



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



Return of Private Foundation

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

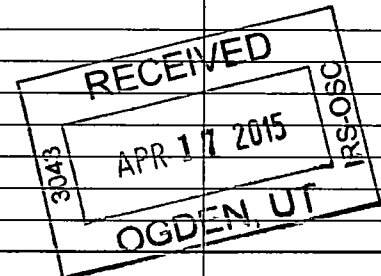
Do not enter social security numbers on this form as it may be made public.

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

For calendar year 2014 or tax year beginning , and ending

Name of foundation THE JOHN W. POPE FOUNDATION		A Employer identification number 36-3717266
Number and street (or P O box number if mail is not delivered to street address) 180 NORTH STETSON AVENUE	Room/suite 1940	B Telephone number (312) 819-4060
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60601		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) \$ 561,585. (Part I, column (d) must be on cash basis)	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(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			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1,801.	1,801.		STATEMENT 1
4 Dividends and interest from securities	2,293.	2,293.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	31,025.			
b Gross sales price for all assets on line 6a 134,747.				
7 Capital gain net income (from Part IV, line 2)		31,025.		
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				
12 Total. Add lines 1 through 11	35,119.	35,119.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	3,396.	2,396.		1,000.
b Accounting fees				
c Other professional fees STMT 4	5,306.	5,306.		0.
17 Interest				
18 Taxes STMT 5	562.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	25.	25.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	9,289.	7,727.		1,000.
25 Contributions, gifts, grants paid	25,000.			25,000.
26 Total expenses and disbursements Add lines 24 and 25	34,289.	7,727.		26,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	830.			
b Net investment income (if negative, enter -0-)		27,392.		
c Adjusted net income (if negative, enter -0-)			N/A	



SCANNED APR 24 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	39.	39.	39.
	2 Savings and temporary cash investments	28,173.	31,783.	31,783.
	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 STMT 7	161,883.	161,883.	159,952.
	b Investments - corporate stock STMT 8	239,691.	236,911.	369,811.
	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)	429,786.	430,616.	561,585.	
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	429,786.	430,616.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	429,786.	430,616.		
31 Total liabilities and net assets/fund balances	429,786.	430,616.		

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	429,786.
2 Enter amount from Part I, line 27a	2	830.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	430,616.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	430,616.

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	134,747.	103,722.	31,025.

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			31,025.

2	Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	31,025.
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	25,606.	524,458.	.048824
2012	25,775.	494,263.	.052148
2011	25,845.	481,855.	.053636
2010	21,981.	468,688.	.046899
2009	20,762.	450,086.	.046129

2	Total of line 1, column (d)	2	.247636
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	.049527
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	541,217.
5	Multiply line 4 by line 3	5	26,805.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	274.
7	Add lines 5 and 6	7	27,079.
8	Enter qualifying distributions from Part XII, line 4	8	26,000.

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.

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)	1	548.
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		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
3 Add lines 1 and 2	3	548.
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	548.
6 Credits/Payments:		
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	396.
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	396.
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	152.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 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) ► <u>IL</u>		
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

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>		X	
14	The books are in care of ▶ <u>CHARLES F. MOLES</u> Telephone no. ▶ <u>(312) 819-4060</u> Located at ▶ <u>180 NORTH STETSON AVENUE, SUITE 1940, CHICAGO, IL</u> ZIP+4 ▶ <u>60601</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		15	N/A
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 checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	1b	X
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	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.) N/A	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) N/A	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)? Yes No **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? Yes No **N/A** 7b

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 6b **X**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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
SABINA W. SULLIVAN 180 NORTH STETSON AVENUE, SUITE 1940 CHICAGO, IL 60601	PRESIDENT/DIRECTOR	0.00	0.	0.
MOLLY ROAMER 180 NORTH STETSON AVENUE, SUITE 1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR	0.00	0.	0.
JOHN A. SHEA 180 NORTH STETSON AVENUE, SUITE 1940 CHICAGO, IL 60601	TREASURER/DIRECTOR	0.00	0.	0.
CHARLES F. MOLES 180 NORTH STETSON AVENUE, SUITE 1940 CHICAGO, IL 60601	SECRETARY/DIRECTOR	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	521,876.
b	Average of monthly cash balances	1b	27,583.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	549,459.
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	549,459.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,242.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	541,217.
6	Minimum investment return. Enter 5% of line 5	6	27,061.

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	27,061.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	548.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	548.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,513.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	26,513.
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	26,513.

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	26,000.
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	26,000.
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	26,000.

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.

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				26,513.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			18,722.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 26,000.				
a Applied to 2013, but not more than line 2a			18,722.	
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				7,278.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		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				19,235.
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
BEYOND NUCLEAR 6930 CARROLL AVENUE, SUITE 400 TAKOMA PARK, MD 20912	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,700.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
KEYSTONE CONSERVATION (PREDATOR PROJECT) 104 EAST MAIN, SUITE 307 BOZEMAN, MT 59771	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,400.
LAND STEWARDSHIP PROJECT 180 EAST MAIN STREET, BOX 130 LEWISTON, MN 55952	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,400.
MICHAEL FIELDS AGRICULTURAL INSTITUTE W2493 COUNTY ROAD EAST EAST TROY, WI 53120	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	1,700.
Total	SEE CONTINUATION SHEET(S)			25,000.
<i>b Approved for future payment</i>				
NONE				
Total				0.

THE JOHN W. POPE FOUNDATION

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 APPLE INC 7 SHARES	P	12/01/09	01/15/14
b MEDIVATION 21 SHARES	P	03/29/12	01/29/14
c MEDIVATION 45 SHARES	P	05/15/13	01/29/14
d LULULEMON ATHLETICA 70 SHARES	P	12/10/12	02/13/14
e LULULEMON ATHLETICA 40 SHARES	P	01/15/13	02/13/14
f PRA GROUP 60 SHARES	P	06/04/10	02/13/14
g PRA GROUP 25 SHARES	P	01/18/12	02/13/14
h VISA INC 19 SHARES	P	12/20/10	02/13/14
i HMS HOLDINGS 255 SHARES	P	09/06/11	02/25/14
j HFF INC 94 SHARES	P	09/28/11	03/07/14
k WAGWORKS 168 SHARES	P	03/13/13	03/14/14
l K12 INC 255 SHARES	P	12/01/09	04/22/14
m K12 INC 15 SHARES	P	06/01/12	04/22/14
n EOG RES 48 SHARES	P	04/30/10	05/21/14
o PRAXAIR INC 80 SHARES	P	12/01/09	07/09/14

(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 3,901.		1,410.	2,491.
b 1,784.		776.	1,008.
c 3,823.		2,332.	1,491.
d 3,462.		5,077.	-1,615.
e 1,978.		2,782.	-804.
f 3,048.		1,359.	1,689.
g 1,270.		552.	718.
h 4,258.		1,285.	2,973.
i 5,152.		6,371.	-1,219.
j 3,187.		716.	2,471.
k 10,296.		4,046.	6,250.
l 5,728.		4,634.	1,094.
m 337.		323.	14.
n 4,948.		2,712.	2,236.
o 10,586.		6,653.	3,933.

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			2,491.
b			1,008.
c			1,491.
d			-1,615.
e			-804.
f			1,689.
g			718.
h			2,973.
i			-1,219.
j			2,471.
k			6,250.
l			1,094.
m			14.
n			2,236.
o			3,933.

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 TRACTOR SUPPLY 120 SHARES	P	06/16/11	07/10/14
b EXPRESS SCRIPTS 6 SHARES	P	10/04/11	07/30/14
c AIR METHODS 118 SHARES	P	02/14/12	08/08/14
d EBAY INC 128 SHARES	P	07/18/13	09/10/14
e EBAY INC 48 SHARES	P	12/04/13	09/10/14
f CONCUR TECHNOLOGIES 90 SHARES	P	09/26/11	09/22/14
g CONVERSANT INC 155 SHARES	P	08/03/11	10/08/14
h CONVERSANT INC 115 SHARES	P	08/17/11	10/08/14
i E2OPEN 251 SHARES	P	01/31/14	10/09/14
j E2OPEN 165 SHARES	P	05/19/14	10/09/14
k IPC THE HOSPITALIST 40 SHARES	P	03/08/11	10/23/14
l IPC THE HOSPITALIST 130 SHARES	P	05/25/12	10/23/14
m VOCERA COMMUNICATIONS 355 SHARES	P	05/03/13	10/24/14
n VOCERA COMMUNICATIONS 233 SHARES	P	05/05/14	10/24/14
o CAI INTERNATIONAL 241 SHARES	P	03/21/13	10/30/14

(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 6,924.		3,636.	3,288.
b 419.		212.	207.
c 6,998.		3,449.	3,549.
d 6,546.		6,851.	-305.
e 2,455.		2,461.	-6.
f 11,434.		3,269.	8,165.
g 5,262.		2,530.	2,732.
h 3,904.		1,716.	2,188.
i 1,935.		6,030.	-4,095.
j 1,272.		2,642.	-1,370.
k 1,503.		1,799.	-296.
l 4,885.		4,514.	371.
m 3,089.		4,526.	-1,437.
n 2,028.		2,831.	-803.
o 5,012.		7,020.	-2,008.

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			3,288.
b			207.
c			3,549.
d			-305.
e			-6.
f			8,165.
g			2,732.
h			2,188.
i			-4,095.
j			-1,370.
k			-296.
l			371.
m			-1,437.
n			-803.
o			-2,008.

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

THE JOHN W. POPE FOUNDATION

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 PROTO LABS INC 68 SHARES	P	07/30/14	11/10/14
b ADVISORY BOARD 75 SHARES	P	09/28/12	12/08/14
c ALLIANCE DATA SYSTEM FRACTIONAL SHARE	P	08/17/11	12/16/14
d			
e			
f			
g			
h			
i			
j			
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 4,267.		5,586.	-1,319.
b 2,927.		3,566.	-639.
c 129.		56.	73.
d			
e			
f			
g			
h			
i			
j			
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			-1,319.
b			-639.
c			73.
d			
e			
f			
g			
h			
i			
j			
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	31,025.
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

423591
05-01-14

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
MIDWEST RENEWABLE ENERGY 7558 DEER ROAD CUSTER, WI 54423	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
PEACE EDUCATION PROJECT OF PEACE ACTION WISCONSIN 1001 EAST KEEFE AVENUE MILWAUKEE, WI 53212	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,600.
RACHEL CARSON COUNCIL, INC. P.O. BOX 10779 SILVER SPRING, MD 20914-0779	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
RED FEATHER DEVELOPMENT GROUP P.O. BOX 907 BOZEMAN, MT 59771-0907	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,700.
SOPHIA HOUSE 3971 SOUTH 92ND STREET MILWAUKEE, WI 53228	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,500.
Total from continuation sheets				12,800.



BEYOND NUCLEAR

6930 Carroll Avenue, Suite 400, Takoma Park, MD 20912
Tel: 301.270.2209. Email: info@BeyondNuclear.org

WWW.BEYONDNUCLEAR.ORG

BOARD

Kay Drey
Lou Friedman
Karl Grossman
Judith Johnsrud
Judith Kaufman

February 25, 2014

HONORARY PRESIDENT

Dr. Helen Caldicott

Charles F. Moles, Secretary
John W. Pope Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

HONORARY CHAIRMAN

Ed Asner

Dear Charles:

On behalf of the board and staff of Beyond Nuclear, I am writing to thank you for your generous donation to our organization. We greatly appreciate the Pope Foundation's continued support of our work.

STAFF

Cindy Folkers
Linda Pentz Gunter
Paul Gunter
Kevin Kamps

This letter is also intended for tax purposes and acknowledges your recent tax-deductible contribution of \$1,700. Please retain this information for your records. Beyond Nuclear operates as a 501(c)(3) non-profit organization. Our tax identification number is 91-2170071. We confirm that no goods or services were given in exchange for this donation.

LAUNCH PARTNERS

Ed Asner
Ed Begley, Jr
Christie Brinkley
Susan Clark
David Cortright
James Cromwell
Judi Friedman
Keith Gunter
Joan MacIntosh
John McEnroe
Friedrike Merck
Bonnie Raitt
Susan Sarandon
Marilyn Strong
Steven Strong
Paul Winter
Gretchen Wyler
(1937-2007)

Enclosed are our Annual Report, most recent IRS letter and Audit.

We have seen some encouraging successes in 2013. Nuclear power plants closed — including those at San Onofre, CA, a big win! New reactor licenses were stalled. Uranium mining in Virginia was blocked. Risky radioactive shipments to Sweden were stopped. French government nuclear plans in the U.S. ended. Solar and wind soared globally while nuclear waned. It was a very good year.

Thanks to the support of the Foundation, we can continue to support activists in the U.S. and all over the world in their efforts to end the deadly dangers of nuclear power and nuclear weapons, from uranium mining to electricity generation, atomic weapons production, and the perpetually unsolved problem of radioactive waste storage.

Sincerely,

Linda Gunter
Director of media and development; international specialist



333 Seventh Avenue, 2nd Floor
New York, NY 10001-5004

Tel: (212) 679-6800

Fax: (212) 679-7016

Web: www.doctorswithoutborders.org

March 26, 2014

Mr. Charles F. Moles
Secretary
John W. Pope Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

On behalf of the staff of Doctors Without Borders/Médecins Sans Frontières (MSF) and the men, women, and children we treat, I want to thank you and everyone at the John W. Pope Foundation for your generous February 24, 2014 gift of \$2,000.

Your contribution helps ensure that our patients receive the urgent care they so desperately need, no matter their circumstances. In the last few months alone, support from caring donors like you has helped us respond to a range of emergencies in nearly 70 countries, including:

Philippines Typhoon Disaster: Doctors Without Borders has responded to the devastation Typhoon Haiyan has left in its wake. Our emergency teams are on the ground in the Philippines with more than 120 staff working in some of the hardest-hit areas to deliver lifesaving medical care. We dispatched cargo planes with more than 300 tons of essential medical and relief items, including an inflatable hospital.

Conflict in Syria: The collapse of the health care system in Syria has left millions of people without access to urgently needed medical care. Doctors Without Borders is running six hospitals and two clinics where our teams conduct an average of 10,000 patient consultations and 430 surgical procedures per month for people suffering not only from bullets and missiles, but from easily treatable chronic diseases.

Victims of violence in CAR: Tens of thousands of people are fleeing violence in Central African Republic (CAR), and are now living in precarious conditions with limited or no access to shelter, clean water, food, and medical care. Doctors Without Borders is currently one of the only aid organizations working in conflict-affected areas of CAR, delivering emergency health care including surgery and treatment for severely malnourished children.

Our work to deliver emergency care to people caught in these crises wouldn't be possible without the support of generous donors like you. Thank you for being part of our important lifesaving mission.

Very Gratefully Yours,

>

Sophie Delaunay
Executive Director
Doctors Without Borders USA Inc.



For thriving social and natural systems in the Northern Rockies

104 East Main, Suite 307
PO Box 6733, Bozeman MT 59771
Phone: (406) 587-3389 | Fax (406) 587-3178
www.keystoneconservation.us

February 26, 2014

Charles F. Moles, Secretary
John W. Pope Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

On behalf of Keystone's staff and board, I thank you and the John W. Pope Foundation for the Foundation's recent \$3,400 donation.

No goods or services have been or will be provided in exchange for this contribution.

As per your request, enclosed with this letter are our:

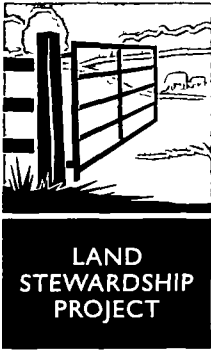
- Most recent IRS tax-exemption letter
- Annual report for FY13
- Most recent audited financial statements, and
- Compiled financial statements for FY13.

Thank you again; we very much appreciate the Foundation's generous support.

Best Regards,

A handwritten signature in black ink, appearing to read "Lisa", written over a faint horizontal line.

Lisa Upson
Executive Director



March 14, 2014

Charles F. Moles
John W. Pope Foundation
180 North Stetson Ave, Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

On behalf of the staff and Board, thank you for the generous funding provided to Land Stewardship Project. I was pleased to receive a check from the John W. Pope Foundation in the amount of \$3,400.00 (check #162 dated February 5, 2014).

Enclosed are the documents that you requested. Included is our most recent IRS tax-exemption letter and Audited Financial Statements for the Fiscal Year 2012-2013.

In lieu of an Annual Report, the Land Stewardship Project provides regular program and financial updates to our members donors in our quarterly newsletter, the *Land Stewardship Letter*. The 2013 editions are included here. (In addition to being mailed to members, the newsletter is available on our website at:

<http://landstewardshipproject.org/about/landstewardshipletter>).

A more detailed summary of the program accomplishments for the fiscal year can also be found in the Audited Statements on pages 7-9.

Included in the *Land Stewardship Letter*, Volume 31 is a copy of the fiscal year 2012-2013 Financial Update. This summary of our financial position, revenues and expenditures is also available on our website (<http://www.landstewardshipproject.org/index-aboutus.html>).

We are grateful to receive this generous contribution and have also sent our thanks to Ms. Sabina Sullivan. Thank you for your partnership.

Sincerely,

George Boody
Executive Director

Enclosure

Your contribution is fully tax deductible under terms of section 170 of the Internal Revenue Code. No goods or services were provided in return for this contribution. For your reference, Land Stewardship Project's federal tax exemption number is EIN: 41-1466054.

Printed on recycled paper, 100% post-consumer





December 31, 2014

John W. Pope Foundation
Mr. Moles
180 North Stetson Avenue
Suite 1940
Chicago, IL 60601

Dear Charlie Moles,

Thank you for your support of Michael Fields Agricultural Institutes' 30 years of sustainability work; your donation of \$1,700.00 that you generously gave this year, shows your commitment to total health from the ground up. Because of you and the support of others like you MFAI's work for a diverse, healthy, sustainable planet continues.

We look forward to more research findings validating that the ideal path for people and the planet is to recognize and restore the gifts of nature.

We rely on donations to do the research, instruct the practitioners, and inform the legislators on best practices for human and planet health and futures. Please feel free to contact me if you have any questions about our programs or about MFAI in general.

Happy New Year to you and yours!

Executive Director
Michael Fields Agricultural

P.S. Please retain this letter as your official receipt for your records. For tax purposes, I confirm that no goods or services were provided in exchange for this contribution.

Michael Fields Agricultural Institute
W2493 County Road ES, PO Box 990
East Troy, WI 53120
Ph (262) 642-3303 Fax (262) 642-4028 www.michaelfields.org

MICHAEL FIELDS
AGRICULTURAL INSTITUTE



Donation Receipt
Original Receipt

Date: December 31, 2014

Receipt #: 022414-1

John W. Pope Foundation

<u>Date</u>	<u>Amount</u>	<u>Deductible</u>	<u>Fund</u>	<u>Payment</u>
2/24/2014	\$1,700.00	\$1,700.00	General Fund	Check

Federal income tax law requires us to inform you that no goods or services were provided to you in return for your gift. Therefore, within the limits prescribed by law, the full amount of your gift is deductible for Federal income tax purposes.

Please retain this receipt for your records.

Michael Fields Agricultural Institute's tax ID number is 39-1449246.

Questions regarding this gift should be directed to the Development Office at (262) 642-3303 x124 or mroamer@michaelfields.org.



midwest renewable energy association

**Receipt Of Donation
Midwest Renewable Energy Association**

DATE: 02/18/14

RECEIPT NUMBER: D-1512

FROM: JOHN W POPE FOUNDATION
CHARLES MOLES
180 NORTH STETSON AVE STE 1940
CHICAGO, IL 60601

DONATION ITEM(S)	VALUE
GENERAL OPERATIONS	
CASH CK# 164	\$2,000.00
TOTAL DONATION	\$2,000.00

The MREA is a tax-exempt, non-profit organization under Section 501(c)(3) of the Internal Revenue Code. Your contribution is tax-deductible to the extent allowed by law. No goods or services were provided in exchange for your generous donation.

Thank you for supporting the Midwest Renewable Energy Association!

7558 Deer Road ■ Custer, WI 54423 ■ 715-592-6595
1845 N Farwell Ave., Suite 100 ■ Milwaukee, WI 53202 ■ 414-431-0758
www.midwestrenew.org

PEACE EDUCATION PROJECT

W I S C O N S I N

John W Pope Foundation
180 N. Stetson Ave., Ste 1940
Chicago, IL 60601

January 22nd, 2015

Dear Secretary,

Thank you for your generous donation of \$2600.00 to the Peace Education Project on 2/20/14, check number 166. The Peace Education Project of Peace Action Wisconsin is a 501(c)3 non-profit organization. Your contribution is tax-deductible to the extent allowed by law. No goods or services were provided in exchange for your financial donation.

Your support enables the Peace Education Project to continue our outreach to the public, to offer our members opportunities for education, lobbying elected officials, and taking direct action to continue building towards a more just and peaceful world. We are so grateful for your generosity! We hope you have a great 2015.

In peace and solidarity,



Jeffrey C. Kroll, M.A.
Co-Director, Outreach & Development

P.S. Please consider joining us in the Peace Action Center at 1:00pm on Saturday, February 7th, for a friendly social event, and casually discuss international politics with staff and other members. Complimentary hot beverages will be provided. We are also tentatively planning a "March Madness Membership Drive & Celebration" on the evening of Thursday, March 26th, so please consider penciling that into your calendar as well, and watch for future announcements. Thank you, hope to see you soon!

Peace Action Center, 1001 E. Keefe Ave., Milwaukee, WI 53212
(414) 964-5158 www.peaceactionwi.org





RACHEL CARSON COUNCIL

An Association for the Integrity of the Environment

Charles F. Moles, Secretary
John W. Pope Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

March 10, 2014

Officers:

Dr Robert K Musil
President & CEO
Martha Hayne Talbot
Vice President
Richard J Mandel
Treasurer
Munro Meyersburg
Secretary

Advisory Committee:

Dr. David Pimentel*
Dr. Samuel Epstein*
**President Emeritus*
Robert Aubry Davis
Ellen Harvey Kelly
Susan B Peterson
Dr Robert A. Whitney, Jr

Board of Directors:

Roger Christie, *Chairman*
Ross A Feldner
Marilyn Fioravanti, RN
Liam Goodman
Clifford C Hall
Dr David J McGarvey
Dr Benjamin McGraw
John H More, Esq
Claudia Joy Wingo, RN, DMH

Liaison to the Council:

Dr Aaron Blair

Dear Charles F. Moles,

This letter is to acknowledge the receipt of the very generous gift of \$2,000 received from the John W. Pope Foundation for the work of the Rachel Carson Council and its support of the integrity of the environment.

The Rachel Carson Council is a 501(c)(3) charitable and educational organization. All gifts to the Rachel Carson Council are fully tax-deductible.

This letter serves as a receipt of funds. Please maintain it in your records as evidence of your generous tax-deductible gift.

Sincerely,

**Robert K. Musil, Ph.D., M.P.H.,
President & CEO
Rachel Carson Council, Inc.
240-456-0009**

<http://www.rachelcarsoncouncil.org>



P.O. Box 907
Bozeman, MT 59771-0907

(406) 585-7188 T
(406) 585-7187 F

March 11, 2014

The John W. Pope Foundation
180 N Stetson Ave Ste 1940
Chicago, IL 60601-6750

Dear Mr. Moles:

Please accept our heartfelt thanks for your recent gift of \$3,700.00 on 2/21/2014. Thank you for your generosity and for your support for the work of Red Feather -- building community, building skills with our tribal partners, and building a better tomorrow for tribal families.

Winter is drawing to an end, and we are preparing to return to the Hopi Reservation to complete some much-needed home renovations after "kyamuya," the Hopi quiet season, during which loud noises and digging are prohibited in order to allow the earth to heal. After kyamuya, we will work to ensure that additional homes are warm and safe. In the meantime, we have been busy conducting several "Do It Yourself" Weatherization classes for Northern Cheyenne and Hopi homeowners, during which we distributed free weatherization kits. We look forward to updating you on our progress! **If you have not already provided us with your email address, and you would like to receive our e-newsletter, please email me at molly@redfeather.org.**

We have just completed a strategic planning session to determine our work plan for 2014 and exciting projects are on the horizon! Thank you for all that you do to make our work possible. Your gift fills our hearts and energizes our work.

Sincerely yours,

A handwritten signature in black ink that reads "Molly McCabe". The signature is written in a cursive, flowing style.

Molly McCabe
Executive Director

Red Feather Development Group acknowledges that no goods or services were provided in exchange for your contribution. Red Feather Development Group is an exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code. Donations are deductible to the extent provided by the Internal Revenue Code.

SOPHIA HOUSE
3971 S. 92nd Street
Milwaukee, WI 53228
414-328-1014
rtrzil@core.com



March 26, 2014

Charles F. Moles, Secretary
John W. Pope Foundation
180 N. Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

Sophia House has received the donation from the John W. Pope Foundation in the amount of \$2500. This was given as a gift. There are no goods or services rendered to the donor in exchange of the above amount.

Enclosed you will find our most recent IRS tax exemption letter and our end of year financial statement as requested. We do not publish an annual report nor have our accounts audited.

If you are in need of additional information, please do not hesitate to contact us.

Thank you for your kindness and your partnership over the years.

Sincerely,

A handwritten signature in cursive script, which appears to read "Rose Ann Trzil".

Rose Ann Trzil, S.S.S.F.
Executive Director

THE JOHN W. POPE FOUNDATION

EIN: 36-3717266

JANUARY 1, 2014 - DECEMBER 31, 2014

SCHEDULE OF INFORMATION FOR FORM 990-PF

ASSET LIST

PART II - BALANCE SHEETS

	Security	Total Cost
CASH		
CASH		38 99
		38 99
MONEY MARKET FUNDS		
DWS CASH RESERVE FUND PRIME SERIES INSTITU		31,782 88
		31,782 88
US TREASURY SECURITIES		
FEDERAL NATIONAL MTG ASSN		50,090 00
0.375% Due 12-21-15		
FEDERAL NATIONAL MTG ASSN		44,233 20
0.500% Due 03-30-16		
FEDERAL NATIONAL MTG ASSN		10,122 10
1.875% Due 09-18-18		
FEDERAL HOME LN MTG CORP		52,439 50
2.375% Due 01-13-22		
Accrued Interest		
		156,884 80
GOVERNMENT AGENCY BONDS		
FEDERAL NATIONAL MTG ASSN		4,997 80
0.375% Due 03-16-15		
Accrued Interest		
		4,997 80
COMMON STOCK		
AFFILIATED MANAGERS GROUP INC		3,413 96
AIR METHODS CORP NEW		3,566 13
ALLIANCE DATA SYSTEM CORP		4,661.41
AMAZON COM INC		7,751 52
AMERICAN INTERNATIONAL GROUP INC		7,055 04
APPLE INC		1,813 16
BRIGHT HORIZONS FAMILY SOLUTIONS INC DEL C		7,731 52
CHARLES SCHWAB CORP NEW		7,771 07
COSTAR GROUP INC		7,469 17
DISCOVER FINANCIAL SERVICES		3,219 14
EOG RES INC		4,067 84
EXACT SCIENCES CORP		3,920 73
EXPRESS SCRIPTS HOLDING COMPANY		3,917 78
FASTENAL CO		4,765 18
HARLEY DAVIDSON INC		7,223 08
HFF INC CL A		4,184 96
IDEXX LABORATORIES CORP		7,490 77
INTERCONTINENTAL EXCHANGE INC		6,423 65
LKQ CORPORATION		10,112 06
LOWES COMPANIES INC		6,988 21
MARCUS & MILLICHAP INC COM		3,841 94
MEDIVATION INC		2,920 21
MORNINGSTAR INC		7,203 04
PALO ALTO NETWORKS INC COM		7,497 26
PRA GROUP INC COM		3,756 04
PRECISION CASTPARTS CORP		4,719 80
PREMIER INC CL A		7,924 42
REALOGY HOLDINGS CORP COM		7,440 08
SALESFORCE COM INC		6,540 78
SIGNATURE BANK		4,644.33
SS&C TECHNOLOGIES HOLDINGS INC		7,723 32
STERICYCLE INC		7,955 47
ULTIMATE SOFTWARE GROUP INC		1,401 25
VISA INC CL A COMMON STOCK		4,151 83
WAGEWORKS INC		3,058 66
WATSCO INC		7,127 96
WEX INC		4,953.30
ZEBRA TECHNOLOGIES CORP-CL A		3,863 26
ZOEES KITCHEN INC COM		7,768 15
ZULILY INC CL A		7,595 12
		225,632 65
FOREIGN STOCK		
***MOBILEYE N V ORD SHS		3,718 71
***NORD ANGLIA EDUCATION INC SHS		7,560 94
		11,279 65
TOTAL PORTFOLIO		430,616 78

THE JOHN W. POPE FOUNDATION

EIN: 36-3717266

JANUARY 1, 2014 - DECEMBER 31, 2014

SCHEDULE OF INFORMATION FOR FORM 990-PF

PART I - LINE 16(a)

Legal fees:

Ashcraft & Ashcraft, Ltd. For Preparation of State and Federal Compliance Returns and Corporate Matters	3,396.21
---	----------

PART I - LINE 16(c)

Other Professional Fees:

John Shea of William Blair & Co. Investment Counsel	5,306.03
--	----------

PART I - LINE 18

U.S. Treasury - 2013 Exise Tax	166.00	
U.S. Treasury - 2014 Estimated Tax	<u>396.00</u>	
		562.00

PART I - LINE 23

Filing Fee - State of Illinois Annual Report	10.00	
Filing Fees - State of Illinois Charity Bureau	<u>15.00</u>	
		25.00

PART VII B - LINE 1(a)(4)

During 2014, the Foundation paid \$3,395.21 to Ashcraft & Ashcraft, Ltd. for legal services. Charles F. Moles is a principal of Ashcraft & Ashcraft, Ltd. and is a Director and Secretary of the Foundation. The payment is specifically excepted from the prohibition of self-dealing by Regulation §53.4941(d)(3)(c) - Example No. 1

During 2013, the Foundation paid \$5,306.03 to William Blair & Co. John A. Shea is an employee of William Blair & Co. and is a Director and the Treasurer of the Foundation. The payment is specifically excepted from the prohibition of self-dealing by Regulation §53.4941(d)(3)(c) - Example No. 2

THE JOHN W. POPE FOUNDATION

EIN: 36-3717266

JANUARY 1, 2014 - DECEMBER 31, 2014

SCHEDULE OF INFORMATION FOR FORM 990-PF

PART X - LINES 1(a), (b) & (d)

2013 Cash/Security Balances

<u>Date</u>	<u>Cash</u>	<u>Securities</u>	<u>Total</u>
1/31/2014	31,654.80	536,867.61	568,522.41
2/28/2014	27,527.81	543,397.89	570,925.70
3/31/2014	20,794.79	529,341.03	550,135.82
4/30/2014	18,215.32	516,867.81	535,083.13
5/31/2014	17,249.81	516,286.74	533,536.55
6/30/2014	17,463.25	530,502.49	547,965.74
7/31/2014	21,684.10	509,002.09	530,686.19
8/31/2014	28,550.30	514,846.00	543,396.30
9/30/2014	22,523.37	514,314.47	536,837.84
10/31/2014	45,541.49	507,823.02	553,364.51
11/30/2014	47,972.36	512,829.24	560,801.60
12/31/2014	31,821.88	530,433.87	562,255.75
Average:	27,583.27	521,876.02	549,459.30

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
WILLIAM BLAIR #452-26883-18 (U.S. OBLIGATIONS)	1,801.	1,801.	
TOTAL TO PART I, LINE 3	1,801.	1,801.	

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
WILLIAM BLAIR #452-26833-18	2,247.	0.	2,247.	2,247.	
WILLIAM BLAIR #452-26833-18 (MM)	46.	0.	46.	46.	
TO PART I, LINE 4	2,293.	0.	2,293.	2,293.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASHCRAFT & ASHCRAFT, LTD	3,396.	2,396.		1,000.
TO FM 990-PF, PG 1, LN 16A	3,396.	2,396.		1,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILLIAM BLAIR & CO.	5,306.	5,306.		0.
TO FORM 990-PF, PG 1, LN 16C	5,306.	5,306.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
U.S. TREASURY - 2013 EXCISE TAX	166.	0.		0.
U.S. TREASURY - 2014 ESTIMATED TAX	396.	0.		0.
TO FORM 990-PF, PG 1, LN 18	562.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS CHARITY BUREAU	15.	15.		0.
ILLINOIS SECRETARY OF STATE	10.	10.		0.
TO FORM 990-PF, PG 1, LN 23	25.	25.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		161,883.	159,952.
TOTAL U.S. GOVERNMENT OBLIGATIONS			161,883.	159,952.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			161,883.	159,952.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	236,911.	369,811.
TOTAL TO FORM 990-PF, PART II, LINE 10B	236,911.	369,811.