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Department of the Treasury
Internal Revenue Service

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

09/01, 2013, and ending

08/31, 2014

Name of foundation BADER PHILANTHROPIES INC F/K/A HELEN BADER FOUNDATION, INC.		A Employer identification number 39-1710914
Number and street (or P O box number if mail is not delivered to street address) 233 NORTH WATER STREET FOURTH FLOOR		B Telephone number (see instructions) (414) 224-6464
City or town, state or province, country, and ZIP or foreign postal code MILWAUKEE, WI 53202		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) ☐ \$ 10,081,967.	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)	5,790,000.			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	11,317.	11,317.		
4	Dividends and interest from securities		635.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		155,390.		
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)		13,632.		
12	Total. Add lines 1 through 11	5,801,317.	180,974.		
13	Compensation of officers, directors, trustees, etc.	313,633.			313,633.
14	Other employee salaries and wages	723,924.			723,924.
15	Pension plans, employee benefits	217,232.			217,232.
16a	Legal fees (attach schedule)	42,597.	50.		42,547.
b	Accounting fees (attach schedule)	13,975.			13,975.
c	Other professional fees (attach schedule)	36,861.			36,861.
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion	44,705.			
20	Occupancy	196,291.			196,291.
21	Travel, conferences, and meetings	176,769.			176,769.
22	Printing and publications	3,757.			3,757.
23	Other expenses (attach schedule)	225,080.	308,868.		225,080.
24	Total operating and administrative expenses. Add lines 13 through 23	1,994,824.	308,918.		1,950,069.
25	Contributions, gifts, grants paid	10,279,317.			10,279,317.
26	Total expenses and disbursements. Add lines 24 and 25	12,274,141.	308,918.		12,229,386.
27	Subtract line 26 from line 12	-6,472,824.			
a	Excess of revenue over expenses and disbursements		0		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		6,664.	6,637.	6,637.
	2	Savings and temporary cash investments		6,902,800.	954,958.	954,958.
	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)				
	b	Investments - corporate stock (attach schedule)				
	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)					
14	Land, buildings, and equipment basis ▶	851,467.				
	Less accumulated depreciation ▶ (attach schedule)	704,691.		187,807.	146,776.	146,776.
15	Other assets (describe ▶)			9,457,518.	8,973,596.	8,973,596.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			16,554,789.	10,081,967.	10,081,967.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			0	0
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, . . . ▶ ☒				
		check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)			16,554,789.	10,081,967.	
31	Total liabilities and net assets/fund balances (see instructions)			16,554,789.	10,081,967.	

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	16,554,789.
2	Enter amount from Part I, line 27a	2	-6,472,824.
3	Other increases not included in line 2 (itemize) ▶	3	2.
4	Add lines 1, 2, and 3	4	10,081,967.
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	10,081,967.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse, or common stock, 200 shs MLC Co)(b) How
acquired
P - Purchase
D - Donation(c) Date
acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1a** SEE PART IV SCHEDULE**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			
b			
c			
d			
e			

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

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

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

155,390.

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

0

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	15,144,109.	3,157,114.	4.796820
2011	15,617,057.	2,256,206.	6.921822
2010	11,018,444.	3,554,448.	3.099903
2009	12,479,135.	2,768,887.	4.506914
2008	14,131,053.	4,308,568.	3.279756

2 Total of line 1, column (d)**2**

22.605215

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**

4.521043

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

3,872,873.

5 Multiply line 4 by line 3**5**

17,509,425.

6 Enter 1% of net investment income (1% of Part I, line 27b)**6****7** Add lines 5 and 6**7**

17,509,425.

8 Enter qualifying distributions from Part XII, line 4**8**

13,622,585.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	0
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 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	0
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	0
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 10,465.		
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	10,465.	
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	10,465.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 10,465. Refunded ☐ ☐	11		

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?		
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) ☐ WI, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.BADER.ORG				
14	The books are in care of LISA HILLER Telephone no 414-224-6464			
Located at 233 N WATER ST, 4TH FLOOR MILWAUKEE, WI ZIP+4 53202				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year.				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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?	☐ Yes ☒ 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)	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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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		313,633.	54,091.	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HELEN RAMON	PROGRAM OFFICER			
MILWAUKEE, WI	40.00	99,331.	25,188.	0
JERRY ROBERTS	PROGRAM OFFICER			
MILWAUKEE, WI	40.00	97,102.	15,472.	0
ROBERT TOBIN	DIR FDN RELATIONS			
MILWAUKEE, WI	40.00	88,966.	8,606.	0
LINDA RUCKER	FINANCIAL ADMIN			
MILWAUKEE, WI	40.00	80,707.	8,675.	0
KIM THAO	OFFICE MANAGER			
MILWAUKEE, WI	40.00	78,307.	6,183.	0

Total number of other employees paid over \$50,000 ☐ 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	3,931,851.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,931,851.
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	
3	Subtract line 2 from line 1d	3	3,931,851.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,978.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,872,873.
6	Minimum investment return. Enter 5% of line 5	6	193,644.

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	193,644.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	193,644.
4	Recoveries of amounts treated as qualifying distributions	4	1,877,122.
5	Add lines 3 and 4	5	2,070,766.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,070,766.

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	12,229,386.
b	Program-related investments - total from Part IX-B	1b	1,393,199.
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	13,622,585.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	13,622,585.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,070,766.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008 1,150,026.				
b From 2009 1,322,956.				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	2,472,982.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>13,622,585.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				2,070,766.
e Remaining amount distributed out of corpus	11,551,819.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,024,801.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	* 5,790,000.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	8,234,801.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013 8,234,801.				

*Distributions out of corpus apply to all pass-through grants as follows:
 \$2,290,000 under §4942(g)(3); \$3,500,000 under §170(b)(1)(F)

Form 990-PF (2013)

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

NOT APPLICABLE

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

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

Part XV Supplementary Information (Complete this part only if the 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))

NONE

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

NONE

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

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

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

ATCH 1

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

SEE STATEMENT

c Any submission deadlines

SEE STATEMENT

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

SEE STATEMENT

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
a Paid during the year SEE ATTACHED SCHEDULE				10,279,317.
Total			3a	10,279,317.
b Approved for future payment SEE ATTACHED SCHEDULE				8,825,925.
Total			3b	8,825,925.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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				14	11,317.	
4 Dividends and interest from securities						
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						
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)					11,317.	
13 Total. Add line 12, columns (b), (d), and (e)					11,317.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2013▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**BADER PHILANTHROPIES INC F/K/A HELEN BADER
FOUNDATION, INC.**Employer identification number**

39-1710914

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **BADER PHILANTHROPIES INC F/K/A HELEN BADER FOUNDATION, INC.**

Employer identification number
39-1710914

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DANIEL BADER CHARITABLE TRUST C/O FOLEY & LARDNER LLP, 777 E WISCONSIN MILWAUKEE, WI 53202	\$ 575,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	DAVID BADER CHARITABLE TRUST C/O FOLEY & LARDNER LLP, 777 E. WISCONSIN MILWAUKEE, WI 53202	\$ 575,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	ALFRED R. BADER 2961 N. SHEPARD AVE. MILWAUKEE, WI 53211	\$ 3,500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	MARGARET A. CARGILL FOUNDATION 6889 ROWLAND ROAD EDEN PRAIRIE, MN 55344	\$ 1,140,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization **BADER PHILANTHROPIES INC F/K/A HELEN BADER
FOUNDATION, INC.**

Employer identification number
39-1710914

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization **BADER PHILANTHROPIES INC F/K/A HELEN BADER
FOUNDATION, INC.**

Employer identification number
39-1710914

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
EIN 39-1710914
Attachment to 2013 Form 990-PF f/y/e August 31, 2014

Part I, Line 1 - Contributions Received

<u>Date</u>	<u>Donor & Description</u>	<u>Amount</u>
	Daniel Bader Charitable Trust c/o Foley & Lardner LLP 777 East Wisconsin Avenue Milwaukee, WI 53202	
7/24/2014	Cash	\$ 500,000
8/18/2014	Cash	75,000
	Total	<u>\$ 575,000</u>
	David Bader Charitable Trust c/o Foley & Lardner LLP 777 East Wisconsin Avenue Milwaukee, WI 53202	
7/24/2014	Cash	\$ 500,000
8/18/2014	Cash	75,000
	Total	<u>\$ 575,000</u>
	Alfred R Bader 2961 N Shepard Avenue Milwaukee, WI 53211	
2/4/2014	Cash	\$ 3,500,000
	Margaret A Cargill Foundation 6889 Rowland Road Eden Prairie, MN 55344	
8/4/2014	Cash	\$ 1,140,000
	Total Contributions Received	<u><u>\$ 5,790,000</u></u>

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
 Attachment to 2013 Form 990-PF f/y/e August 31, 2014

Part I, Line 4 - Dividend & Interest

	(a)	(b)
Generation Growth Capital Fund I LP (Sch K-1)	\$ -	\$ 19
Generation Growth Partners II, LLC (Sch K-1)		2
Generation Growth Cap Fd II, LP (Sch K-1)	-	614
Totals	\$ -	\$ 635

Part I, Line 11 - Other Income

	(a)	(b)
Generation Growth Capital Fund I LP (Sch K-1)	\$ -	\$ 10,177
Generation Growth Partners I, LLC (Sch K-1)	-	40
Generation Growth Cap Ptnrs II LLC (Sch K-1)	-	9
Generation Growth Cap Fd II, LP (Sch K-1)	-	3,406
Other	-	-
Totals	\$ -	\$ 13,632

Part I, Line 16(a) - Legal Fees

	(a)	(b)	(d)
Foley & Lardner LLP	\$ 27,013	\$ 50	\$ 26,963
Abramowitz & Abramowitz	6,930	-	6,930
FisherBroyles, LLP	1,974	-	1,974
Marsha E Huff	6,680	-	6,680
Totals	\$ 42,597	\$ 50	\$ 42,547

Part I, Line 16(b) - Accounting Fees

	(a)	(b)	(d)
Komisar Brady & Co , LLP	\$ 13,975	\$ -	\$ 13,975

Part I, Line 16(c) - Other Professional Fees

	(a)	(b)	(d)
Program Consulting	\$ 36,861	\$ -	\$ 36,861

Part I, Line 19 - Depreciation

	(a)	(b)
See Attached Schedules.		
Audio-Visual Equipment	\$ 14,876	\$ -
Computer Hardware	2,951	-
Office Furniture & Fixtures	15,152	-
Renovation	11,726	-
Telephone System	-	-
Totals	\$ 44,705	\$ -

Asset	d	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
-------	---	----------------------	-----------------	-----------	------------------	----------------	-------------------------	---------------------------	---------------	---------------------	-------------	-------------

TB: AV EQUIPMENT (TB 150)

10005		Kodak AMT Slide Projector	8/31/95	555	0	0	0	555	0	555	0 S/L	60
10009		Creston CLI-120N-4A Dimmer	7/27/98	840	0	0	0	840	0	840	0 S/L	60
10010		Creston CLI-120N-4A Dimmer	7/27/98	840	0	0	0	840	0	840	0 S/L	60
10012	d	Draper-Premier 76 5x104 Screen	7/27/98	2,147	0	0	0	2,147	0	2,147	0 S/L	60
10013		Draper LVC III + LVCS Switch	7/27/98	209	0	0	0	209	0	209	0 S/L	60
10017		Chief RPA-1200 Ceiling Kit	7/27/98	222	0	0	0	222	0	222	0 S/L	60
10030		Mid Atlantic WRK-24SA-27 Rack	7/27/98	610	0	0	0	610	0	610	0 S/L	60
10031		Bretford Cr8526-GM Cart	7/27/98	251	0	0	0	251	0	251	0 S/L	60
10036		Shure MX418/O Podium Mic	7/27/98	233	0	0	0	233	0	233	0 S/L	60
10038		AV Podium Sys-Midwest Visual	5/01/00	4,839	0	0	0	4,839	0	4,839	0 S/L	60
10039		Podium - Midwest Visual	5/01/00	2,524	0	0	0	2,524	0	2,524	0 S/L	60
10040		Lecturn (Henricksen)	4/13/00	908	0	0	0	908	0	908	0 S/L	60
30233		Marantz Digital recorder	10/06/05	2,629	0	0	0	2,629	0	2,629	0 S/L	50
30234		Digital camera w/ attachments	10/21/05	1,103	0	0	0	1,103	0	1,103	0 S/L	50
30248		Dell digital camera PG	12/20/06	250	0	0	0	250	0	250	0 S/L	50
30297		HDI Hello Direct Incinashua Headset	1/20/10	549	0	0	0	393	110	503	46 S/L	50
30313		Audio Visual Electronics	5/01/13	73,831	0	0	0	4,922	19,688	54,143	S/L	50
				92,540	0c	0	23,475	14,876	38,351	54,189		
				2,147	0	0	2,147	0	2,147	0		
				90,393	0c	0	21,328	14,876	36,204	54,189		
				AV EQUIPMENT (TB 150)								
				*Less: Dispositions and Transfers								
				Net AV EQUIPMENT (TB 150)								

TB: COMPUTER HARDWARE (TB 160)

20033		CPQ 5015 2-tone Flat Monitor	4/10/02	525	0	0	0	525	0	525	0 S/L	60
20034		HP LJ 4100N Printer-RH	4/10/02	1,500	0	0	0	1,500	0	1,500	0 S/L	60
20035	d	Dell-2 Servers	9/01/02	2,267	0	0	0	2,267	0	2,267	0 S/L	60
20043	d	Dell Computer	1/06/04	2,406	0	0	0	2,406	0	2,406	0 S/L	60
30246	d	Dell laptops SJ	6/18/07	987	0	0	0	987	0	987	0 S/L	50
30252	d	CDW HP tape drive PG	2/20/07	437	0	0	0	437	0	437	0 S/L	50
30274		Server	12/03/07	8,425	0	0	0	8,425	0	8,425	0 S/L	50
30275		Laptop	12/18/07	1,605	0	0	0	1,605	0	1,605	0 S/L	50
30298		Dell Vostro 3500-56 laptop-BR	2/16/11	589	0	0	0	295	412	177	S/L	50
30299		Dell Vostro 3500 Fast Track - KT	3/21/11	890	0	0	0	430	608	282	S/L	50
30300		MacBook Pro MC700LL/A - RT	3/22/11	1,266	0	0	0	612	865	401	S/L	50
30301		1 Apple Mac Mini CTO - DB	3/25/11	844	0	0	0	408	577	267	S/L	50
30302		HP Printer, HP LF P2055DN - LR	1/10/11	551	0	0	0	294	404	147	S/L	50
30303		Dell Vostro 3500-56 laptop - LR	2/16/11	589	0	0	0	295	412	177	S/L	50
30304		Dell Vostro 3500-56 laptop - HR	2/16/11	589	0	0	0	295	412	177	S/L	50
30305		Dell Vostro 3500-56 laptop - KD	2/16/11	589	0	0	0	295	412	177	S/L	50
30306		Dell Vostro 3500-56 laptop - TH	2/16/11	589	0	0	0	295	412	177	S/L	50
30307		Dell Vostro 3500-56 laptop - RM	2/16/11	589	0	0	0	295	412	177	S/L	50
30308		Dell Vostro 3500-56 laptop - MV	2/16/11	589	0	0	0	295	412	177	S/L	50
30309		MacBook Pro MC700LL/A - LH	3/22/11	1,266	0	0	0	612	865	401	S/L	50
30311		Apple - BR laptop	1/31/12	1,653	0	0	0	314	512	875	S/L	70
30312		Dell - 3 laptops(2 for interns, 1 for r	5/10/12	1,653	0	0	0	315	551	1,102	S/L	70
30314		Dell Server	9/10/13	3,674	0c	0	0	0	735	2,939	200DB	100

Asset Id	Property Description	Date In Service	Book Cost	Book Sec 179 Exp c	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
TB: COMPUTER HARDWARE (TB 160 (continued))											
	COMPUTER HARDWARE (TB 160		33,806	0c	0	23,202	2,951	26,153	7,653		
	*Less: Dispositions and Transfers		6,097	0	0	6,097	0	6,097	0		
	Net COMPUTER HARDWARE (TB 160		27,709	0c	0	17,105	2,951	20,056	7,653		

TB: FURNITURE & FIXTURES (TB

30008	287-3 Green Three Seat Sofa	1/16/92	2,032	0	0	2,032	0	2,032	0	S/L	100
30009	SLF3632 LrrlF13-Drwr36 Wide x6	1/16/92	2,291	0	0	2,291	0	2,291	0	S/L	100
30010	SLF4232 LrrlF13-Drwr42 Wide x3	1/16/92	1,267	0	0	1,267	0	1,267	0	S/L	100
30011	PRX17XGXP CnfrncPnDsk-36 W1	1/16/92	461	0	0	461	0	461	0	S/L	100
30012	SUX65XNEE ChrU-Brg48x24x29	1/16/92	483	0	0	483	0	483	0	S/L	100
30013	PLX17XGXP CnfrncPenDesk36 W	1/16/92	374	0	0	374	0	374	0	S/L	100
30014	PLX17XGXP CnfrncPenDesk36 W	1/16/92	374	0	0	374	0	374	0	S/L	100
30015	SEX27RBEN Pdntl Crdnza 72 Wld	1/16/92	596	0	0	596	0	596	0	S/L	100
30016	SEX27RBEN Pdntl Crdnza 72 Wld	1/16/92	596	0	0	596	0	596	0	S/L	100
30017	SEX27LBEN Pdntl Crdnza72 w/LPc	1/16/92	703	0	0	703	0	703	0	S/L	100
30018	SOA4520 Bick Keyboard Shelf x3	1/16/92	340	0	0	340	0	340	0	S/L	100
30019	SDW17DBMN Pdntl Desk 72 Wld	1/16/92	868	0	0	868	0	868	0	S/L	100
30020	SCX08MQRM CbPdntlCrdnz 2Fl F	1/16/92	1,101	0	0	1,101	0	1,101	0	S/L	100
30021	SLX27DNNN Crdnza 72x24 D	1/16/92	628	0	0	628	0	628	0	S/L	100
30022	SCX08LQRL CbPdntlCrdnza 60 W	1/16/92	1,100	0	0	1,100	0	1,100	0	S/L	100
30023	C204-002 MngmntHbkChrw/Arms	1/16/92	2,012	0	0	2,012	0	2,012	0	S/L	100
30027	C204-002 MngmntHbkChrw/Ar x	1/16/92	4,717	0	0	4,717	0	4,717	0	S/L	100
30029	L43 Lazio WoodArmUphlstrd Outsc	1/16/92	712	0	0	712	0	712	0	S/L	100
30030	L43 Lazio WoodArmUphlstrd Outsc	1/16/92	712	0	0	712	0	712	0	S/L	100
30031	Custom Telephn Tbl 18 Diametr	1/16/92	471	0	0	471	0	471	0	S/L	100
30032	Custom Drum Table	1/16/92	471	0	0	471	0	471	0	S/L	100
30033	18 D Drum table	1/16/92	341	0	0	341	0	341	0	S/L	100
30034	RTR30304-P Rubber Tbl w/PedBsk	1/16/92	462	0	0	462	0	462	0	S/L	100
30035	Reception Desk 15060ST SecHght	5/26/92	643	0	0	643	0	643	0	S/L	100
30036	Reception Desk-L15062ST 29 H	5/26/92	810	0	0	810	0	810	0	S/L	100
30037	Reception Desk-R15422ST LShpTt	5/26/92	873	0	0	873	0	873	0	S/L	100
30038	SLF4232 Lrrl File 3 Drwrs-42	5/26/92	434	0	0	434	0	434	0	S/L	100
30040	Tasklight 6288 Charcoal	3/12/92	741	0	0	741	0	741	0	S/L	100
30041	B060-REL-900 Visual Cabinet48	6/18/92	944	0	0	944	0	944	0	S/L	100
30042	SSP24131N Mobile Ped	8/03/92	1,091	0	0	1,091	0	1,091	0	S/L	100
30043	SLF4222 2-Drawer Lateral 12 H	8/03/92	424	0	0	424	0	424	0	S/L	100
30044	Acoustical Pane 85Hx30W NonPwr	10/05/92	356	0	0	356	0	356	0	S/L	100
30045	AcousticalPn85Hx36W NonPwr x	10/05/92	1,195	0	0	1,195	0	1,195	0	S/L	100
30046	Acstcl Pn A1130 8536EDTDJC93	10/05/92	463	0	0	463	0	463	0	S/L	100
30047	Acstcl Pn A1130 8536EDTDJC93	10/05/92	463	0	0	463	0	463	0	S/L	100
30048	FlipperDoorUnitFabricTexCubist	10/05/92	223	0	0	223	0	223	0	S/L	100
30049	FlipperDoorUnitFabricTexCubist	10/05/92	223	0	0	223	0	223	0	S/L	100
30050	Peninsula Square E 30 x 72	10/05/92	376	0	0	376	0	376	0	S/L	100
30051	Worksurface Square 30 x 72	10/05/92	321	0	0	321	0	321	0	S/L	100
30052	Worksurface Square 30 x 72	10/05/92	321	0	0	321	0	321	0	S/L	100
30053	Worksurface Aquare 24 X 48 x3	10/05/92	522	0	0	522	0	522	0	S/L	100
30054	FlipperDoorUnit 30Wx13Dx15 5H	10/05/92	201	0	0	201	0	201	0	S/L	100

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Asset	d	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
TB: FURNITURE & FIXTURES (TB (continued))												
30055		FlipprDoorUnit 30Wx13Dx15 5H	10/05/92	201	0	0	201	0	201	0	S/L	100
30056		FlipprDoorUnit 48Wx13Dx15 5H x	10/05/92	732	0	0	732	0	732	0	S/L	100
30057		Bx/FIPed 19 5/8Dx14 5/8Wx26H	10/05/92	998	0	0	998	0	998	0	S/L	100
30058		Tasklight, 48W	10/05/92	322	0	0	322	0	322	0	S/L	100
30059		Tackboard 48x20 FbrGrdClth x3	10/05/92	397	0	0	397	0	397	0	S/L	100
30060		SNX17XBEE 36x72x29 Table Des	10/05/92	565	0	0	565	0	565	0	S/L	100
30061		SUX65XBEE 24x48x29 U Bridge	10/05/92	246	0	0	246	0	246	0	S/L	100
30062		SGX27LBME Sngl Pdsl Crdnza	10/05/92	846	0	0	846	0	846	0	S/L	100
30063		SLF42520 42x18Dx64 1/4 Lrl RI	10/05/92	767	0	0	767	0	767	0	S/L	100
30064		SLF42520 42x18Dx64 1/4 Lrl RI	10/05/92	767	0	0	767	0	767	0	S/L	100
30070		218283BU Leg Subassembly Pnsul	11/05/92	201	0	0	201	0	201	0	S/L	100
30071		218283BU Leg Subassembly Pnsul	11/05/92	201	0	0	201	0	201	0	S/L	100
30072		Helen Bader Foundation Sign	12/22/92	1,460	0	0	1,460	0	1,460	0	S/L	100
30073		Haskell SCX08QRR Credenza	1/18/93	1,500	0	0	1,500	0	1,500	0	S/L	100
30074		Lobby H	12/10/93	383	0	0	383	0	383	0	S/L	100
30077		Helen Bader Poster & Frame	2/16/94	871	0	0	871	0	871	0	S/L	100
30079		RD18-42 Round Table, 42 Dx29 H	4/14/94	453	0	0	453	0	453	0	S/L	100
30080		PLX17XGXP P-Shape Pnsula Dst	4/14/94	547	0	0	547	0	547	0	S/L	100
30081		SUX65XBEE U-Bridge Sif Edge Tj	4/14/94	292	0	0	292	0	292	0	S/L	100
30082		SEX27RBN/SAO4520 SnglPdCr	4/14/94	973	0	0	973	0	973	0	S/L	100
30083		SSP2412 IN Mobile Pedestal	4/14/94	312	0	0	312	0	312	0	S/L	100
30084		SCF3652BC-5068 Storage Cabinet	4/14/94	467	0	0	467	0	467	0	S/L	100
30085		SCF3652BC-5068 Storage Cabinet	4/14/94	467	0	0	467	0	467	0	S/L	100
30089		24FT/1300 Edge Table	4/14/94	6,209	0	0	6,209	0	6,209	0	S/L	100
30090		LETM-BL Table Lectern	4/14/94	325	0	0	325	0	325	0	S/L	100
30093		A2310.2448LBU Wrksfce24x48 x	4/14/94	601	0	0	601	0	601	0	S/L	100
30094		218283BU LegSubassemblyTops x6	4/14/94	1,003	0	0	1,003	0	1,003	0	S/L	100
30095		SCX08QRR Cube Ped w/ Lock	6/13/94	1,692	0	0	1,692	0	1,692	0	S/L	100
30096		Wilson Stacking Shelf	6/29/94	1,582	0	0	1,582	0	1,582	0	S/L	100
30098		WJ Highway & Milw/Waukesha M	8/10/94	369	0	0	369	0	369	0	S/L	100
30100		SRX08RB2M Haskell System File	3/03/95	676	0	0	676	0	676	0	S/L	100
30101		SXX23XDEE Haskell System Corn	3/03/95	596	0	0	596	0	596	0	S/L	100
30102		SRX23LBNZ Haskell System Box	3/03/95	575	0	0	575	0	575	0	S/L	100
30103		SCF365BC Haskell System	3/03/95	470	0	0	470	0	470	0	S/L	100
30104		SA4521 Haskell System Swvl	3/03/95	202	0	0	202	0	202	0	S/L	100
30105		SA4521 Haskell System Swivel	3/03/95	202	0	0	202	0	202	0	S/L	100
30106		CDU4814AA Haskell System	3/03/95	271	0	0	271	0	271	0	S/L	100
30107		DD2833BLWGC Krueger Data Box	3/03/95	507	0	0	507	0	507	0	S/L	100
30108		Desk & Chair	8/13/95	631	0	0	631	0	631	0	S/L	100
30111		Venetian Blinds	1/10/96	492	0	0	492	0	492	0	S/L	100
30112		File Cabinet	1/18/96	242	0	0	242	0	242	0	S/L	100
30113		7 Chairs, Table/Cabinet Crdnza	1/22/96	2,211	0	0	2,211	0	2,211	0	S/L	100
30116		Cabinets	3/21/96	296	0	0	296	0	296	0	S/L	100
30117		Signage	4/15/96	300	0	0	300	0	300	0	S/L	100
30118		File 4 Drvr Lgl 24 D x 52 H x3	9/24/97	432	0	0	432	0	432	0	S/L	100
30120		Luminosity Inc Taola Blk v4	6/08/98	1,102	0	0	1,102	0	1,102	0	S/L	100
30121		Luminosity Inc T121035 Blk	6/08/98	233	0	0	233	0	233	0	S/L	100
30122		Luminosity Inc T121035 Blk	6/08/98	233	0	0	233	0	233	0	S/L	100
30123		Coffee Maker	7/10/98	531	0	0	531	0	531	0	S/L	100

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Asset	d	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Value	Book Method	Book Period
TB: FURNITURE & FIXTURES (TB (continued))												
30126		Custom Wall Units	7/27/98	6,986	0	0	6,986	0	6,986	0	S/L	100
30127		Kidney Shaped Desk 32x36x74	7/27/98	1,624	0	0	1,624	0	1,624	0	S/L	100
30128		Peripheral Table 48 x 24	7/27/98	613	0	0	613	0	613	0	S/L	100
30129		Curved Corner Table 41 5x41 5	7/27/98	692	0	0	692	0	692	0	S/L	100
30131		Colleague Desk Chr w/ Adj Arms	7/27/98	915	0	0	915	0	915	0	S/L	100
30135		Lounge Chair Ebony	7/27/98	3,076	0	0	3,076	0	3,076	0	S/L	100
30138		Four Leg Arm Chair Black Frost	7/27/98	260	0	0	260	0	260	0	S/L	100
30139		Four Leg Arm Chair Black Frost	7/27/98	260	0	0	260	0	260	0	S/L	100
30140		\$ Leg Chr No Arms Bick Frst x4	7/27/98	1,004	0	0	1,004	0	1,004	0	S/L	100
30141		Overhead Shelf x6	7/27/98	1,722	0	0	1,722	0	1,722	0	S/L	100
30142		B60190-6-T-P462 Tag OSH-2	7/27/98	231	0	0	231	0	231	0	S/L	100
30143		Drum Table 20 D x 18 H	7/27/98	211	0	0	211	0	211	0	S/L	100
30144		Drum Table 20 d x 18 H	7/27/98	211	0	0	211	0	211	0	S/L	100
30146		Lightweight Folding Tbl 30x60 x6	7/27/98	2,346	0	0	2,346	0	2,346	0	S/L	100
30147		30 x30 Quarter Round Table	7/27/98	1,833	0	0	1,833	0	1,833	0	S/L	100
30148		Lateral File w/ Rectmnlr Pull	7/27/98	459	0	0	459	0	459	0	S/L	100
30149		Lateral File w/ Rectmnlr Pull	7/27/98	459	0	0	459	0	459	0	S/L	100
30150		Retractable Keyboard Shelf x4	7/27/98	552	0	0	552	0	552	0	S/L	100
30151		P-Shaped Conference Peninsula	7/27/98	489	0	0	489	0	489	0	S/L	100
30152		U-Bridge 48 x24"x29	7/27/98	280	0	0	280	0	280	0	S/L	100
30153		Sngl Ped Desl w/ Left Pedestal	7/27/98	624	0	0	624	0	624	0	S/L	100
30154		Mobile Pedestal	7/27/98	279	0	0	279	0	279	0	S/L	100
30155		Mobile Pedestal	7/27/98	279	0	0	279	0	279	0	S/L	100
30156		Credenza 60x24x29 x3	7/27/98	3,465	0	0	3,465	0	3,465	0	S/L	100
30160		Mimi Blinds	7/27/98	2,051	0	0	2,051	0	2,051	0	S/L	100
30161		Refinishing of Furniture	7/27/98	2,684	0	0	2,684	0	2,684	0	S/L	100
30162		Floor Lamp P1122 Blk	8/06/98	455	0	0	455	0	455	0	S/L	100
30163		Urine Combo Black	8/11/98	959	0	0	959	0	959	0	S/L	100
30164		GE Dishwasher	8/11/98	375	0	0	375	0	375	0	S/L	100
30170		Cuis Food Prep Center	8/15/98	326	0	0	326	0	326	0	S/L	100
30171		KA White 5QT Lld Ed Mixer	8/15/98	440	0	0	440	0	440	0	S/L	100
30172		Cuis EDay 14 Pc Set	8/15/98	400	0	0	400	0	400	0	S/L	100
30173		Drawer Ped for Credenza 60 W	8/15/98	325	0	0	325	0	325	0	S/L	100
30177		18 Cylinder Base	9/14/98	270	0	0	270	0	270	0	S/L	100
30179		Credenza-RH	11/01/99	957	0	0	957	0	957	0	S/L	100
30180		Office Panels-PG	8/07/00	2,404	0	0	2,404	0	2,404	0	S/L	100
30181		Folding Chairs/Caddy	9/29/00	2,317	0	0	2,317	0	2,317	0	S/L	100
30182		Office Furniture-MC	9/29/00	2,014	0	0	2,014	0	2,014	0	S/L	100
30183		Lateral File/Credenza-MC	11/06/00	677	0	0	677	0	677	0	S/L	100
30184		Workstation/keyboard arm (Bern)	3/02/01	815	0	0	815	0	815	0	S/L	100
30185		8 - 60 in. round folding tables	3/02/01	1,322	0	0	1,322	0	1,322	0	S/L	100
30187		4 Dr File Cabinet-LH	1/23/03	679	0	0	679	0	679	0	S/L	100
30189		Chair-DB's office	4/28/03	300	0	0	300	0	300	0	S/L	100
30190		Gallery - Iron Clay Works	8/03/04	5,000	0	0	4,542	458	5,000	0	S/L	100
30193		File drawer - MV	2/14/05	240	0	0	206	24	230	10	S/L	100
30224		Folding Cart - Boelter	2/01/05	424	0	0	364	43	407	17	S/L	100
30225		Gallery	2/14/05	4,500	0	0	3,863	450	4,313	187	S/L	100
30226		Book shelf - LH	2/14/05	260	0	0	223	26	249	11	S/L	100
30227		File drawer - KN	2/14/05	240	0	0	206	24	230	10	S/L	100

Asset	d	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Value	Book Method	Book Period
TB: FURNITURE & FIXTURES (TB (continued))												
30228		Storage units	2/16/05	240	0	0	204	24	228	12	S/L	100
30229		Top stools for DB's office - PG	3/08/05	1,575	0	0	1,339	157	1,496	79	S/L	100
30230		Folding chairs (16)	4/01/05	771	0	0	649	77	726	45	S/L	100
30231		Frame	4/01/05	288	0	0	288	0	288	0	S/L	50
30235		Electronic puncher/stapler	9/21/05	769	0	0	769	0	769	0	S/L	50
30244		Electronic puncher - PG	3/17/06	467	0	0	467	0	467	0	S/L	70
30245		LR-printer, scanner, copier	3/30/06	316	0	0	804	108	912	172	S/L	100
30253		Reception area desk work	1/08/07	500	0	0	211	31	242	74	S/L	100
30254		Reception area desk work	3/01/07	500	0	0	325	50	375	125	S/L	100
30255		Reception area work	5/22/07	1,200	0	0	750	120	870	330	S/L	100
30256		Reception area overhead light	7/19/07	252	0	0	153	26	179	73	S/L	100
30260		Sound consultants	2/06/07	550	0	0	362	55	417	133	S/L	100
30261		Renovation consultants	2/09/07	841	0	0	553	84	637	204	S/L	100
30262		Sound consultants	3/12/07	576	0	0	375	57	432	144	S/L	100
30263		Renovation consultants	3/20/07	1,075	0	0	690	107	797	278	S/L	100
30264		Renovation consultants	4/16/07	1,860	0	0	1,178	186	1,364	496	S/L	100
30265		Renovation consultants	6/22/07	1,837	0	0	1,133	183	1,316	521	S/L	100
30266		Renovation consultant	9/05/07	1,317	0	0	790	132	922	395	S/L	100
30267		Renovation consultant	10/12/07	800	0	0	473	80	553	247	S/L	100
30268		Renovation consultant	10/12/07	1,343	0	0	795	134	929	414	S/L	100
30269		Renovation consultant	11/06/07	837	0	0	488	84	572	265	S/L	100
30271		Office furnishings	10/08/07	31,270	0	0	18,501	3,127	21,628	9,642	S/L	100
30272		Office furnishings	11/06/07	3,638	0	0	2,122	364	2,486	1,152	S/L	100
30273		Office furnishings	11/06/07	13,339	0	0	7,781	1,334	9,115	4,224	S/L	100
30279		Furnishing	1/18/08	3,638	0	0	2,031	364	2,395	1,243	S/L	100
30280		Furnishing	2/07/08	32,952	0	0	18,398	3,295	21,693	11,259	S/L	100
30281		Furnishing	2/14/08	14,114	0	0	7,880	1,411	9,291	4,823	S/L	100
30282		Furnishing	2/15/08	1,725	0	0	963	173	1,136	589	S/L	100
30283		Renovation consultant	1/07/08	626	0	0	355	62	417	209	S/L	100
30284		Furnishing	2/14/08	5,167	0	0	2,885	517	3,402	1,765	S/L	100
30288		4 lounge chair's DB's office	7/21/08	2,555	0	0	1,299	255	1,554	1,001	S/L	100
30289		Small refrigerator	8/29/08	1,379	0	0	690	137	827	552	S/L	100
30290		30" cafe height table black	8/29/08	800	0	0	400	80	480	320	S/L	100
30291		Professional consultant	3/13/08	615	0	0	338	62	400	215	S/L	100
30292		Professional consultant	11/06/07	3,475	0	0	2,027	348	2,375	1,100	S/L	100
30293		Professional consultant	5/09/08	4,425	0	0	2,360	443	2,803	1,622	S/L	100
30310		Side Table for Daniels Room	8/27/12	3,220	0	0	460	460	920	2,300	S/L	70
FURNITURE & FIXTURES (TB												
				270,427	0c	0	209,017	15,152	224,169	46,258		

TB: PHONE SYSTEM (TB 194)

30206		Portable Phone	1/11/96	441	0	0	441	0	441	0	S/L	60
30214		Dress System (1 addl transmitter)	3/01/03	515	0	0	515	0	515	0	S/L	60
30215		Elevator timing unit/lockable box	4/03/03	989	0	0	989	0	989	0	S/L	60
30216		Piping/Wiring-Remote Hall Call St	7/24/03	1,863	0	0	1,863	0	1,863	0	S/L	60
30217		Telephone Conf Equip (Verizon)	3/25/04	1,008	0	0	1,008	0	1,008	0	S/L	60
30218		HDI Headset for DB-PG	1/14/05	610	0	0	610	0	610	0	S/L	50
30257		Panasonic telephone system	10/11/06	14,884	0	0	14,884	0	14,884	0	S/L	50

Asset ID	Property Description	Date In Service	Book Cost	Book Sec 179 Exp c	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
TB: PHONE SYSTEM (TB 194) (continued)											
30258	KX-T7633 telephone	10/01/06	190	0	0	190	0	190	0	S/L	50
30259	KX-T7633 telephone	1/08/07	190	0	0	190	0	190	0	S/L	50
	PHONE SYSTEM (TB 194)		20,690	0c	0	20,690	0	20,690	0		
TB: RENOVATIONS (TB 190)											
30194	D G Beyer	4/27/98	69,365	0	0	69,365	0	69,365	0	S/L	100
30195	D G Beyer	5/08/98	93,943	0	0	93,943	0	93,943	0	S/L	100
30196	D G Beyer	6/12/98	67,031	0	0	67,031	0	67,031	0	S/L	100
30197	D G Beyer	7/27/98	62,128	0	0	62,128	0	62,128	0	S/L	100
30198	Henricksen & Company, Inc	7/27/98	1,321	0	0	1,321	0	1,321	0	S/L	100
30199	Midwest Visual	7/27/98	12,191	0	0	12,191	0	12,191	0	S/L	100
30200	Ductwork/Wiring	4/30/99	17,700	0	0	17,700	0	17,700	0	S/L	100
30201	Bright Lights 604-2Y (x5)	9/14/98	518	0	0	518	0	518	0	S/L	100
30202	Bright Lights 702	9/14/98	424	0	0	424	0	424	0	S/L	100
30203	Emergency Exit Lights-N and S ext	4/03/03	370	0	0	370	0	370	0	S/L	100
30204	RESURFACE WALL	8/31/04	940	0	0	846	94	940	0	S/L	100
30270	Buildout	11/07/07	52,203	0	0	30,451	5,221	35,672	16,531	S/L	100
30276	Renovation	1/09/08	1,850	0	0	1,048	185	1,233	617	S/L	100
30277	Renovation	2/07/08	1,557	0	0	869	156	1,025	532	S/L	100
30278	Renovation	2/07/08	50,500	0	0	28,196	5,050	33,246	17,254	S/L	100
30285	Office redesign	4/01/08	1,138	0	0	616	114	730	408	S/L	100
30286	Office redesign	5/15/08	7,889	0	0	4,208	788	4,996	2,893	S/L	100
30287	Install coax cable	5/23/08	1,185	0	0	622	118	740	445	S/L	100
	RENOVATIONS (TB 190)		442,253	0c	0	391,847	11,726	403,573	38,680		
	Grand Total		859,716	0c	0	668,231	44,705	712,936	146,780		
	Less: Dispositions and Transfers		8,244	0	0	8,244	0	8,244	0		
	Net Grand Total		851,472	0c	0	659,987	44,705	704,692	146,780		

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
 Attachment to 2013 Form 990-PF f/y/e August 31, 2014

Part I, Line 23 - Other Expenses

	(a)	(b)	(d)
Computer Software & Consulting	\$ 73,599	\$ -	\$ 73,599
Insurance	12,827	-	12,827
Miscellaneous	31,293	-	31,293
Office Supplies	6,849	-	6,849
Parking	20,484	-	20,484
Photography	808	-	808
Postage & Mailing Expense	355	-	355
Printing	1,511	-	1,511
Professional Dues	820	-	820
Public Relations	76,534	-	76,534
Generation Growth Capital Fund I LP (Sch K-1)	-	177,460	-
Generation Growth Partners I, LLC (Sch K-1)	-	697	-
Generation Growth Cap Ptnrs II LLC (Sch K-1)	-	344	-
Generation Growth Capital Fund II LP (Sch K-1)	-	130,367	-
Totals	\$ 225,080	\$ 308,868	\$ 225,080

Part II, Line 10b - Investments Corporate Stock

	8/31/2014	
	Book Value	Market Value
Legacy Bancorp Inc Stock	\$ -	\$ -

Part II, Line 14 - Land, Buildings, and Equipment

		8/31/2014	
		Book Value	Market Value
Audio-Visual Equipment	\$ 90,393		
Less Accumulated Depreciation	(36,204)	\$ 54,189	\$ 54,189
Computer Hardware	27,709		
Less Accumulated Depreciation	(20,056)	7,653	7,653
Office Furniture & Equipment	270,422		
Less Accumulated Depreciation	(224,168)	46,254	46,254
Renovation	442,253		
Less Accumulated Depreciation	(403,573)	38,680	38,680
Telephone System	20,690		
Less Accumulated Depreciation	(20,690)	-	-
Totals		\$ 146,776	\$ 146,776
	851,467		

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
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Part II, Line 15 - Other Assets

	8/31/2014	
	Book Value	Market Value
Forward Community Investments Inc (PRI)	\$ 59,988	\$ 59,988
Generation Growth Capital Fund I (PRI)	3,249,303	3,249,303
Generation Growth Capital Partners I, LLC (PRI)	11,909	11,909
Generation Growth Capital Fund II (PRI)	3,600,000	3,600,000
Generation Growth Capital Partners II, LLC (PRI)	3,570	3,570
Generation Growth Capital, Inc (PRI)	1,000,026	1,000,026
Illinois Facilities Fund (PRI)	25,000	25,000
Legacy Redevelopment Corporation (PRI)	200,000	200,000
Medical College of Wisconsin, Inc (PRI)	373,800	373,800
Wisconsin Preservation Fund (PRI)	250,000	250,000
WI Women's Business Initiative Corp (PRI)	200,000	200,000
Totals	\$ 8,973,596	\$ 8,973,596

Part III, Line 3 - Other Increases

Rounding	\$	2
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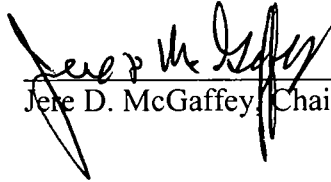
FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GENERATION GROWTH CAPITAL FUND I, LP --K PROPERTY TYPE: SECURITIES				P	154,783.	
		GENERATION GROWTH CAPITAL PARTNERS I LLC					607.	
TOTAL GAIN (LOSS)							<u>155,390.</u>	

CERTIFICATE OF OFFICER

The attached copy of Bylaws for Bader Philanthropies, Inc. (f/k/a Helen Bader Foundation, Inc.) are a true and correct copy of the current bylaws of the Foundation.

Dated this 10th day of July, 2015.

A handwritten signature in black ink, appearing to read "Jere D. McGaffey", is written over a horizontal line.

Jere D. McGaffey, Chairman, Treasurer

AMENDED AND RESTATED BYLAWS

OF

BADER PHILANTHROPIES, INC.

ARTICLE I

General

Section 1. Purposes of Corporation. The purposes of this Corporation shall be as set forth in the Articles of Incorporation of the Corporation. These Bylaws specify various matters affecting the operations and governance of the Corporation.

Section 2. Receipt of Gifts. The Corporation may receive gifts, contributions, donations and bequests for its purposes.

ARTICLE II

Members

The Corporation shall have no members but shall be managed by its Board of Directors as set forth in Article III of these Bylaws.

ARTICLE III

Directors

Section 1. Powers. Subject to the limitations of the Articles of Incorporation of the Corporation, these Bylaws and the laws of the State of Wisconsin, the affairs of the Corporation shall be managed by the Board of Directors.

Section 2. Qualification; Appointment; Term.

(a) The Directors of the Corporation shall consist of all individuals who, from time to time, are serving (1) as Trustees of the Daniel Bader Charitable Trust or the David Bader Charitable Trust (the "Charitable Trusts") or (2) as members of the Advisory Fund Committees (other than Isabel Bader), as defined herein.

(b) The number of Directors of the Corporation shall be determined by the Directors at the annual meeting and shall not be less than three (3). The Directors of the Corporation shall be appointed each year in the following manner by the Directors at the annual meeting: Any individual who is serving as a Trustee of one of the Charitable Trusts and any individual who is a member of an Advisory Fund Committee (other than Isabel Bader) shall be appointed as a Director of the Corporation. Each Director shall hold office until the earliest to occur of the following: the appointment of such Director's successor; such Director's death, resignation or removal; such Director's ceasing to be a Trustee of one of the Charitable Trusts or a member of an Advisory Fund Committee.

Section 3. Resignation. A Director may resign at any time by giving written notice to the Secretary of the Corporation, who shall advise the Board of Directors of such resignation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary of the Corporation, and unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Meetings.

(a) Annual Meeting. The annual meeting of the Board of Directors shall be the spring meeting of the Directors each year. The annual meeting shall be held at such time and place as may be designated by the President of the Corporation, or by the Chairman if the President is absent or unable to act, for the appointment of Directors, the election of officers and the transaction of such other business as may properly come before the meeting. In the event of failure, through oversight or otherwise, to hold the annual meeting of Directors in any year during the month herein provided, the meeting, upon waiver of notice or upon due notice, may be held at a later date, and any election had or business transacted at such meeting shall be as valid and effectual as if had or transacted at the annual meeting during the month herein provided.

(b) Other Regular Meetings. Other regular meetings of the Board of Directors of the Corporation may be held with or without notice at such regularly recurring time and place as the Board of Directors may designate.

(c) Special Meetings. Special meetings of the Board of Directors for any purpose or purposes shall be held whenever called by the President of the Corporation, or if the President is absent or is unable or refuses to act, by the Chairman, or by a majority of Directors.

Section 5. Notices. With the exception of regular meetings as set forth in Section 4(b) above of this Article, notice of any meeting of the Board of Directors, in each case specifying the place, date and hour of the meeting, shall be given to each Director, orally or in writing, not more than fifty (50) days prior to the date of the meeting, but at least three (3) days before the time set for such meeting or, if notification is by mail, by mailing such notice at least five (5) days before the day set for such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage prepaid, addressed to the Director at the Director's address as it appears on the records of the Corporation. Neither the business to be transacted at, nor the purpose of, any meeting of the Board of Directors need be specified in the notice or waiver of such notice of such meeting.

Section 6. Waiver of Notice. The transaction of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum is present and if, either before or after the meeting, a written waiver of notice of the meeting, containing the same information as would have been required to be included in a proper notice of the meeting, is signed by (a) each Director not present at the meeting and (b) each Director present at the meeting who objected thereto to the transaction of any business because the meeting was not lawfully called or convened. All such waivers shall be filed with and made a part of the minutes of the meeting.

Section 7. Action Without Meeting. An action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action is signed by all of the Directors then in office. Such action by written consent shall have the same force and effect as the unanimous vote of the Directors taken at a meeting. Such written action shall be effective when signed by all of the Directors, unless a different effective date and time are specified in the written consent.

Section 8. Quorum; Action of Directors. A majority of the number of Directors fixed pursuant to the Articles of Incorporation or these Bylaws shall constitute a quorum for the transaction of business. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act or decision of the Board of Directors, unless the act of a greater proportion is required by law, the Articles of Incorporation or these Bylaws.

Section 9. Adjournment. Any meeting of the Board of Directors, whether regular or special, and whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the Directors present. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting adjourned.

Section 10. Organization. The Chairman of the Board of the Corporation, if there is one, or if there is not a Chairman of the Board, the President of the Corporation, or in the absence of the President, a chairman chosen by a majority of the Directors present, shall act as chairman at every meeting of the Board of Directors. The Secretary of the Corporation, or in the absence of the Secretary, any person appointed by the chairman of the meeting, shall act as Secretary of the meeting.

Section 11. Methods of Conducting Meetings. Directors may participate in any regular or special meeting or in any meeting of a committee of Directors by any means of communication by which either (1) all participating Directors may simultaneously hear each other during the meeting or (2) all communication during the meeting is immediately transmitted to each participating Director and each participating Director is able to immediately send messages to all other participating Directors. If a meeting is conducted through the use of one of the foregoing means, all participating Directors must be informed that a meeting is taking place at which official business may be transacted. A Director participating in such a meeting is deemed to be present in person at the meeting. If requested by any Director, minutes of the meeting shall be prepared and distributed to each Director.

ARTICLE IV **Funds**

Section 1. Formation of Funds. The grant-making activities of the Corporation shall be carried out through two Funds. Each fund shall consist of a designated account on the books of the Corporation and shall not, for any purpose, be considered an entity separate from the Corporation.

(a) Helen Daniels Bader Fund. The Helen Daniels Bader Fund ("HDBF") shall be funded with distributions made to the Corporation by the Charitable Trusts.

(b) Isabel and Alfred Bader Fund. The Isabel and Alfred Bader Fund ("IABF") shall be funded with distributions made to the Corporation by the Alfred and Isabel Bader 2014 Charitable Trust.

Section 2. Annual Budget. The Board of Directors of the Corporation shall determine the annual budget available to each Fund for the purpose of making grants from the Fund.

Section 3. Advisory Fund Committees. Each Fund shall have an Advisory Fund Committee, whose duties shall be to (a) draw up a list of philanthropic areas for the grant-making activities of the Fund, which shall be reviewed and revised from time to time; (b) consider applications for grants to potential grantees in accordance with such list; and (c) recommend to the Board of Directors grants to be made from the Fund, within the Fund's annual budget. Grants shall be made from the Funds only with the approval of the Board of Directors and subject to the grant-making procedures of the Corporation. The Board of Directors shall appoint a Chair or Co-Chairs, and may appoint such other officers as are deemed necessary, for the Advisory Fund Committees. Officers of the Advisory Fund Committees shall not constitute officers of the Corporation under Wisconsin law. The Chairs or Co-Chairs shall chair committee meetings, assist in preparation of meeting agendas, record minutes of meetings, and perform such other duties as are assigned by the President.

Section 4. Members of Advisory Fund Committees.

(a) HDBF. The initial members of the Advisory Fund Committee of the HDBF shall be Daniel J. Bader, David M. Bader, Linda C. Bader, Michelle Berrong, Deirdre H. Britt, Jere D. McGaffey, and Frances Klistner Wolff.

(b) IABF: The initial members of the Advisory Fund Committee of the IABF shall be Isabel Bader, Margaret Foster, Daniel J. Bader, David M. Bader, Linda C. Bader, Michelle Berrong, Jere D. McGaffey, and Adina Shapiro.

(c) Appointment: Members and Chairs or Co-Chairs of Advisory Fund Committees shall be appointed by the Board of Directors of the Corporation at the annual meeting and shall serve until the earliest to occur of the following: the appointment of their successors by the Board of Directors or their death, resignation or removal.

ARTICLE V

Officers

Section 1. Officers. The Corporation shall have a Chairman, a President, one or more Vice Presidents, a Secretary, a Treasurer and such other officers or assistant officers as the Directors may from time to time elect. Any two or more of said offices may be held by the same person, except that the offices of President and Secretary and the offices of President and Vice President may not be held by the same person.

Section 2. Election. The officers of the Corporation shall be chosen annually by the Board of Directors at its annual meeting, and each officer shall hold office until such officer's successor shall have been duly elected and qualified, or until such officer's death, resignation or removal. Election or appointment as an officer shall not of itself create contract rights.

Section 3. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors or the Secretary of the Corporation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary or the Board of Directors as the case may be, and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Removal. Any officer may be removed from office by the action of the Board of Directors, whenever in its judgment the best interests of the Corporation will be served thereby, without prejudice to the contract rights, if any, of the officer so removed.

Section 5. Vacancies. A vacancy occurring in any office, for any reason, may be filled for the unexpired portion of the term of said office by the Board of Directors.

Section 6. Chairman. The Chairman shall serve as chair of all meetings of the Board of Directors and shall have such other powers and perform such other duties as may be prescribed from time to time by the Board of Directors or these Bylaws.

Section 7. President. The President shall be the chief executive officer of the Corporation and shall have such duties, responsibilities and powers as may be necessary to carry out the directions and policies of the Board of Directors or as are prescribed in these Bylaws or otherwise delegated by the Board of Directors and shall at all times be subject to the policies, control and direction of the Board of Directors. The President may sign and execute, in the name of the Corporation, any instrument or document consistent with the foregoing general delegation of authority or any other instrument or document specifically authorized by the Board of Directors, except when the signing and execution thereof shall have been expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation; provided, that neither the President nor any other officer may sign any deed or instrument of conveyance or endorse any security or execute any checks, drafts, or other orders for payment of money, notes, acceptances, or other evidence of indebtedness without the specific authority of the Board of Directors pursuant to Article V below of these Bylaws dealing with such matters. Except as otherwise provided herein, the President may delegate to a Vice President the power to execute, in the name of the Corporation, documents that fall within the sphere of the Vice President's duties. The President shall, whenever it may in the President's opinion be necessary, prescribe the duties of other officers and employees of the Corporation, in a manner not inconsistent with the provisions of these Bylaws and the directions of the Board of Directors.

Section 8. Vice Presidents. In the absence or disability of the President, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. If at any such time the Corporation has more than one Vice President, the duties and powers of the President shall pass to the Vice Presidents in order of their rank as fixed by the Board of Directors, or if they are not so ranked, to the Vice President designated by the Board of Directors. The Vice Presidents shall have such other powers and perform such other duties as may be prescribed for them from time to time by the Board of Directors, the President, or these Bylaws.

Section 9. Secretary. The Secretary shall:

(a) Certify and keep at the principal office of the Corporation the original or a copy of its Articles of Incorporation and Bylaws, as amended or otherwise altered to date.

(b) Keep at the principal office of the Corporation or such other place as the Board of Directors may direct, a book of minutes of all meetings of the Board of Directors and committees thereof, with the time and place of holding, whether regular or

special and, if special, how authorized, the notice thereof given, and the names of those present at the meetings.

(c) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

(d) Be custodian of the records and of the seal of the Corporation, if any, and see that it is engraved, lithographed, printed, stamped, impressed upon, or affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws.

(e) See that the books, reports, statements and all other documents and records required by law are properly kept and filed.

(f) In general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned by the Board of Directors.

Section 10. Treasurer. The Treasurer shall perform, or have performed under the Treasurer's direction, the following functions:

(a) Have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies or other depositories as shall be selected by the Board of Directors.

(b) Keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital and surplus.

(c) Render interim statements of the condition of the finances of the Corporation to the Board of Directors upon request, and render a full financial report at the annual meeting of the Board of Directors.

(d) Receive, and give receipt for, moneys due and payable to the Corporation from any source whatsoever.

(e) In general, perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Board of Directors.

Section 11. Compensation. The reasonable compensation of the officers, other than the President, if any, shall be fixed from time to time by the President and shall be included in the budget reported to the Board of Directors.

ARTICLE VI

Instruments; Bank Accounts;

Checks and Drafts; Loans; Securities

Section 1. Execution of Instruments. Except as otherwise provided in these Bylaws, the Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authorization may be general or confined to specific instances.

Except as so authorized, or as in these Bylaws otherwise expressly provided, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose in any amount.

Section 2. Bank Accounts. The Board of Directors from time to time may authorize the opening and keeping of general and/or special bank accounts with such banks, trust companies or other depositaries as may be selected by the Board or by any officer or officers, agent or agents of the Corporation to whom such power may be delegated from time to time by the Board of Directors. The Board of Directors may make such rules and regulations with respect to said bank accounts, not inconsistent with the provisions of these Bylaws, as the Board may deem expedient.

Section 3. Checks and Drafts. All checks, drafts or other orders for the payment of money, notes, acceptances, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents, of the Corporation, and in such manner, as shall be determined from time to time by resolution of the Board of Directors. Endorsements for deposit to the credit of the Corporation in any of its duly authorized depositaries may be made without counter-signature by the President or any Vice President or the Treasurer or any Assistant Treasurer, or by any other officer or agent of the Corporation to whom the Board of Directors, by resolution, shall have delegated such power, or by hand-stamped impression in the name of the Corporation.

Section 4. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Board of Directors. Such authority may be general or confined to specific instances. No loans may be made to any officer or Director of the Corporation, directly or indirectly, except that reasonable advances of reimbursable expenses may be made in the discretion of the President or, in the case of the President, as determined by the Board of Directors.

Section 5. Sale of Securities. The Board of Directors may authorize and empower any officer or officers to sell, assign, pledge or hypothecate any and all shares of stocks, bonds or securities, or interest in stocks, bonds or securities, owned or held by the Corporation at any time, including without limitation because of enumeration, deposit certificates for stock and warrants or rights which entitle the holder thereof to subscribe for shares of stock, and to make and execute to the purchaser or purchasers, pledgee or pledgees, on behalf and in the name of the Corporation, any assignment of bonds or stock certificates representing shares of stock owned or held by the Corporation, and any deposit certificates for stock, and any certificates representing any rights to subscribe for shares of stock. However, the Corporation shall not offer or sell any securities in violation of any State or Federal securities law registration or other requirement.

ARTICLE VII

Miscellaneous

Section 1. Fiscal Year. The fiscal year of the Corporation shall end on such date as shall be established by the Board of Directors.

Section 2. Corporate Seal. The seal of the Corporation, if one is adopted by the Board of Directors of the Corporation, shall contain the name of the Corporation and the word "Wisconsin."

ARTICLE VIII

Indemnification

Section 1. Mandatory Indemnification. The Corporation shall, to the fullest extent permitted or required by the Statute, indemnify each Director and Officer against any and all Liabilities, and advance any and all reasonable Expenses as incurred by a Director or Officer, arising out of or in connection with any Proceeding to which such Director or Officer is a Party because he is a Director or Officer of the Corporation. The rights to indemnification granted hereunder shall not be deemed exclusive of any other rights to indemnification against Liabilities or the advancement of Expenses to which such person may be entitled under any written agreement, board resolution, vote of members, the Statute or otherwise. The Corporation may, but shall not be required to, supplement the right to indemnification against Liability and advancement of Expenses under this Section 1 by the purchase of insurance on behalf of any one or more of such persons, whether or not the Corporation would be obligated to indemnify such person under this Section 1. The term "Statute," as used in this Article, shall mean Sections 181.0871 through 181.0883 of the Wisconsin Nonstock Corporation Law and all amendments thereto which permit or require the Corporation to provide broader indemnification rights than prior to the amendment. All other capitalized terms used in this Article and not otherwise defined herein shall have the meaning set forth in Section 181.0871 of the Statute.

Section 2. Private Foundation Limitations. Notwithstanding the foregoing, no indemnification will be permitted to the extent such indemnification would constitute an act of "self-dealing" or is otherwise subject to excise taxes under Chapter 42 of the United States Internal Revenue Code of 1986, as amended, or is prohibited under Section 181.0320 of the Wisconsin Statutes or any similar successor provision thereto.

Section 3. Limited Liability of Volunteers. Each individual (other than an employee of the Corporation) who provides services to or on behalf of the Corporation without compensation ("Volunteer") shall be immune from liability to any person for damages, settlements, fees, fines, penalties or other monetary liabilities arising from any act or omission as a Volunteer, to the fullest extent provided by Section 181.0670 of the Wisconsin Nonstock Corporation Law or any similar successor provision thereto. For purposes of this section, it shall be conclusively presumed that any Volunteer who is licensed, certified, permitted or registered under state law and who is performing services to or on behalf of the Corporation without compensation is not acting within the scope of his or her professional practice under such license, certificate, permit or registration, unless otherwise expressly indicated to the Corporation in writing.

ARTICLE IX

Amendment

These Bylaws may be amended or amended and restated by the Board of Directors; provided, that at least seven (7) days' written notice of any meeting at which an amendment will be considered must be given, and such notice must state that the purpose, or one of the purposes, of the meeting is to consider a proposed amendment to the Bylaws and must contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment. The amendment must be approved by a majority of the directors in office at the time the amendment is adopted.

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
EIN 39-1710914
Attachment to 2013 Form 990-PF f/y/e August 31, 2014

Part VII-A, Line 10 - New Substantial Contributors

Margaret A Cargill Foundation
6889 Rowland Road
Eden Prairie, MN 55344

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
 Attachment to 2013 Form 990-PF f/y/e August 31, 2014

Part VII-B, Question 5c - Expenditure Responsibility Grants

Organization	Organization Address	Paid Amount	Date Paid	Report Received Date	Amount Covered in Report	Grant ID	Comments	Purpose
Melabev-Community Clubs for Eldercare	Shaare Zedek Medical Center P O Box 3235 Jerusalem 91031	\$ 30,000	3/11/2014	2/22/2015	\$ 30,000	14731	Separate account verified, no diversion of funds	Supports Home Care Services Project, which reaches out to older adults with dementia in their homes
Melabev-Community Clubs for Eldercare	Shaare Zedek Medical Center P O Box 3235 Jerusalem 91031	\$ 150,000	5/31/2012	Report Due 7/30/2015	\$ 150,000	13738	Separate account verified, no diversion of funds	Capital campaign to build a new dementia-specific adult day center in Beit Shemesh
Vancouver Welsh Men's Choir	Box 2978, Main PO Vancouver, BC Canada V6B3X4	\$ 5,000	3/14/2014	12/26/2014	\$ 5,000	13997 01	Separate account verified, no diversion of funds	To facilitate a concert tour bringing traditional Welsh music to smaller communities in North America
EMDA-The Alzheimer's Association of Israel	POB 8261 Ramat Gan 52181 Israel	\$ 5,000	1/9/2013	12/4/2013	\$ 5,000	14869	Separate account verified, no diversion of funds	To raise awareness of early signs of Alzheimer's and related diseases
EMDA-The Alzheimer's Association of Israel	POB 8261 Ramat Gan 52181 Israel	\$ 8,000	12/26/2012	12/4/2013	\$ 8,000	14851	Separate account verified, no diversion of funds	To raise awareness of early signs of Alzheimer's and related diseases
EMDA-The Alzheimer's Association of Israel	POB 8261 Ramat Gan 52181 Israel	\$ 65,000	12/30/2013	Report Due 12/15/2014		14376	Separate account verified, no diversion of funds	To develop an end-of-life care program for Israelis suffering from late-stage Alzheimer's disease
EMDA-The Alzheimer's Association of Israel	POB 8261 Ramat Gan 52181 Israel	\$ 100,000	5/15/2013	5/6/2014	\$ 100,000	14351	Separate account verified, no diversion of funds	To support expansion of professional staff and dementia-specific programming throughout Israel
Medical Research Infrastructure Development and Health Services Fund by the Sheba Medical Center	Sheba Medical Center Tel Hashomer 52621 Israel	\$ 281,450	4/19/2013	6/15/2014 Report Due 6/15/2015	\$220000 \$61450	14105	Separate account verified, no diversion of funds	Supports the Israel Registry for Alzheimer's Prevention which will replicate and advance the goals of the Wisconsin Registry for Alzheimer's Prevention
Hillel Academy Inc	6401 N Santa Monica Blvd Milwaukee, WI 53217	\$ 25,000	12/27/2012	12/16/2013	\$ 25,000	14719	Separate account verified, no diversion of funds	Supports software filtering and monitoring system that ensures appropriate student access to web-based resources

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
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Part VII-B, Question 5c - Expenditure Responsibility Grants

Organization	Organization Address	Paid Amount	Date Paid	Report Received Date	Amount Covered in Report	Grant ID	Comments	Purpose
Hillel Academy Inc	6401 N Santa Monica Blvd Milwaukee, WI 53217	\$ 15,000	8/9/2013	7/21/2014	\$ 15,000	15074	Separate account verified, no diversion of funds	To provide updated Judaic text and materials to students, as well as provide additional staff training in Judaic studies
Britain Yearly Meeting of the Religious Society of Friends (Quakers)	Friends House 173 Euston Road London, United Kingdom, NW1 2BJK	\$ 72,000	7/10/2014	6/18/2015	\$ 72,000	15562	Separate account verified, no diversion of funds	Supports peaceworker staff working with Burundi nonprofits to enhance peaceful conflict resolution approaches
Britain Yearly Meeting of the Religious Society of Friends (Quakers)	Friends House 173 Euston Road London, United Kingdom, NW1 2BJK	\$ 72,000	7/10/2014	6/18/2015	\$ 72,000	15563	Separate account verified, no diversion of funds	Promotes peaceful conflict resolution in Kenya in partnership with local agencies
Austrian Academy of Sciences	Dr Ignaz Seipel-Platz 2 Vienna, Austria, 1010	\$ 18,000	7/29/2014	Report Due 6/15/2015		15581	Separate account verified, no diversion of funds	Supports Award for Art History
Masaryk University - Department of Chemistry	Kotlarska 2 Brno, N/A, Czech Republic, 61137	\$ 165,081	1/16/2014	12/31/2014	\$ 165,081	15319	Separate account verified, no diversion of funds	Supports the Josef Loschmidt Chair position, which oversees interdisciplinary research on protein and metabolic engineering
Masaryk University - Department of Chemistry	Kotlarska 2 Brno, N/A, Czech Republic, 61137	\$ 10,000	1/16/2014	12/28/2014	\$ 7,000	15329	Separate account verified, no diversion of funds	Supports creation of a new research initiative in the Department of Chemistry
Or Ad	Harav Levin St 13/4 Ramat Gan, Israel	\$ 100,000	7/29/2014	6/10/2015	\$ 100,000	15376	Separate account verified, no diversion of funds	Supports memory clinics in the peripheral regions of Israel
EMDA-The Alzheimer's Association of Israel	P O Box 8261 RAMAT GAN, N/A, Israel, 52181	\$ 40,000	6/23/2014	6/4/2015	\$ 40,000	15370	Separate account verified, no diversion of funds	Supports integration of arts and creativity into programming for older adults with Alzheimer's and their caregivers
Melabev-Community Clubs for Eldercare	Rechov Leah Porat 21, POB 3622 P O Box 3 622, Givat Massua Jerusalem, N/A, Israel, 9103502	\$ 30,000	3/11/2014	2/22/2015	\$ 30,000	14731	Separate account verified, no diversion of funds	Supports outreach to older adults with dementia in their homes

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
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Part VII-B, Question 5c - Expenditure Responsibility Grants

Organization	Organization Address	Paid Amount	Date Paid	Report Received Date	Amount Covered in Report	Grant ID	Comments	Purpose
Medical Research Infrastructure Development and Health Services Fund by the Sheba Medical Center	Sheba Medical Center Tel Hashomer Ramat Gan, N/A, Israel, 52621	\$ 92,000	12/23/2013	3/22/2015	\$ 91,000	15309	Separate account verified, no diversion of funds	Supports a long-term study of adults who have a parent with Alzheimer's disease, creating a repository for brain donations that will further advanced research
BC Camping and Recreation Guild for Christian Scientists	Camp Bow-Isle 871 Green Rd Bowen Island, Canada, V0N1G0	\$ 15,000	1/17/2014	12/23/2014	\$ 14,997	15101	Separate account verified, no diversion of funds	Supports expansion of summer camp for community use
Indianhead Community Action Agency, Incorporated	1000 College Avenue, West Ladysmith, WI, United States, 54848	\$ 55,475	8/15/2014	Report due 8/15/15		15155	Separate account verified, no diversion of funds	Enabling Seniors to Age in Place, to assist individuals in achieving self-sufficiency by providing the resources, education and services necessary to develop healthy families, sustainable communities and strong local businesses
Wisconsin Women's Health Foundation, Inc	2503 Todd Drive Madison, WI, United States, 53713	\$ 20,000	8/27/2014	Report due 8/15/15		15497	Separate account verified, no diversion of funds	Serve women statewide through education, outreach programs and partnerships focused on prevention and early detection of major causes of morbidity and mortality for women
Senior Companion Program, Inc	521 6th St, Racine, WI, United States, 53403	\$ 8,000	8/15/2014	Report due 8/15/15		15514	Separate account verified, no diversion of funds	Provide a companion to share experiences, reminisce, provide support, relieve loneliness and boredom, and link their visitee to local elderly service providers and the community
Wisconsin Dental Association Foundation, Inc	6737 W Washington Street, Suite 2360, West Allis, WI, United States, 53214	\$ 5,000	8/15/2014	Report due 8/15/15		15407	Separate account verified, no diversion of funds	To improve the oral health of Wisconsin residents through its support of projects that provide dental care to the disadvantaged
Community Clothes Closet, Inc	1465-B Opportunity Way, Menasha, WI, United States, 54952	\$ 2,000	8/27/2014	Report due 8/15/15		15344	Separate account verified, no diversion of funds	To provide free clothing to people in need while maintaining their dignity and offering opportunities to improve their lives

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
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Part VII-B, Question 5c - Expenditure Responsibility Grants

Organization	Organization Address	Paid Amount	Date Paid	Report Received Date	Amount Covered in Report	Grant ID	Comments	Purpose
InControl Wisconsin, Inc	2935 S Fish Hatchery Road #233, Madison, WI, United States, 53711	\$ 1,000	8/27/2014	Report due 9/28/15		15629	Separate account verified, no diversion of funds	To providing leadership and support to develop new systems and innovative services that keep pace with the personal needs and lifestyles of people who rely on long-term support We promote self-determination and self-directed support through training, technical assistance, sharing information, developing new resources and connecting people

Part VII-B, Question 5c - Expenditure Responsibility Reporting for Certain Program-Related Investments

Borrower	Borrower Address	Paid Amount	Date Paid	Report Received Date	Amount Covered in Report	PRI ID	Comments	Purpose of Loan
Generation Growth Capital Fund I, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 159,110	02/21/2012	6/19/2015	\$ 159,110	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund I, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 63,644	10/18/2012	6/19/2015	\$ 63,644	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund I, Limited Partnership-GP	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 875	03/07/2013	6/19/2015	\$ 875	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund I, Limited Partnership-GP	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 250	10/18/2012	6/19/2015	\$ 250	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund I, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 74,251	07/03/2013	6/19/2015	\$ 74,251	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund I, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 63,644	03/01/2013	6/19/2015	\$ 63,644	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund II, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 56,565	10/18/2012	6/19/2015	\$ 56,565	14082	No Diversion of Funds	Supports investments in "micro-cap" companies that positively impact Low to Moderate Income (LMI) communities and workers generally located in the upper Midwest
Generation Growth Capital Fund II, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 374,587	10/18/2012	6/19/2015	\$ 375,587	14082	No Diversion of Funds	Supports investments in "micro-cap" companies that positively impact Low to Moderate Income (LMI) communities and workers generally located in the upper Midwest
Generation Growth Capital Fund II, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 856,001	12/21/2012	6/19/2015	\$ 856,001	14082	No Diversion of Funds	Supports investments in "micro-cap" companies that positively impact Low to Moderate Income (LMI) communities and workers generally located in the upper Midwest
Generation Growth Capital Fund I, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 143,199	12/31/2013	6/19/2015	\$ 143,199	11240	No Diversion of Funds	Supports a community development venture fund to spark economic activity in blighted areas with low-income and minority residents
Generation Growth Capital Fund II, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 825,000	1/21/2014	6/19/2015	\$ 825,000	14082	No Diversion of Funds	Supports investments in "micro-cap" companies that positively impact Low to Moderate Income (LMI) communities and workers generally located in the upper Midwest
Generation Growth Capital Fund II, Limited Partnership	411 East Wisconsin Ave., Suite 1710 Milwaukee, WI 53202	\$ 425,000	6/3/2014	6/19/2015	\$ 425,000	14082	No Diversion of Funds	Supports investments in "micro-cap" companies that positively impact Low to Moderate Income (LMI) communities and workers generally located in the upper Midwest

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
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Part VIII, Line 1 - Officers, Directors

(a) Name & Address	(b) Title/ Time	(c) Compensation	(d) Benefits	(e) Expense Act
Daniel J Bader 233 North Water Street Fourth Floor Milwaukee, WI 53202	President/CEO, Director, 35 Hours/Wk	\$ 28,000	\$ 17,910	\$ -
David M Bader PO Box 167 Geigel Hill Road Erwinna, PA 18920	Vice-President, Director 8 Hours per Month	-	-	-
Deirdre H Britt 9908 Dresden Drive Dallas, TX 75220	Secretary, Director 8 Hours per Month	-	-	-
Frances K Wolf c/o Foley & Lardner LLP 777 E Wisconsin Ave Milwaukee, WI 53202-5306	Director 8 Hours per Month	-	-	-
Jere D McGaffey c/o Foley & Lardner LLP 777 E Wisconsin Ave Milwaukee, WI 53202-5306	Chairman, Treasurer, Director 8 Hours per Month	-	-	-
Linda C Bader 3580 North Lake Drive Shorewood, WI 53211	Director 8 Hours per Month	-	-	-
Michelle Berrong PO Box 167 Geigel Hill Road Erwinna, PA 18920	Director 8 Hours per Month	-	-	-
Lisa Hiller 233 North Water Street Fourth Floor Milwaukee, WI 53202	Vice President-Administration Full Time	172,054	20,144	-
Maria Vento 233 North Water Street Fourth Floor Milwaukee, WI 53202	Vice President-Programs & Ptnrshps Full Time	113,579	16,037	-
Totals		<u>\$ 313,633</u>	<u>\$ 54,091</u>	<u>\$ -</u>

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Part IX-A, Lines 1-4

	<u>Expenses</u>
1 Community Events Convened 7 community events at various locations presenting speakers or seminars of relevance to program initiatives and community interests 149 attendees	11,859
2 Helen Bader Foundation ("HBF") Initiatives Convened 64 briefings at HBF office to cultivate and facilitate collaboration of a variety of interested parties regarding relevant program related and community initiatives 1,749 attendees	19,652
Total Expenses	<u>31,511</u>

Part XIII, Line 7

Distributions out of corpus apply to pass-through grants as follows
\$2,290,000 under §4942(g)(3),
\$3,500,000 under §170(b)(1)(F)

Bader Philanthropies, Inc. (f/k/a Helen Bader Foundation, Inc.)

EIN 39-1710914

Form 990-PF, year ended August 31, 2014

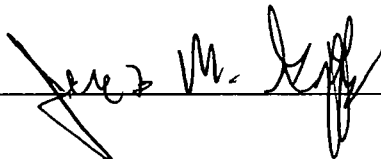
Part XIII, Line 7

Election Under Treasury Regulations § 53.4942(a)-3(c)(2)(iv)

Bader Philanthropies, Inc. (the "Foundation") hereby elects under Treasury Regulations § 53.4942(a)-3(c)(2)(iv) to treat the amount shown in Part XIII, Line 7 as a current distribution out of corpus. The amount shown on Line 7 consists of amounts treated by the Foundation as distributions out of corpus under Treasury Regulations § 53.4942(a)-3(d)(1)(iii) in the current year and prior taxable years.

Year ended 8/31/09	\$ 1,150,026
Year ended 8/31/10	\$ 1,322,956
Year ended 8/31/14	<u>\$ 3,317,018</u>
	\$ 5,790,000

Bader Philanthropies, Inc.

By: 

Title: Chairman & Treasurer

Bader Philanthropies, Inc (f/k/a Helen Bader Foundation, Inc)
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Part XV, Line 2(a)

Bader Philanthropies, Inc
233 North Water Street
Fourth Floor
Milwaukee, WI 53202
(414)224-6464

Part XV, Line 2(b)

The Foundation has a paperless, secure online grant process, from start to finish. An online preliminary application formally requesting funding and introducing both the applicant organization and the proposed project or program to the Foundation is the first step. The Foundation will notify applicants when there is an interest in exploring the grant request further. Ordinarily, a Full Proposal will be requested and site visits or meetings scheduled. The Foundation's website is www.bader.org

Part XV, Line 2(C)

Phase One Preliminary Application deadline July 1, 2015
Phase Two Full Proposal deadline August 3, 2015

Part XV, Line 2(d)

The Foundation primarily makes grants within the following focus areas within certain geographic boundaries

- Alzheimer's and Aging - National, but our priority is Wisconsin
- Workforce Development - City of Milwaukee
- Community Partnerships for Youth - City of Milwaukee
- Community Initiatives - Greater Milwaukee
- Milwaukee Arts - City of Milwaukee

Bader Philanthropies, Inc. (f/k/a Helen Bader Foundation, Inc)
 EIN 39-1710914
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Part XV, Line 3(a) - Contributions Paid

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
A F A R, Inc	Milwaukee, WI	Public	General	50,000
Above the Clouds, Inc	Milwaukee, WI	Public	General	40,000
Aging & Disability Resource Center of Central Wisconsin	Wisconsin Rapids, WI	Public	General	1,000
AIDS Resource Center of Wisconsin, Inc	Milwaukee, WI	Public	General	25,000
Alzheimer's Disease and Related Disorders Association of Southeastern Wisconsin, Inc	Milwaukee, WI	Public	General	29,500
Alzheimer's Disease International-The International Federation of Alzheimer's Disease and Related Disorders Societies, Inc	Northfield, IL	Public	General	25,000
Alzheimer's & Dementia Alliance of WI, Inc	Madison, WI	Public	General	20,000
Alzheimer's Disease and Related Disorders Association, Inc	Madison, WI	Public	General	35,000
Amery Area Senior Citizens, Inc	Amery, WI	Public	General	2,500
Arts at Large, Inc	Milwaukee, WI	Public	General	200,000
ArtWorks For Milwaukee, Inc	Milwaukee, WI	Public	General	50,000
Asset Builders of America Inc	Madison, WI	Public	General	10,000
Association of Fundraising Professionals, Southeastern Wisconsin Chapter, Inc	Butler, WI	Public	General	1,000
Austrian Academy of Sciences	Vienna, Austria	N/A	General	18,000
Balance, Inc	Saukville, WI	Public	General	15,000
BC Camping and Recreation Guild for Christian Scientists	Bowen Island Canada	N/A	General	15,000
Blue Lotus Farm & Retreat Center	Shorewood, WI	Public	General	6,000
Board of Regents of the University of Wisconsin System - University of Wisconsin Parkside	Kenosha, WI	Public	General	7,500
Board of Regents of the University of Wisconsin-System - Superior	Superior, WI	Public	General	3,500
BoardStar, Inc	Milwaukee, WI	Public	General	15,000
Boys & Girls Clubs of Greater Milwaukee	Milwaukee, WI	Public	General	45,000
Britain Yearly Meeting of the Religious Society of Friends (Quakers)	Milwaukee, WI	N/A	General	144,000
Burling Street Community Development Corporation, Inc	London, England	Public	General	57,500
Career Youth Development, Inc	Milwaukee, WI	Public	General	3,500
Catholic Charities, Diocese of Madison	Madison, WI	Public	General	10,000
Center for Community Stewardship, Inc	Madison, WI	Public	General	15,000
Center For Veterans Issues Ltd	Milwaukee, WI	Public	General	50,000
Centro Legal Por Derechos Humanos, Inc	Milwaukee, WI	Public	General	10,000
CEO's for Cities NFP	Cleveland, OH	Public	General	3,000
Children's Crisis Treatment Center, Inc	Philadelphia, PA	Public	General	50,000
Children's Hospital And Health System Foundation, Inc	Milwaukee, WI	Public	General	10,000
City Events inc	Milwaukee, WI	Public	General	10,000
City of Milwaukee-Department of City Development	Milwaukee, WI	Public	General	5,000
City On A Hill, Inc	Green Bay, WI	Public	General	30,000
Clarity Care, Inc	Milwaukee, WI	Public	General	227,000
COA Youth and Family Centers, Inc	Milwaukee, WI	Public	General	40,000
College Possible	Milwaukee, WI	Public	General	12,000
Columbia St. Mary's Foundation, Inc	Milwaukee, WI	Public	General	20,000
Common Ground, Inc	Milwaukee, WI	Public	General	25,000
Community Advocates, Inc	Milwaukee, WI	Public	General	2,000
Community Clothes Closet, Inc	Menasha, WI	Public	General	1,000
Companion Day Services, Inc	Marshfield, WI	Public	General	25,000
Compel Them to Come, Inc	Milwaukee, WI	Public	General	15,000
Congregation Ahavat Yisroel, Inc	Milwaukee, WI	Public	General	45,000
Council For Relationships Inc	Philadelphia, PA	Public	General	12,470
Council on Foundations, Inc	Washington, DC	Public	General	

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Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
Creative Alliance Milwaukee, Inc	Milwaukee, WI	Public	General	7,500
Danceworks Inc	Milwaukee, WI	Public	General	60,000
Disability Rights Wisconsin, Inc	Milwaukee, WI	Public	General	20,000
Discovery World, Ltd	Milwaukee, WI	Public	General	50,000
Donors Forum of Wisconsin, Inc	Milwaukee, WI	Public	General	86,000
Down Syndrome Association of Wisconsin, Inc	St Francis, WI	Public	General	15,000
Eastler Seals Southeast Wisconsin, Inc	Milwaukee, WI	Public	General	3,000
EMDA-The Alzheimer's Association of Israel	Ramat Gan, Israel	N/A	General	105,000
Enrichment Opportunities Institute of Training, Inc	Milwaukee, WI	Public	General	30,000
Express Yourself Milwaukee, Inc	Milwaukee, WI	Public	General	40,000
Faith in Action of Marathon County, Inc	Wausau, WI	Public	General	10,000
Feeding America Eastern Wisconsin, Inc	Milwaukee, WI	Public	General	25,000
First Stage Milwaukee, Inc	Milwaukee, WI	Public	General	20,000
Florentine Opera Company, Inc	Milwaukee, WI	Public	General	5,000
Foundation for Rural Housing, Inc	Madison, WI	Public	General	25,000
Fox Cities Building for the Arts, Inc	Appleton, WI	Public	General	5,000
Genesis in Milwaukee, Inc	Milwaukee, WI	Public	General	35,000
Global Youth Leadership Institute, Inc	Pewaukee, WI	Public	General	17,500
GPS Education Partners, Inc	Milwaukee, WI	Public	General	50,000
Grand Avenue Club, Inc	Milwaukee, WI	Public	General	25,000
Grant Regional Health Center Foundation, Inc	Lancaster, WI	Public	General	9,900
Greater Milwaukee Committee for Community Development	Milwaukee, WI	Public	General	53,150
Greater Milwaukee Foundation, Inc	Milwaukee, WI	Public	General	225,000
Guidestar USA, Inc	Williamsburg, VA	Public	General	7,850
Havenwoods Economic Development Corporation	Milwaukee, WI	Public	General	25,000
Hillel Academy, Inc	Milwaukee, WI	Public	General	304,752
Holton Youth & Family Center, Inc	Milwaukee, WI	Public	General	80,000
Hope House of Milwaukee, Inc	Milwaukee, WI	Public	General	40,000
InControl Wisconsin, Inc	Madison, WI	Public	General	1,000
Indianhead Community Action Agency, Incorporated	Ladysmith, WI	Public	General	55,475
Interfaith Older Adult Programs, Inc	Milwaukee, WI	Public	General	750
Jazrael's Art Studio, Inc	Milwaukee, WI	Public	General	10,000
Jewish Beginnings Lubavitch Preschool	Milwaukee, WI	Public	General	154,753
Jewish Family Services, Inc	Milwaukee, WI	Public	General	1,200
JFS Housing, Inc	Milwaukee, WI	Public	General	46,471
John Michael Kohler Arts Center, Inc	Sheboygan, WI	Public	General	1,000
Journey House, Inc	Milwaukee, WI	Public	General	10,000
Know Thyself, Inc	Milwaukee, WI	Public	General	5,000
La Crosse County Aging Unit	La Crosse, WI	Public	General	50,000
Latino Arts, Inc	Milwaukee, WI	Public	General	17,700
Legacy Redevelopment Corporation	Milwaukee, WI	Public	General	35,000
Legal Aid Society of Milwaukee, Inc	Milwaukee, WI	Public	General	95,000
LifeSisters, Inc	Waukesha, WI	Public	General	10,000
Local Initiatives Support Corporation	Milwaukee, WI	Public	General	45,000
Lubavitch of Wisconsin, Inc	Milwaukee, WI	Public	General	750,000

Part XV, Line 3(a) - Contributions Paid

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
Lutheran Social Services of Wisconsin and Upper Michigan, Inc	Milwaukee, WI	Public	General	50,000
Marquette Adult Day Services, Inc	Marquette, MI	Public	General	1,000
Marquette University	Milwaukee, WI	Public	General	40,571
Masaryk University - Department of Chemistry	Brno, Czech Republic	N/A	General	175,081
MATC Foundation, Inc	Milwaukee, WI	Public	General	50,000
Meals on Wheels of Sheboygan County, Inc	Sheboygan, WI	Public	General	25,000
Medical Research Infrastructure Development and Health Services Fund by the Sheba Medical Center	Tel Hashomer, Israel	N/A	General	92,000
Melabev-Community Clubs for Eldercare	Jerusalem, Israel	N/A	General	30,000
Memorial Hospital and Community Health Foundation, Inc	Antigo, WI	Public	General	10,000
Mental Health America of Wisconsin, Inc	Milwaukee, WI	Public	General	15,000
Meta House, Inc	Milwaukee, WI	Public	General	75,000
Metropolitan Milwaukee Fair Housing Council, Inc	Milwaukee, WI	Public	General	1,500
Milwaukee Achiever Literacy Services, Inc	Milwaukee, WI	Public	General	50,000
Milwaukee Area Technical College Foundation, Inc	Milwaukee, WI	Public	General	750
Milwaukee Area Workforce Funding Alliance, Inc	Milwaukee, WI	Public	General	160,000
Milwaukee Area Workforce Investment Board, Inc	Milwaukee, WI	Public	General	85,000
Milwaukee Center For Independence, Inc	Milwaukee, WI	Public	General	25,000
Milwaukee Christian Center, Inc	Milwaukee, WI	Public	General	15,000
Milwaukee County Department on Aging	Milwaukee, WI	Public	General	5,000
Milwaukee Downtown, Inc	Milwaukee, WI	Public	General	10,000
Milwaukee Film, Inc	Milwaukee, WI	Public	General	10,000
Milwaukee Jewish Day School, Inc	Milwaukee, WI	Public	General	154,752
Milwaukee Public Schools	Milwaukee, WI	Public	General	8,332
Milwaukee Public Schools Foundation Incorporated	Milwaukee, WI	Public	General	50,000
Milwaukee Public Theatre, Ltd	Milwaukee, WI	Public	General	10,000
Milwaukee Repertory Theatre, Inc	Milwaukee, WI	Public	General	20,000
Milwaukee Riverkeeper Inc	Milwaukee, WI	Public	General	15,000
Milwaukee Sinders Track Club, Inc	Milwaukee, WI	Public	General	30,000
Milwaukee Symphony Orchestra, Inc	Milwaukee, WI	Public	General	110,000
Milwaukee Tennis & Education Foundation	Milwaukee, WI	Public	General	25,000
Milwaukee Urban League	Milwaukee, WI	Public	General	20,000
Milwaukee Youth Symphony Orchestra, Inc	Milwaukee, WI	Public	General	21,000
Minam B White Foundation Inc	Winneconne, WI	Public	General	1,000
MPC Endowment, Ltd	Milwaukee, WI	Public	General	5,000
Museum of Wisconsin Art, Inc	West Bend, WI	Public	General	10,000
Musical Offering, Ltd	Wauwatosa, WI	Public	General	10,000
NAMI Greater Milwaukee, Inc	Milwaukee, WI	Public	General	1,200
National Center for Creative Aging, Inc	Washington, DC	Public	General	35,000
Neighborhood House of Milwaukee, Inc	Milwaukee, WI	Public	General	20,000
Neu-Life Community Development, Inc	Milwaukee, WI	Public	General	20,000
New Beginnings Are Possible, Inc	Milwaukee, WI	Public	General	30,000
New York University - School of Medicine	New York, NY	Public	General	80,000
NewThreads of Hope, Inc	Wauwatosa, WI	Public	General	62,000
Non Profit Center of Milwaukee, Inc	Milwaukee, WI	Public	General	99,000
Northcott Neighborhood House, Inc	Milwaukee, WI	Public	General	10,000
Northland Foundation	Duluth, MN	Public	General	15,000

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Part XV, Line 3(a) - Contributions Paid

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
Northwest Wisconsin Community Services Agency, Inc	Superior, WI	Public	General	16,000
One Heartland, Inc	Milwaukee, WI	Public	General	3,000
Operation DREAM, Inc	Milwaukee, WI	Public	General	40,000
Or Ad	Tel Aviv, Israel	N/A	General	100,000
Our Daily Bread Community Outreach Center, Inc	Milwaukee, WI	Public	General	2,000
Pan-African Community Association, Inc	Milwaukee, WI	Public	General	12,500
Pathfinders Milwaukee, Inc	Milwaukee, WI	Public	General	50,000
Pathways to College, Inc	Milwaukee, WI	Public	General	40,000
Pearls for Teen Girls, Inc	Milwaukee, WI	Public	General	37,500
Penfield Children's Center, Inc	Milwaukee, WI	Public	General	5,000
Philanthropy Northwest	Seattle, WA	Public	General	5,000
Philanthropy Roundtable	Washington, DC	Public	General	5,000
Planning Council for Health & Human Services Inc	Milwaukee, WI	Public	General	2,500
Public Policy Forum, Inc	Milwaukee, WI	Public	General	55,300
Racine Art Museum Association, Inc	Racine, WI	Public	General	9,500
Radio Milwaukee, Inc	Milwaukee, WI	Public	General	5,000
Rahr West Art Museum Charitable Foundation	Manitowoc, WI	Public	General	2,500
Redline Milwaukee, Inc	Milwaukee, WI	Public	General	15,000
Risen Savior Evangelical Lutheran Church, Inc	Milwaukee, WI	Public	General	100,000
River Revitalization Foundation, Inc	Milwaukee, WI	Public	General	25,000
Rogers Memorial Hospital Foundation, Inc	Oconomowoc, WI	Public	General	70,000
RUACH, Inc	Milwaukee, WI	Public	General	25,000
S E T Ministry, Inc	Milwaukee, WI	Public	General	9,500
School Factory, Inc	Milwaukee, WI	Public	General	2,000
Senior Companion Program, Inc	Racine, WI	Public	General	8,000
SHARP Literacy, Inc	Milwaukee, WI	Public	General	42,000
Sherman Park Community Association	Milwaukee, WI	Public	General	2,000
Sixteenth Street Community Health Center, Inc	Milwaukee, WI	Public	General	40,000
Skylight Opera Theatre Corp	Milwaukee, WI	Public	General	10,000
Social Development Foundation Incorporated	Milwaukee, WI	Public	General	32,500
Sophia's Heart Foundation, Inc	Milwaukee, WI	Public	General	7,000
Southeastern Wisconsin Coalition for Transit Now Inc	Milwaukee, WI	Public	General	20,000
St Ann Center for Intergenerational Care, Inc	Milwaukee, WI	Public	General	75,000
St Marcus Evangelical Lutheran Church	Milwaukee, WI	Public	General	40,000
STEM Forward, Inc	Milwaukee, WI	Public	General	7,500
Student Conservation Association, Inc	Milwaukee, WI	Public	General	10,000
Summit Educational Association, Inc	Milwaukee, WI	Public	General	20,000
Tessa's Black Entertainment & Youth Center, Inc	Milwaukee, WI	Public	General	5,000
The Cathedral Center, Inc	Milwaukee, WI	Public	General	10,000
The Community Warehouse, Inc	Milwaukee, WI	Public	General	100,000
The Friendship Circle, Inc	Milwaukee, WI	Public	General	90,000
The Gathering of Southeast Wisconsin	Milwaukee, WI	Public	General	5,000
The House of Kings and Priests, Inc	Milwaukee, WI	Public	General	3,000
The Milwaukee Center for Teaching, Learning and Public Education, Inc	Milwaukee, WI	Public	General	7,500
The Milwaukee Jewish Federation, Inc	Milwaukee, WI	Public	General	1,685,700
The Salvation Army & Its Components	Milwaukee, WI	Public	General	35,000

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Part XV. Line 3(a) - Contributions Paid

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
The String Academy of WI, Inc	Milwaukee, WI	Public	General	10,000
The Waldorf School Association of the Delaware River Valley	Upper Black Eddy, PA	Public	General	70,000
The WHEDA Foundation, Inc	Madison, WI	Public	General	25,000
The Wisconsin Partnership for Housing Development, Inc	Madison, WI	Public	General	30,000
ThedaCare, Inc	Appleton, WI	Public	General	2,500
Trinicum Conservancy	Erwinna, PA	Public	General	15,000
Tomahawk Area Interfaith Volunteers, Inc	Tomahawk, WI	Public	General	10,000
Transitions Men of Tomorrow, Inc	Glendale, WI	Public	General	2,500
Triskeles Foundation	Glenmoore, PA	Public	General	20,000
True Skool, Inc	Milwaukee, WI	Public	General	60,000
UEC/MVP Project Inc	Milwaukee, WI	Public	General	50,000
UEDA of Wisconsin, Inc	Milwaukee, WI	Public	General	30,150
United Cerebral Palsy of Southeastern Wisconsin, Inc	Milwaukee, WI	Public	General	20,000
United Community Center, Inc	Milwaukee, WI	Public	General	20,000
United Neighborhood Centers of Milwaukee, Inc	Milwaukee, WI	Public	General	50,000
United Performing Arts Fund, Inc	Milwaukee, WI	Public	General	40,000
United States Holocaust Memorial Council	Washington, DC	Public	General	40,000
United Way of Greater Milwaukee, Inc	Milwaukee, WI	Public	General	95,000
Uniting Garden Homes, Inc	Milwaukee, WI	Public	General	100,000
Unity in Motion, Inc	Milwaukee, WI	Public	General	40,000
University of Wisconsin Foundation	Madison, WI	Public	General	310,510
Urban Anthropology, Inc	Milwaukee, WI	Public	General	5,000
Usher's New Look, Inc	Atlanta, GA	Public	General	25,000
UWM Foundation, Inc	Milwaukee, WI	Public	General	86,500
UWM Research Foundation, Inc	Milwaukee, WI	Public	General	20,000
Vancouver Welsh Men's Choir	Vancouver, BC	Public	General	5,000
Voces De La Frontera, Inc	Milwaukee, WI	Public	General	25,000
Volunteer Center of Racine County, Inc	Racine, WI	Public	General	5,000
Washington Island Community Health Program - Town of Washington	Washington Island, WI	Public	General	5,000
Whitnall Park Lutheran Church	Hales Corners, WI	Public	General	5,000
Wisconsin Academy of Sciences, Arts and Letters	Madison, WI	Public	General	3,000
Wisconsin Association of 12 Step Clubs, Inc	Appleton, WI	Public	General	15,000
Wisconsin Dental Association Foundation, Inc	West Allis, WI	Public	General	5,000
Wisconsin Nonprofits Association Inc	Madison, WI	Public	General	50,000
Wisconsin Public Broadcasting Foundation, Inc	Madison, WI	Public	General	4,000
Wisconsin Regional Training Partnership, Inc	Milwaukee, WI	Public	General	20,000
Wisconsin Women's Health Foundation, Inc	Madison, WI	Public	General	25,000
Wisconsin Women's Network, Inc	Madison, WI	Public	General	5,000
Wiscraft, Inc	Milwaukee, WI	Public	General	25,000
Woodland Pattern, Inc	Milwaukee, WI	Public	General	25,000
Young Women's Christian Association of Greater Milwaukee, Inc	Milwaukee, WI	Public	General	25,000
				10,279,317

Bader Philanthropies, Inc. (f/k/a Helen Bader Foundation, Inc.)
 EIN 39-1710914
 Attachment to 2013 Form 990-PF filed August 31, 2014

Part XV. Line 3(b) - Contributions Approved for Future Payment

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
Alverno College	Milwaukee, WI	Public	General	5,000
Alzheimer's Disease and Related Disorders Association, Inc. of Southeastern Wisconsin, Inc	Milwaukee, WI	Public	General	25,000
American Friends of The Hebrew University Inc	New York, NY	Public	General	10,000
American Jewish Joint Distribution Committee, Inc	New York, NY	Public	General	50,000
Amery Area Senior Citizens, Inc	Amery, WI	Public	General	2,500
ArtWorks For Milwaukee, Inc	Milwaukee, WI	Public	General	40,000
Austrian Academy of Sciences	Vienna, Austria	N/A	General	36,000
BC Camping and Recreation Guild for Christian Scientists	Bowen Island Canada	N/A	General	15,000
Bookworm Gardens, Inc	Sheboygan, WI	Public	General	17,500
COA Youth and Family Centers, Inc	Milwaukee, WI	Public	General	170,000
Community Advocates, Inc	Milwaukee, WI	Public	General	25,000
Community Clothes Closet, Inc	Menasha, WI	Public	General	2,000
Danceworks Inc	Milwaukee, WI	Public	General	30,000
EMDA-The Alzheimer's Association of Israel	Ramat Gan, Israel	N/A	General	40,000
Family Centers of Door County, Inc	Maplewood, WI	Public	General	24,000
Foundation for Rural Housing, Inc	Madison, WI	Public	General	25,000
Fox Cities Building for the Arts, Inc	Appleton, WI	Public	General	10,000
Global Youth Leadership Institute, Inc	Milwaukee, WI	Public	General	17,500
Greater Milwaukee Foundation, Inc	Lac Du Flambeau, WI	Public	General	60,000
Greater Wisconsin Agency on Aging Resources, Inc	Milwaukee, WI	Public	General	75,000
Groundwork Milwaukee, Inc	Madison, WI	Public	General	2,500
Indianhead Community Action Agency, Incorporated	Milwaukee, WI	Public	General	20,000
Interfaith Older Adult Programs, Inc	Lady Smith, WI	Public	General	25,925
JDC Israel	Jerusalem, Israel	Public	General	23,000
Jewish Home & Care Center Foundation, Inc	Milwaukee, WI	N/A	General	200,000
JFS Housing, Inc	Milwaukee, WI	Public	General	5,000
Legal Aid Society of Milwaukee, Inc	Milwaukee, WI	Public	General	50,000
Let's Go Fishing of MN	Milwaukee, WI	Public	General	85,000
Masaryk University - Department of Chemistry	Rhineland, WI	Public	General	4,000
Medical Research Infrastructure Development and Health Services Fund by the Sheba Medical Center	Brno, Czech Republic	N/A	General	10,000
Melabev-Community Clubs for Eldercare	Tel Hashomer, Israel	N/A	General	65,000
Milwaukee Area Technical College Foundation, Inc	Jerusalem, Israel	N/A	General	150,000
Milwaukee Habitat for Humanity, Inc	Milwaukee, WI	Public	General	50,000
Milwaukee Public Schools Foundation Incorporated	Milwaukee, WI	Public	General	10,000
Milwaukee Public Theatre, Ltd	Milwaukee, WI	Public	General	50,000
Milwaukee Riverkeeper Inc	Milwaukee, WI	Public	General	10,000
Milwaukee Urban League	Milwaukee, WI	Public	General	15,000
Milwaukee Water Council, Inc	Milwaukee, WI	Public	General	20,000
Minnesota Historical Society	Milwaukee, WI	Public	General	50,000
Muslim Community and Health Center of Wisconsin Inc	St Paul, MN	Public	General	18,500
NewThreads of Hope, Inc	Milwaukee, WI	Public	General	50,000
Northland Foundation	Wauwatosa, WI	Public	General	62,000
Northwest Wisconsin Community Services Agency, Inc	Duluth, MN	Public	General	15,000
	Superior, WI	Public	General	16,000

Bader Philanthropies, Inc. (f/k/a Helen Bader Foundation, Inc.)
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Part XV, Line 3(b) - Contributions Approved for Future Payment

Grantee Name	Grantee Address	Foundation Status of Recipient	Purpose of Contribution	Amount
One Heartland, Inc	Milwaukee, WI	Public	General	3,000
Operation DREAM, Inc	Milwaukee, WI	Public	General	20,000
Or Ad	Tel Aviv, Israel	N/A	General	100,000
Oshkosh Area Community Pantry, Inc	Oshkosh, WI	Public	General	58,000
Respite Care Of Marinette & Menominee Counties, Inc	Marinette, WI	Public	General	5,000
S E T Ministry, Inc	Milwaukee, WI	Public	General	25,000
Senior Companion Program, Inc	Racine, WI	Public	General	8,000
St Ann Center for Intergenerational Care, Inc	Milwaukee, WI	Public	General	125,000
Board of Regents of the University of Wisconsin System	Milwaukee, WI	Public	General	54,500
The Center For Independent Documentary, Inc	Sharon, MA	Public	General	50,000
The Milwaukee Jewish Federation, Inc	Milwaukee, WI	Public	General	5,126,000
UWM Foundation, Inc	Milwaukee, WI	Public	General	110,000
The Waldorf School Association of the Delaware River Valley	Upper Black Eddy, PA	Public	General	30,000
ThedaCare, Inc	Appleton, WI	Public	General	2,500
Trskeles Foundation	Glenmoore, PA	Public	General	20,000
UEC/MVP Project Inc	Milwaukee, WI	Public	General	50,000
United Lutheran Program for the Aging, Inc	Milwaukee, WI	Public	General	25,000
University of Wisconsin Foundation	Madison, WI	Public	General	1,315,500
Whitnall Park Lutheran Church	Hales Corners, WI	Public	General	5,000
Wisconsin Dental Association Foundation, Inc	West Allis, WI	Public	General	5,000
Wisconsin Institute for Healthy Aging, Inc	Madison, WI	Public	General	2,000
Total Contributions Approved For Future Payment				8,825,925