Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 12/01 **, 2013, and ending** 11/30 **, 20**14

Name of foundation THE CANNING FOUNDATION	**A Employer identification number** 36-3913323
Number and street (or P O box number if mail is not delivered to street address) 1650 DUBLIN COURT — Room/suite	**B** Telephone number (see instructions) (312) 895-1100
City or town, state or province, country, and ZIP or foreign postal code INVERNESS, IL 60067	**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)* ▶ $ 4,142,154.

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,169,280.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	35.	35.		ATCH 1
	4 Dividends and interest from securities	82,782.	82,782.		ATCH 2
	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)				
	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)				
	12 **Total.** Add lines 1 through 11	2,252,097.	82,817.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	4,500.	2,250.		2,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	18,453.	18,453.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	417.			417.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,370.	20,703.		2,667.
	25 Contributions, gifts, grants paid	2,864,654.			2,864,654.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,888,024.	20,703.	0	2,867,321.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-635,927.			
	b **Net investment income** (if negative, enter -0-)		62,114.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	773,338.	82,849.	82,849.
	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) ATCH 6	667,637.	1,029,584.	4,059,305.
	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 ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,440,975.	1,112,433.	4,142,154.
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	1,440,975.	1,112,433.	
	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)	1,440,975.	1,112,433.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,440,975.	1,112,433.	

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	1,440,975.
2	Enter amount from Part I, line 27a	2	-635,927.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	307,385.
4	Add lines 1, 2, and 3	4	1,112,433.
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	1,112,433.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b				
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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 3

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	2,118,051.	3,962,434.	0.534533
2011	1,314,821.	729,958.	1.801228
2010	2,419,725.	1,230,628.	1.966252
2009	1,515,286.	499,440.	3.033970
2008	2,224,128.	584,803.	3.803209

2	**Total** of line 1, column (d)	2	11.139192
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	2.227838
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,220,984.
5	Multiply line 4 by line 3	5	9,403,669.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	621.
7	Add lines 5 and 6	7	9,404,290.
8	Enter qualifying distributions from Part XII, line 4	8	2,867,321.

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)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,242.
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	1,242.
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	1,242.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,000.		
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	4,000.
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	2,758.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 2,758. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
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	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JOHN A. CANNING, JR. Telephone no ▶ 312-895-1100

Located at ▶ 1650 WEST DUBLIN COURT INVERNESS, IL ZIP+4 ▶ 60067

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **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

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**

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: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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
ATCH 8		0	0	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
NONE				

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

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
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	3,923,530.
b	Average of monthly cash balances			1b	361,733.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	4,285,263.
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	4,285,263.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	64,279.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	4,220,984.
6	**Minimum investment return.** Enter 5% of line 5			6	211,049.

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	211,049.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,242.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,242.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	209,807.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	209,807.
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	209,807.

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	2,867,321.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
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	2,867,321.
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	2,867,321.

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					209,807.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only					
b	Total for prior years 20 11 ,20 10 ,20 09					
3	Excess distributions carryover, if any, to 2013					
a	From 2008	2,202,928.				
b	From 2009	1,476,680.				
c	From 2010	2,359,112.				
d	From 2011	1,278,537.				
e	From 2012	1,935,152.				
f	**Total** of lines 3a through e		9,252,409.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 2,867,321.					
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					209,807.
e	Remaining amount distributed out of corpus		2,657,514.			
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		11,909,923.			
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)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		2,202,928.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		9,706,995.			
10	Analysis of line 9					
a	Excess from 2009	1,476,680.				
b	Excess from 2010	2,359,112.				
c	Excess from 2011	1,278,537.				
d	Excess from 2012	1,935,152.				
e	Excess from 2013	2,657,514.				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

JOHN A. & RITA CANNING

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 9				
Total . . . . ▶ **3a**				2,864,654.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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	35.	
4 Dividends and interest from securities			14	82,782.	
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)				82,817.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 82,817.

(See worksheet in line 13 instructions to verify calculations)

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.)

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

			Yes	No
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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee	Date: 3/4/15	Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BRITTNEY B SAKS	Brittney B Saks	3/3/15		P00965238

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ ONE NORTH WACKER DRIVE
CHICAGO, IL 60606 — Phone no 312-298-2000

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

Schedule of Contributors

▶ **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.***

OMB No 1545-0047

2013

Name of the organization	**Employer identification number**
THE CANNING FOUNDATION	36-3913323

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 foundation

Check 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	Employer identification number
THE CANNING FOUNDATION	36-3913323

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	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 483,525.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 283,770.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 266,900.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
4	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 162,123.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 302,162.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
6	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 666,300.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization THE CANNING FOUNDATION

Employer identification number 36-3913323

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
7	JOHN & RITA CANNING 1650 WEST DUBLIN CT INVERNESS, IL 60067	$ 4,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE CANNING FOUNDATION

Employer identification number 36-3913323

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
1	15,000 SHARES OF T-MOBILE US, INC	$ 483,525.	01/03/2014
2	2,091 SHARES OF TIME WARNER CABLE INC.	$ 283,770.	01/17/2014
3	10,000 SHARES OF BOISE CASCADE CO COM	$ 266,900.	04/24/2014
4	5,326 SHARES OF BOISE CASCADE CO COM	$ 162,123.	08/22/2014
5	10,380 SHARES OF T-MOBILE US, INC	$ 302,162.	08/22/2014
6	20,000 SHARES OF BOISE CASCADE CO COM	$ 666,300.	10/24/2014

Name of organization THE CANNING FOUNDATION

Employer identification number 36-3913323

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

(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

(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

(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

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN CHASE	34.	34.
DEUTSCHE BANK	1.	1.
TOTAL	35.	35.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN CHASE		2,696.	2,696.
DEUTSCHE BANK		80,086.	80,086.
	TOTAL	82,782.	82,782.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS LLP	4,500.	2,250.		2,250.
TOTALS	4,500.	2,250.		2,250.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID		16,017.	16,017.
FEDERAL EXCISE TAX		2,436.	2,436.
	TOTALS	18,453.	18,453.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FILING FEES		402.	402.
ILLINOIS CHARITY BUREAU FUND		15.	15.
	TOTALS	417.	417.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PACKAGING CORP OF AMERICA	719.	NONE	NONE
SMURFIT KAPPA PLC	666,918.	540,007.	3,058,585.
T-MOBILE US, INC.	NONE	235,245.	473,900.
BOISE CASCADE CO COM	NONE	254,332.	526,820.
TOTALS	667,637.	1,029,584.	4,059,305.

ATTACHMENT 7

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
CONTRIBUTIONS REPORTED ON PRIOR YEAR RETURN CLEARING BANK ACCOUNT IN CURRENT YEAR	41,975.
FMV ADJUSTMENT DUE TO NONCASH GRANT PAID TO QUALIFYING CHARITY	265,410.
TOTAL	307,385.

THE CANNING FOUNDATION 36-3913323

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
JOHN A. CANNING JR. 1650 DUBLIN CT INVERNESS, IL 60067	PRESIDENT/TREASURER/DIRECTOR
RITA J. CANNING 1650 DUBLIN CT INVERNESS, IL 60067	VP/SEC/DIRECTOR
SHARON J. KULAK THREE FIRST NATIONAL PLAZA SUITE 4600 CHICAGO, IL 60602	DIRECTOR
ELIZABETH CANNING LUPO 2449 W. AINSLIE, APT 1 CHICAGO, IL 60625	DIRECTOR
JOHN F. PODJASEK III 111 W. MAPLE #1703 CHICAGO, IL 60610	DIRECTOR

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALICIA'S HOUSE	NONE PC	TO FURTHER PROGRAM SERVICES	1,000.
AMERICAN DIABETES ASSOCIATION	NONE PC	TO FURTHER PROGRAM SERVICES	67.
AMERICAN DIABETES ASSOCIATION	NONE PC	ON 06/06/14, THE FOUNDATION DONATED 352 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $10,587 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	49,933.
AMERICAN JEWISH COMMITTEE	NONE PC	ON 04/17/14, THE FOUNDATION DONATED 179 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $5,384 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	26,181.
AMERICAN RED CROSS OF GREATER CHICAGO	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
AS GOOD AS GOLD	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BARRINGTON CHILDREN'S CHARITIES	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
BETTER GOVERNMENT ASSOCIATION	NONE PC	TO FURTHER PROGRAM SERVICES	24,930.
BETTER GOVERNMENT ASSOCIATION	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 1,325 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $22,830 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	48,161.
BIG SHOULDERS FUND	NONE PC	ON 09/05/14, THE FOUNDATION DONATED 2,479 SHS OF T-MOBILE US, INC. WITH A BOOK VALUE OF $35,921 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	77,085.
BIG SHOULDERS FUND	NONE PC	TO FURTHER PROGRAM SERVICES	18,932.
BOYS & GIRLS CLUB OF CHICAGO	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRAIN RESEARCH FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
CATHOLIC EXTENSION	NONE PC	TO FURTHER PROGRAM SERVICES	25,000.
CHICAGO CHILDREN'S THEATRE	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
CHICAGO CUBS CHARITIES	NONE PC	TO FURTHER PROGRAM SERVICES	8,000.
CHICAGO DANCING COMPANY NFP	NONE PC	TO FURTHER PROGRAM SERVICES	25,000.
CHICAGO JESUIT ACADEMY	NONE PC	TO FURTHER PROGRAM SERVICES	12,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHICAGO METROPOLITAN BATTERED WOMEN'S NETWORK	NONE PC	TO FURTHER PROGRAM SERVICES	1,000.
CHICAGO SCHOLARS	NONE PC	TO FURTHER PROGRAM SERVICES	3,000.
CHICAGO SHAKESPEARE THEATER	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
CHICAGOLAND CHAMBER OF COMMERCE	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
CIVIC CONSULTING ALLIANCE	NONE PC	TO FURTHER PROGRAM SERVICES	1,389.
CIVIC CONSULTING ALLIANCE	NONE PC	ON 03/06/14, THE FOUNDATION DONATED 336 SHS OF PACKAGING CORP OF AMERICA WITH A BOOK VALUE OF $467 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,792.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CLEARBROOK	NONE PC	ON 05/07/14, THE FOUNDATION DONATED 177 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $5,323 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,493.
CLEARBROOK	NONE PC	TO FURTHER PROGRAM SERVICES	507.
DE LA SALLE INSTITUTE	NONE PC	TO FURTHER PROGRAM SERVICES	29,484.
DEPAUL UNIVERSITY	NONE PC	ON 12/16/13, THE FOUNDATION DONATED 4,499 SHS OF SMURFIT KAPPA PLC WITH A BOOK VALUE OF $18,446 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	106,581.
DIABETES SCHOLAR FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
DUKE UNIVERSITY	NONE PC	ON 12/10/13, THE FOUNDATION DONATED 4,507 SHS OF SMURFIT KAPPA PLC WITH A BOOK VALUE OF $18,479 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	100,202.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DUKE UNIVERSITY	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 2,685 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $46,263 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	99,949.
DUPAGE CHILDREN'S MUSEUM	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
EAST TROY EMERGENCY SERVICES	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
ED CHOICE ILLINOIS	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
HARPER COLLEGE EDUCATAIONAL FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	22,657.
HARPER COLLEGE EDUCATAIONAL FOUNDATION	NONE PC	ON 07/24/14, THE FOUNDATION DONATED 439 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $13,203 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	64,969.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HARPER COLLEGE EDUCATAIONAL FOUNDATION	NONE PC	ON 07/24/14, THE FOUNDATION DONATED 181 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $252 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	12,374.
HAZELDEN FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	241.
HAZELDEN FOUNDATION	NONE PC	ON 05/07/14, THE FOUNDATION DONATED 177 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $5,323 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,759.
HORATIO ALGER ASSOCIATION	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
ILLINOIS HOLOCAUST MUSEUM & EDUCATION CENTER	NONE PC	ON 04/10/14, THE FOUNDATION DONATED 347 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $10,436 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	46,538.
JULIAN H. ROBERTSON JR. ENDOWED PROFESSORSHIP	NONE PC	TO FURTHER PROGRAM SERVICES	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JUNIOR ACHIEVEMENT OF CHICAGO	NONE PC	ON 12/09/13, THE FOUNDATION DONATED 3,454 SHS OF SMURFIT KAPPA PLC WITH A BOOK VALUE OF $14,161 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	75,643.
LEAP INNOVATIONS	NONE PC	ON 10/28/14, THE FOUNDATION DONATED 700 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $12,061 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,119.
LEO HIGH SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	46,500.
MARINE CORPS SCHOLARSHIP FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	25,000.
MARION CATHOLIC HIGH SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	6,000.
MEMORIAL SLOAN-KETTERING	NONE PC	TO FURTHER PROGRAM SERVICES	500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MERIT SCHOOL OF MUSIC	NONE PC	TO FURTHER PROGRAM SERVICES	162.
MERIT SCHOOL OF MUSIC	NONE PC	ON 06/09/14, THE FOUNDATION DONATED 243 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $7,308 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	34,838.
METROPOLITAN FAMILY SERVICES	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
METROPOLITAN PLANNING COUNCIL	NONE PC	TO FURTHER PROGRAM SERVICES	20,000.
METROSQUASH CAPITAL CAMPAIGN	NONE PC	TO FURTHER PROGRAM SERVICES	760.
MICHIGAN AVENUE STREETSCAPE ASSOCIATION	NONE PC	TO FURTHER PROGRAM SERVICES	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIDWEST LABRADOR RETRIEVER RESCUE	NONE PC	TO FURTHER PROGRAM SERVICES	1,000.
NORTHWESTERN MEMORIAL FOUNDATION	NONE PC	ON 09/05/14, THE FOUNDATION DONATED 6,666 SHS OF T-MOBILE US, INC. WITH A BOOK VALUE OF $96,590 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	207,279.
NORTHWESTERN UNIVERSITY - BEINEN SCHOOL OF MUSIC	NONE PC	ON 12/04/13 THE FOUNDATION DONATED 9,247 SHS OF SMURFIT KAPPA PLC WITH A BOOK VALUE OF $37,913 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	280,780.
NORTHWESTERN UNIVERSITY - BEINEN SCHOOL OF MUSIC	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 5,380 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $92,697 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	200,271.
OLD ST. PATRICKS CHURCH	NONE PC	TO FURTHER PROGRAM SERVICES	8,500.
OPERATION NORTH POLE	NONE PC	TO FURTHER PROGRAM SERVICES	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ORPHANETWORK	NONE PC	TO FURTHER PROGRAM SERVICES	42,654.
OUNCE OF PREVENTION FUND	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
OUR LADY OF TEPEYAC HIGH SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	17,000.
PATHWAYS FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
PATHWAYS FOUNDATION	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 650 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $11,200 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,196.
PAWS CHICAGO	NONE PC	TO FURTHER PROGRAM SERVICES	18,200.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PEGGY NOTEBAERT NATURE MUSEUM	NONE PC	TO FURTHER PROGRAM SERVICES	543.
PEGGY NOTEBAERT NATURE MUSEUM	NONE PC	ON 05/07/14, THE FOUNDATION DONATED 177 SHS OF TIME WARNER CABLE INC. WITH A BOOK VALUE OF $5,323 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,457.
PROVIDENCE ST. MEL SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	20,000.
RUSH UNIVERSITY MEDICAL CENTER	NONE PC	TO FURTHER PROGRAM SERVICES	709.
RUSH UNIVERSITY MEDICAL CENTER	NONE PC	ON 10/28/14, THE FOUNDATION DONATED 705 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $12,147 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	23,141.
ST. ELIZABETH CATHOLIC SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST. FRANCIS DE SALES HIGH SCHOOL	NONE PC	TO FURTHER PROGRAM SERVICES	18,000.
ST. JOHN DE LA SALLE	NONE PC	TO FURTHER PROGRAM SERVICES	2,700.
SUE GIN MEMORIAL	NONE PC	TO FURTHER PROGRAM SERVICES	1,000.
TEACH FOR AMERICA - CHICAGO	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
THE AMERICAN IRELAND FUND	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 790 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $13,612 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	29,258.
THE FIELD MUSEUM	NONE PC	TO FURTHER PROGRAM SERVICES	48,771.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE FIELD MUSEUM	NONE PC	ON 12/04/13, THE FOUNDATION DONATED 9,247 SHS OF SMURFIT KAPPA PLC WITH A BOOK VALUE OF $37,913 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	197,451.
THE FIELD MUSEUM	NONE PC	ON 11/05/14, THE FOUNDATION DONATED 5,480 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $94,420 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	201,527.
THE JOYCE THEATER FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
THE POSSE FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
THE SALVATION ARMY	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
THE SERGEANT THOMAS JOSEPH SULLIVAN CENTER	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WOMEN'S BOARD OF THE FIELD MUSEUM	NONE PC	ON 10/27/14, THE FOUNDATION DONATED 1,470 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $25,328 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	49,429.
TURQOISE MOUNTAIN FOUNDATION US	NONE PC	TO FURTHER PROGRAM SERVICES	5,000.
UHLICH CHILDRENS ADVANTAGE NETWORK	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
UNITED WAY	NONE PC	TO FURTHER PROGRAM SERVICES	454.
UNITED WAY	NONE PC	ON 10/27/14, THE FOUNDATION DONATED 730 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $12,578 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,546.
URBAN GETAWAYS	NONE PC	TO FURTHER PROGRAM SERVICES	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WDSRA FOUNDATION	NONE PC	TO FURTHER PROGRAM SERVICES	800.
WINGS, WOMEN IN NEED GROWING STRONGER	NONE PC	TO FURTHER PROGRAM SERVICES	1,000.
YMCA	NONE PC	ON 11/14/14, THE FOUNDATION DONATED 650 SHS OF BOSIE CASCADE CO COM WITH A BOOK VALUE OF $11,200 TO HELP FURTHER THE ORGANIZATION'S PROGRAM SERVICES. VALUATIONS ARE BASED ON THE AVERAGE OF THE HIGH/LOW SHARE PRICE ON THE DATE OF CONTRIBUTION.	24,242.
YMCA OF METROPOLITAN CHICAGO	NONE PC	TO FURTHER PROGRAM SERVICES	10,000.
		TOTAL CONTRIBUTIONS PAID	2,864,654.