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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 separate instructions is at www.irs.gov/form990pf

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation MILLS FAMILY CHARITABLE FOUNDATION		A Employer identification number 30-6000363
Number and street (or P O box number if mail is not delivered to street address) 1600 EASTWOOD AVENUE	Room/suite	B Telephone number 847-949-3000
City or town, state or province, country, and ZIP or foreign postal code HIGHLAND PARK, IL 60035		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,731,774.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		641,056.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		100.	100.		STATEMENT 1
4 Dividends and interest from securities		13,414.	13,414.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		565,740.			
b Gross sales price for all assets on line 6a 848,271.					
7 Capital gain net income (from Part IV, line 2)			565,740.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		424.	424.		STATEMENT 3
12 Total. Add lines 1 through 11		1,220,734.	579,678.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 4		20,807.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		4,760.	4,745.		15.
24 Total operating and administrative expenses. Add lines 13 through 23		25,567.	4,745.		15.
25 Contributions, gifts, grants paid		957,990.			957,990.
26 Total expenses and disbursements. Add lines 24 and 25		983,557.	4,745.		958,005.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		237,177.			
b Net investment income (if negative enter -0-)			574,933.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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2014.03040 MILLS FAMILY CHARITABLE F 45691.01

SCANNED MAY 22 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,734.	54,056.	54,056.
	2 Savings and temporary cash investments	526,944.	348,656.	348,656.
	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	26,036.		
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	441,055.	441,810.	1,329,062.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,001,769.	844,522.	1,731,774.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
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	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,001,769.	844,522.		
30 Total net assets or fund balances	1,001,769.	844,522.		
31 Total liabilities and net assets/fund balances	1,001,769.	844,522.		

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	1,001,769.
2 Enter amount from Part I, line 27a	2	237,177.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,238,946.
5 Decreases not included in line 2 (itemize) ▶ ADJUSTED DONATED STOCK TO DONOR BASIS	5	394,424.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	844,522.

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 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 848,271.		282,531.	565,740.	
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			565,740.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;">2</div> </div>		565,740.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> { </div> <div style="margin-left: 10px;">3</div> </div>		N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,773,029.	1,469,653.	1.206427
2012	778,877.	677,249.	1.150060
2011	874,350.	830,141.	1.053255
2010	772,944.	1,546,141.	.499918
2009	963,826.	2,200,823.	.437939
2 Total of line 1, column (d)			2 4.347599
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 .869520
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 1,465,164.
5 Multiply line 4 by line 3			5 1,273,989.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,749.
7 Add lines 5 and 6			7 1,279,738.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 958,005.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	11,499.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	11,499.
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	11,499.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	12,760.	
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	12,760.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,261.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 1,261. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JONATHAN M. MILLS</u> Telephone no. ► <u>847-949-3000</u> Located at ► <u>1600 EASTWOOD AVENUE, HIGHLAND PARK, IL</u> ZIP+4 ► <u>60035</u>			
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 ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	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 2014?		1c
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	<u>N/A</u>	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2014 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 2014)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2014?		4b

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JONATHAN M. MILLS 1600 EASTWOOD AVENUE HIGHLAND PARK, IL 60035	TRUSTEE 3.00	0.	0.	0.

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

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

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

0

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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. 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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,182,922.
b	Average of monthly cash balances	1b	304,554.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,487,476.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,487,476.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,312.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,465,164.
6	Minimum investment return. Enter 5% of line 5	6	73,258.

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	73,258.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,499.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,499.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	61,759.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	61,759.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	61,759.

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	958,005.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	958,005.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	958,005.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				61,759.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014.				
a From 2009	854,671.			
b From 2010	696,281.			
c From 2011	836,905.			
d From 2012	754,331.			
e From 2013	1,725,044.			
f Total of lines 3a through e	4,867,232.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 958,005.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				61,759.
e Remaining amount distributed out of corpus	896,246.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	5,763,478.			
a Corpus Add lines 3f, 4c and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	854,671.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	4,908,807.			
10 Analysis of line 9.				
a Excess from 2010	696,281.			
b Excess from 2011	836,905.			
c Excess from 2012	754,331.			
d Excess from 2013	1,725,044.			
e Excess from 2014	896,246.			

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				
AARP FOUNDATION 601 E STREET, NW WASHINGTON, DC 20049	NONE	PUBLIC CHARITY	GENERAL FUNDING	100.
AKIBA SCHECHTER JEWISH DAY SCHOOL 5235 S. CORNELL CHICAGO, IL 60615	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
AMIT 817 BROADWAY NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500.
ANTI DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	PUBLIC CHARITY	GENERAL FUNDING	6,000.
ART CENTER 1957 SHERIDAN RD HIGHLAND PARK, IL 60035	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				957,990.
b Approved for future payment				
NONE				
Total ▶ 3b				0.




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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

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.			<div>May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</div>
	 Signature of officer or trustee	 Date	 Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MARK A. THOMSON	MARK A. THOMSON	05/06/15		P00079658
	Firm's name ▶ OSTROW REISIN BERK & ABRAMS, LTD.			Firm's EIN ▶ 36-2938874	
	Firm's address ▶ 455 N. CITYFRONT PLAZA DRIVE, STE 1500 CHICAGO, IL 60611-5313			Phone no. 312-670-7444	

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

2014

Name of the organization

MILLS FAMILY CHARITABLE FOUNDATION

Employer identification number

30-6000363

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION**30-6000363****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	JONATHAN M. MILLS ONE MEDLINE PLACE MUNDELEIN, IL 60060	\$ 576,606.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	LOIS MILLS ONE MEDLINE PLACE MUNDELEIN, IL 60060	\$ 64,450.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION**30-6000363****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
<u>1</u>	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ <u>576,606.</u>	<u>10/09/14</u>
<u>2</u>	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ <u>64,450.</u>	<u>10/09/14</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

MILLS FAMILY CHARITABLE FOUNDATION**30-6000363****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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 info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVE CHICAGO, IL 60603	NONE	PUBLIC CHARITY	GENERAL FUNDING	185.
B'NAI B'RITH HERITAGE SOCIETY 1120 20TH ST. SUITE 300 NORTH WASHINGTON, DC 20036	NONE	RELIGIOUS ORGANIZATION	GENERAL FUNDING	500.
BOY SCOUTS OF AMERICA 1325 W. WALNUT HILL LANE IRVING, TX 75015	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000.
BRIARWOOD SCHOLARSHIP FOUNDATION 355 DEERFIELD ROAD DEERFIELD, IL 60015	NONE	PUBLIC CHARITY	GENERAL FUNDING	650.
BRIGHAM AND WOMEN'S HOSPITAL 75 FRANCIS ST BOSTON, MA 02115	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
CANCER WELLNESS 215 REVERE DRIVE NORTHBROOK, IL 33458	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
CANINE THERAPY CORPS 1700 W IRVING PARK RD, SUITE 311 CHICAGO, IL 60613	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500.
CCFA 386 PARK AVE SOUTH, 17 FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
CENTER FOR ENRICHED LIVING 280 SAUNDERS RD RIVERWOODS, IL 60015	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
CHABAD COMMUNITY CENTER 3000 W HEFNER ROAD OKLAHOMA CITY, OK 73120	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
Total from continuation sheets				947,390.

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHI CIRCLE P.O. BOX 57234 CHICAGO, IL 60657	NONE	PUBLIC CHARITY	GENERAL FUNDING	500.
CHICAGO HEARING SOCIETY 2001 N CLYBOURN AVE CHICAGO, IL 60614	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500.
CITIZENSHIP COUNTS 4201 N. 24TH STREET, SUITE 210 PHOENIX, AZ 85016	NONE	PUBLIC CHARITY	GENERAL FUNDING	35,000.
COLLEGE BOUND OPPORTUNITIES 2033 N. MILWAUKEE AVENUE, SUITE 246 RIVERWOODS, IL 60015	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
DEFENDERS OF WILDLIFE 1130 17TH STREET, NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL FUNDING	20.
EL SOL 106 MILITARY TRAIL JUPITER, FL 33458	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
ERIE FAMILY HEALTH CENTER 1701 WEST SUPERIOR CHICAGO, IL 60622	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000.
EVANS SCHOLARS ONE BRIAR ROAD GOLF, IL 60029	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
FAMILY SERVICE 777 CENTRAL AVE HIGHLAND PARK, IL 60035	NONE	PUBLIC CHARITY	GENERAL FUNDING	4,500.
FARE 14150 NEWBROOK DRIVE, SUITE 110 CHANTILLY, VA 20151	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOCUS ON THE ARTS 433 VINE AVE HIGHLAND PARK, IL 60035	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
FRENCHMAN'S CREEK CHARITIES FOUNDATION 13495 TOURNAMENT DR PALM BEACH GARDENS, FL 33410	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,325.
FRESH AIR FUND 633 THIRD AVE 14TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL FUNDING	275.
HAWAIIAN EYE FOUNDATION 95717 KIPAPA MILILANI, HI 96789	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,000.
HIGHLAND PARK COMMUNITY FOUNDATION PO BOX 398 HIGHLAND PARK, IL 60035	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000.
HILLELL OF BROWARD AND PALM BEACH 777 GLADES RD BOCA RATON, FL 33431	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
HOLOCAUST EDUCATION FOUNDATION PO BOX 6153 NEWPORT NEWS, VA 23606	NONE	EDUCATION ORGANIZATION	GENERAL FUNDING	20,000.
ILLINOIS HOLOCAUST MUSEUM 9603 WOODS DRIVE SKOKIE, IL 60077	NONE	EDUCATION ORGANIZATION	GENERAL FUNDING	10,000.
INSIGHT THROUGH EDUCATION 6266 S CONGRESS AVE LAKE WORTH, FL 33462	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
INTEGRATIVE TOUCH FOR KIDS 8340 N. THORNYDALE RD, #110-153 TUCSON, AZ 85741	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL DOCUMENTARY ASSOCIATION 3470 WILSHIRE BLVD. SUITE 980 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,000.
INVEST IN KIDS 1775 SHERMAN STREET, SUITE 2075 DENVER, CO 80203	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,000.
ISRAEL SPORTS CENTER FOR THE DISABLED P.O. BOX 667 DEERFIELD, IL 60015	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500.
ISRAEL TENNIS CENTER FOUNDATION 3275 WEST HILLSBORO BLVD., STE. 102 DEERFIELD BEACH, FL 33442	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
JAMES F HOLLAND RESEARCH FUND 1470 MADISON AVENUE NEW YORK, NY 10029	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
JANE ADDAMS SENIOR CAUCUS 1111 N WELLS STREET, SUITE 302 CHICAGO, IL 60610	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
JCC WOMEN'S AUXILIARY 216 W. JACKSON BLVD., SUITE 8000 CHICAGO, IL 60606	NONE	PUBLIC CHARITY	GENERAL FUNDING	300.
JEWISH CENTER FOR ADDICTION/JCFS 216 W. JACKSON BLVD., SUITE 8000 CHICAGO, IL 60606	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,000.
JEWISH COUNCIL FOR YOUTH SERVICES 180 W. WASHINGTON ST. SUITE 1100 CHICAGO, IL 60602	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,000.
JEWISH COUNCIL ON URBAN AFFAIRS 610 S MICHIGAN AVE, SUITE 500 CHICAGO, IL 60605	NONE	PUBLIC CHARITY	GENERAL FUNDING	15,000.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH FEDERATION OF PALM BEACH COUNTY 4601 COMMUNITY DR WEST PALM BEACH, FL 33417	NONE	PUBLIC CHARITY	GENERAL FUNDING	15,000.
JEWISH UNITED FUND 30 S. WELLS STREET CHICAGO, IL 60606	NONE	PUBLIC CHARITY	GENERAL FUNDING	33,000.
JOHN HOWARD ASSOCIATION 375 E CHICAGO AVE, SUITE 529 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	GENERAL FUNDING	25,000.
JUPITER MEDICAL CENTER 1210 SOUTH OLD DIXIE HIGHWAY JUPITER, FL 33458	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
KESHET 617 LANDWEHR RD NORTHBROOK, IL 60062	NONE	EDUCATIONAL INSTITUTION	GENERAL FUNDING	20,000.
KLEZMER MUSIC FOUNDATION 4025 HARVARD TER SKOKIE, IL 60076	NONE	PUBLIC CHARITY	GENERAL FUNDING	4,500.
LAKE COUNTY CENTER FOR INDEPENDENT LIVING 377 NORTH SEYMOUR AVE MUNDELEIN, IL 60060	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,000.
LIFE IN A JAR 4 SOUTH MAIN FORT SCOTT, KS 66701	NONE	PUBLIC CHARITY	GENERAL FUNDING	100.
LIFT 1620 I ST NW SUITE 820 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL FUNDING	7,500.
LIGHTHOUSE FOR THE BLIND 1850 WEST ROOSEVELT ROAD CHICAGO, IL 60608	NONE	PUBLIC CHARITY	GENERAL FUNDING	10,000.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LIVE4LALI PO BOX 692 LAKE ZURICH, IL 60047	NONE	PUBLIC CHARITY	GENERAL FUNDING	500.
LYNN SAGE FOUNDATION 141 W JACKSON BLVD, SUITE 300 CHICAGO, IL 60604	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
LYRIC OPERA OF CHICAGO 20 N. WACKER DRIVE, SUITE 860 CHICAGO, IL 60606	NONE	PUBLIC CHARITY	GENERAL FUNDING	50,000.
MARINE BIOLOGICAL LAB 7 MBL STREET WOODS HOLE, MA 02543	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
MEMORY CARE HOME SOLUTIONS 1526 SOUTH BIG BEND BLVD ST. LOUIS, MO 63117	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
MESOTHELIOMA APPLIED RESEARCH FOUNDATION 1317 KING STREET ALEXANDRIA, VA 22314	NONE	PUBLIC CHARITY	GENERAL FUNDING	500.
MIDTOWN EDUCATIONAL FOUNDATION 718 S LOOMIS STREET CHICAGO, IL 60607	NONE	PUBLIC CHARITY	GENERAL FUNDING	7,500.
NATIONAL AUDUBON SOCIETY 225 VARICK STREET, 7TH FLOOR NEW YORK, NY 10014	NONE	PUBLIC CHARITY	GENERAL FUNDING	100.
NATIONAL RESOURCE DEFENSE COUNCIL 40 WEST 20TH ST. NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	NONE	PUBLIC CHARITY	GENERAL FUNDING	250.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW ISRAEL FUND 330 SEVENTH AVENUE, 11TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
NORTH SHORE AUXILIARY OF THE JEWISH CHILD AND FAMILY SERVICES 216 W JACKSON BLVD, SUITE 800 CHICAGO, IL 60606	NONE	PUBLIC CHARITY	GENERAL FUNDING	75.
NORTHWESTERN UNIVERSITY 633 CLARK STREET EVANSTON, IL 60208	NONE	EDUCATIONAL INSTITUTION	GENERAL FUNDING	37,500.
ONE HUNDRED CLUB OF LAKE COUNTY PO BOX 163 LIBERTYVILLE, IL 60048	NONE	PUBLIC CHARITY	GENERAL FUNDING	150.
PAIDEIA 1350 AVENUE OF THE AMERICAS, SUITE 1200 NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL FUNDING	30,000.
PAN AMERICAN ZONOTIC RESEARCH 1001 EDGELL RD FRAMINGHAM, MA 01701	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,000.
PARKINSON'S DISEASE RESEARCH 25 NORTH WINFIELD RD. WINFIELD, IL 60190	NONE	PUBLIC CHARITY	GENERAL FUNDING	100.
PLANNED PARENTHOOD 18 S MICHIGAN AVE, 6TH FLOOR CHICAGO, IL 60603	NONE	PUBLIC CHARITY	GENERAL FUNDING	500.
PLANNED PARENTHOOD 19 S MICHIGAN AVE, 6TH FLOOR CHICAGO, IL 60603	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,000.
RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035	NONE	PUBLIC CHARITY	GENERAL FUNDING	4,000.
Total from continuation sheets				

MILLS FAMILY CHARITABLE FOUNDATION

30-6000363

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROLFE FOUNDATION 17 NORTH STATE ST CHICAGO, IL 60602	NONE	PUBLIC CHARITY	GENERAL FUNDING	1,000.
SCHOLARSHIP GUIDANCE AND CONSULTING OUTREACH 3900 RIDGEWAY ROAD PINE BLUFF, AR 71603	NONE	EDUCATIONAL INSTITUTION	GENERAL FUNDING	10,000.
SCRIPPS RESEARCH INSTITUTE 10550 NORTH TORREY PINES ROAD TPC 2 LA JOLLA, CA 92037	NONE	PUBLIC CHARITY	GENERAL FUNDING	125.
SPERTUS COLLEGE OF JUDAICA 610 S MICHIGAN AVE, SUITE 500 CHICAGO, IL 60605	NONE	EDUCATIONAL INSTITUTION	GENERAL FUNDING	1,000.
SPONSR.US 1900 WEST PARK DRIVE SUITE 280 WESTBOROUGH, MA 01581	NONE	PUBLIC CHARITY	GENERAL FUNDING	200.
SURVIVOR MITZVAH PROJECT 2658 GRIFFITH PARK BOULEVARD LOS ANGELES, CA 90039	NONE	PUBLIC CHARITY	GENERAL FUNDING	2,500.
THE MOVEMBER FOUNDATION PO BOX 1595 CULVER CITY, CA 90232	NONE	PUBLIC CHARITY	GENERAL FUNDING	300.
TULANE HILLEL 912 BROADWAY STREET NEW ORLEANS, IL 70118	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
UNITED STATES HOLOCAUST MUSEUM 100 RAOUL WALLENBERG PI SW WASHINGTON, DC 20024	NONE	PUBLIC CHARITY	GENERAL FUNDING	3,000.
UNITED WAY OF LAKE COUNTY 330 SOUTH GREENLEAF STREET GURNEE, IL 60031	NONE	PUBLIC CHARITY	GENERAL FUNDING	20,000.
Total from continuation sheets				

30-6000363

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

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)				
WORLD WILDLIFE FUND 1250 24TH ST. NW WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL FUNDING	40.
WRITERS' THEATRE 376 PARK AVENUE GLENCOE, IL 60022	NONE	PUBLIC CHARITY	GENERAL FUNDING	5,000.
WXEL PUBLIC BROADCASTING 3401 S. CONGRESS AVE. BOYTON BEACH, FL 33426	NONE	PUBLIC CHARITY	GENERAL FUNDING	195.
ZACHARIAS CENTER 4275 OLD GRAND AVE GURNEE, IL 60031	NONE	PUBLIC CHARITY	GENERAL FUNDING	375,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PRIVATE BANK	100.	100.	
TOTAL TO PART I, LINE 3	100.	100.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MESIROW FINANCIAL INC	13,414.	0.	13,414.	13,414.	
TO PART I, LINE 4	13,414.	0.	13,414.	13,414.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENT	424.	424.	
TOTAL TO FORM 990-PF, PART I, LINE 11	424.	424.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2013 BALANCE DUE	8,047.	0.		0.
2014 FEDERAL ESTIMATES	12,760.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,807.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,660.	4,660.		0.
BANK FEES	85.	85.		0.
REGISTRATION FEE	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	4,760.	4,745.		15.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BECTON DICKINSON & COMPANY	178,607.	588,932.
BERKSHIRE HATHAWAY INC	192,018.	549,549.
EXXON MOBIL INC	53,474.	67,114.
ABBVIE	17,711.	123,467.
TOTAL TO FORM 990-PF, PART II, LINE 10B	441,810.	1,329,062.