



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



EXTENDED TO AUGUST 17, 2015
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

2014

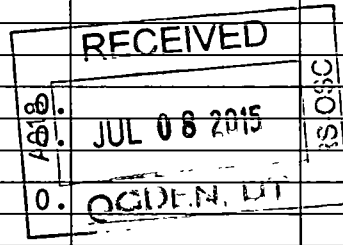
Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

| | | |
|---|--|--|
| Name of foundation BILL BARTHOLOMAY FOUNDATION C/O WM. C. BARTHOLOMAY | | A Employer identification number 36-3679496 |
| Number and street (or P O box number if mail is not delivered to street address) 233 S. WACKER DRIVE, SUITE 2000 | Room/suite | B Telephone number 312-288-7286 |
| City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60606 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 5,992,443. | 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 | | (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 | | 310,250. | | N/A | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments | | 3,114. | 3,114. | | STATEMENT 1 |
| 3 Dividends and interest from securities | | 135,273. | 135,273. | | STATEMENT 2 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 69,061. | | | |
| b Gross sales price for all assets on line 6a 577,162. | | | 69,061. | | |
| 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) | | | | | |
| 11 Other income | | 24. | 24. | | STATEMENT 3 |
| 12 Total. Add lines 1 through 11 | | 517,722. | 207,472. | | |
| 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 STMT 4 | | 4,225. | | | 0. |
| c Other professional fees STMT 5 | | 10,000. | | | 0. |
| 17 Interest | | | | | |
| 18 Taxes STMT 6 | | 15,000. | | | 0. |
| 19 Depreciation and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses STMT 7 | | 12,056. | 6,630. | | 0. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 41,281. | 6,630. | | 0. |
| 25 Contributions, gifts, grants paid | | 253,000. | | | 253,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 294,281. | 6,630. | | 253,000. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | 223,441. | | | |
| b Net investment income (if negative, enter -0-) | | | 200,842. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

SCANNED JUL 10 2015



8/9 16

BILL BARTHOLOMAY FOUNDATION

Form 990-PF (2014)

C/O WM. C. BARTHOLOMAY

36-3679496

Page 2

| Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small> | | Beginning of year | End of year | |
|--|--|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 35,213. | 179,069. | 179,069. |
| | 2 Savings and temporary cash investments | 2,015,528. | 1,221,447. | 1,221,447. |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 8 | 2,669,188. | 3,537,285. | 4,591,927. |
| | c Investments - corporate bonds | | | |
| | 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) | 4,719,929. | 4,937,801. | 5,992,443. | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 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 | 4,719,929. | 4,937,801. | | |
| 30 Total net assets or fund balances | 4,719,929. | 4,937,801. | | |
| 31 Total liabilities and net assets/fund balances | 4,719,929. | 4,937,801. | | |

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 | 4,719,929. |
| 2 Enter amount from Part I, line 27a | 2 | 223,441. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 4,943,370. |
| 5 Decreases not included in line 2 (itemize) ▶ BASIS DIFFERENCE IN STOCK SOLD | 5 | 5,569. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 4,937,801. |

423511
11-24-14

Form 990-PF (2014)

BILL BARTHOLOMAY FOUNDATION

Form 990-PF (2014)

C/O WM. C. BARTHOLOMAY

36-3679496

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|---|---|--|---|
| 1a | | | | |
| b | SEE ATTACHED STATEMENTS | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | 577,162. | 508,101. | 69,061. | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | 69,061. | |
| 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 | 69,061. |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | | 3 | N/A |

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2013 | 164,650. | 5,250,716. | .031358 |
| 2012 | 177,860. | 4,727,560. | .037622 |
| 2011 | 217,575. | 3,897,330. | .055827 |
| 2010 | 304,921. | 3,630,783. | .083982 |
| 2009 | 455,543. | 3,311,151. | .137578 |
| 2 | Total of line 1, column (d) | | .346367 |
| 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 | | .069273 |
| 4 | Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 | | 5,546,709. |
| 5 | Multiply line 4 by line 3 | | 384,237. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | | 2,008. |
| 7 | Add lines 5 and 6 | | 386,245. |
| 8 | Enter qualifying distributions from Part XII, line 4 | | 253,000. |

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.

BILL BARTHOLOMAY FOUNDATION

Form 990-PF (2014)

C/O WM. C. BARTHOLOMAY

36-3679496

Page 4

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 | 4,017. |
| 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 | 4,017. |
| 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 | 4,017. |
| 6 | Credits/Payments: | | |
| a | 2014 estimated tax payments and 2013 overpayment credited to 2014 | 6a | 6,589. |
| b | Exempt foreign organizations - tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 2,000. |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 8,589. |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | 8 | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 4,572. |
| 11 | Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 4,572. Refunded <input type="checkbox"/> | 11 | 0. |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |
| 1c | | X |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | | X |
| 10 | | X |

N/A

Form 990-PF (2014)

BILL BARTHOLOMAY FOUNDATION

C/O WM. C. BARTHOLOMAY

36-3679496

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>WILLIAM BARTHOLOMAY</u> Telephone no. ▶ <u>312-288-7286</u> Located at ▶ <u>233 S. WACKER DRIVE, SUITE 2000, CHICAGO, IL</u> ZIP+4 ▶ <u>60606</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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____ | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <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 | 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 2014? | 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 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** Yes No
Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **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? Yes No
If "Yes" to 6b, file Form 8870.

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

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

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 |
|--|---|---|---|---------------------------------------|
| WILLIAM C. BARTHOLOMAY 233 S. WACKER DRIVE, SUITE 2000 CHICAGO, IL 60606 | TR. OFFICER | 0.00 | 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

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 | |
| 3 All other program-related investments. See instructions. | |
| Total. Add lines 1 through 3 ▶ | 0. |

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 | 5,519,303. |
| b | Average of monthly cash balances | 1b | 111,874. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 5,631,177. |
| 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 | 5,631,177. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 84,468. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 5,546,709. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 277,335. |

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 | 277,335. |
| 2a | Tax on investment income for 2014 from Part VI, line 5 | 2a | 4,017. |
| b | Income tax for 2014. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 4,017. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 273,318. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 273,318. |
| 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 | 273,318. |

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 | 253,000. |
| 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 | 253,000. |
| 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 | 253,000. |

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.

BILL BARTHOLOMAY FOUNDATION

Form 990-PF (2014)

C/O WM. C. BARTHOLOMAY

36-3679496

Page 9

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 | | | | 273,318. |
| 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 | 274,310. | | | |
| b From 2010 | 125,240. | | | |
| c From 2011 | 24,074. | | | |
| d From 2012 | | | | |
| e From 2013 | | | | |
| f Total of lines 3a through e | 423,624. | | | |
| 4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ | 253,000. | | | |
| 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 | | | | 253,000. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a)) | 20,318. | | | 20,318. |
| 6 Enter the net total of each column as indicated below: | 403,306. | | | |
| 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 | 253,992. | | | |
| 9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a | 149,314. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2010 | 125,240. | | | |
| b Excess from 2011 | 24,074. | | | |
| c Excess from 2012 | | | | |
| d Excess from 2013 | | | | |
| e Excess from 2014 | | | | |

423581 11-24-14

Form 990-PF (2014)

BILL BARTHOLOMAY FOUNDATION

Form 990-PF (2014)

C/O WM. C. BARTHOLOMAY

36-3679496

Page 10

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

| | Tax year | | | | (e) Total |
|--|----------|----------|----------|----------|-----------|
| | (a) 2014 | (b) 2013 | (c) 2012 | (d) 2011 | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon: | | | | | |
| a "Assets" alternative test - enter: | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter: | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

1 Information Regarding Foundation Managers:

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

WILLIAM C. BARTHOLOMAY

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

**BILL BARTHOLOMAY FOUNDATION
C/O WM. C. BARTHOLOMAY**

Employer identification number

36-3679496

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 BILL BARTHOLOMAY FOUNDATION C/O WM. C. BARTHOLOMAY | Employer identification number 36-3679496 |
|---|---|

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 | WILLIAM C. BARTHOLOMAY <hr/> 233 S. WACKER DRIVE, SUITE 2000 <hr/> CHICAGO, IL 60606 | \$ 4,225. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| 2 | WILLIAM C. BARTHOLOMAY <hr/> 233 S. WACKER DRIVE, SUITE 2000 <hr/> CHICAGO, IL 60606 | \$ 11,065. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions) |
| 3 | WILLIAM C. BARTHOLOMAY <hr/> 233 S. WACKER DRIVE, SUITE 2000 <hr/> CHICAGO, IL 60606 | \$ 112,440. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions) |
| 4 | WILLIAM C. BARTHOLOMAY <hr/> 233 S. WACKER DRIVE, SUITE 2000 <hr/> CHICAGO, IL 60606 | \$ 49,163. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions) |
| 5 | WILLIAM C. BARTHOLOMAY <hr/> 233 S. WACKER DRIVE, SUITE 2000 <hr/> CHICAGO, IL 60606 | \$ 133,355. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

| | |
|---|---|
| Name of organization BILL BARTHOLOMAY FOUNDATION C/O WM. C. BARTHOLOMAY | Employer identification number 36-3679496 |
|---|---|

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 |
|------------------------------|--|--|----------------------|
| 2 | 350 SHARES GANNETT CO. INC. COMMON STOCK | \$ 11,065. | 12/19/14 |
| 3 | 1,000 SHARES HANESBRANDS INC. COMMON STOCK | \$ 112,440. | 12/19/14 |
| 4 | 406 SHARES MONSANTO COMPANY COMMON STOCK | \$ 49,163. | 12/19/14 |
| 5 | 2,950 SHARES U.S. BANCORP COMMON STOCK | \$ 133,355. | 12/19/14 |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |

| | |
|---|---|
| Name of organization BILL BARTHOLOMAY FOUNDATION C/O WM. C. BARTHOLOMAY | Employer identification number 36-3679496 |
|---|---|

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 | |
| | | | |
| (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 | |
| | | | |

BILL BARTHOLOMAY FOUNDATION

FEIN: 36-3679496

For the Year Ended December 31, 2014

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

| RECIPIENT | PURPOSE OF CONTRIBUTION | |
|--|--------------------------------|----------------|
| Accelerate Institute | Contribution | 500 |
| After School Matters | Memorial | 5,000 |
| ALS Association | Contribution | 100 |
| Alzheimers Foundation of America | Memorial | 100 |
| Ariel Education Initiative | Contribution | 1,000 |
| Captain Planet Foundation | Contribution | 1,000 |
| Carlisle School | Memorial | 100 |
| Chicago History Museum | Memorial | 100 |
| Doctors Without Borders | Contribution | 100 |
| Evans Scholarship Foundation | Contribution | 1,000 |
| Foundation Du CHUM | Contribution | 200 |
| Fountain House | Contribution | 2,000 |
| Gorton Community Center | Contribution | 50,000 |
| Hemophilia of Georgia | Contribution | 1,600 |
| Illinois Institute of Technology | Contribution | 50,000 |
| International Crane Foundation | Memorial | 100 |
| James C Walsh Scholarship Fund | Memorial | 100 |
| Journey Care | Memorial | 100 |
| Lake Forest College | Contribution | 10,000 |
| Lighthouse | Contribution | 1,200 |
| Lincoln Park Zoo | Contribution | 100,000 |
| Lupus Foundation of America | Contribution | 1,000 |
| Marine Corps Scholarship Foundation | Contribution | 200 |
| Meals on Wheels | Contribution | 100 |
| Museum of Science and Industry | Contribution | 17,500 |
| National Museum of American Jewish History | Contribution | 1,000 |
| NLSD | Contribution | 500 |
| North Shore Country Day | Contribution | 100 |
| Pathways Foundation | Contribution | 2,000 |
| Planned Parenthood | Contribution | 1,000 |
| Preservation Foundation | Contribution | 1,200 |
| Random Acts of Flowers | Contribution | 750 |
| RIC/Women's Board | Memorial | 350 |
| Rush University | Memorial | 100 |
| Stand Up to Cancer (SU2C) | Memorial | 1,000 |
| Stanley Paul | Contribution | 225 |
| The Salvation Army | Contribution | 125 |
| The Spence School | Contribution | 1,000 |
| Veterans Memorial Fund | Memorial | 50 |
| Wildscreen | Memorial | 500 |
| TOTAL | | 253,000 |

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 APOLLO GROUP INC | P | 03/08/13 | 01/08/14 |
| b APOLLO GROUP INC | P | 03/08/13 | 02/21/14 |
| c APOLLO GROUP INC | P | 03/08/13 | 03/27/14 |
| d APOLLO GROUP INC | P | 03/08/13 | 03/31/14 |
| e APOLLO GROUP INC | P | 04/12/13 | 03/31/14 |
| f DEVRY INC-DEL | P | 11/22/11 | 01/09/14 |
| g DEVRY INC-DEL | P | 03/16/12 | 01/09/14 |
| h DEVRY INC-DEL | P | 07/24/12 | 01/09/14 |
| i HOSPIRA INC COM | P | 10/28/11 | 01/29/14 |
| j HOSPIRA INC COM | P | 10/28/11 | 02/28/14 |
| k HOSPIRA INC COM | P | 10/28/11 | 04/01/14 |
| l HOSPIRA INC COM | P | 12/15/11 | 04/01/14 |
| m HOSPIRA INC COM | P | 12/15/11 | 06/24/14 |
| n HOSPIRA INC COM | P | 01/25/13 | 07/28/14 |
| o HOSPIRA INC COM | P | 01/25/13 | 08/27/14 |

| (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 1,991. | | 1,110. | 881. |
| b 1,923. | | 939. | 984. |
| c 1,828. | | 939. | 889. |
| d 171. | | 85. | 86. |
| e 1,882. | | 974. | 908. |
| f 2,261. | | 2,006. | 255. |
| g 3,580. | | 3,426. | 154. |
| h 4,145. | | 2,209. | 1,936. |
| i 3,982. | | 2,845. | 1,137. |
| j 2,621. | | 1,897. | 724. |
| k 1,094. | | 790. | 304. |
| l 2,626. | | 1,720. | 906. |
| m 2,082. | | 1,147. | 935. |
| n 4,289. | | 2,808. | 1,481. |
| o 8,124. | | 5,265. | 2,859. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 881. |
| b | | | 984. |
| c | | | 889. |
| d | | | 86. |
| e | | | 908. |
| f | | | 255. |
| g | | | 154. |
| h | | | 1,936. |
| i | | | 1,137. |
| j | | | 724. |
| k | | | 304. |
| l | | | 906. |
| m | | | 935. |
| n | | | 1,481. |
| o | | | 2,859. |

| | | |
|---|---|--|
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 | |

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 HOSPIRA INC COM | P | 07/10/13 | 08/27/14 |
| b ILLINOIS TOOL WKS INC COM | P | 02/22/13 | 04/16/14 |
| c ILLINOIS TOOL WKS INC COM | P | 02/22/13 | 05/16/14 |
| d ILLINOIS TOOL WKS INC COM | P | 03/05/13 | 05/16/14 |
| e JOHNSON & JOHNSON COM | P | 03/27/07 | 07/09/14 |
| f LOCKHEED MARTIN CORP | P | 10/14/09 | 01/22/14 |
| g LOCKHEED MARTIN CORP | P | 10/14/09 | 07/09/14 |
| h LOCKHEED MARTIN CORP | P | 10/14/09 | 10/17/14 |
| i LOCKHEED MARTIN CORP | P | 10/14/09 | 11/18/14 |
| j MICROSOFT | P | 10/21/09 | 07/16/14 |
| k MICROSOFT | P | 01/28/11 | 07/16/14 |
| l MICROSOFT | P | 01/28/11 | 07/17/14 |
| m MICROSOFT | P | 01/28/11 | 07/22/14 |
| n MICROSOFT | P | 03/03/11 | 07/22/14 |
| o MICROSOFT | P | 03/17/11 | 07/22/14 |

| (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 5,145. | | 3,741. | 1,404. |
| b 2,479. | | 1,850. | 629. |
| c 4,274. | | 3,083. | 1,191. |
| d 14,107. | | 10,298. | 3,809. |
| e 2,120. | | 1,203. | 917. |
| f 3,921. | | 1,868. | 2,053. |
| g 2,367. | | 1,121. | 1,246. |
| h 2,651. | | 1,121. | 1,530. |
| i 2,799. | | 1,121. | 1,678. |
| j 1,974. | | 1,150. | 824. |
| k 1,316. | | 838. | 478. |
| l 1,358. | | 838. | 520. |
| m 2,012. | | 1,257. | 755. |
| n 4,470. | | 2,632. | 1,838. |
| o 2,682. | | 1,490. | 1,192. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,404. |
| b | | | 629. |
| c | | | 1,191. |
| d | | | 3,809. |
| e | | | 917. |
| f | | | 2,053. |
| g | | | 1,246. |
| h | | | 1,530. |
| i | | | 1,678. |
| j | | | 824. |
| k | | | 478. |
| l | | | 520. |
| m | | | 755. |
| n | | | 1,838. |
| o | | | 1,192. |

| | |
|---|---|
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 MICROSOFT | P | 03/17/11 | 09/08/14 |
| b MICROSOFT | P | 04/12/11 | 09/08/14 |
| c MICROSOFT | P | 04/12/11 | 10/21/14 |
| d MICROSOFT | P | 04/12/11 | 11/14/14 |
| e OMNICOM GROUP INC COM | P | 06/12/08 | 04/15/14 |
| f OMNICOM GROUP INC COM | P | 06/12/08 | 04/16/14 |
| g OMNICOM GROUP INC COM | P | 08/15/08 | 04/16/14 |
| h OMNICOM GROUP INC COM | P | 08/15/08 | 05/09/14 |
| i OMNICOM GROUP INC COM | P | 01/27/10 | 05/09/14 |
| j OMNICOM GROUP INC COM | P | 07/22/10 | 05/09/14 |
| k SNAP ON INC COM | P | 03/26/12 | 01/31/14 |
| l SNAP ON INC COM | P | 04/12/12 | 03/28/14 |
| m SNAP ON INC COM | P | 04/12/12 | 04/08/14 |
| n TARGET CORP COM | P | 06/28/11 | 03/26/14 |
| o TARGET CORP COM | P | 06/28/11 | 09/25/14 |

| (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 2,788. | | 1,490. | 1,298. |
| b 2,091. | | 1,157. | 934. |
| c 1,787. | | 1,028. | 759. |
| d 4,230. | | 2,185. | 2,045. |
| e 2,402. | | 1,621. | 781. |
| f 1,056. | | 695. | 361. |
| g 1,408. | | 878. | 530. |
| h 4,082. | | 2,635. | 1,447. |
| i 4,422. | | 2,341. | 2,081. |
| j 3,742. | | 2,075. | 1,667. |
| k 3,476. | | 2,158. | 1,318. |
| l 1,124. | | 596. | 528. |
| m 2,757. | | 1,490. | 1,267. |
| n 2,082. | | 1,652. | 430. |
| o 4,101. | | 3,068. | 1,033. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,298. |
| b | | | 934. |
| c | | | 759. |
| d | | | 2,045. |
| e | | | 781. |
| f | | | 361. |
| g | | | 530. |
| h | | | 1,447. |
| i | | | 2,081. |
| j | | | 1,667. |
| k | | | 1,318. |
| l | | | 528. |
| m | | | 1,267. |
| n | | | 430. |
| o | | | 1,033. |

| | |
|---|---|
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 TARGET CORP COM | P | 06/28/11 | 10/22/14 |
| b TARGET CORP COM | P | 06/30/11 | 10/22/14 |
| c TARGET CORP COM | P | 06/30/11 | 11/19/14 |
| d TARGET CORP COM | P | 06/30/11 | 12/02/14 |
| e TARGET CORP COM | P | 07/14/11 | 12/02/14 |
| f TARGET CORP COM | P | 07/14/11 | 12/03/14 |
| g ZIMMER HLDGS INC | P | 10/28/10 | 04/24/14 |
| h DIRECTV COM | P | 06/07/13 | 03/26/14 |
| i DIRECTV COM | P | 06/07/13 | 05/01/14 |
| j DIRECTV COM | P | 06/14/13 | 05/01/14 |
| k DIRECTV COM | P | 06/18/13 | 05/01/14 |
| l DIRECTV COM | P | 06/18/13 | 05/08/14 |
| m DIRECTV COM | P | 07/12/13 | 05/08/14 |
| n DIRECTV COM | P | 07/12/13 | 05/09/14 |
| o DIRECTV COM | P | 08/27/13 | 05/09/14 |

| (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 619. | | 472. | 147. |
| b 1,858. | | 1,400. | 458. |
| c 2,515. | | 1,633. | 882. |
| d 365. | | 233. | 132. |
| e 3,648. | | 2,545. | 1,103. |
| f 2,188. | | 1,527. | 661. |
| g 4,294. | | 2,001. | 2,293. |
| h 2,334. | | 1,865. | 469. |
| i 4,075. | | 3,108. | 967. |
| j 2,852. | | 2,182. | 670. |
| k 1,630. | | 1,253. | 377. |
| l 3,482. | | 2,505. | 977. |
| m 4,352. | | 3,247. | 1,105. |
| n 6,196. | | 4,546. | 1,650. |
| o 2,213. | | 1,438. | 775. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 147. |
| b | | | 458. |
| c | | | 882. |
| d | | | 132. |
| e | | | 1,103. |
| f | | | 661. |
| g | | | 2,293. |
| h | | | 469. |
| i | | | 967. |
| j | | | 670. |
| k | | | 377. |
| l | | | 977. |
| m | | | 1,105. |
| n | | | 1,650. |
| o | | | 775. |

| | |
|---|---|
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 DIRECTV COM | P | 08/27/13 | 06/26/14 |
| b DIRECTV COM | P | 10/22/13 | 06/26/14 |
| c DIRECTV COM | P | 10/29/13 | 06/26/14 |
| d FIRST AMERICAN CORP | P | 07/11/13 | 01/09/14 |
| e FIRST AMERICAN CORP | P | 07/15/13 | 01/09/14 |
| f CVS CORP | P | 09/26/13 | 09/29/14 |
| g INTL GAME TECHNOLOGY | P | 10/15/13 | 06/13/14 |
| h INTL GAME TECHNOLOGY | P | 10/15/13 | 07/30/14 |
| i INTL GAME TECHNOLOGY | P | 10/29/13 | 07/30/14 |
| j INTL GAME TECHNOLOGY | P | 11/08/13 | 07/30/14 |
| k INTL GAME TECHNOLOGY | P | 11/08/13 | 10/01/14 |
| l INTL GAME TECHNOLOGY | P | 11/20/13 | 10/01/14 |
| m TELEPHONE & DATA SYS INC COM NEW | P | 03/13/14 | 06/11/14 |
| n TELEPHONE & DATA SYS INC COM NEW | P | 03/13/14 | 06/13/14 |
| o TELEPHONE & DATA SYS INC COM NEW | P | 03/17/14 | 06/13/14 |

| (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 3,379. | | 2,300. | 1,079. |
| b 5,069. | | 3,710. | 1,359. |
| c 9,715. | | 7,166. | 2,549. |
| d 3,833. | | 3,081. | 752. |
| e 4,655. | | 3,762. | 893. |
| f 2,001. | | 1,453. | 548. |
| g 2,718. | | 3,142. | <424.> |
| h 3,810. | | 4,158. | <348.> |
| i 3,048. | | 3,541. | <493.> |
| j 3,218. | | 3,221. | <3.> |
| k 504. | | 509. | <5.> |
| l 1,764. | | 1,734. | 30. |
| m 3,366. | | 3,042. | 324. |
| n 5,150. | | 4,797. | 353. |
| o 4,020. | | 3,806. | 214. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,079. |
| b | | | 1,359. |
| c | | | 2,549. |
| d | | | 752. |
| e | | | 893. |
| f | | | 548. |
| g | | | <424.> |
| h | | | <348.> |
| i | | | <493.> |
| j | | | <3.> |
| k | | | <5.> |
| l | | | 30. |
| m | | | 324. |
| n | | | 353. |
| o | | | 214. |

| | | |
|---|---|--|
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 | |

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 NOW INC | P | 06/02/14 | 06/04/14 |
| b SEVENTY SEVEN ENERGY INC | P | 07/01/14 | 07/02/14 |
| c HANGER ORTHOPEDIC GROUP INC | P | 09/24/14 | 11/21/14 |
| d PRIMARY FUND IN LIQUIDATION RSTD | P | 03/26/13 | 12/10/14 |
| e SLM CORP SER A 2018 MED TERM NT EXP 01/16/18 | P | 01/13/06 | 05/05/14 |
| f TIME INC CMN | P | 01/12/05 | 06/09/14 |
| g GANNETT CO INC CMN | P | 01/01/10 | 12/19/14 |
| h HANESBRANDS INC CMN | P | 01/01/91 | 12/19/14 |
| i MONSANTO COMPANY CMN | P | 03/31/98 | 12/19/14 |
| j U.S. BANCORP CMN | P | 01/01/10 | 12/19/14 |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 4,526. | | 3,601. | 925. |
| b 1,723. | | 1,311. | 412. |
| c 4,505. | | 4,699. | <194.> |
| d 17. | | | 17. |
| e 25,138. | | 26,250. | <1,112.> |
| f 12. | | | 12. |
| g 11,095. | | 11,065. | 30. |
| h 111,232. | | 112,440. | <1,208.> |
| i 49,364. | | 49,163. | 201. |
| j 132,857. | | 133,355. | <498.> |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| a | | | 925. |
| b | | | 412. |
| c | | | <194.> |
| d | | | 17. |
| e | | | <1,112.> |
| f | | | 12. |
| g | | | 30. |
| h | | | <1,208.> |
| i | | | 201. |
| j | | | <498.> |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|---------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } | 2 | 69,061. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | 3 | N/A |

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 |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| GOLDMAN SACHS #0648 | 4. | 4. | |
| GOLDMAN SACHS #0649 | 13. | 13. | |
| MERRILL LYNCH | 812. | 812. | |
| WELLS FARGO | 2,285. | 2,285. | |
| TOTAL TO PART I, LINE 3 | 3,114. | 3,114. | |

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 |
|---------------------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| ARIEL BARRINGTON RESEARCH | 50,816. | 0. | 50,816. | 50,816. | |
| CHARLES SCHWAB | 1,076. | 0. | 1,076. | 1,076. | |
| GOLDMAN SACHS #0648 | 32,837. | 0. | 32,837. | 32,837. | |
| GOLDMAN SACHS #0649 | 4,987. | 0. | 4,987. | 4,987. | |
| MERRILL LYNCH | 3,222. | 0. | 3,222. | 3,222. | |
| UBS | 21,987. | 0. | 21,987. | 21,987. | |
| WELLS FARGO | 11. | 0. | 11. | 11. | |
| WILLIAM BLAIR & COMPANY | 4,856. | 0. | 4,856. | 4,856. | |
| TO PART I, LINE 4 | 15,481. | 0. | 15,481. | 15,481. | |
| | 135,273. | 0. | 135,273. | 135,273. | |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| MERRILL LYNCH | 12. | 12. | |
| CHARLES SCHWAB | 12. | 12. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 24. | 24. | |

| FORM 990-PF | ACCOUNTING FEES | | | STATEMENT 4 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ACCOUNTING FEES | 4,225. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 4,225. | 0. | | 0. |

| FORM 990-PF | OTHER PROFESSIONAL FEES | | | STATEMENT 5 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| SECRETARIAL SERVICES | 10,000. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 10,000. | 0. | | 0. |

| FORM 990-PF | TAXES | | | STATEMENT 6 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| FEDERAL TAX | 15,000. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 15,000. | 0. | | 0. |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT 7 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| IL STATE FILING FEES | 115. | 0. | | 0. |
| INVESTMENT FEES | 6,630. | 6,630. | | 0. |
| BANK FEES | 30. | 0. | | 0. |
| FOREIGN TAXES PAID | 5,281. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 12,056. | 6,630. | | 0. |

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|--|------------|-------------------|
| WELLS FARGO | 185,000. | 184,412. |
| ARIEL MUTUAL FUND | 381,243. | 465,471. |
| MERRILL LYNCH (HPT 5,000 SHS) | 153,416. | 155,000. |
| MERRILL LYNCH (PPS 5,000 SHS) | 147,139. | 293,850. |
| WILLIAM BLAIR | 650,284. | 843,887. |
| MERRILL LYNCH (TA 500 SHS) | 16,168. | 6,310. |
| MERRILL LYNCH (TWX 3,700 SHS) | 166,405. | 316,054. |
| MERRILL LYNCH (TIME 462 SHARES) | 7,024. | 11,370. |
| BARRINGTON RESEARCH (TWX 6,666 SHS) | 0. | 0. |
| CHARLES SCHWAB #6060 (AOL 6,000 SHS) | 140,940. | 277,020. |
| CHARLES SCHWAB #6060 (POTASH 15,000 SHS) | 639,450. | 529,800. |
| CHARLES SCHWAB #6060 (TWX 3,260 SHS) | 156. | 278,469. |
| CHARLES SCHWAB #6060 (TIME 407 SHARES) | 7. | 10,016. |
| NEUBERGER BERMAN | 259,041. | 269,141. |
| DEVRY | 0. | 0. |
| GOLDMAN SACHS #0648 (ARTIX 21,999 SHS) | 659,000. | 659,102. |
| GOLDMAN SACHS #0649 (TWX 3,300 SHS) | 126,666. | 281,886. |
| GOLDMAN SACHS #0649 (TIME 412 SHS) | 5,346. | 10,139. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 3,537,285. | 4,591,927. |

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868 **Electronic filing (e-file)**. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

| | | |
|---|--|---|
| Type or print | Name of exempt organization or other filer, see instructions. BILL BARTHOLOMAY FOUNDATION C/O WM. C. BARTHOLOMAY | Enter filer's identifying number Employer identification number (EIN) or 36-3679496 |
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions 233 S. WACKER DRIVE, SUITE 2000 | Social security number (SSN) |
| | City, town or post office, state, and ZIP code For a foreign address, see instructions CHICAGO, IL 60606 | |

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

| Application Is For | Return Code | Application Is For | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

WILLIAM BARTHOLOMAY

- The books are in the care of ▶ **233 S. WACKER DRIVE, SUITE 2000 - CHICAGO, IL 60606**
Telephone No ▶ **312-288-7286** Fax No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2014** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

| | | |
|---|-----------|------------------|
| 3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ 8,589. |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ 6,589. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions | 3c | \$ 2,000. |

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions