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Return of Private Foundation

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

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

For calendar year 2013 or tax year beginning

MAY 1, 2013

, and ending

APR 30, 2014

Name of foundation

MCINTOSH FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

525 SHERIDAN ROAD

A Employer identification number

36-3358483

City or town, state or province, country, and ZIP or foreign postal code

KENILWORTH, IL 60043

G Check all that apply

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

► \$ 16,449,724. (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual Other (specify) _____

		(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				
	Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	430,382.	430,382.	STATEMENT 1	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-3,083.			
	b Gross sales price for all assets on line 6a	728,778.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	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	427,299.	430,382.		
Revenue	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	RECEIVED				
	16a Legal fees				
	b Accounting fees	2,750.	0.	2,750.	
	c Other professional fees				
	17 Interest				
	18 Taxes	13,663.	0.	0.	
	OGDEN, UT				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	11,237.	11,212.	25.	
	24 Total operating and administrative expenses Add lines 13 through 23	27,650.	11,212.	2,775.	
	25 Contributions, gifts, grants paid	790,500.		790,500.	
	26 Total expenses and disbursements Add lines 24 and 25	818,150.	11,212.	793,275.	
Operating and Administrative Expenses	27 Subtract line 26 from line 12	-390,851.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		419,170.		
	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
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		786,088.	627,438.	627,438.
	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 - US and state government obligations	STMT 5	505,456.	505,313.	618,050.
	b Investments - corporate stock	STMT 6	2,133,970.	2,174,629.	9,111,666.
	c Investments - corporate bonds	STMT 7	5,794,777.	5,522,060.	6,092,570.
	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)		9,220,291.	8,829,440.	16,449,724.
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				
	22 Other liabilities (describe ►)				
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)		0.	0.	
	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		9,633,911.	9,633,911.	
	29 Retained earnings, accumulated income, endowment, or other funds		-413,620.	-804,471.	
	30 Total net assets or fund balances		9,220,291.	8,829,440.	
	31 Total liabilities and net assets/fund balances		9,220,291.	8,829,440.	

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	9,220,291.
2 Enter amount from Part I, line 27a	2	-390,851.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	8,829,440.
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	8,829,440.

MCINTOSH FOUNDATION, INC.

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 250,000 BERKSHIRE HATHAWAY FIN CORP 4.625%			P	01/01/12	10/15/13
b 250,000 FORD MOTOR CREDIT COMPANY 3.00%			P	01/01/12	06/20/13
c 225,000 WAL MART STORES 4.55%			P	04/29/03	05/01/13
d GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	01/15/14
e GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	05/15/13
f GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	06/18/13
g GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	07/15/13
h GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	08/16/13
i GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	09/17/13
j GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	10/15/13
k GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	11/18/13
l GNMA 9.00% POOL #185932 DUE 10/15/16			P	05/08/87	12/17/13
m RGS AEGCO FUNDING CORP 9.81% DEB DUE 12/07/22			P	02/22/93	06/07/13
n RGS AEGCO FUNDING CORP 9.81% DEB DUE 12/07/22			P	02/22/93	12/09/13
o					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 250,000.		250,000.	0.		
b 250,000.		250,000.	0.		
c 225,000.		228,094.	-3,094.		
d 33.		22.	11.		
e 15.		15.	0.		
f 15.		15.	0.		
g 15.		15.	0.		
h 15.		15.	0.		
i 15.		15.	0.		
j 15.		15.	0.		
k 16.		16.	0.		
l 16.		16.	0.		
m 1,605.		1,605.	0.		
n 2,018.		2,018.	0.		
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			0.		
b			0.		
c			-3,094.		
d			11.		
e			0.		
f			0.		
g			0.		
h			0.		
i			0.		
j			0.		
k			0.		
l			0.		
m			0.		
n			0.		
o					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	-3,083.		
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					

323591
05-01-13

16120804 133333 6516815

2013.04010 MCINTOSH FOUNDATION, INC. 65168151

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	728,778.		731,861.		-3,083.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					-3,083.
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-3,083.	
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	735,775.	14,658,011.	.050196
2011	800,219.	13,892,327.	.057602
2010	691,448.	14,249,898.	.048523
2009	707,137.	13,404,232.	.052755
2008	713,586.	13,657,386.	.052249

2 Total of line 1, column (d)

2 .261325

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 .052265

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 15,784,582.

5 Multiply line 4 by line 3

5 824,981.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 4,192.

7 Add lines 5 and 6

7 829,173.

8 Enter qualifying distributions from Part XII, line 4

8 793,275.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	8,383.	
Date of ruling or determination letter: _____					
1b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b				
1c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
1d	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
2	Add lines 1 and 2	4	8,383.		
3	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
4	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-				
5	Credits/Payments:				
6a	2013 estimated tax payments and 2012 overpayment credited to 2013	6b	6c	6d	9,600.
6b	Exempt foreign organizations - tax withheld at source				
6c	Tax paid with application for extension of time to file (Form 8868)				
6d	Backup withholding erroneously withheld				
7	Total credits and payments Add lines 6a through 6d	7	9,600.		
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached				
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed				
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,217.		
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ►			11	0..

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1b	1c	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>				
1c	Did the foundation file Form 1120-POL for this year?				
2	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>	N/A			
3	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>				
4a	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>				
4b	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>				
5	Did the foundation have unrelated business gross income of \$1,000 or more during the year? <i>If "Yes," has it filed a tax return on Form 990-T for this year?</i>				
6	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>				
7	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?				
8a	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>				
8b	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IL</u>				
9	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>				
10	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>				
11	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>				

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WILLIAM A. MCINTOSH Located at ► 525 SHERIDAN ROAD, KENILWORTH, IL	Telephone no. ► (847) 256-1975 ZIP+4 ► 60043	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):	
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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.)	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____, _____	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/>		
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services



0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A	Expenses
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		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	14,867,728.
b	Average of monthly cash balances	1b	1,157,228.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,024,956.
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	16,024,956.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	240,374.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,784,582.
6	Minimum investment return Enter 5% of line 5	6	789,229.

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	789,229.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,383.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,383.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	780,846.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	780,846.
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	780,846.

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	793,275.
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	793,275.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	793,275.

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				780,846.
2 Undistributed income if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	30,395.			
b From 2009	47,327.			
c From 2010				
d From 2011	115,515.			
e From 2012	12,137.			
f Total of lines 3a through e	205,374.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$	793,275.		0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount			780,846.	
e Remaining amount distributed out of corpus	12,429.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	217,803.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.		0.		
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	30,395.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	187,408.			
10 Analysis of line 9:				
a Excess from 2009	47,327.			
b Excess from 2010				
c Excess from 2011	115,515.			
d Excess from 2012	12,137.			
e Excess from 2013	12,429.			

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 ►

4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	
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. 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).)

WILLIAM A. MCINTOSH

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	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				
AMERICAN BALLET THEATRE 890 BROADWAY NEW YORK, NY 10003	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	75,000.
BIG SHOULDERS FUND 309 W. WASHINGTON, SUITE 550 CHICAGO, IL 60606	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	75,000.
BOYS AND GIRLS CLUB OF DORCHESTER 270 MT VERNON ST DORCHESTER, MA 02125	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	6,000.
CATHOLIC EXTENSION SOCIETY 150 S WACKER DR #2000 CHICAGO, IL 60606	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	77,000.
CHICAGO JESUIT ACADEMY 5058 WEST JACKSON BOULEVARD CHICAGO, IL 60644	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	35,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 790,500.
b Approved for future payment				
NONE				
Total				► 3b 0.

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
EPIPHANY SCHOOL 154 CENTRE STREET DORCHESTER CTR, MA 02124	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	10,000.
FAIRFIELD UNIVERSITY 1073 N BENSON RD FAIRFIELD, CT 06824	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	100,000.
HOPE LODGE 125 S HUNTINGTON AVE BOSTON, MA 02130	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	5,000.
JOHN MARSHALL LAW SCHOOL 315 S. PLYMOUTH COURT CHICAGO, IL 60604	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	25,000.
MIDTOWN EDUCATIONAL FOUNDATION 718 S LOOMIS STREET CHICAGO, IL 60607	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	10,000.
MISSIONARIES OF CHARITY 335 E 145TH ST BRONX, NY 10451	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	100,000.
ST. BENEDICT THE AFRICAN PARISH 340 W 66TH ST CHICAGO, IL 60621	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	20,000.
ST. COLUMBANUS CATHOLIC CHURCH - FOOD PANTRY 331 E. 71ST STREET CHICAGO, IL 60619	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	2,500.
ST. MARY'S MISSION SCHOOL 15341 SAINT MARYS MISSION RD RED LAKE, MN 56671	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION	25,000.
ST. SABINA PARISH 1210 W 78TH PL CHICAGO, IL 60620	NONE	PUBLIC	EXEMPT PURPOSE OF ORGANIZATION ;LISTTOTAL 140000	145,000.
Total from continuation sheets				522,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	430,382.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-3,083.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		427,299.	0.
13 Total Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)			13		427,299.

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTH SHORE COMMUNITY BANK & TRUST	11.	0.	11.	11.	
THE CHICAGO TRUST COMPANY	430,371.	0.	430,371.	430,371.	
TO PART I, LINE 4	430,382.	0.	430,382.	430,382.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,750.	0.		2,750.
TO FORM 990-PF, PG 1, LN 16B	2,750.	0.		2,750.

FORM 990-PF	TAXES	STATEMENT 3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	13,663.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,663.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS FILING FEES	25.	0.		25.
CHICAGO TRUST COMPANY FEES	11,202.	11,202.		0.
NORTH SHORE CHARGES	10.	10.		0.
TO FORM 990-PF, PG 1, LN 23	11,237.	11,212.		25.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5	
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS (SEE ATTACHED)	X		505,313.	618,050.
TOTAL U.S. GOVERNMENT OBLIGATIONS			505,313.	618,050.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			505,313.	618,050.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK (SEE ATTACHED)	2,174,629.	9,111,666.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,174,629.	9,111,666.	

FORM 990-PF

CORPORATE BONDS

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	5,522,060.	6,092,570.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,522,060.	6,092,570.

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	EXPENSE CONTRIB	ACCOUNT
WILLIAM A. MCINTOSH 525 SHERIDAN ROAD KENILWORTH, IL 60043	PRES/TREAS 1.00	0.	0.	0.	
JULIA A. SMITH 2 HARMONY HILL DUXBURY, MA 02332	DIRECTOR 1.00	0.	0.	0.	
KATHLEEN M. CLARKE 1059 CHATFIELD WINNETKA, IL 60093	VP/SEC 1.00	0.	0.	0.	
MICHAEL MCINTOSH 916 CHARLTON WEST ST PAUL, MN 55118	DIRECTOR 1.00	0.	0.	0.	
DAVID MCINTOSH 10743 MOLONY ROAD CULVER CITY, CA 90230	DIRECTOR 1.00	0.	0.	0.	
ANNE ATZEFF 540 EAST NORTH AVE LAKE BLUFF, IL 60044	DIRECTOR 1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.	

MCINTOSH FOUNDATION INC CUSTODY ACCT

Account Number:

72-0056-00-1

Statement Period:

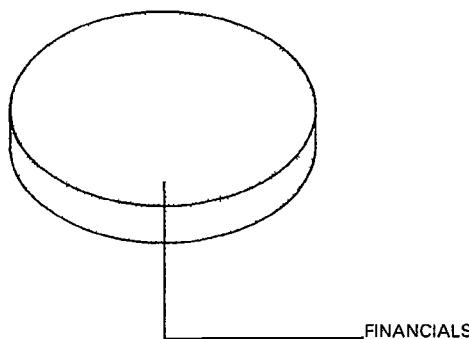
05/01/13 - 04/30/14

Common Stock Diversification Summary

Investment Objective: VA Rules

EIN: 36-3358483

Industry Sector	Market Value	Percent
Financials	6,764,625.00	100.0%
Total	6,764,625.00	100.0%



Equity Investments

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Financials					
Berkshire Hathaway Cl A	35.000	6,764,625.00 1,240,950.00	193,275.00 35,455.71		
Total Financials		6,764,625.00 1,240,950.00			
Miscellaneous Equities					
Vanguard Index 500 Portfolio Fd #40	13,498.052	2,347,041.28 933,678.94	173.88 69.17	42,005	1.79
Total Miscellaneous Equities		2,347,041.28 933,678.94		42,005	
Total Equity Investments		9,111,666.28 2,174,628.94		42,005	0.46

MCINTOSH FOUNDATION INC CUSTODY ACCT

Account Number:

72-0056-00-1

Statement Period:

05/01/13 - 04/30/14

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Federal Government Securities					
U S Treas Bds 8.750% Due 05/15/2017	500,000.000	618,050.00	123.61	43,750	0.59
Rating: NA		505,312.50	101.06	20,183.01	7.08
Total Federal Government Securities					
		618,050.00		43,750	
		505,312.50		20,183.01	
Corporate Bonds					
Ally Finl 3.25% MT Nt Ser A 09/15/16	250,000.000	246,742.50	98.70	8,125	3.25
Rating: BB		250,000.00	100.00	361.11	3.29
Bank Amer Corp 7.375% Mtnf Due 05/15/14	250,000.000	250,490.00	100.20	18,437	2.64
Rating: A-		268,000.00	107.20	8,501.73	7.36
Barclays Bank PLC 0.0% Due 10/31/14	200,000.000	199,514.00	99.76	5,500	3.39
Rating: A		200,000.00	100.00	15.27	2.76
Daimlerchrysler Co LLC 12.375% Deb Due 05/01/20	250,000.000	341,285.00	136.51	30,937	12.69
Rating: A-		260,312.50	104.13	15,429.68	9.07
Ford Motor Co 7.500% Due 08/01/26	250,000.000	311,172.50	124.47	18,750	5.81
Rating: BBB-		279,100.02	111.64	4,687.49	6.03
GTE Corp 6.84% Deb Due 04/15/18	250,000.000	296,395.00	118.56	17,100	2.35
Rating: BBB+		261,250.00	104.50	760.00	5.77
GE Capital Internotes 5.50% Mtnf Due 02/15/22	250,000.000	280,200.00	112.08	13,750	4.27
Rating: AA+		250,000.00	100.00	2,902.77	4.91
Goldman Sachs Grp Inc 0.00% Mtnv Due 07/22/15	250,000.000	250,025.00	100.01	1,567	
Rating: A-		236,700.00	94.68	39.25	0.63
Hydro-Quebec 8.40% Deb Due 01/15/22	400,000.000	527,252.00	131.81	33,600	2.80
Rating: A+		422,312.00	105.58	9,893.33	6.37
Italy Rep 6.875% Deb Due 09/27/23	250,000.000	308,842.50	123.54	17,187	6.57
Rating: NA		246,717.50	98.69	1,623.26	5.57
JPMorgan Chase & Co 2.375% Mtnf Due 07/27/16	200,000.000	197,434.00	98.72	1,454	2.28
Rating: A		200,000.00	100.00	16.27	0.74

MCINTOSH FOUNDATION INC CUSTODY ACCT

Account Number:

72-0056-00-1

Statement Period:

05/01/13 - 04/30/14

Fixed Income Investments

Description and Rating	Par Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Manitoba Prov Cda 9.625% Deb Due 12/01/18 Rating: AA	250,000.000	322,980.00 323,767.50	129.19 129.51	24,062 10,026.04	2.32 7.45
New Brunswick Prov Cda 9.75% Deb Due 05/15/20 Rating: A +	200,000.000	274,856.00 246,628.00	137.43 123.31	19,500 8,991.66	2.55 7.09
Newfoundland Prov Cda 8.65% Deb Due 10/22/22 Rating: A +	250,000.000	341,452.50 286,727.50	136.58 114.69	21,625 540.62	2.75 6.33
Nova Scotia Prov Cda 8.75% Deb Due 04/01/22 Rating: A +	250,000.000	342,072.50 299,090.00	136.83 119.64	21,875 1,822.91	2.35 6.39
Pharmacia Corp 6.50% Deb Due 12/1/18 Rating: AA	250,000.000	298,427.50 248,955.00	119.37 99.58	16,250 6,770.83	1.90 5.45
Pitney Bowes Inc Glbl 4.75% Mtnf Due 05/15/18 Rating: BBB	175,000.000	186,805.50 174,343.75	106.75 99.63	8,312 3,832.98	4.39 4.45
Rgs Aegco Funding Corp 9.81% Deb Due 12/07/22 Rating: BBB-	189,524.080	223,577.77 228,438.38	117.97 120.53	18,592 7,438.02	6.79 8.32
Saskatchewan Prov Cda 9.15% Deb Due 02/15/21 Rating: AAA	200,000.000	273,170.00 226,912.00	136.59 113.46	18,250 3,852.77	2.45 6.68
US Airways Grp 6.125% Due 06/01/18 Rating: B-	200,000.000	210,500.00 209,000.00	105.25 104.50	12,250 5,104.16	5.20 5.82
Wells Fargo & Co 5.00% Due 11/15/14 Rating: A	400,000.000	409,376.00 403,806.00	102.34 100.95	20,000 9,222.22	1.79 4.89
Total Corporate Bonds		6,092,570.27		347,123	
		5,522,060.15		101,832.37	
Total Fixed Income Investments		6,710,620.27		390,873	
		6,027,372.65		122,015.38	5.82