	164,736.87
KANSAS CITY BROKERAGE			
INVESTMENT MGMT FEES			
J STAMSTAD ASSOCIATES			
INVT MGMT & CHAR ADMIN			
DOUGLAS HENNES			
DOCUMENTARY EXPENSES			
SOLUTION ENTERPRISES			
PORTFOLIO CONSULTATION			
TOTAL TO LINE 16c, OTHER PROFESSIONAL FEES			
FEDERAL EXCISE TAXES PAID	62,100.00	-	-
FOREIGN TAXES WITHHELD	8,151.34	8,151.34	-
PASS THRU FOREIGN TAXES		2,878.00	
MINERAL TAXES	102.74	102.74	-
TOTAL TO PART I, LINE 18	70,354.08	11,132.08	-
OCCUPANCY COSTS	38,141.33	-	38,141.33
LINE 20, OCCUPANCY	38,141.33	-	38,141.33
TRAVEL, CONFERENCE AND MEETING EXPENSES	42,103.48	8,420.70	33,682.78
LINE 21, TRAVEL, CONFERENCES AND MEETINGS	42,103.48	8,420.70	33,682.78

I A O'SHAUGHNESSY FOUNDATION 25525613
2013 FORM 990-PF
TIN: 41-6011524

SUPPLEMENT TO PART 1

Description	Column (a) Total	Column (b) Net Income	Column (d) Charitable
OTHER EXPENSES	29,618.36		29,618.36
CHARITABLE TRUST FILING FEES	25.00		25.00
OFFICE EXPENSE AND POSTAGE	39,656.77		39,656.77
OTHER MISCELLANEOUS EXPENSES	-		-
COMMONFUND CAPITAL NATURAL RESOURCES VIII	INVESTMENT EXPENSES	29,115.00	
COMMONFUND GLOBAL DISTRESSED INVESTORS	INVESTMENT EXPENSES	22,448.00	
STATE STREET: SSGA MSCI EAFE INDEX NL QP CTF	INVESTMENT EXPENSES	6,182.00	
LP	INVESTMENT EXPENSES	132.00	
ADAMS STREET 2007 DIRECT FUND LP	OTHER PORTFOLIO DED	7,780.00	
ADAMS STREET PTNSP FUND 2007 US	OTHER PORTFOLIO DED	61,795.00	
ADAMS STREET PTSHP FUND 2007 NON- US	OTHER PORTFOLIO DED	39,200.00	
ADAMS STREET PTSHP FUND 2006 US FD	OTHER PORTFOLIO DED	71,047.00	
ADAMS STREET 2006 DIRECT FUND LP	OTHER PORTFOLIO DED	9,605.00	
ADAMS STREET PTNSP FUND 2006 NON- US	OTHER PORTFOLIO DED	31,277.00	
ADAMS STREET 2008 DIRECT FD LP	OTHER PORTFOLIO DED	10,800.00	
ADAMS STREET 2008 NON-US FUND LP	OTHER PORTFOLIO DED	51,048.00	
ADAMS STREET 2008 US FUND LP	OTHER PORTFOLIO DED	60,786.00	
ADAMS STREET 2012 GLOBAL LP	OTHER PORTFOLIO DED	20,207.00	
CORE PLUS BOND FUND LLC	OTHER PORTFOLIO DED	48,085.00	
THE EMERGING WORLD INVESTORS LP	OTHER PORTFOLIO DED	35,242.00	
MGMT	OTHER PORTFOLIO DED	33,409.93	
INSURANCE	-		-
TOTAL TO LINE 23, OTHER EXPENSES	102,710.06	538,158.93	69,300.13

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
U S TREAS I P S 2.375% 1/15/25	1,845,930.	2,075,181.
	-----	-----
TOTALS	1,845,930.	2,075,181.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ADVANCE AUTO PARTS INC		
APTAR GROUP INC	55,719.	100,020.
ARROW ELECTRS INC	102,559.	250,906.
ARTHUR J GALLAGHER CO	47,504.	91,514.
BIO RAD LABS INC		
BRISTOW GROUP INC		
BROADRIDGE FINANCIAL SOLUTIONS	162,636.	298,376.
CARLISLE COS INC	121,371.	236,215.
CIMAREX ENERGY CO	111,595.	207,197.
CINTAS CORP	100,629.	213,034.
COMMONWEALTHREIT	13.	13.
COVANCE INC		
DUN & BRADSTREET CORPORATION	82,687.	150,369.
FAMILY DOLLAR STORES	139,023.	159,177.
JACK HENRY & ASSOCIATES INC		
KINDER MORGAN MGMT FRACTIONAL		
KIRBY CORP	80,883.	163,763.
LANCASTER COLONY CORP		
MINE SAFETY APPLIANCES CO		
MOLEX INC		
PATTERSON COMPANIES INC	149,386.	212,180.
SCANSOURCE INC	92,647.	158,052.
SIGMA ALDRICH CORP		
VCA ANTECH INC		
WEST PHARMACEUTICAL SVCS INC		
NORTEL NETWORKS CORP	103,064.	180,684.
AVERY DENNISON CORP	163,728.	210,265.
CULLEN FROST BANKERS INC	124,412.	209,461.
FULLER H B CO		

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
KENNAMETAL INC	152,709.	199,168.
BRANDES INSTL EMG MKTS I	1,102,346.	1,186,289.
NTGI QM COMMON DAILY S&P 500	18,321,947.	23,946,807.
ANIXTER INTL INC	159,160.	215,616.
AVERY DENNISON CORP		
COMPASS MINERALS INTERNATIONAL	127,049.	140,088.
FORWARD AIR CORP	48,636.	66,963.
FRACTIONAL CUSIP FOR 49455U100		14.
GENTEX CORP		
INNOPHOS HOLDINGS	97,006.	94,770.
M K S INTERNATIONAL INC		
OWENS & MINOR INC		
PROTECTIVE LIFE CORP	85,775.	207,706.
ROBERT HALF INTL INC	48,338.	77,682.
RYDER SYSTEM INC	146,400.	226,874.
WORLD FUEL SVCS CORP	127,085.	133,796.
WR BERKLEY CORP	100,337.	167,052.
ZIONS BANCORPORATION	78,922.	98,868.
MCDERMOTT INTL INC		
CAL MAINE FOOD INC	4,866.	6,023.
FLIR SYSTEMS INC	99,502.	99,330.
LINDSAY MFG CO	58,754.	64,131.
M K S INSTRUMENTS INC	105,078.	116,688.
MSC INDL DIRECT CO INC CL A	62,644.	66,718.
NVR INC	64,867.	68,743.
RPX CORP	62,055.	61,263.
VARIAN MED SYS INC	155,535.	165,091.
WOODWARD INC	8,060.	9,122.
GREENLNGTH CAPITAL RE LTD A	87,694.	119,671.

I A O'SHAUGHNESSY FOUNDATION 25525613
FORM 990PF, PART II - CORPORATE STOCK
=====

41-6011524

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SOCIEDAD QUIMICA MINERA A D R	206,863.	177,925.
	-----	-----
TOTALS	23,149,484.	30,557,624.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
OPUS REAL ESTATE VIII LP	C	2,815,110.	1,937,100.
OPUS REAL ESTATE VII LP	C	3,600,046.	499,505.
GROUP ANNUITY CONTRACT #030139	C	5,800,000.	6,779,854.
ADAMS ST PTNRS 2006 US FUND	C	2,109,259.	2,187,523.
ADAMS ST PTNRS 2007 DIRECT	C	330,543.	349,767.
ADAMS ST PTNRS 2008 NON US FD	C	1,071,795.	1,042,682.
ADAMS ST PTNRS 2008 DIRECT FD	C	429,938.	501,207.
ADAMS ST PTNRS 2008 US FUND	C	1,567,148.	1,579,605.
ADAMS ST PTNR 2007 US FUND	C	1,678,354.	1,791,733.
VARIOUS MINERAL INTERESTS	C	2.	
ADAMS ST PRTS 2006 DIRECT	C	422,394.	404,242.
ADAMS ST PTNR 2006 NON US	C	1,271,997.	1,183,969.
ADAMS ST PTNRS 2007 NON US	C	1,117,465.	1,127,975.
COMMONFUND CAPITAL NAT RES IX	C	230,000.	122,521.
COMMONFUND GLOBAL DISTRESSED	C	1,694,800.	2,501,296.
CORE PLUS BOND FUND LLC	C	6,562,809.	10,188,768.
WEATHERLOW OFFSHORE FD I CL I	C	3,000,000.	3,805,531.
WEATHERLOW OFFSHRE FD I CL II	C	2,300,000.	2,674,310.
BRLEND LLC	C	445,030.	445,030.
MSCI EAFE INDEX NI QP CTF	C	11,077,951.	13,606,947.
ADAMS STREET 2012 GLOBAL LP	C	215,100.	161,446.
COMMONFUND CAP NAT RES VIII LP	C	707,148.	692,781.
EMERGING WORLD INV LP	C	3,000,000.	3,171,624.
OPUS REAL EST VII LP (PRE EQ)	C	869,614.	1,381,239.
		-----	-----
TOTALS		52,316,503.	58,136,655.
		=====	=====

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
ACCRUED INCOME	97,759.	97,759.
ACCRUED CAPITAL GAIN/LOSS	994.	994.
	-----	-----
TOTALS	98,753.	98,753.
	=====	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

JOHN F O'SHAUGHNESSY JR

ADDRESS:

C/O IAO FDN, 2001 KILLEBREW DR #120
BLOOMINGTON, MN 55101

TITLE:

PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

EILEEN A O'SHAUGHNESSY

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120
BLOOMINGTON, MN 55425

TITLE:

SECRETARY & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

MICHAEL F SULLIVAN

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120
BLOOMINGTON, MN 55425

TITLE:

TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 19,667.

OFFICER NAME:

CHARLES E LYMAN

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120
BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MICHELE O'SHAUGHNESSY TRAEGER

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE #120
BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

TERENCE P. O'SHAUGHNESSY

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120
BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

KATHRYN LYMAN WYSONG

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120
BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

KAREN J O'SHAUGHNESSY

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE #120
BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

TERESA E DUGGAN

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120

BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

DANIEL J O'SHAUGHNESSY

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE, #120

BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

CHEVONNE O'SHAUGHNESSY

ADDRESS:

IAO FDN, 2001 KILLEBREW DRIVE #120

BLOOMINGTON, MN 55425

TITLE:

VICE PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

TOTAL COMPENSATION:

19,667.

=====

RECIPIENT NAME:
GRANTMAKERS FOR EDUCATION
ADDRESS:
720 SW WASHINGTON ST NE, SUITE 605
PORTLAND, OR 97205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEMBERSHIP FEE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
MINNESOTA COUNCIL ON FOUNDATIONS
ADDRESS:
100 PORTLAND AVE S #225
MINNEAPOLIS, MN 55401-2575
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEMBERSHIP FEE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,250.

RECIPIENT NAME:
MONTESSORI TRAINING CENTER OF MN
ADDRESS:
1611 AMES AVENUE
SAINT PAUL, MN 55106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 445,000.

RECIPIENT NAME:
PHILANTHROPY ROUNDTABLE
ADDRESS:
1150 17TH STREET NW #503
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEMBERSHIP FEE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CHILD CARE AWARE OF MINNESOTA
ADDRESS:
380 LAFAYETTE ROAD #103
ST PAUL, MN 55107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
CHRIST THE KING JESUIT COLLEGE
PREPARATORY SCHOOL
ADDRESS:
5088 WEST JACKSON BLVD
CHICAGO, IL 60688
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
EDUCATION TRANSFORMATION INITIATIVE ,
ADDRESS:
80 SOUTH 8TH STREET #800
MINNEAPOLIS, MN 55402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HERO
ADDRESS:
1010 N CENTRAL #460
GLENDALE, CA 91202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
NELSON GALLERY FOUNDATION
ADDRESS:
4525 OAK STREET
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
NORTHSIDE ACHIEVEMENT
ADDRESS:
2123 WEST BROADWAY AVENUE # 100
MINNEAPOLIS, MN 55411
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
PENLAND SCHOOL OF CRAFTS INC
ADDRESS:
P.O. BOX 37
PENLAND, NC 28765
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
UNIVERSITY OF KANSAS
CANCER CENTER
ADDRESS:
P.O. BOX 928
LAWRENCE, KS 66044
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

=====

RECIPIENT NAME:

UNIVERSITY OF TEXAS FOUNDATION ACE

ADDRESS:

P.O. BOX 250

AUSTIN, TX 78767

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

WHITEFISH THEATRE COMPANY

ADDRESS:

ONE CENTRAL AVENUE

WHITEFISH, MT 59937

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 87,500.

RECIPIENT NAME:

ERASING THE DISTANCE

ADDRESS:

6504 N WINCHESTER AVENUE

CHICAGO, IL 60626

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
EXPANDED MENTAL HEATH SERVICES
OF CHICAGO
ADDRESS:
30 NORTH MICHIGAN AVENUE # 1828
CHICAGO, IL 60602
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
TWO RIVERS HISTORICAL SO
ADDRESS:
1619 JEFFERSON STREET
TWO RIVERS, WI 54241
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
WOMEN IN FILM
ADDRESS:
6100 WILSHIRE BLVD , SUITE 710
LOS ANGELES, CA 90048
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BOSTON COLLEGE
ADDRESS:
140 COMMONWEALTH AVENUE
CHESTNUT HILL, MA 02467
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
COMMUNITIES IN SCHOOLS-CHICAGO
ADDRESS:
815 WEST VAN BUREN #300
CHICAGO, IL 60607
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
MONTESSORI DEVELOPMENT PARTNERSHIPS
ADDRESS:
13693 BUTTERNUT ROAD
BURTON, OH 44021
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HOUSE OF THE GOOD SHEPHERD
ADDRESS:
1114 WEST GRACE STREET
CHICAGO, IL 60613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
LUNGEVITY FOUNDATION
ADDRESS:
219 SOUTH WABASH # 540
CHICAGO, IL 60604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
MISERICORDIA HOME
ADDRESS:
6300 N RIDGE
CHICAGO, IL 60660-1099
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ST PIUS V PARISH
ADDRESS:
1919 S ASHLAND AVENUE
CHICAGO, IL 60608-2994
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
ST VINCENT DEPAUL CENTER
ADDRESS:
2145 NORTH HASTED STREET
CHICAGO, IL 60614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
UNIVERSITY OF NOTRE DAME
ADDRESS:
1251 NORTH EDDY STREET, #300
SOUTH BEND, IN 46617
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 270,000.

RECIPIENT NAME:
SAINT JOSEPH HOSPITAL FOUNDATION
ADDRESS:
1835 FRANKLIN STREET
DENVER, CO 80218
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 33,333.

RECIPIENT NAME:
BRIGHT WATER MONTESSORI
ADDRESS:
5140 FREMONT AVENUE NORTH
MINNEAPOLIS, MN 55430
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
DENVER MUSEUM OF NATURE AND SCIENCE
ADDRESS:
2001 COLORADO BLVD
DENVER, CO 80205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
FAMILY STAR, INC.
ADDRESS:
2246 FEDERAL BLVD
DENVER, CO 80211-4642
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
UNIVERSITY OF OKLAHOMA FOUNDATION
ADDRESS:
307 WEST BROOKS, ROOM 105
NORMAN, OK 73019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
OSCEOLA COUNTY COUNCIL ON AGING
ADDRESS:
700 GENERATION POINT
KISSIMMEE, FL 34744
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
WOMEN IN FILM
ADDRESS:
6100 WILSHIRE BLVD, SUITE 710
LOS ANGELES, CA 90048
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
PHILANTHROPY ROUNDTABLE
ADDRESS:
1730 M STREET NW, SUITE 601
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
ST THOMAS AQUINAS SEMINARY ASSN INC
ADDRESS:
21077 QUARRY HILL RD
WINONA, MN 55987-4977
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 33,250.

RECIPIENT NAME:
THE MOYER FOUNDATION
ADDRESS:
2426 32ND AVENUE WEST
SEATTLE, WA 98119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GROWING IN FAITH CAPITAL CAMPAIGN
ADDRESS:
328 WEST KELLOGG BLVD
ST PAUL, MN 55102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
WHITE EARTH LAND RECOVERY PROJECT
ADDRESS:
607 MAIN AVENUE
CALLAWAY, MN 56521
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
ADOPTION LINK
ADDRESS:
1113 SOUTH BLVD
OAK PARK, IL 60302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CALIFORNIA FRIENDS OF SACERDOTAL
INTL FRATERNITY OF ST PIUS X INC
ADDRESS:
P.O. BOX 1379
LOS GATOS, CA 95031-1379
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 38,900.

RECIPIENT NAME:
ESCONDIDO COMMUNITY CHILD
DEVELOPMENT CENTER
ADDRESS:
819 9TH AVENUE
ESCONDIDO, CA 92025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
JULIE'S FAMILY LEARNING PROGRAM
ADDRESS:
133 DORCHESTER STREET
BOSTON, MA 02127
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
ORLANDO HEALTH FOUNDATION
ADDRESS:
3160 SOUTHGATE COMMERCE BLVD
ORLANDO, FL 32806
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
SOUTH BOSTON NEIGHBORHOOD HOUSE
ADDRESS:
136 H STREET
BOSTON, MA 02127
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
CMC FOUNDATION OF CENTRAL
ADDRESS:
4900 MUELLER BOULEVARD
AUSTIN, TX 78723
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 33,000.

RECIPIENT NAME:
MIDLAND MEMORIAL FOUNDATION
ADDRESS:
40 ROSALIND REDFERN GROVER OKWY
MIDLAND, TX 79701
AMOUNT OF GRANT PAID 42,000.

RECIPIENT NAME:
ROCKY MOUNTAIN CHILDREN'S RESOURCES
ADDRESS:
191 UNIVERSITY BLVD # 294
AURORA, CO 80016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
THEATER ACTION PROJECT
ADDRESS:
701 TILLERY STREET, BOX 9
AUSTIN, TX 78702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 60,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

UNIVERSITY OF DENVER

ADDRESS:

2199 SOUTH UNIVERSITY BLVD

DENVER, CO 80208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:

BROTHERS OF THE HOLY CROSS

ADDRESS:

P.O. BOX 460

NOTRE DAME, IN 46556-0460

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

CENTER FOR HOMELESS INC

ADDRESS:

813 SOUTH MICHIGAN STREET

SOUTH BEND, IN 46601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CIRCLE OF FRIENDS
ADDRESS:
709 48TH STREET
WESTERN SPRINGS, IL 60558
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,850.

RECIPIENT NAME:
EVANSTON ART CENTER
ADDRESS:
2603 SHERIDAN ROAD
EVANSTON, IL 60201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,850.

RECIPIENT NAME:
HEARTSPRINGS
ADDRESS:
8700 E 29TH STREET WEST
WICHITA, KS 67226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 42,800.

RECIPIENT NAME:
ILLINOIS CAUCUS FOR ADOLESCENT
ADDRESS:
226 S WABASH AVENUE #900
CHICAGO, IL 60604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,203.

RECIPIENT NAME:
IMAGINATION THEATER INC
ADDRESS:
4001 N RAVENSWOOD AVE #605C
CHICAGO, IL 60613
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
NORTHWESTERN UNIVERSITY S
ADDRESS:
1400 W AUGUSTA BLVD
CHICAGO, IL 60642
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
PAULIST PICTURES
ADDRESS:
P.O. BOX 1057
PACIFIC PALISADES, CA 90272
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 16,850.

RECIPIENT NAME:
PEACEPLAYERS INTERNATIONAL
ADDRESS:
901 NEW YORK AVE NW #550 EAST
WASHINGTON, DC 20001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
RAINBOW HOUSE
ADDRESS:
4149 W 26TH STREET
CHICAGO, IL 60623
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,700.

RECIPIENT NAME:
RIMLAND SERVICES NFP
ADDRESS:
1265 HARTREY AVENUE
EVANSTON, IL 60201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
ST STEPHEN'S & ST AGNES SCHOOL
ADDRESS:
400 FONTAINE STREET
ALEXANDRIA, VA 22302
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ADVOCA
ADDRESS:
168 E 6TH STREET #4002
ST PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,500.

RECIPIENT NAME:
AIM HIGHER MINNESOTA FOUNDATION
ADDRESS:
10350 BREN ROAD WEST
HOPKINS, MN 55343
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 11,300.

RECIPIENT NAME:
ARCHDIOCESE OF SAINT PAUL AND
MINNEAPOLIS
ADDRESS:
226 SUMMIT AVENUE
ST PAUL, MN 55102-2197
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CATHOLIC RELIEF SERVICES
ADDRESS:
228 WEST LEXINGTON STREET
BALTIMORE, MD 21201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CHILDREN'S MERCY HOSPITAL
ADDRESS:
2401 GILLHAM ROAD
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
IGNATIAN LAY VOLUNTEERS CORPS
ADDRESS:
114 BICHLER LANE
SAINT PAUL, MN 55115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
KANSAS POLICY INSTITUTE
ADDRESS:
250 N WATER # 216
WICHITA, KS 67202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
NEWMAN UNIVERSITY
ADDRESS:
3100 MCCORMICK AVENUE
WICHITA, KS 67213-2097
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:
SETON EDUCATION PARTNERS
ADDRESS:
1809 ASPEN LEAF LANE
SANTA ROSA, CA 95401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 11,400.

RECIPIENT NAME:
ST THOMAS AQUINAS SEMINARY
ASSOCIATION IN
ADDRESS:
21077 QUARRY HILL ROAD
WINONA, MN 55987-4977
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,650.

RECIPIENT NAME:
AMERICAN COMPOSER'S FORUM
ADDRESS:
332 MINNESOTA STREET # E145
SAINT PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CEDAR RIVERSIDE COMMUNITY SCHOOL
ADDRESS:
1610 SOUTH 6TH STREET
MINNEAPOLIS, MN 55454
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
CENTRO CULTURAL CHICANO INC
ADDRESS:
1915 CHICAGO AVENUE
MINNEAPOLIS, MN 55404
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HIGHLAND PARK MONTESSORI SCHOOL INC
ADDRESS:
1550 SUMMIT AVENUE
ST PAUL, MN 55105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
IFP MINNESOTA
ADDRESS:
1595 SELBY AVENUE # 208
SAINT PAUL, MN 55104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
INTERMEDIA ARTS OF MINNESOTA
ADDRESS:
2822 LYNDAL AVE SOUTH
MINNEAPOLIS, MN 55408
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
JANE M STAMSTAD RESIDENCY
IN ARTS PROGRAM
ADDRESS:
1300 OLSON MEMORIAL HWY
MINNEAPOLIS, MN 5541
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
JAWAAHIR DANCE COMPANY
ADDRESS:
3010 MINNEHAHA AVENUE
MINNEAPOLIS, MN 55406
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 23,800.

RECIPIENT NAME:
ON BEING
ADDRESS:
80 SOUTH 8TH STREET
MINNEAPOLIS, MN 55402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
PUBLIC ART SAINT PAUL
ADDRESS:
351 KELLOGG BLVD E
SAINT PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE FAMILY PLACE
ADDRESS:
244 TENTH STREET E
ST PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
WOMEN'S FOUNDATION OF MINNESOTA
ADDRESS:
105 FIFTH AVENUE SOUTH #300
MINNEAPOLIS, MN 55401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
FLATHEAD SHELTER FRIENDS INC
ADDRESS:
P.O. BOX 1035
KALISPELL, MT 59903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 14,995.

RECIPIENT NAME:
UNIVERSITY OF KANSAS ENDOWMENT
ASSN
ADDRESS:
1891 CONSTANT AVENUE
LAWRENCE, KS 66044
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
BEST ACADEMY
ADDRESS:
1300 OLSON MEMORIAL HIGHWAY
MINNEAPOLIS, MN 55411
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 300,000.

RECIPIENT NAME:
CATHOLIC CHARITIES OF ST PAUL
AND MINNEAPOLIS
ADDRESS:
1200 SECOND AVE S
MINNEAPOLIS, MN 55413
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
MINNESOTA VISITING NURSES AGENCY
ADDRESS:
2000 SUMMER STREET NE 100
MINNEAPOLIS, MN 55413
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
FADICA
(FDN & DONORS INTD IN CA)
ADDRESS:
1350 CONNECTICUT AVE NW
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEMBERSHIP FEES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
ASSOCIATION OF SMALL FOUNDATIONS
ADDRESS:
P O BOX 247
WINDOSKI, VT 05404
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEMBERSHIP FEES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 725.

TOTAL GRANTS PAID: 2,901,356.
=====

RECIPIENT NAME:
BEST ACADEMY
ADDRESS:
1300 OLSON MEMORIAL HIGHWAY
MINNEAPOLIS, MN 55411
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 200,000.

RECIPIENT NAME:
ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
ADDRESS:
226 SUMMIT AVE
ST PAUL, MN 55102
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 10,000.

RECIPIENT NAME:
FAMILY STAR INC
ADDRESS:
2246 FEDERAL BLVE
DENVER, CO 80211
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 10,000.

RECIPIENT NAME:
SAINT JOSEPH HOSPITAL FOUNDATION
ADDRESS:
1835 FRANKLIN STREET
DENVER, CO 80218
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 33,333.

RECIPIENT NAME:
DENVER MUSEUM OF NATURE AND SCIENCE
ADDRESS:
2001 COLORADO BLVD
DENVER, CO 80205
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 10,000.

RECIPIENT NAME:
UNIVERSITY OF NOTRE DAME
ADDRESS:
1251 NORTH EDDY STREET
SOUTH BEND, IN 46617
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 250,000.

RECIPIENT NAME:
WHITEFISH THEATRE COMPANY
ADDRESS:
ONE CENTRAL AVENUE
WHITEFISH, MT 59937
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 62,500.

RECIPIENT NAME:
PENLAND SCHOOL OF CRAFTS INC
ADDRESS:
P O BOX 37
PENLAND, NC 28765
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 50,000.

RECIPIENT NAME:
UNIVERSITY OF KANSAS CANCER CENTER
ADDRESS:
P O BOX 938
LAWRENCE, KS 66044
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 100,000.

RECIPIENT NAME:
MONTESSORI TRAINING CENTER OF MN
ADDRESS:
1611 AMES AVE
ST PAUL, MN 55106
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 200,000.

RECIPIENT NAME:
UNIVERSITY OF ST THOMAS
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT APPROVED FOR FUTURE PAYMENT: 150,000.

TOTAL GRANTS APPROVED FOR FUTURE PAYMENT: 1,075,833.
=====