



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



## Return of Private Foundation

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](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>SHANAHAN FAMILY FOUNDATION</b>		A Employer identification number <b>43-6911537</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>424 S. WOODSMILL ROAD</b>	Room/suite <b>325</b>	B Telephone number <b>314-336-0560</b>
City or town, state or province, country, and ZIP or foreign postal code <b>CHESTERFIELD, MO 63017</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>192,851.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		15,490.	15,490.		STATEMENT 1
4 Dividends and interest from securities		63,990.	63,990.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<36,262.>			
b Gross sales price for all assets on line 6a		382,309.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		43,218.	79,480.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,300.			0.
c Other professional fees STMT 4		21,494.	21,494.		0.
17 Interest					
18 Taxes STMT 5		6,400.	766.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		30,194.	22,260.		0.
25 Contributions, gifts, grants paid		221,971.			221,971.
26 Total expenses and disbursements. Add lines 24 and 25		252,165.	22,260.		221,971.
27 Subtract line 26 from line 12		<208,947.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			57,220.		
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	3.		
	2 Savings and temporary cash investments	1,603,789.	192,851.	192,851.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 6	1,244,745.	2,492,126.	0.
	c Investments - corporate bonds STMT 7	1,196,707.	1,151,320.	0.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	4,045,244.	3,836,297.	192,851.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,045,244.	3,836,297.	
30 Total net assets or fund balances	4,045,244.	3,836,297.		
31 Total liabilities and net assets/fund balances	4,045,244.	3,836,297.		

**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	4,045,244.
2 Enter amount from Part I, line 27a	2	<208,947.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,836,297.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,836,297.

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 33039 PIMCO COMMODITY REAL RETUR	P	03/04/13	06/28/13
b 2450 VANGUARD EMERGING MARKET	P	05/06/13	06/10/13
c 100000 WALMART NOTE	P	03/31/06	05/01/13
d CAPITAL GAINS DIVIDENDS			
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 182,688.		215,265.	<32,577.>
b 99,464.		107,919.	<8,455.>
c 100,000.		95,387.	4,613.
d 157.			157.
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			<32,577.>
b			<8,455.>
c			4,613.
d			157.
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	<36,262.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	210,500.	4,154,472.	.050668
2011	209,350.	4,181,345.	.050068
2010	205,941.	4,057,783.	.050752
2009	184,256.	3,778,906.	.048759
2008	225,830.	4,446,662.	.050786

  

2 Total of line 1, column (d)	2	.251033
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	.050207
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,290,832.
5 Multiply line 4 by line 3	5	215,430.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	572.
7 Add lines 5 and 6	7	216,002.
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	221,971.

**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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	572.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	572.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	572.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 3,480.		
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	3,480.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	2,908.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	2,908. Refunded	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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) <input type="checkbox"/> MO		
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

N/A

Form 990-PF (2013)

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOHN M HILLHOUSE Telephone no ▶ 314-336-0560  
 Located at ▶ 424 S. WOODSMILL RD SUITE 325, CHESTERFIELD, M ZIP+4 ▶ 63017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐  
 and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No  
16 X

See the 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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(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)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
(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) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <span style="float: right;">N/A</span> Organizations relying on a current notice regarding disaster assistance check here <span style="float: right;">▶ <input type="checkbox"/></span>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes," list the years ▶		
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) <span style="float: right;">N/A</span>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>		
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) <span style="float: right;">N/A</span>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Form 990-PF (2013)

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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	4,356,175.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,356,175.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,356,175.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,343.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,290,832.
6	Minimum investment return. Enter 5% of line 5	6	214,542.

**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	214,542.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	572.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	572.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	213,970.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	213,970.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	213,970.

**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	221,971.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	221,971.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	572.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	221,399.

**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

Form 990-PF (2013)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				213,970.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008	6,837.			
<b>b</b> From 2009				
<b>c</b> From 2010	4,370.			
<b>d</b> From 2011	1,583.			
<b>e</b> From 2012	5,672.			
<b>f</b> Total of lines 3a through e	18,462.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 221,971.				
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				213,970.
<b>e</b> Remaining amount distributed out of corpus	8,001.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	26,463.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	6,837.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	19,626.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010	4,370.			
<b>c</b> Excess from 2011	1,583.			
<b>d</b> Excess from 2012	5,672.			
<b>e</b> Excess from 2013	8,001.			

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

N/A

**1 a** 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)

**2 a** 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**

3 Subtract line 2d from line 2c  
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

[illegible]

<b>Part XV</b>	<b>Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)</b>
----------------	--

### 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) )

MICHAEL F SHANAHAN SR

**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 or e-mail address 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 Name and address (home or business)	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
<b>a Paid during the year</b>				
ANNIE'S HOPE 1333 W LOCKWOOD #106 WEBSTER GROVES, MO 63122	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
BACKSTOPPERS OF GREATER ST LOUIS 10411 CLAYTON ROAD STE A5 ST. LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL PURPOSES	8,500.
FONTBONNE UNIVERSITY 6800 WYDOWN CLAYTON, MO 63105	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000.
FRIENDS OF KIDS WITH CANCER 530 MARYVILLE CENTRE DRIVE ST. LOUIS, MO 63141	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000.
FRANCISCAN WORKS P.O. BOX 56007 CHICAGO, IL 60656	NONE	PUBLIC CHARITY	GENERAL PURPOSES	20,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>221,971.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

I, the preparer, declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, this return and the accompanying schedules and statements are true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

Signature of officer or trustee

Date: \_\_\_\_\_

Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	JOHN Hillhouse	John Hillhouse	3/13/14		P00389158
	Firm's name ▶ JOHN M. HILLHOUSE CPA LLC				Firm's EIN ▶ 20-0343229
	Firm's address ▶ 424 S. WOODSMILL RD SUITE 325 CHESTERFIELD, MO 63017				Phone no 314-336-0560

Form 990-PF (2013)

**Part XV** Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	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
MAKE-A-WISH FOUNDATION 600 KELLWOOD PARKWAY CHESTERFIELD, MO 63017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000.
HUMANE SOCIETY 1201 MACCLIND ST LOUIS, MO 63108	NONE	PUBLIC CHARITY	GENERAL PURPOSES	6,500.
SPECIAL EDUCATION FOUNDATION 13545 BARRETT PARKWAY DRIVE SUITE 300 BALLWIN, MO 63021	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,900.
ST. LOUIS UNIVERSITY SOCCER  ST LOUIS, MO 63103				
NCH HEALTHCARE FOUNDATION BOX 234 NAPLES, FL 34106	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
PROMISE CHRISTIAN ACADEMY MARYVILLE CENTER DR #227 CHESTERFIELD, MO 63017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	9,000.
THE CHURCH OF THE IMMACOLATA 8910 CLAYTON RD CHESTERFIELD, MO 63117	NONE	PUBLIC CHARITY	GENERAL PURPOSES	15,000.
ST GENEVIEVE DU BOIS CHURCH 1575 N WOODLAWN ST. LOUIS, MO 63122	NONE	PUBLIC CHARITY	GENERAL PURPOSES	27,500.
ST JOSEPH'S ACADEMY 2307 S LINDBERGH ST. LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL PURPOSES	25,671.
ST VINCENT DEPAUL 100 N JEFFERSON ST LOUIS, MO 63103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000.
Total from continuation sheets				188,471.

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
ST PATRICKS CENTER 800 NORTH TUCKER ST LOUIS, MO 63104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	3,500.
THE COVENANT HOUSE OF ST LOUIS 2727 N. KINGSHIGHWAY BLVD ST LOUIS, MO 63113	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
THOMPSON FOUNDATION FOR AUTISM 701 MARKET ST SUITE 1230 ST LOUIS, MO 63101	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
USO OF MISSOURI INC 10701 LAMBERT INT'L BLVD ST LOUIS, MO 63145	NONE	PUBLIC CHARITY	GENERAL PURPOSES	
VILLA DUCHENSNE SCHOOL 801 SPOEDE ROAD ST LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL PURPOSES	18,000.
CARDINAL GLENNON HOSPITAL 1465 S GRAND ST LOUIS, MO 63104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
RAINBOW VILLAGE 1240 DAUTEL LANE ST LOUIS, MO 63146	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
SUNNYHILL P.O. BOX 246 DITTMER, MO 63023	NONE	PUBLIC CHARITY	GENERAL PRUPOSES	1,000.
ST LOUIS CRISIS NURSERY 11710 ADMINISTRATION DR #18 ST LOUIS, MO 63146	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
NURSES FOR NEWBORNS 7259 LANDSDOWNE #100 ST LOUIS, MO 63119	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
Total from continuation sheets				



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
ST LOUIS LEARNING DISABILITIES ASSOCIATION 13537 BARRET PARKWAY DR ST LOUIS, MO 63021	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
TRINITY CATHOLIC HIGH SCHOOL 1720 REDMAN RD ST LOUIS, MO 63138	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
MUSCULAR DYSTROPHY 530 MARYVILLE CENTRE DRIVE ST LOUIS, MO 63141	NONE	PUBLIC CHARITY	GENERAL PURPOSES GENERAL PURPOSES	2,000.
COAT A KID PO BOX 31632 ST LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
IMMANUEL LUTHERAN ADULT CHOIR 9733 OLVIE ST LOUIS, MO 63141	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
VANCE MILLER MEMORIAL GOLF BENEFIT  DALLAS, TX	NONE	PUBLIC CHARITY	GENERAL EDUCATIONAL PURPOSES	1,000.
APOSTLES OF THE SACRED HEART OF JESUS	NONE			10,000.
AMERICAN HEART ASSOCIATION 460 N LINCBERGH ST LOUIS, MO 63141	NONE	PUBLIC CHARITY	GENERAL PURPOSES GENERAL PURPOSES	500.
ANGELS ARMS TRIBUTE FUND 1445 S 18TH #105 ST LOUIS, MO 63104	NONE	PUBLIC CHARITY	GENERAL PURPOSES GENERAL PURPOSES	1,500.
BUEHRLE FAMILY FOUNDATION 324 CLARKSON CLAYTON CTR 345 ELLISVILLE, MO 63011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,500.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
HAZELWOOD PD BENEVOLENT ASSOCIATION 415 ELM GROVE LANE HAZELWOOD, MO 63042	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
BIRTHRIGHT COUNSELING 2525 S BRENTWOOD #102 ST LOUIS, MO 63144	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
BOYS AND GIRLS CLUB COLLIER COUNTY 7500 DAVIS NAPLES, FL 34104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
CHAMINADE SCHOOL 425 S LINDBERGH ST LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000.
THE MISSION CONTINUES 1147 S SEVENTH ST LOUIS, MO 63104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000.
CAMP COMANCHE 335 W 51ST ST NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,500.
YOUTH HAVEN 5867 WHITAKER RD NAPLES, FL 34104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	3,400.
CARING AND SHARING PROGRAM 4855 BORGARD CT ST LOUIS, MO 63128	NONE	PUBLIC CHARITY	GENERAL PURPOSES	3,000.
SUPPORT DOGS 11645 LILBURN PARK RD ST LOUIS, MO 63146	NONE	PUBLIC CHARITY	GENERAL PURPOSES GENERAL PURPOSES	6,000.
THERAPEUTIC HORSEMANSHIP 332 STABLE LANE WENTZVILLE, MO 63385	NONE	PUBLIC CHARITY	GENERAL PURPOSES GENERAL PURPOSES	500.
Total from continuation sheets				

43-6911537

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
AMERITRADE 41309	12,426.
AMERITRADE 41309 OID	3,064.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,490.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TDAMERITRADE 1309	64,147.	157.	63,990.
TOTAL TO FM 990-PF, PART I, LN 4	64,147.	157.	63,990.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION	2,300.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,300.	0.		0.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	21,494.	21,494.		0.
TO FORM 990-PF, PG 1, LN 16C	21,494.	21,494.		0.

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	766.	766.		0.
EXCISE TAXES	5,634.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,400.	766.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
ISHARES GROWTH	388,843.	0.		
ISHARES VALUE	893,861.	0.		
ISHARES MSCI EAFE	226,242.	0.		
BOOK TAX DIFFERENCES	<5,796.>	0.		
ISH RUSSELL 2000	216,487.	0.		
SPDR TECHNOLOGY	415,742.	0.		
SPDR HIGH YIELD DIV	248,827.	0.		
VG EMERGIN MKT ETF	107,920.	0.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,492,126.	0.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
FIXED INCOME	1,151,320.	0.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,151,320.	0.		

---

---

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
-------------	---	-----------	---

---

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY ANN SHANAHAN % 424 S. WOODMSILL RD SUITE 325 ST LOUIS MO	TRUSTEE 0.00	0.	0.	0.
MEGAN MATTERN % 424 S. WOODMSILL RD SUITE 325 ST LOUIS MO	TRUSTEE 0.00	0.	0.	0.
MICHAEL F SHANAHAN JR % 424 S. WOODMSILL RD SUITE 325 ST LOUIS MO	TRUSTEE 0.00	0.	0.	0.
MAUREEN TWARDOWSKI % 424 S. WOODMSILL RD SUITE 325 ST LOUIS MO	TRUSTEE 0.00	0.	0.	0.
MICHAEL F SHANAHAN SR % 424 S. WOODMSILL RD SUITE 325 ST LOUIS MO	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.