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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 11-01-2013 , and ending 10-31-2014

Name of foundation Andrew Family Foundation		A Employer identification number 36-3926511	
% KIM LLUMIQUINGA			
Number and street (or P O box number if mail is not delivered to street address) 14628 John Humphrey Drive Suite		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Orland Park, IL 60462		B Telephone number (see instructions) (602) 466-2611	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		C If exemption application is pending, check here ▶ <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 16,270,836		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 ▶ <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	257	257		
	4 Dividends and interest from securities.	334,001	282,081		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	596,600			
	b Gross sales price for all assets on line 6a 4,150,392				
	7 Capital gain net income (from Part IV , line 2) . . .		596,600		
	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)	19,989			
	12 Total. Add lines 1 through 11	950,847	878,938		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	6,400	0	0	6,400
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	114,676	34,676		80,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	24,100			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,005			2,005
	22 Printing and publications				
	23 Other expenses (attach schedule)	59,588			59,588
	24 Total operating and administrative expenses. Add lines 13 through 23	206,769	34,676	0	147,993
	25 Contributions, gifts, grants paid	690,162			690,162
	26 Total expenses and disbursements. Add lines 24 and 25	896,931	34,676	0	838,155
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	53,916			
	b Net investment income (if negative, enter -0-)		844,262		
	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			
	2	Savings and temporary cash investments	373,073	470,634	470,634
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	2,834		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	9,752,404	9,701,593	15,790,202
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		10,000	10,000	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,128,311	10,182,227	16,270,836	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	10,128,311	10,182,227	
	30	Total net assets or fund balances (see page 17 of the instructions)	10,128,311	10,182,227	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	10,128,311	10,182,227		

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	10,128,311
2	Enter amount from Part I, line 27a	2	53,916
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	10,182,227
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	10,182,227

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)
1 a Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 4,150,392		3,553,792	596,600	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			596,600	
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	596,600
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	589,646	14,942,740	0 03946
2011	704,298	13,941,849	0 050517
2010	758,765	14,281,921	0 053128
2009	586,533	13,024,098	0 045034
2008	604,701	10,812,311	0 055927

2 Total of line 1, column (d).	2	0 244066
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048813
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	16,229,293
5 Multiply line 4 by line 3.	5	792,200
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	8,443
7 Add lines 5 and 6.	7	800,643
8 Enter qualifying distributions from Part XII, line 4.	8	848,155

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 page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	8,443
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2.		3	8,443
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	8,443
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	30,954	
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	30,954
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	22,511
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 8,500 Refunded		11	14,011

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
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.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
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		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IL _____			
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 .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶602-385-3267				
14	The books are in care of ▶KIM LLUMIQUINGATelephone no ▶(602) 466-2611 Located at ▶14628 John Humphrey Dr Orland Park ILZIP +4 ▶60462			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☒ Yes ☐ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

5b

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?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

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 Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
TFO Phoenix Inc 2400 East Arizona Biltmore Circle Phoenix, AZ 85016	Admin/Investment Mgt	114,676
Foundation Source 55 Walls Drive 3rd Floor FAIRFIELD, CT 06824	Administrative	58,593
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	15,798,190
b	Average of monthly cash balances.	1b	676,309
c	Fair market value of all other assets (see instructions).	1c	1,941
d	Total (add lines 1a, b, and c).	1d	16,476,440
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	16,476,440
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	247,147
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,229,293
6	Minimum investment return. Enter 5% of line 5.	6	811,465

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	811,465
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	8,443
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,443
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	803,022
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	803,022
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	803,022

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	838,155
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	10,000
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	848,155
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	8,443
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	839,712
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				803,022
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			572,273	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 848,155			572,273	
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.				275,882
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
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				527,140
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . . 0				

Part XIV

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

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

1

See Additional Data Table

• 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

2

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

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

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	690,162
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Form **990-PF** (2013)

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

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

☐

Yes

☒

No

b

If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

2015-05-04

Signature of officer or trustee

Date

Title

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

☒

Yes

☐

No

Paid Preparer Use Only

Print/Type preparer's name Jeffrey D Haskell	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01345770
Firm's name <input type="checkbox"/>	Foundation Source		Firm's EIN <input type="checkbox"/>	
Firm's address <input type="checkbox"/>	One Hollow Ln Ste 212 Lake Success, NY 11042		Phone no (602) 466-2611	


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Laurel J Andrew	Treas / Dir 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
William V Andrew	Dir 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
Edith G Andrew	Dir 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
Richard G Andrew	VP / Dir 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
Edward J Andrew Jr	Pres / Dir 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
Kim Lumiquinga	Asst Sec / Asst Treas 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				
Kathryn A Willett	Dir / Sec 1 0	0		
14628 John Humphrey Drive Orland Park,IL 60462				


Form 990PF Part XV Line 1a - 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).

EDITH G ANDREW
EDWARD J ANDREW JR
KATHRYN A WILLETT
LAUREL J ANDREW
RICHARD G ANDREW
WILLIAM V ANDREW


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADVOCATE CHARITABLE FOUNDATION 3075 HIGHLAND PKWY STE 600 DOWNERS GROVE,IL 60515	N/A	PC	Charitable Event	1,000
ADVOCATE CHARITABLE FOUNDATION 3075 HIGHLAND PKWY STE 600 DOWNERS GROVE,IL 60515	N/A	PC	Charitable Event	1,000
ADVOCATE CHARITABLE FOUNDATION 3075 HIGHLAND PKWY STE 600 DOWNERS GROVE,IL 60515	N/A	PC	Helping our patients in Education School Program at Advocate Children's Hospital	20,000
ADVOCATE HEALTH AND HOSPITAL'S CORPORATION 205 W TOUHY STE 225 PARK RIDGE,IL 60453	N/A	PC	General & Unrestricted	2,000
ALZHEIMERS ASSOCIATION 225 N MICHIGAN AVE STE 1700 CHICAGO,IL 60601	N/A	PC	Greater Illinois Chicago Chapter	2,500
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVE NW WASHINGTON,DC 20016	N/A	PC	DPA Theatre Program	1,000
AOPA FOUNDATION 421 AVIATION WAY FREDERICK,MD 21701	N/A	PC	General & Unrestricted	7,500
APPROPRIATE TECHNOLOGY COLLABORATIVE 3796 PLZ DR STE 1E ANN ARBOR,MI 48108	N/A	PC	Project ODAKNIWA	2,000
APPROPRIATE TECHNOLOGY COLLABORATIVE 3796 PLZ DR STE 1E ANN ARBOR,MI 48108	N/A	PC	Project Odakniwa	2,000
ARIZONA STATE UNIVERSITY FOUNDATION FOR A NEWAMER PO BOX 2260 TEMPE,AZ 85280	N/A	PC	Golden Gammage Initiative	20,000
AUSTIN CREEK PARENTS CLUB INC 1480 SNOWY EGRET DR SANTA ROSA,CA 95409	N/A	PC	Charitable Event	250
BENET ACADEMY 2200 MAPLE AVE LISLE,IL 60532	N/A	PC	Annual Fund	1,000
BLUE CAP FOUNDATION INC 2155 BROADWAY ST BLUE ISLAND,IL 60406	N/A	PC	General & Unrestricted	2,500
BLUE ISLAND CITIZENS FOR PERSONS WITH DEVELOPENTA 2155 BROADWAY ST BLUE ISLAND,IL 60406	N/A	PC	Music Therapy for Children Program	5,000
BRIDGE TEEN CENTER NFP 15555 S 71ST COURT ORLAND PARK,IL 60462	N/A	PC	General & Unrestricted	2,750
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRIDGE TEEN CENTER NFP 15555 S 71ST COURT ORLAND PARK,IL 60462	N/A	PC	Charitable Event	500
BROPHY COLLEGE PREPARATORY 4701 N CENTRAL AVE PHOENIX,AZ 85012	N/A	PC	Men of 2014 Campaign	40,000
BROWN UNIVERSITY OF PROVIDENCE CAMPUS BOX 1911 164 ANGELL ST PROVIDENCE,RI 02912	N/A	PC	Abhishek Sharma Scholarship Fund	2,500
CALVIN COLLEGE 3201 BURTON ST SE GRAND RAPIDS,MI 49546	N/A	PC	Dice Mineralogical Museum Program	5,000
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVE CLEVELAND,OH 44106	N/A	PC	General & Unrestricted	5,250
CHALLENGER CENTER FOR SPACE SCIENCE EDUCATION 422 1ST ST SE 3RD FL STE WASHINGTON,DC 20003	N/A	PC	General & Unrestricted	1,000
CHICAGO AREA MOUNTAIN BIKERS INC 336 PATRICIA LN BARTLETT,IL 60103	N/A	PC	Equipment Trailer	1,000
CHICAGO LIGHTS 126 E CHESTNUT ST CHICAGO,IL 60611	N/A	PC	City Lights Summer Day Program	500
CHICAGO ZOOLOGICAL SOCIETY 3300 GOLF RD BROOKFIELD,IL 60513	N/A	PC	General & Unrestricted	500
CLASSICAL KIDS MUSIC EDUCATION NFP 5611 N WAYNE AVE CHICAGO,IL 60660	N/A	PC	"Beethoven Lives Upstairs" concert production	2,500
COLLEGE OF WOOSTER 1189 BEALL AVE WOOSTER,OH 44691	N/A	PC	General & Unrestricted	5,000
COLLEGE OF WOOSTER 1189 BEALL AVE WOOSTER,OH 44691	N/A	PC	Annual Fund	5,000
COLLEGE OF WOOSTER 1189 BEALL AVE WOOSTER,OH 44691	N/A	PC	The Wooster Fund supporting the Area of Greatest Need	1,000
COLLEGE OF WOOSTER 1189 BEALL AVE WOOSTER,OH 44691	N/A	PC	Wooster Fund	3,300
COLLEGE OF WOOSTER 1189 BEALL AVE WOOSTER,OH 44691	N/A	PC	Edward J Andrew Fellowships Program	31,980
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS SYMPHONY ASSOCIATION INC 2301 FLORA ST STE 300 DALLAS,TX 75201	N/A	PC	General & Unrestricted	500
DAVIS & ELKINS COLLEGE 100 CAMPUS DR ELKINS,WV 26241	N/A	PC	D&E Fund	200
DIAN FOSSEY GORILLA FUND 800 CHEROKEE AVE ATLANTA,GA 30315	N/A	PC	General & Unrestricted	500
DISCOVERY CHILDRENS MUSEUM 360 PROMENADE PL LAS VEGAS,NV 89106	N/A	PC	General & Unrestricted	2,750
DISCOVERY CHILDRENS MUSEUM 360 PROMENADE PL LAS VEGAS,NV 89106	N/A	PC	Youthworks Program	1,000
DISCOVERY CHILDRENS MUSEUM 360 PROMENADE PL LAS VEGAS,NV 89106	N/A	PC	Patents Pending Science Explorations Exhibit	20,000
DOMINICAN SISTERS OF CHICAGO ROSARY HILL HOME 9000 W 81ST ST JUSTICE,IL 60458	N/A	PC	General & Unrestricted	500
DREAMS FOR KIDS INC 1420 N ST NW APT 812 WASHINGTON,DC 20005	N/A	PC	General & Unrestricted	500
ELIM CHRISTIAN SERVICES 13020 S CENTRAL AVE PALOS HEIGHTS,IL 60463	N/A	PC	General & Unrestricted	500
FIRST BAPTIST CHURCH OF DOWNERS GROVE 929 MAPLE AVE DOWNERS GROVE,IL 60515	N/A	PC	Computer lab improvements at Downers Grove Christian School	6,500
FORGET ME NOT CHILDRENS SERVICES PO BOX 1296 SANTA ROSA,CA 95402	N/A	PC	General & Unrestricted	2,300
FOUNDATION FOR AN INDEPENDENT TOMORROW 1931 STELLA LAKE ST LAS VEGAS,NV 89106	N/A	PC	General & Unrestricted	1,500
FOURTH PRESBYTERIAN CHURCH OF CHICAGO 126 E CHESTNUT ST CHICAGO,IL 60611	N/A	PC	General & Unrestricted	5,000
FOURTH PRESBYTERIAN CHURCH OF CHICAGO 126 E CHESTNUT ST CHICAGO,IL 60611	N/A	PC	Celebrating the Life & Legacy of Dana Ferguson Myers Program	1,000
FREE ARTS FOR ABUSED CHILDREN OF ARIZONA 103 WHIGHLAND AVE STE 200 PHOENIX,AZ 85013	N/A	PC	General & Unrestricted	750
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GENEVA AREA FOUNDATION PO BOX 71 LAKE GENEVA,WI 53147	N/A	PC	Friend of the Hall Fund	250
GENEVA LAKE ASSOCIATION INC PO BOX 412 LAKE GENEVA,WI 53147	N/A	PC	General & Unrestricted	250
GENEVA LAKE ENVIRONMENTAL AGENCY PO BOX 914 WILLIAMS BAY,WI 53191	N/A	PC	General & Unrestricted	500
GENEVA LAKE WATER SAFETY COMM INC PO BOX 548 WILLIAMS BAY,WI 53191	N/A	PC	General & Unrestricted	1,000
GIFT OF HOPE ORGAN & TISSUE DONOR NETWORK 425 SPRING LAKE DR ITASCA,IL 60143	N/A	PC	General & Unrestricted	2,500
GREAT ARIZONA PUPPET THEATER INC 302 WLATHAM ST PHOENIX,AZ 85003	N/A	PC	General & Unrestricted	250
GREAT ARIZONA PUPPET THEATER INC 302 WLATHAM ST PHOENIX,AZ 85003	N/A	PC	IMAGINE THIS Program	4,000
GREENHILL SCHOOL 4141 SPRING VALLEY RD ADDISON,TX 75001	N/A	PC	General & Unrestricted	300
GREENHILL SCHOOL 4141 SPRING VALLEY RD ADDISON,TX 75001	N/A	PC	Fine Arts Division	500
GREENHILL SCHOOL 4141 SPRING VALLEY RD ADDISON,TX 75001	N/A	PC	Building Community Campaign	7,500
GREENHILL SCHOOL 4141 SPRING VALLEY RD ADDISON,TX 75001	N/A	PC	Scholarship Fund	1,000
HOPE FOR HAITI INC 1021 5TH AVE N NAPLES,FL 34102	N/A	PC	Robert E Hord Emergency Medical Fund	10,000
ILLINOIS INSTITUTE OF TECHNOLOGY 3424 S STATE ST CHICAGO,IL 60616	N/A	PC	Aaron Grudowski Scholarship Fund	2,250
INTERNATIONAL MOUNTAIN BICYCLING ASSOCIATION PO BOX 7578 BOULDER,CO 80306	N/A	PC	Annual Fund - Great Lakes Region	100
INTONATION MUSIC WORKSHOP 2324 WCORTEZ ST CHICAGO,IL 60622	N/A	PC	General & Unrestricted	500
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTONATION MUSIC WORKSHOP 2324 W CORTEZ ST CHICAGO,IL 60622	N/A	PC	Charitable Event	500
JUNIATA COLLEGE 1700 MOORE ST HUNTINGDON,PA 16652	N/A	PC	Juniata Scholarship Fund	1,000
JUNIATA COLLEGE 1700 MOORE ST HUNTINGDON,PA 16652	N/A	PC	Men's Volleyball Program	500
KITCHEN ON THE STREET INC 2103 W PARKSIDE LN PHOENIX,AZ 85027	N/A	PC	General & Unrestricted	300
KNOX COLLEGE 2 E S ST GALESBURG,IL 61401	N/A	PC	Knox Fund	5,000
KNOX COLLEGE 2 E S ST GALESBURG,IL 61401	N/A	PC	Alumni Hall Project	5,000
LAS VEGAS SUN SUMMER CAMP FUND 901 N GREEN VALLEY PKWY STE 210 HENDERSON,NV 89074	N/A	PC	General & Unrestricted	1,000
LAWRENCE UNIVERSITY OF WISCONSIN 711 E BOLDT WAY SPC 18 APPLETON,WI 54911	N/A	PC	Conservatory of Music Division	1,000
LAWRENCE UNIVERSITY OF WISCONSIN 711 E BOLDT WAY SPC 18 APPLETON,WI 54911	N/A	PC	E Dane Purdo 2014 Memorial Scholarship Fund	500
LAWRENCE UNIVERSITY OF WISCONSIN 711 E BOLDT WAY SPC 18 APPLETON,WI 54911	N/A	PC	Lawrence Fund	6,000
LAWRENCE UNIVERSITY OF WISCONSIN 711 E BOLDT WAY SPC 18 APPLETON,WI 54911	N/A	PC	Lawrence Fund supporting the Area of Greatest Need	1,000
LEE MEMORIAL HEALTH SYSTEM FOUNDATION INC 16451 HEALTH PARK COMMONS DR STE 20 FT MYERS,FL 33908	N/A	PC	Barbara's Friends Fund	2,000
MEADOWS SCHOOL 8601 SCHOLAR LN LAS VEGAS,NV 89128	N/A	PC	General & Unrestricted	750
MIRACLE LEAGUE OF LAS VEGAS 9813 MOON VALLEY PL LAS VEGAS,NV 89134	N/A	PC	General & Unrestricted	400
MISSION POSSIBLE 63 S BROADWAY AURORA,IL 60505	N/A	PC	Dental Program	500
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MUSEUM OF SCIENCE AND INDUSTRY 5700 S LAKE SHORE DR CHICAGO,IL 60637	N/A	PC	General & Unrestricted	500
NATIONAL CORVETTE MUSEUM FOUNDATION INC 350 CORVETTE DR BOWLING GREEN,KY 42101	N/A	PC	General & Unrestricted	1,000
NATIONAL PUBLIC RADIO INC 1111 N CAPITOL ST NE WASHINGTON,DC 20002	N/A	PC	General & Unrestricted	550
NAZARETH ACADEMY 1209 W OGDEN AVE LA GRANGE PARK,IL 60526	N/A	PC	General & Unrestricted	2,000
NAZARETH ACADEMY 1209 W OGDEN AVE LA GRANGE PARK,IL 60526	N/A	PC	Charitable Event	1,000
NAZARETH ACADEMY 1209 W OGDEN AVE LA GRANGE PARK,IL 60526	N/A	PC	Charitable Event	500
NAZARETH ACADEMY 1209 W OGDEN AVE LA GRANGE PARK,IL 60526	N/A	PC	Parent Pledge Initiative	2,000
NEIGHBORHOOD HEALTH CLINIC INC 121 GOODLETTE RD N NAPLES,FL 34102	N/A	PC	Diabetes Program	2,000
NEVADA MILITARY SUPPORT ALLIANCE 985 DAMONTE RANCH PKWY STE 310 RENO,NV 89521	N/A	PC	Fisher House construction Project	1,000
NEVADA SCHOOL OF THE ARTS 401 S 4TH ST STE 125 LAS VEGAS,NV 89101	N/A	PC	General & Unrestricted	1,250
NEW MOMS INC 5317 W CHICAGO AVE CHICAGO,IL 60651	N/A	PC	Academy of Professional Development	5,000
NORTH CENTRAL COLLEGE 30 N BRAINARD ST NAPERVILLE,IL 60540	N/A	PC	Annual Fund	1,000
NORTHWESTERN UNIVERSITY 1201 DAVIS ST 3RD FL EVANSTON,IL 60208	N/A	PC	Education & Social Policy Annual Fund	1,000
r Schieber 1801 Hinman Ave EVANSTON,IL 60208	None		Scholarship Grant	4,000
r schieber 1801 Hinman Ave EVANSTON,IL 60208	None		Scholarship Grant	1,833
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
r bourret 1801 HINMAN AVE EVANSTON,IL 60208	None		Scholarship Grant	4,833
r khakhkar 1801 hinman ave evanston,IL 60208	None		Scholarship Grant	3,250
PANGEA EDUCATIONAL DEVELOPMENT GROUP 4636 N RAVENSWOOD STE 207 CHICAGO,IL 60640	N/A	PC	General & Unrestricted	1,000
PLANETARY SOCIETY 85 S GRAND AVE PASADENA,CA 91105	N/A	PC	General & Unrestricted	500
PLANETARY SOCIETY 85 S GRAND AVE PASADENA,CA 91105	N/A	PC	Carl Sagan Fund for the future	500
PLANNED PARENTHOOD GREATER MEMPHIS REGION INC 2430 POPLAR AVE STE 100 MEMPHIS,TN 38112	N/A	PC	General & Unrestricted	650
PLANNED PARENTHOOD OF ALBUQUERQUE INC 7155 E 38TH AVE DENVER,CO 80207	N/A	PC	General & Unrestricted	1,000
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN AVE 6TH FLR CHICAGO,IL 60603	N/A	PC	General & Unrestricted	350
POMONA COLLEGE 150 E 8TH ST PENDLETON BLDG 108 CLAREMONT,CA 91711	N/A	PC	General & Unrestricted	5,000
C Marquez President and fellows of Harvard Co 953 SMITH CAMPUS CENTER 1350 MASSA CAMBRIDGE,MA 02138	none		Scholarship Grant	2,500
D Dyrda Princeton University BOX 5357 PRINCETON,NJ 08543	none		Scholarship Grant	3,250
D Dyrda PRINCETON UNIVERSITY BOX 5357 PRINCETON,NJ 08543	none		Scholarship Grant	2,750
READING IN MOTION 65 E WACKER PL STE 1800 CHICAGO,IL 60601	N/A	PC	General & Unrestricted	3,200
READING IN MOTION 65 E WACKER PL STE 1800 CHICAGO,IL 60601	N/A	PC	three year leadership initiative	50,000
READING IN MOTION 65 E WACKER PL STE 1800 CHICAGO,IL 60601	N/A	PC	to support the hiring of a Director of New School Partnerships	50,000
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
REEF ENVIRONMENTAL EDUCATION FOUNDATION INC PO BOX 0246 KEY LARGO,FL 33037	N/A	PC	General & Unrestricted	250
RESTORATION MINISTRIES INC 253 E 159TH ST HARVEY,IL 60426	N/A	PC	General & Unrestricted	500
RJ SANDERS MEMORIAL FUND 8018 45TH ST LYONS,IL 60534	N/A	PC	Charitable Event	500
RONALD MCDONALD HOUSE CHARITIES OF MEMPHIS INC 535 ALABAMA AVE MEMPHIS,TN 38105	N/A	PC	General & Unrestricted	500
ROSIES HOUSE A MUSIC ACADEMY FOR CHILDREN INC PO BOX 13446 PHOENIX,AZ 85002	N/A	PC	General & Unrestricted	300
SAFE HUMANE PO BOX 7342 CHICAGO,IL 60680	N/A	PC	General & Unrestricted	2,400
SAFE HUMANE PO BOX 7342 CHICAGO,IL 60680	N/A	PC	Court Case Dogs Program	1,500
SAFE HUMANE PO BOX 7342 CHICAGO,IL 60680	N/A	PC	Youth Leadership Lifetime Bonds Program	8,000
SANTA FE SYMPHONY ORCHESTRA & CHORUS INC PO BOX 9692 SANTA FE,NM 87504	N/A	PC	General & Unrestricted	1,000
SCHOOL YEAR ABROAD INC 120 WATER ST STE 310 NORTH ANDOVER,MA 01845	N/A	PC	General & Unrestricted	400
SHEDD AQUARIUM SOCIETY 1200 S LAKE SHORE DR CHICAGO,IL 60605	N/A	PC	Beluga Whale Program	500
SOLDIER SOCKS INC 1127 HIGH RIDGE RD NO 124 STAMFORD,CT 06905	N/A	PC	Ekso units for soldiers	500
SOUTHWEST CHICAGO CHRISTIAN SCHOOL ASSOCIATION 12001 S OAK PARK AVE PALOS HEIGHTS,IL 60463	N/A	PC	athletic boosters Program	2,000
SOUTHWEST CHICAGO CHRISTIAN SCHOOL ASSOCIATION 12001 S OAK PARK AVE PALOS HEIGHTS,IL 60463	N/A	PC	STEM Remodeling & Implementation Project	15,000
SOUTHWEST CHICAGO CHRISTIAN SCHOOL ASSOCIATION 12001 S OAK PARK AVE PALOS HEIGHTS,IL 60463	N/A	PC	General fund & athletic department	3,000
Total  3a				690,162


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SPREAD THE WORD NEVADA 1065 AMERICAN PACIFIC DR NO 160 HENDERSON,NV 89074	N/A	PC	Books & Buddies Program	25,000
ST BARNABAS ENDOWMENT FOUNDATION 10134 S LONGWOOD DR CHICAGO,IL 60643	N/A	PC	Red Tag Christmas Program	500
ST MICHAEL'S SCHOOL 14355 HIGHLAND AVE ORLAND PARK,IL 60462	N/A	PC	General & Unrestricted	1,000
A King 355 GALVEZ ST MONTAG HALL STANFORD,CA 94305	none		Scholarship Grant	4,833
THE CONSERVANCY OF SOUTHWEST FLORIDA INC 1495 SMITH PRESERVE WAY NAPLES,FL 34102	N/A	PC	Live Fund A Need Environmental Education Programs Initiative	25,000
THE EDIBLE SCHOOLYARD PROJECT - DBA CHEZ PANISSE F 1517 SHATTUCK AVE BERKELEY,CA 94709	N/A	PC	General & Unrestricted	650
THE ENVIRONMENTAL EDUCATION FOUNDATION INC PO BOX 244 FONTANA,WI 53125	N/A	PC	Environmental Education Scholarship Fund	100
TRINITY CHRISTIAN COLLEGE ASSOCIATION 6601 W COLLEGE DR PALOS HEIGHTS,IL 60463	N/A	PC	General & Unrestricted	500
TRUSTEES OF PRINCETON UNIVERSITY 330 ALEXANDER ST PRINCETON,NJ 08540	N/A	PC	Morgan McKinzie '93 Men's Volleyball Fund	5,500
UNITED METHODIST CHURCH & ITS AFFILIATED ORGANizat PO BOX 9068 NEWYORK,NY 10087	N/A	PC	Typhoon Haiyan Disaster Response Fund	10,000
UNITED STATES CONFERENCE OF CATHOLIC BISHOPS 3211 4TH ST NE WASHINGTON,DC 20017	N/A	PC	St Michael School in Orland Park, IL - Techonology Resources Fund	2,500
UNIVERSITY OF CHICAGO 1427 E 60TH ST STE 120 CHICAGO,IL 60637	N/A	PC	General & Unrestricted	300
UNIVERSITY OF CHICAGO 1427 E 60TH ST STE 120 CHICAGO,IL 60637	N/A	PC	University Fund	10,000
m veldman 1115 E 58TH ST CHICAGO,IL 60637	none		Scholarship Grant	4,833
UNIVERSITY OF MIAMI PO BOX 248073 CORAL GABLES,FL 33124	N/A	PC	General & Unrestricted	250
Total  3a				690,162

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF MIAMI PO BOX 248073 CORAL GABLES,FL 33124	N/A	PC	College of Engineering Division	5,000
a sharma 1000 ASP AVE NORMAN,OK 73019	none		Scholarship Grant	2,500
UNIVERSITY OF UTAH - ARTSBRIDGE 375 S 1530 E RM 250 SALT LAKE CITY,UT 84112	N/A	PC	ArtsBridge Project	40,000
VALLEY YOUTH THEATRE 807 N 3RD ST PHOENIX,AZ 85004	N/A	PC	General & Unrestricted	300
VALLEY YOUTH THEATRE 807 N 3RD ST PHOENIX,AZ 85004	N/A	PC	25th Anniversary Season and Literacy and the Arts Program	10,000
VELOSTREET INC PO BOX 5873 SANTA ROSA,CA 95402	N/A	PC	Festa Fund A Need Part #1	2,500
VELOSTREET INC PO BOX 5873 SANTA ROSA,CA 95402	N/A	PC	Charitable Event	1,000
VELOSTREET INC PO BOX 5873 SANTA ROSA,CA 95402	N/A	PC	Charitable Event	3,000
VICKERY MEADOW LEARNING CENTER 4144 N CENTRAL EXPY STE 702 DALLAS,TX 75204	N/A	PC	VMLC Adult and Child Literacy Program	5,000
VICKERY MEADOW LEARNING CENTER 4144 N CENTRAL EXPY STE 702 DALLAS,TX 75204	N/A	PC	Charitable Event	2,500
VMSN INC 4770 HARRISON DR LAS VEGAS,NV 89121	N/A	PC	General & Unrestricted	500
C Krull ONE BROOKINGS DR CAMPUS BOX 1041 ST LOUIS,MO 63130	none		Scholarship Grant	2,250
E Mueller ONE BROOKINGS DR CAMPUS BOX 1041 ST LOUIS,MO 63130	none		Scholarship Grant	5,000
WATERFORD INSTITUTE INC 1590 E 9400 S SANDY,UT 84093	N/A	PC	"Camp Consonant" Sequencer for Individualized Reading Remediation	45,000
WESTERN FOLKLIFE CENTER 501 RAILROAD ST ELKO,NV 89801	N/A	PC	General & Unrestricted	500
Total  3a				690,162

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
XAVIER COLLEGE PREPARATORY 4710 N 5TH ST PHOENIX,AZ 85012	N/A	PC	General & Unrestricted	2,000
A J Hernandez-Leyva PO BOX 208232 NEW HAVEN,CT 06520	none		Scholarship Grant	5,000
YOUNG LIFE PO BOX 520 COLORADO SPRINGS,CO 80901	N/A	PC	Grand Rapids Michigan Chapter	1,000
YOUNG WOMENS LEADERSHIP CHARTER SCHOOL OF CHICAGO 2641 S CALUMET AVE CHICAGO,IL 60616	N/A	PC	Leadership Circle Fund	1,000
Total  3a				690,162

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

TY 2013 Depreciation Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

**TY 2013 Investments Corporate
Stock Schedule****Name:** Andrew Family Foundation**EIN:** 36-3926511

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DFA EMERGING MARKETS CORE EQ P	1,150,000	1,327,867
DFA INTERNATIONAL CORE EQUITY	1,629,832	2,967,290
DFA INVT DIMENSIONS GROUP INC	1,812,360	5,734,761
EATON VANCE PARMETRIC STRUCTUR	1,700,020	1,485,390
VANGUARD INTERMEDIATE TERM TA	2,372,941	2,426,611
VANGUARD REIT INDEX FD ADMIRAL	727,020	852,181
VANGUARD SF REIT ETF	309,420	996,102

TY 2013 Investments - Land Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

TY 2013 Land, Etc. Schedule**Name:** Andrew Family Foundation**EIN:** 36-3926511

TY 2013 Legal Fees Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Document Review/Drafting	6,400			6,400

TY 2013 Other Assets Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BUST OF V J ANDREW-IN PROGRESS		10,000	10,000

TY 2013 Other Expenses Schedule**Name:** Andrew Family Foundation**EIN:** 36-3926511

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	58,593			58,593
MISCELLANEOUS EXPENSES	250			250
Office Supplies	694			694
State or Local Filing Fees	51			51

TY 2013 Other Income Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Federal Tax Refund	19,989		

TY 2013 Other Professional Fees Schedule**Name:** Andrew Family Foundation**EIN:** 36-3926511

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	34,676	34,676		
ADMINISTRATIVE SERVICES	80,000			80,000

TY 2013 Taxes Schedule

Name: Andrew Family Foundation

EIN: 36-3926511

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2014	24,100			