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Form 990-PF

Department of the Treasury
Internal Revenue Serviceended to November 16, 201
Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation Community Memorial Foundation		A Employer identification number 36-4012380
Number and street (or P.O. box number if mail is not delivered to street address) 15 Spinning Wheel Road	Room/suite 326	B Telephone number (630) 654-4729
City or town, state or province, country, and ZIP or foreign postal code Hinsdale, IL 60521		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) \$ 93,298,636.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	39,655.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,512,562.	1,519,094.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,946,270.			Statement 1
	b Gross sales price for all assets on line 6a	15,348,047.			
	7 Capital gain net income (from Part IV, line 2)		2,969,868.		
	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	5,192.	<10,204.>		Statement 3	
12 Total. Add lines 1 through 11	4,503,679.	4,478,758.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	225,462.	91,186.		180,370.
	14 Other employee salaries and wages	349,269.	5,830.		342,087.
	15 Pension plans, employee benefits	159,775.	5,932.		128,843.
	16a Legal fees Stmt 4	24,978.	1,998.		22,980.
	b Accounting fees Stmt 5	67,085.	8,640.		58,445.
	c Other professional fees Stmt 6	451,253.	342,912.		108,341.
	17 Interest	2.	2.		0.
	18 Taxes Stmt 7	120,979.	41,672.		0.
	19 Depreciation and depletion	9,797.	784.		
	20 Occupancy	55,641.	4,451.		51,190.
	21 Travel, conferences, and meetings	92,130.	922.		91,208.
	22 Printing and publications	8,492.	341.		8,151.
	23 Other expenses Stmt 8	101,268.	9,423.		89,965.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,666,131.	514,093.		1,081,580.
	25 Contributions, gifts, grants paid	2,225,761.			2,739,955.
26 Total expenses and disbursements. Add lines 24 and 25	3,891,892.	514,093.		3,821,535.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	611,787.				
b Net investment income (if negative, enter -0-)		3,964,665.			
c Adjusted net income (if negative, enter -0-)			N/A		

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	1,027,455.	1,107,881.	1,107,881.	
	2 Savings and temporary cash investments	10,602,479.	3,838,671.	3,838,671.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ 25,000.				
	Less: allowance for doubtful accounts ▶	800,000.	25,000.	25,000.	
	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	19,974.	29,529.	29,529.	
	10a Investments - U.S. and state government obligations Stmt 11	2,346,999.	2,232,323.	2,232,323.	
	b Investments - corporate stock Stmt 12	57,195,071.	50,317,314.	50,317,314.	
	c Investments - corporate bonds Stmt 13	3,279,235.	3,744,242.	3,744,242.	
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 14	17,676,554.	31,038,604.	31,038,604.	
	14 Land, buildings, and equipment: basis ▶ 185,525.				
	Less: accumulated depreciation Stmt 15 ▶ 141,697.	46,553.	43,828.	43,828.	
	15 Other assets (describe ▶ Statement 16)	929,991.	921,244.	921,244.	
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	93,924,311.	93,298,636.	93,298,636.	
	17 Accounts payable and accrued expenses	106,336.	117,778.		
	18 Grants payable	968,753.	454,559.		
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ Statement 17)	842,990.	787,880.		
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)	1,918,079.	1,360,217.		
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>				
	24 Unrestricted	91,899,856.	91,814,298.		
	25 Temporarily restricted	106,376.	124,121.		
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances	92,006,232.	91,938,419.		
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances	93,924,311.	93,298,636.		

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	92,006,232.
2 Enter amount from Part I, line 27a	2	611,787.
3 Other increases not included in line 2 (itemize) ▶ See Statement 9	3	38,080.
4 Add lines 1, 2, and 3	4	92,656,099.
5 Decreases not included in line 2 (itemize) ▶ See Statement 10	5	717,680.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	91,938,419.

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 15,348,047.		12,378,179.	2,969,868.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,969,868.

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	2,969,868.
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	4,256,317.	86,675,204.	.049107
2012	4,449,005.	80,458,306.	.055296
2011	4,308,923.	81,836,262.	.052653
2010	4,568,452.	76,628,777.	.059618
2009	4,771,458.	70,981,501.	.067221

2 Total of line 1, column (d)	2	.283895
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	.056779
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	91,325,234.
5 Multiply line 4 by line 3	5	5,185,355.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	39,647.
7 Add lines 5 and 6	7	5,225,002.
8 Enter qualifying distributions from Part XII, line 4	8	3,821,535.

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)			
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	79,293.
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	79,293.
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	79,293.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014		6a	65,000.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	70,000.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	135,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	2.
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	55,705.
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 55,705. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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
d 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	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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) ► IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.cmfdn.org</u>	13	X	
14	The books are in care of ► <u>Community Memorial Foundation</u> Telephone no. ► <u>(630) 654-4729</u> Located at ► <u>15 Spinning Wheel Rd, Ste. 326, Hinsdale, IL</u> ZIP+4 ► <u>60521</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 ► <u>See Statement 18</u>	16	X	No

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 checked="" type="checkbox"/> Yes <input 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 19		271,555.	18,672.	10,000.

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
Nanette M. Silva 7550 N. Maplewood, Chicago, IL 60645	Senior Program Officer 40.00	117,226.	35,214.	0.
Thomas L. Fuechtmann 105 Lincoln Ave., Riverside, IL 60546	Program Officer 40.00	90,906.	28,904.	0.
Deborah A. Kustra 236 W. Nebraska, Frankfort, IL 60423	Grants Manager 40.00	79,805.	18,702.	0.
Gale A. Christoff - 403 N. Spring Ave., La Grange Park, IL 60526	Office Manager 40.00	61,332.	12,190.	0.

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Marquette Associates - 180 N. LaSalle Street, Suite 3500, Chicago, IL 60601	Investment Manager	104,000.
Geneva Capital Management LTD - 100 E. Wisconsin Ave, Ste 2550, Milwaukee, WI 53202	Investment Manager	52,400.
The London Company - 1800 Bayberry Court, Ste 301, Richmond, VA 23226	Investment Manager	50,513.

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 Building Organizational Effectiveness (BOE) Provides local non-profit organizations with continuous learning and improvement opportunities	302,879.
2 See Statement 20	249,940.
3 Healthcare Access Program (HCA) Addressing healthcare access issues and raising public awareness within the communities it serves	168,511.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 - Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	87,417,416.
b Average of monthly cash balances	1b	5,298,558.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	92,715,974.
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	92,715,974.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,390,740.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	91,325,234.
6 Minimum investment return. Enter 5% of line 5	6	4,566,262.

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	4,566,262.
2a Tax on investment income for 2014 from Part VI, line 5	2a	79,293.
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	79,293.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	4,486,969.
4 Recoveries of amounts treated as qualifying distributions	4	20,335.
5 Add lines 3 and 4	5	4,507,304.
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	4,507,304.

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	3,821,535.
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	3,821,535.
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	3,821,535.

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				4,507,304.
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	997,501.			
b From 2010	723,352.			
c From 2011				
d From 2012	436,708.			
e From 2013	97,855.			
f Total of lines 3a through e	2,255,416.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 3,821,535.				
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				3,821,535.
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))	685,769.			685,769.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,569,647.			
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	311,732.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,257,915.			
10 Analysis of line 9:				
a Excess from 2010	723,352.			
b Excess from 2011				
c Excess from 2012	436,708.			
d Excess from 2013	97,855.			
e Excess from 2014				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
Name and address (home or business)				
a Paid during the year				
Access Community Health Network 222 North Canal Street Chicago, IL 60606	None	PC	Care Coordination for Improved Health Outcomes	39,574.
Aging Care Connections 111 West Harris Avenue La Grange, IL 60525	None	PC	The Older Adult Health Neighborhood Project	120,000.
Aging Care Connections 111 West Harris Avenue La Grange, IL 60525	None	PC	Management Association of Illinois Membership	250.
Aging Care Connections 111 West Harris Avenue LaGrange, IL 60525	None	PC	Self-Neglect and Hoarding Program	22,500.
All Our Childrens Advocacy Center 4053 Wolf Road Western Springs, IL 60558	None	PC	All Our Children's Advocacy Center	10,000.
Total	See continuation sheet(s) ▶ 3a			2,739,955.
b Approved for future payment				
Access Community Health Network 222 North Canal Street Chicago, IL 60606	None	PC	Care Coordination for Improved Health Outcomes	38,267.
Alivio Medical Center 966 West 21st Chicago, IL 60608	None	PC	Management Association of Illinois Membership	750.
All Our Childrens Advocacy Center 4053 Wolf Road Western Springs, IL 60558	None	PC	All Our Children's Advocacy Center	5,000.
Total	See continuation sheet(s) ▶ 3b			360,917.

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



<p>1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p>			Yes	No
<p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p>				
<p>(1) Cash</p>		1a(1)		X
<p>(2) Other assets</p>		1a(2)		X
<p>b Other transactions:</p>				
<p>(1) Sales of assets to a noncharitable exempt organization</p>		1b(1)		X
<p>(2) Purchases of assets from a noncharitable exempt organization</p>		1b(2)		X
<p>(3) Rental of facilities, equipment, or other assets</p>		1b(3)		X
<p>(4) Reimbursement arrangements</p>		1b(4)		X
<p>(5) Loans or loan guarantees</p>		1b(5)		X
<p>(6) Performance of services or membership or fundraising solicitations</p>		1b(6)		X
<p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p>		1c		X
<p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p>				

[illegible]

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


b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here  10/21/15  President/CEO.

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name Elizabeth A. Vaccariello	Preparer's signature 	Date 10/21/15	Check <input type="checkbox"/> if self-employed	PTIN P00357347
	Firm's name ▶ Varey & Vaccariello CPAs PC				Firm's EIN ▶ 36-3994838
	Firm's address ▶ 2205 Point Boulevard, Suite 210 Elgin, IL 60123				Phone no. 847-228-6977

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	Geneva Capital Management - Short Term Gains and			
b	Geneva Capital Management - Long Term Gains and L			
c	BMO Custody - Short Term Gains and Losses			
d	BMO Custody - Long Term Gains and Losses			
e	Fiduciary Manangement - Short Term Gains and Loss			
f	Fiduciary Manangement - Long Term Gains and Losse			
g	Highmark Capital - Short Term Gains and Losses			
h	Highmark Capital - Long Term Gains and Losses			
i	London Company Manangement - Short Term Gains and			
j	London Company Manangement - Long Term Gains and			
k	Meridian Diversified Fund - Long Term Gains and L			
l	Trust Under the Retirement Plans - Short Term Gai			
m	Trust Under the Retirement Plans - Long Term Gain			
n	Capital Gains Dividends			
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	261,974.	342,246.	<80,272.>
b	1,660,674.	948,868.	711,806.
c	173,103.	173,636.	<533.>
d	7,802,526.	7,204,131.	598,395.
e	205,618.	175,028.	30,590.
f	1,707,701.	1,085,565.	622,136.
g	547,935.	544,222.	3,713.
h	1,285,505.	1,278,356.	7,149.
i	162,430.	172,987.	<10,557.>
j	677,888.	432,065.	245,823.
k	59,283.	44,673.	14,610.
l		<381.>	381.
m		<23,217.>	23,217.
n	803,410.		803,410.
o			

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			<80,272.>
b			711,806.
c			<533.>
d			598,395.
e			30,590.
f			622,136.
g			3,713.
h			7,149.
i			<10,557.>
j			245,823.
k			14,610.
l			381.
m			23,217.
n			803,410.
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	2,969,868.
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 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
All Our Childrens Advocacy Center 4053 Wolf Road Western Springs, IL 60558	None	PC	Management Association of Illinois Membership	250.
Alliance to End Homelessness in Suburban Cook County 4415 Harrison Street - Suite 228 Hillside, IL 60162	None	PC	Zero:2016	15,750.
Alliance to End Homelessness in Suburban Cook County 4415 Harrison Street - Suite 228 Hillside, IL 60162	None	PC	Management Association of Illinois Membership	1,000.
Arab American Family Services 9044 S Octavia Avenue Bridgeview, IL 60455	None	PC	Board Development	4,800.
Arab American Family Services 9044 S Octavia Avenue Bridgeview, IL 60455	None	PC	Management Association of Illinois Membership	250.
Beds Plus PO Box 2035 LaGrange, IL 60525	None	PC	Executive Coaching 2014-2015	4,150.
Beds Plus PO Box 2035 LaGrange, IL 60525	None	PC	Homeless Prevention Program Coordination	40,000.
BoardSource 750 9th Street NW, Suite 650 Washington, DC 20001	None	PC	Leadership Institute for Board Development	7,500.
Bridge Communities Inc 505 Crescent Blvd Glen Ellyn, IL 60137	None	PC	Executive Coaching 2nd year 2013-14	325.
Bridge Communities Inc 505 Crescent Blvd Glen Ellyn, IL 60137	None	PC	General Operating Support for Behavioral Health Counseling	25,000.
Total from continuation sheets				2,547,631.

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
Bridge Communities Inc 505 Crescent Blvd Glen Ellyn, IL 60137	None	PC	Management Association of Illinois Membership	250.
Catholic Charities Archdiocese of Chicago 721 North LaSalle St Chicago, IL 60654	None	PC	St. Blase Service Center	35,000.
Catholic Charities of the Diocese of Joliet 203 N Ottawa Street Joliet, IL 60432	None	PC	Executive Coaching 2nd year 2013-14	700.
Catholic Charities of the Diocese of Joliet 203 N Ottawa Street Joliet, IL 60432	None	PC	Improving the Lives of Low-Income DuPage County Residents through the Provision of Basic Needs	10,000.
Center for Creative Leadership (CCL) PO Box 26300, One Leadership Place Greensboro, NC 27438	None	PC	Ladder to Leadership	63,504.
Center for Creative Leadership (CCL) PO Box 26300, One Leadership Place Greensboro, NC 27438	None	PC	Expenses for Ladder to Leadership Training	13,778.
Center for Creative Leadership (CCL) PO Box 26300, One Leadership Place Greensboro, NC 27438	None	PC	Provide Leadership Workshops	24,098.
Center for Creative Leadership (CCL) PO Box 26300, One Leadership Place Greensboro, NC 27438	None	PC	Travel, lodging and associated expenses for trainers and coaches for Ladder to Leadership program	8,299.
Center for Speech and Language Disorders 310 S Main St, Ste D Lombard, IL 60148	None	PC	Early Intervention Free Speech/Language Screening Program	20,000.
Collaborative Underserved Relief & Education Foundation (CURE) 2434 Wolf Rd Westchester, IL 60154	None	PC	Clinic Program	25,000.
Total from continuation sheets				

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
Collaborative Underserved Relief & Education Foundation (CURE) 2434 Wolf Rd Westchester, IL 60154	None	PC	Executive Coaching 2014-2015	4,150.
College of American Pathologists Foundation 325 Waukegan Road Northfield, IL 60093	None	PC	See, Test & Treat	25,000.
Community House 415 West 8th Street Hinsdale, IL 60521	None	PC	Intensive Outpatient Psychotherapy Program	15,000.
Community House 415 West 8th Street Hinsdale, IL 60521	None	PC	Executive Coaching 2nd year 2013-14	400.
Community House 415 West 8th Street Hinsdale, IL 60521	None	PC	Management Association of Illinois Membership	250.
Community House 415 West 8th Street Hinsdale, IL 60521	None	PC	Intensive Outpatient Psychotherapy Program	15,000.
Community Housing Advocacy and Development 531 E Roosevelt Road, Suite 200 Wheaton, IL 60187	None	PC	Executive Coaching 2013-14	1,650.
Community Housing Advocacy and Development 531 E Roosevelt Road, Suite 200 Wheaton, IL 60187	None	PC	Executive Coaching 2014-2015	1,500.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	Primary care service provider as well as its managing entity for Community Healthcare Network of	88,881.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	Pediatric Medical Services and Pediatric/Adult Oral Health Care Services	10,000.
Total from continuation sheets				

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
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	Community Healthcare Network of the Western Suburbs	58,325.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	CNHC Primary Care Home	40,000.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	TA Grant for IT Network server upgrade	25,000.
Community Nurse Health Association 23 Calendar Avenue LaGrange, IL 60525	None	PC	Community Healthcare Network of the Western Suburbs	276,872.
Community Support Services Inc (CSS) 9021 Ogden Avenue Brookfield, IL 60513	None	PC	Nursing Services	25,000.
Community Support Services Inc (CSS) 9021 Ogden Avenue Brookfield, IL 60513	None	PC	Executive Coaching 2nd year 2013-14	175.
Delta Dental of Illinois Foundation 111 Shuman Blvd Naperville, IL 60563	None	PC	Land of Smiles Program	3,750.
Donors Forum 208 S LaSalle Suite 1540 Chicago, IL 60604	None	PC	Communications Partnership: Building a Stronger Illinois	7,500.
Donors Forum 208 S LaSalle Suite 1540 Chicago, IL 60604	None	PC	Annual Leadership Fund Grant	6,905.
DuPage Federation of Human Services Reform 146 W Roosevelt Road Villa Park, IL 60181	None	PC	Executive Coaching 2014-2015	4,150.
Total from continuation sheets				

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
DuPage Federation of Human Services Reform 146 W Roosevelt Road Villa Park, IL 60181	None	PC	Fiscal Agent for Ladder to Leadership group for the 1 in 4: Bring Mental Illness out of the Shadows	5,000.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Pharmacy services and management for Community Healthcare Network of the Western Suburbs	43,995.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	DuPage Community Clinic	72,500.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Building Organizational Effectiveness	1,500.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Southeast DuPage Health Access Project	37,500.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Management Association of Illinois Membership	250.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Executive Coaching 2014-2015	2,500.
DuPage PADS Inc 601 W Liberty Drive Wheaton, IL 60187	None	PC	Management Association of Illinois Membership	250.
DuPage PADS Inc 705 W Liberty Drive Wheaton, IL 60187	None	PC	General Operating Support	25,000.
DuPage Senior Citizens Council 1990 Springer Drive Lombard, IL 60148	None	PC	General Operating Support	25,000.
Total from continuation sheets				

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
Easter Seals DuPage and the Fox Valley Region 830 S Addison Ave Villa Park, IL 60181	None	PC	Access to Care: Therapy Subsidies for low-income children and families	15,000.
Easter Seals DuPage and the Fox Valley Region 830 S Addison Ave Villa Park, IL 60181	None	PC	Management Association of Illinois Membership	1,000.
EverThrive Illinois 1256 W. Chicago Avenue Chicago, IL 60642	None	PC	Connecting Communities to Coverage: Affordable Care Act Outreach, Education, and Enrollment	35,226.
EverThrive Illinois 1256 W. Chicago Avenue Chicago, IL 60642	None	PC	Executive Coaching 2014-2015	4,150.
Family Focus Inc 310 South Peoria, Suite 301 Chicago, IL 60607	None	PC	Management Association of Illinois Membership	750.
Family Focus Inc 310 South Peoria, Suite 301 Chicago, IL 60607	None	PC	Healthy Families DuPage/Parents as Teachers	25,000.
Family Focus Inc 310 South Peoria, Suite 301 Chicago, IL 60607	None	PC	Executive Coaching 2014-15	4,150.
Family Health Foundation of Illinois Inc 4756 Main St Lisle, IL 60532	None	PC	Senior Medical Home	25,000.
Family Shelter Service Inc 605 E Roosevelt Road Wheaton, IL 60187	None	PC	Combined Emergency Shelter and Community Counseling Facility	50,000.
Family Shelter Service Inc 605 E Roosevelt Road Wheaton, IL 60187	None	PC	Organizational Assessment	15,000.
Total from continuation sheets				

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
Family Shelter Service Inc 605 E Roosevelt Road Wheaton, IL 60187	None	PC	Management Association of Illinois Membership	250.
Giant Steps Illinois, Inc. 2500 Cabot Drive Lisle, IL 60532	None	PC	General Operating Support	20,000.
Greater Chicago Food Depository 4100 W Ann Lurie Place Chicago, IL 60632	None	PC	Mobile Pantry Distributions in the Lyons Township	20,000.
Hamdard Center for Health and Human Services NFP 228 E Lake Street Addison, IL 60101	None	PC	General Operating Support	25,000.
Health & Disability Advocates 205 W Randolph St, Ste 510 Chicago, IL 60606	None	PC	Illinois Health Matters	20,000.
Healthcare Alternative Systems Inc 2755 W Armitage Ave Chicago, IL 60647	None	PC	Executive Coaching 2014-2015	4,150.
Healthcare Alternative Systems Inc 2755 W Armitage Ave Chicago, IL 60647	None	PC	Postpartum Depression Program - Westchester	20,000.
Helping Hand Center 9649 W 55th Street Countryside, IL 60525	None	PC	Management Association of Illinois Membership	250.
Helping Hand Center 9649 W 55th Street Countryside, IL 60525	None	PC	Increasing access to coordinated healthcare for people with disabilities	150,000.
Hinsdale Community Service (HCS Family Services) 19 E Chicago Ave 2nd FL Hinsdale, IL 60521	None	PC	Homelessness Prevention and Support Services	25,000.
Total from continuation sheets				

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
Hope's Front Door 1047 Curtiss St, Ste 610 Downers Grove, IL 60515	None	PC	General Operating Support	10,000.
Illinois Coalition for Immigrant and Refugee Rights (ICIRR) 55 E Jackson Blvd, Suite 2075 Chicago, IL 60604	None	PC	Executive Coaching 2nd year 2013-14	400.
Illinois Coalition for Immigrant and Refugee Rights (ICIRR) 55 E Jackson Blvd, Suite 2075 Chicago, IL 60604	None	PC	Management Association of Illinois Membership	750.
Illumident, Inc 10346 S. 75th Ct Palos Hills, IL 60465	None	PC	Technical assistance for organizational development	10,500.
Interfaith Community Partners 1515 W Ogden Ave Ste 536 LaGrange Park, IL 60526	None	PC	Safe Access to Independence	8,650.
Leadershop, The 4903 S Gilbert Avenue La Grange, IL 60525	None	PC	Monitoring Program	25,000.
Leadershop, The 4903 S Gilbert Avenue La Grange, IL 60525	None	PC	Management Association of Illinois Membership	250.
Life Matters Media 517 N Racine Ave Chicago, IL 60642	None	PC	Western suburb expansion of Life Matters Media	10,000.
Life Span 70 E Lake St, Ste 700 Chicago, IL 60601	None	PC	Direct Services to Victims of Domestic Violence	25,000.
Literacy Volunteers of DuPage 24W500 Maple Ave Ste 217 Naperville, IL 60540	None	PC	Executive Coaching 2014-2015	4,150.
Total from continuation sheets				

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
Literacy Volunteers of DuPage 24W500 Maple Ave Ste 217 Naperville, IL 60540	None	PC	Customized and Accessible English Tutoring for Adults	10,000.
Literacy Volunteers of DuPage 24W500 Maple Ave Ste 217 Naperville, IL 60540	None	PC	Management Association of Illinois Membership	1,000.
Love Inc of Western Suburbs Chicago PO Box 50 Clarendon Hills, IL 60514	None	PC	Homeless Prevention Services	10,000.
Love Inc of Western Suburbs Chicago PO Box 50 Clarendon Hills, IL 60514	None	PC	Love Help Program	15,000.
Love Inc of Western Suburbs Chicago PO Box 50 Clarendon Hills, IL 60514	None	PC	Strategic Planning 2015-2018	5,700.
Mercy Housing Lakefront 120 S Lasalle St, Ste 1850 Chicago, IL 60603	None	PC	MHL Countryside Apartments Health and Wellness Program	40,000.
Mercy Housing Lakefront 120 S Lasalle St, Ste 1850 Chicago, IL 60603	None	PC	Countryside Senior Apartments Health and Wellness Program	15,000.
Mujeres Latinas En Accion Inc 2124 West 21st Place Chicago, IL 60608	None	PC	Domestic Violence and Sexual Assault Programs - North Riverside	35,000.
Mujeres Latinas En Accion Inc 2124 West 21st Place Chicago, IL 60608	None	PC	Management Association of Illinois Membership	750.
NAMI Metro Suburban Inc 816 Harrison Street Oak Park, IL 60304	None	PC	Executive Coaching for 2013-2014	650.
Total from continuation sheets				

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
NAMI Metro Suburban Inc 816 Harrison Street Oak Park, IL 60304	None	PC	Management Association of Illinois Membership	750.
NAMI of DuPage County IL 2100 Manchester Rd #B Ste 925 Wheaton, IL 60187	None	PC	Executive Coaching 2014-2015	4,150.
NAMI of DuPage County IL 2100 Manchester Rd #B Ste 925 Wheaton, IL 60187	None	PC	Community Connections - Southeast DuPage	30,000.
NAMI of DuPage County IL 2100 Manchester Rd #B Ste 925 Wheaton, IL 60187	None	PC	Management Association of Illinois Membership	250.
National Council for Behavioral Health 1400 K St NW Ste 400 Washington, DC 20005	None	PC	Youth Mental Health First Aid Trainings	35,000.
National Council of Nonprofits 1200 New York Av NW Ste 700 Washington, DC 20005	None	PC	Advocacy Education	4,000.
National Foundation of Dentistry for the Handicapped PO Box 211 Northbrook, IL 60065	None	PC	Donated Dental Services (DDS) Program	12,500.
Nazareth Academy 1209 W Ogden Ave LaGrange Park, IL 60526	None	PC	Executive Coaching 2014-2015	4,150.
Nazareth Academy 1209 W Ogden Ave LaGrange Park, IL 60526	None	PC	Nazareth Cluster Mental Health and Substance Abuse Intervention Program	42,350.
Northern Illinois Food Bank 273 Dearborn Court Geneva, IL 60134	None	PC	Take 50 Foods to Encourage Grant Fund	60,000.
Total from continuation sheets				

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
Northern Illinois Food Bank 273 Dearborn Court Geneva, IL 60134	None	PC	Take 50 Foods to Encourage Grant Fund	25,000.
Northern Illinois Food Bank 273 Dearborn Court Geneva, IL 60134	None	PC	General Operating Support	15,000.
Oak Park and River Forest Infant Welfare Society AKA The Children's Clinic 320 Lake Street Oak Park, IL 60302	None	PC	Executive Coaching 2014-2015	1,500.
Oak Park and River Forest Infant Welfare Society AKA The Children's Clinic 320 Lake Street Oak Park, IL 60302	None	PC	General Operating Support	20,000.
Oak Park and River Forest Infant Welfare Society AKA The Children's Clinic 320 Lake Street Oak Park, IL 60302	None	PC	Management Association of Illinois Membership	250.
PAV YMCA Foundation 2947 Oak Park Ave Berwyn, IL 60402	None	PC	Management Association of Illinois Membership	250.
People's Resource Center (PRC) 201 S Naperville Rd Wheaton, IL 60187	None	PC	To provide basic needs services at PRC Southeast	10,000.
People's Resource Center 201 S Naperville Rd Wheaton, IL 60187	None	PC	People's Resource Center Southeast	35,000.
Pillars Community Services 333 N LaGrange Rd Suite One LaGrange Park, IL 60526	None	PC	Behavioral Health Services for Community Healthcare Network of the Western Suburbs	20,901.
Pillars Community Services 333 N LaGrange Rd, Suite One La Grange Park, IL 60526	None	PC	Pillars 2.0: Improving Technology, Changing Lives	25,000.
Total from continuation sheets				

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
Pillars Community Services 333 N LaGrange Rd, Suite One La Grange Park, IL 60526	None	PC	Behavioral Services for Community Healthcare Network of the Western Suburbs	16,000.
Pillars Community Services 333 N LaGrange Rd, Suite One La Grange Park, IL 60526	None	PC	Pillars at Community Nurse Health Center	40,000.
Pillars Community Services 333 N LaGrange Rd, Suite One LaGrange Park, IL 60526	None	PC	Community Healthcare Network	60,150.
Plymouth Place Inc 315 N LaGrange Rd LaGrange Park, IL 60526	None	PC	Management Association of Illinois Membership	250.
Ray Graham Association for People with Disabilities 901 Warrenville Road, Suite 500 Lisle, IL 60532	None	PC	Management Association of Illinois Membership	250.
Robert Crown Center for Health Education 21 Salt Creek Lane Hinsdale, IL 60521	None	PC	Executive Search	15,000.
Rush University Medical Center 1700 W Van Buren St, Rm #250 Chicago, IL 60612	None	PC	Older Adult Health Neighborhood Project	25,000.
Samaritan Interfaith Counseling Center Inc 1819 Bay Scott Cr Ste 109 Naperville, IL 60540	None	PC	Executive Coaching 2014-2015	2,950.
Samaritan Interfaith Counseling Center Inc 1819 Bay Scott Cr Ste 109 Naperville, IL 60540	None	PC	Executive Coaching for 2013-2014	1,325.
Samaritan Interfaith Counseling Center Inc 1819 Bay Scott Cr Ste 109 Naperville, IL 60540	None	PC	Mental & Behavioral Healthcare Access Program	20,000.
Total from continuation sheets				

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
Sargent Shriver National Center on Poverty Law 50 E Washington St Suite 500 Chicago, IL 60602	None	PC	HelpHub - An Affordable Care Act Technical Assistance Center for Enrollment Specialists	25,000.
Sharing Connections Inc 5111 Chase Ave Downers Grove, IL 60515	None	PC	Management Association of Illinois Membership	250.
Small Business Majority Foundation Inc 4000 Bridgeway Ste 101 Sausalito, CA 94965	None	PC	Boosting Chicago small business ACA enrollment for worker security	40,000.
Suburban Primary Health Care Council 2225 Enterprise Dr Ste 2507 Westchester, IL 60154	None	PC	Access to Care	50,322.
Teen Parent Connection Inc 475 Taft Ave Glen Ellyn, IL 60137	None	PC	Management Association of Illinois	250.
Teen Parent Connection Inc 475 Taft Ave Glen Ellyn, IL 60137	None	PC	Pathways to Prevention	40,000.
Trinity Volunteer Corps 703 W Monroe St Chicago, IL 60661	None	PC	TVC Feed Our Community Day	5,000.
United Cerebral Palsy Seguin of Greater Chicago 3100 S Central Ave Cicero, IL 60804	None	PC	Adults with Disabilities Oral Health Care Project	10,000.
Way Back Inn 1915 W. Roosevelt Road Broadview, IL 60155	None	PC	Management Association of Illinois Membership	1,000.
Way Back Inn 1915 W. Roosevelt Road Broadview, IL 60155	None	PC	Executive Coaching 2014-2015	2,950.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
Beds Plus PO Box 2035 LaGrange, IL 60525	None	PC	Executive Coaching 2014-2015	1,650.
Collaborative Underserved Relief & Education Foundation (CURE) 2434 Wolf Rd Westchester, IL 60154	None	PC	Executive Coaching 2014-2015	1,650.
Community House 415 West 8th Street Hinsdale, IL 60521	None	PC	Intensive Outpatient Psychotherapy Program	15,000.
Community Housing Advocacy and Development 531 E Roosevelt Road, Suite 200 Wheaton, IL 60187	None	PC	Executive Coaching 2014-2015	1,450.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	Community Healthcare Network of the Western Suburbs	116,650.
Community Nurse Health Association 23 Calendar Avenue La Grange, IL 60525	None	PC	CNHC Primary Care Home	40,000.
DuPage Federation of Human Services Reform 146 W Roosevelt Road Villa Park, IL 60181	None	PC	Executive Coaching 2014-2015	1,650.
DuPage Health Coalition (Access DuPage) 511 Thornhill Drive Carol Stream, IL 60188	None	PC	Southeast DuPage Health Access Project	37,500.
Easter Seals DuPage and the Fox Valley Region 830 S Addison Ave Villa Park, IL 60181	None	PC	Access to Care: Therapy Subsidies for low-income children and families	5,000.
EverThrive Illinois 1256 W. Chicago Avenue Chicago, IL 60642	None	PC	Executive Coaching 2014-2015	1,650.
Total from continuation sheets				316,900.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
Family Focus Inc 310 South Peoria, Suite 301 Chicago, IL 60607	None	PC	Executive Coaching 2014-2015	1,650.
Healthcare Alternative Systems Inc 2755 W Armitage Ave Chicago, IL 60647	None	PC	Executive Coaching 2014-2015	1,650.
Healthcare Alternative Systems Inc 2755 W Armitage Ave Chicago, IL 60647	None	PC	Postpartum Depression Program - Westchester	20,000.
Hope's Front Door 1047 Curtiss St Ste 610 Downers Grove, IL 60515	None	PC	General Operating Support	5,000.
Literacy Volunteers of DuPage 24W500 Maple Ave Ste 217 Naperville, IL 60540	None	PC	Executive Coaching 2014-2015	1,650.
NAMI of DuPage County IL 2100 Manchester Rd #B Ste 925 Wheaton, IL 60187	None	PC	Community Connections - Southeast DuPage	18,000.
NAMI of DuPage County IL 2100 Manchester Rd #B Ste 925 Wheaton, IL 60187	None	PC	Executive Coaching 2014-2015	1,650.
Nazareth Academy 1209 W Ogden Ave La Grange Park, IL 60526	None	PC	Executive Coaching 2014-2015	1,650.
Oak Park and River Forest Infant Welfare Society AKA The Children's Clinic 320 Lake Street Oak Park, IL 60302	None	PC	Executive Coaching 2014-2015	1,450.
Pillars Community Services 333 N LaGrange Rd LaGrange Park, IL 60526	None	PC	Behavioral Services for Community Healthcare Network of the Western Suburbs	32,000.
Total from continuation sheets				

3 Grants and Contributions Approved for Future Payment (Continuation)

Total from continuation sheets

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - Community Nurse Health Association

Primary care service provider as well as its managing entity for
Community Healthcare Network of the Western Suburbs

Name of Recipient - DuPage Federation of Human Services Reform

Fiscal Agent for Ladder to Leadership group for the 1 in 4: Bring
Mental Illness out of the Shadows Project

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

Employer identification number

Community Memorial Foundation

36-4012380

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Name of organization

Employer identification number

Community Memorial Foundation

36-4012380

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	Estate of Evelyn L. Kilker 620 West Burlington Ave LaGrange, IL 60525	\$ 5,555.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	Lyons Township Mental Health Commission 6404 Joliet Road Countryside, IL 60525	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	Lucian Frejlach Irrevocable Trust c/o US Bank 111 N Main Street Oshkosh, WI 54901	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

36-4012380

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<div></div> <div></div> <div></div> <div></div>	\$	

Name of organization	Employer identification number
Community Memorial Foundation	36-4012380

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$
Use duplicate copies of Part III if additional space is needed

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

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Geneva Capital Management - Short Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
261,974.	342,246.	0.	0.	<80,272.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Geneva Capital Management - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,660,674.	948,868.	0.	0.	711,806.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
BMO Custody - Short Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
173,103.	173,636.	0.	0.	<533.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
BMO Custody - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
7,802,526.	7,204,131.	0.	0.	598,395.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Fiduciary Manangement - Short Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
205,618.	175,028.	0.	0.	30,590.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Fiduciary Manangement - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,707,701.	1,085,565.	0.	0.	622,136.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Highmark Capital - Short Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
547,935.	544,222.	0.	0.	3,713.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Highmark Capital - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,285,505.	1,278,356.	0.	0.	7,149.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
London Company Manangement - Short Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
162,430.	172,987.	0.	0.	<10,557.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
London Company Manangement - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
677,888.	432,065.	0.	0.	245,823.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Meridian Diversified Fund - Long Term Gains and Losses					
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
59,283.	44,673.	0.	0.	14,610.	

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Trust Under the Retirement Plans - Short Term Gains and Losses				
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	0.	0.	0.	0.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Trust Under the Retirement Plans - Long Term Gains and Losses				
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	0.	0.	0.	0.

Capital Gains Dividends from Part IV	803,410.
Total to Form 990-PF, Part I, line 6a	2,946,270.

Form 990-PF	Dividends and Interest from Securities	Statement	2
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Investment Income	2,315,972.	803,410.	1,512,562.	1,512,562.	
To Part I, line 4	2,315,972.	803,410.	1,512,562.	1,512,562.	

Form 990-PF	Other Income	Statement	3
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Metropolitan RE Partners - From K-1	15,420.	0.	
Metropolitan RE Partners - From K-1	<11,983.>	<11,983.>	
Metropolitan RE Partners -			
Non-Deductible Expense	<24.>	0.	
Class Action Income	838.	838.	
Recapture Services	941.	941.	
Total to Form 990-PF, Part I, line 11	5,192.	<10,204.>	

Form 990-PF	Legal Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees - McGuireWoods LLP	1,708.	137.		1,571.
Legal fees - Quarles & Brady LLP	23,270.	1,861.		21,409.
To Fm 990-PF, Pg 1, ln 16a	24,978.	1,998.		22,980.

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees - Varey & Vaccariello CPAs PC	47,835.	3,827.		44,008.
Audit fees - Plante & Moran, PLLC	19,250.	4,813.		14,437.
To Form 990-PF, Pg 1, ln 16b	67,085.	8,640.		58,445.

Form 990-PF	Other Professional Fees	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting	91,475.	0.		91,475.
Investment management	326,519.	326,519.		0.
Other	11,526.	510.		11,016.
Investment custodian fees	15,883.	15,883.		0.
Marketing	5,850.	0.		5,850.
To Form 990-PF, Pg 1, ln 16c	451,253.	342,912.		108,341.

Form 990-PF	Taxes	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Section 4940 excise tax	79,307.	0.		0.
Foreign tax withheld on dividends	41,672.	41,672.		0.
To Form 990-PF, Pg 1, ln 18	120,979.	41,672.		0.

Form 990-PF	Other Expenses	Statement	8
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advertising	2,080.	80.		2,000.
Bank charges	5,855.	5,855.		0.
Dues and subscriptions	10,841.	0.		8,961.
Equipment rental and maintenance	7,963.	584.		7,379.
Insurance - general	5,549.	444.		5,105.
Licenses and fees	1,046.	0.		1,046.
Postage and shipping	1,042.	40.		1,002.
Service contracts	18,145.	1,451.		16,694.
Supplies	26,289.	351.		25,938.
Telephone	7,724.	618.		7,106.
Outside services	14,734.	0.		14,734.
To Form 990-PF, Pg 1, ln 23	101,268.	9,423.		89,965.

Form 990-PF Other Increases in Net Assets or Fund Balances Statement 9

Description	Amount
Change in value of trust obligations	17,745.
Income Modification - Grants Returned	20,335.
Total to Form 990-PF, Part III, line 3	38,080.

Form 990-PF Other Decreases in Net Assets or Fund Balances Statement 10

Description	Amount
Unrealized loss on investments carried at market value	717,680.
Total to Form 990-PF, Part III, line 5	717,680.

Form 990-PF U.S. and State/City Government Obligations Statement 11

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
See Attachment A	X		2,084,368.	2,084,368.
See Attachment B		X	147,955.	147,955.
Total U.S. Government Obligations			2,084,368.	2,084,368.
Total State and Municipal Government Obligations			147,955.	147,955.
Total to Form 990-PF, Part II, line 10a			2,232,323.	2,232,323.

Form 990-PF Corporate Stock Statement 12

Description	Book Value	Fair Market Value
See Attachment C	50,317,314.	50,317,314.
Total to Form 990-PF, Part II, line 10b	50,317,314.	50,317,314.

INVESTMENTS - US GOVERNMENT OBLIGATIONS

(Page 2, Part II, Line 10a)

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G01827 4 500% DTD 05/01/2005 DUE 06/01/2035 IPD14	28,866
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G06361 4.000% DTD 03/01/2011 DUE 03/01/2041 IPD14	74,275
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G13652 4 500% DTD 08/01/2009 DUE 09/01/2024 IPD14	32,888
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #G18509 3 500% DTD 04/01/2014 DUE 04/01/2029 IPD14	92,770
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #J15482 4 000% DTD 05/01/2011 DUE 05/01/2026 IPD14	18,477
FEDERAL HOME LN MTG CORP PARTN GOLD GROUP #V60563 3 000% DTD 05/01/2014 DUE 06/01/2029 IPD14	102,782
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AH6826 4.000% DTD 03/01/2011 DUE 03/01/2026 IPD24	48,110
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AL0147 4 000% DTD 03/01/2011 DUE 04/01/2041 IPD24	73,658
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2611 CL HD 5 00% DTD 05/01/2003 DUE	18,239
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AA9347 5 000% DTD 08/01/2009 DUE 08/01/2039 IPD24	44,100
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AB1776 3.500% DTD 10/01/2010 DUE 11/01/2025 IPD24	53,383
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AB5710 2 500% DTD 06/01/2012 DUE 07/01/2027 IPD24	97,101
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE0815 4.000% DTD 01/01/2011 DUE 01/01/2020 IPD24	25,471
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE3066 3 500% DTD 09/01/2010 DUE 09/01/2025 IPD24	28,309
FEDERAL NATL MTG ASSN GTD PASSTHRU CTF POOL #AE7728 4 500% DTD 11/01/2010 DUE 11/01/2040 IPD24	65,931
SLM STUDENT LN TR SER 2011 2 CL A 1 FLTG RATE DTD 05/26/2011 DUE 11/25/2027	43,496
US TREASURY BOND 3.75% DTD 08/15/2011 DUE 08/15/2041	30,135
US TREASURY NOTE 2 75% DTD 02/15/2014 DUE 02/15/2024	36,832
US TREASURY NOTE 1.625% DTD 08/15/2012 DUE 08/15/2022	107,001
US TREASURY NOTE 2 00% DTD 02/15/2013 DUE 02/15/2023	99,633
US TREASURY NOTE 1.00% DTD 05/31/2013 DUE 05/31/2018	564,522
US TREASURY NOTE 1 375% DTD 05/31/2013 DUE 05/31/2020	343,522
US TREASURY NOTE 1.50% DTD 05/31/2014 DUE 05/31/2019	54,867
TOTALS	\$ 2,084,368

INVESTMENTS - STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS**(Page 2, Part II, Line 10a)**

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
CALIFORNIA ST GO BDS TAXABLE 6 20% DTD 10/15/2009 DUE 10/01/2019 CALLABLE	58,535
METROPOLITAN WTR DIST SOUTH N C WTR REV BDS 2010A TAXABLE 6 947% DTD 12/22/2010 DUE 07/01/2040 CALLABLE	89,420
TOTALS	\$ 147,955

INVESTMENTS - CORPORATE STOCK

(Page 2, Part II, Line 10b)

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
3M CO COM	156,104
ACCENTURE PLC CLASS A ORDINARY	276,861
ADVENT SOFTWARE INC COM	136,379
AFFILIATED MANAGERS GROUP INC COM	151,752
ALBEMARLE CORP COM	251,464
ALEXANDER & BALDWIN INC NEW COM	178,947
ALIGN TECHNOLOGY INC COM	113,050
ALLIANT TECHSYSTEMS INC COM	282,488
AMERICAN EAGLE OUTFITTERS INC NEW	75,882
AMERICAN EXPRESS CO COM	186,080
AMERISOURCEBERGEN CORP COM	227,654
AMPHENOL CORP CL A	177,250
ANSYS INC COM	125,214
ATWOOD OCEANICS INC COM	163,667
BANK NEW YORK MELLON CORP COM	252,548
BARD C R INC COM	135,462
BEACON ROOFING SUPPLY INC COM	84,623
BERKSHIRE HATHAWAY INC DEL CL B NEW	262,762
BROWN & BROWN INC COM	90,338
CABELAS INC COM	263,919
CARTER INC COM	87,135
CATAMARAN CORP COM	105,259
CERNER CORP COM	163,331
CHIPOTLE MEXICAN GRILL INC CL A	147,170
CHURCH & DWIGHT INC COM	158,960
CINTAS CORP COM	103,933
COGNIZANT TECH SOLUTIONS CRP COM	140,865
COMCAST CORP CL A	155,177
COMERICA INC COM	168,624
CONCHO RES INC COM	96,259
COOPER COS INC COM NEW	101,955
COPART INC COM	129,102
CORRECTIONS CORP AMER NEW COM NEW	277,165
COSTAR GROUP INC COM	104,485
DANA HOLDING CORP COM	196,030
DANONE SPONSORED ADR	188,445
DECKERS OUTDOOR CORP	255,731
DEVON ENERGY CORP NEW COM	186,690
DFA EMERGING MARKETS VALUE PORTFOLIO	1,984,127
DSW INC CL A	102,650
EAST WEST BANCORP INC COM	147,021
EATON VANCE CORP COM NON VTG	150,172
EBAY INC COM	131,882
EXELIS INC COM	215,619
EXPEDITORS INTL WASH INC COM	140,521
FASTENAL CO COM	80,900
FIRST INDL RLTY TR INC COM	252,271

INVESTMENTS - CORPORATE STOCK

(Page 2, Part II, Line 10b)

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
FISERV INC COM	171,960
GARTNER INC COM	109,305
GENESEE & WYOMING INC CL A	113,299
HAIN CELESTIAL GROUP INC COM	169,624
HONEYWELL INTERNATIONAL INC COM	174,860
HUNT J B TRANS SVCS INC COM	86,525
IDEX CORP COM	126,568
IDEXX LABORATORIES INC COM	115,947
IHS INC COM CL A	120,599
INTERCONTINENTAL EXCHANGE, INC COM	138,591
INTUIT COM	155,340
KAMAN CORP COM	97,178
LKQ CORP COM	162,534
MANHATTAN ASSOCS INC COM	127,535
MANNING & NAPIER FUND INC - OVERSEAS	3,414,969
MATSON INC COM	165,696
MBIA INC COM	137,796
MICROSOFT CORP COM	181,155
MIDDLEBY CORP COM	169,758
MONTPELIER RE HOLDINGS LTD COM	180,354
MRC GLOBAL INC COM	87,203
NESTLE S A SPONSORED ADR REPSTG REG	156,009
NEWMARKET CORP COM	398,284
O REILLY AUTOMOTIVE INC NEW COM	235,574
OCEANEERING INTL INC COM	85,686
OLD DOMINION FGHT LINES INC COM	489,598
OLIN CORP COM PAR \$1	217,021
OMNICOM GROUP INC COM	172,371
ORBITAL SCIENCES CORP COM	137,677
PACCAR INC COM	180,226
PALL CORP COM	99,995
PANERA BREAD CO CL A	96,315
PAREXEL INTL CORP COM	111,064
PERRIGO CO PLC SHS	155,292
PIMCO COMMODITY REALRETURN STRATEGY	1,717,283
POLARIS INDS INC COM	153,660
POTASH CORP SASK INC COM	280,794
PRICESMART INC COM	279,316
PROGRESSIVE CORP OH COM	176,785
RANGE RESOURCES CORP COM	66,652
RAYMOND JAMES FINL INC COM	87,997
RED HAT INC COM	109,172
RITCHIE BROS AUCTIONEERS COM	91,695
ROPER INDS INC NEW COM	107,882
ROSS STORES INC COM	169,668
SCHLUMBERGER LTD COM	179,361
SERVICE CORP INTL COM	367,127
SIGNATURE BK NEW YORK NY COM	138,682

INVESTMENTS - CORPORATE STOCK

(Page 2, Part II, Line 10b)

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
SIRONA DENTAL SYSTEMS INC COM	123,192
SMUCKER J M CO COM NEW	98,758
STERICYCLE INC COM	114,826
STURM RUGER & CO INC COM	103,717
TE CONNECTIVITY LTD REG SHS	150,219
TEJON RANCH CO COM	94,861
TEJON RANCH CO WT	863
TEMPLETON FOREIGN EQUITY SERIES-	7,324,932
TEMPUR SEALY INTERNATIONAL INC	259,285
TENET HEALTHCARE CORP COM NEW	310,911
TIFFANY & CO NEW COM	85,274
TRACTOR SUPPLY CO COM	194,843
TREDEGAR CORP COM	72,463
TRIMBLE NAV LTD COM	99,817
TYLER TECHNOLOGIES INC COM	121,697
ULTIMATE SOFTWARE GROUP INC COM	78,546
UNDER ARMOUR INC CL A	138,109
UNILEVER PLC SPONSORED ADR NEW	111,320
UNITEDHEALTH GROUP INC COM	280,525
VANGUARD DIVIDEND GROWTH FUND #57	9,571,028
VANGUARD TOTAL INTERNATIONAL STOCK	3,579,019
VANGUARD TOTAL STOCK MARKET INDEX FD	4,539,011
VARIAN MED SYS INC COM	119,816
VERISK ANALYTICS INC CL A	98,253
WABTEC CORP COM	140,501
WHITE MOUNTAINS INSURANCE GP	172,020
WORLD FUEL SERVICES CORP COM	101,603
TOTALS	\$ 50,317,314

Form 990-PF	Corporate Bonds	Statement	13
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Description	Book Value	Fair Market Value
See Attachment D	3,744,242.	3,744,242.
Total to Form 990-PF, Part II, line 10c	3,744,242.	3,744,242.

Form 990-PF	Other Investments	Statement	14
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Description	Valuation Method	Book Value	Fair Market Value
See Attachment E	FMV	31,038,604.	31,038,604.
Total to Form 990-PF, Part II, line 13		31,038,604.	31,038,604.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	15
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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Office equipment and furniture	106,515.	81,899.	24,616.
Computers	36,370.	20,775.	15,595.
Software	31,307.	27,690.	3,617.
Leasehold improvements	11,333.	11,333.	0.
Total To Fm 990-PF, Part II, ln 14	185,525.	141,697.	43,828.

Form 990-PF	Other Assets	Statement	16
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Accrued Income	24,611.	22,536.	22,536.
Assets Whose Use is Limited	510,195.	497,610.	497,610.
Investments - Non-Qualified Plans	394,185.	400,098.	400,098.
Refundable Unrelated Business Income Tax	1,000.	1,000.	1,000.
To Form 990-PF, Part II, line 15	929,991.	921,244.	921,244.

INVESTMENTS - CORPORATE BONDS**(Page 2, Part II, Line 10c)**

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
AEP TEXAS CTR FDG SER 2012 3 CL A 1 0 88% DTD 03/14/2012 DUE 12/01/2018	37,715
AMERICAN EXPRESS CR ACCOUNT MASTER TR 2014-4 ASSET BACKED CTF CL A 1 43% DTD 11/19/2014 DUE 06/15/2020	99,805
AMERICAN EXPRESS CR CORP MEDIUM TERM NTS TRANCHE # TR 00086 2.25% DTD 08/15/2014 DUE 08/15/2019	50,008
AMERICAN INTL GROUP INC SR NT 2 30% DTD 07/16/2014 DUE 07/16/2019 CALLABLE	60,061
ANHEUSER BUSCH INBEV WORLDWIDE GTD SR NT 2 50% DTD 07/16/2012 DUE 07/15/2022 CALLABLE	72,891
BB&T CORP SR MEDIUM TERM NTS 2.45% DTD 12/08/2014 DUE 01/15/2020 CALLABLE	84,654
BANK AMER FDG CORP 5 65% DTD 05/02/2008 DUE 05/01/2018	27,774
BANK AMER CORP FR 4 00% DTD 04/01/2014 DUE 04/01/2024 NON-CALLABLE	62,473
BANK NEW YORK INC MEDIUM TERM SR NTS 1.35% DTD 03/06/2013 DUE 03/06/2018 CALLABLE	74,317
BECTON DICKINSON & CO NT 3.734% DTD 12/15/2014 DUE 12/15/2024 CALLABLE	20,592
BERKSHIRE HATHAWAY FIN CORP GTD SR NT 5 40% DTD 11/15/2008 DUE 05/15/2018 CALLABLE	55,946
BERKSHIRE HATHAWAY INC DEL SR NT 3 00% DTD 02/11/2013 DUE 02/11/2023 CALLABLE	50,470
BOSTON PPTYS LTD PARTNERSHIP SR NT 4 125% DTD 11/18/2010 DUE 05/15/2021 CALLABLE	53,221
BURLINGTON NORTHN SANTA FE CP SR DEB 3.45% DTD 08/22/2011 DUE 09/15/2021 CALLABLE	52,175
COMM MTG TR SER 2013 CCRE8 CL A 1 1 024% DTD 06/01/2013 DUE 06/12/2046 IPD11	64,973
CVS CAREMARK CORPORATION SR NT 2.75% DTD 11/29/2012 DUE 12/01/2022 CALLABLE	53,569
CVS CAREMARK CORP SR NT 2 25% DTD 08/12/2014 DUE 08/12/2019 CALLABLE	19,916
CAPITAL ONE FINL CORP SR NT 4 75% DTD 07/19/2011 DUE 07/15/2021 NON-CALLABLE	55,107
CITIGROUP INC FR 3 875% DTD 10/25/2013 DUE 10/25/2023 NON-CALLABLE	67,561
CITIGROUP INC NT 3 75% DTD 06/16/2014 DUE 06/16/2024	45,956
CLOXOX CO DEL SR NT 3.05% DTD 09/13/2012 DUE 09/15/2022 CALLABLE	49,579
CONOCOPHILLIPS CO SR NT 3.35% DTD 11/12/2014 DUE 11/15/2024 CALLABLE	30,311

INVESTMENTS - CORPORATE BONDS

(Page 2, Part II, Line 10c)

Description	12/31/14 Book Value and Market Value
CONTINENTAL AIRLN PT TR SER 2010 1 CL A 4.75% DTD 12/02/2010 DUE 01/12/2021	66,279
DELTA AIRLINES PT SER 2011 1A CL A 5.30% DTD 04/05/2011 DUE 10/15/2020	18,509
DIRECTV HLDGS LLC DIRECTV SR NT 4.45% DTD 03/20/2014 DUE 04/01/2024 CALLABLE	41,852
DOW CHEM CO NT 4 25% DTD 11/09/2010 DUE 11/15/2020 CALLABLE	26,728
DOW CHEM CO SR NT 4 375% DTD 11/14/2012 DUE 11/15/2042 CALLABLE	43,585
ERP OPER LTD PARTNERSHIP NT 4 625% DTD 12/12/2011 DUE 12/15/2021 CALLABLE	16,410
ERP OPER LTD PARTNERSHIP SR NT 2.375% DTD 06/19/2014 DUE 07/01/2019 CALLABLE	29,872
ENTERPRISE PRODS OPER LLC SR NT 3.90% DTD 02/12/2014 DUE 02/15/2024 CALLABLE	30,555
FORD MOTOR CREDIT CO LLC NT 5 75% DTD 02/07/2011 DUE 02/01/2021 NON-CALLABLE	74,485
GENERAL ELEC CAP CORP MEDIUM TERM NTS TRANCHE # TR 00861 2 30% DTD 04/27/2012 DUE 04/27/2017	76,819
GEORGIA PAC CORP SR NT 8 00% DTD 12/11/2003 DUE 01/15/2024 CALLABLE	93,050
GILEAD SCIENCES INC SR NT 2 05% DTD 03/07/2014 DUE 04/01/2019 CALLABLE	40,006
HEWLETT PACKARD CO GLBL NT 4 375% DTD 09/19/2011 DUE 09/15/2021 CALLABLE	52,424
INTERNATIONAL BUSINESS MACHS NT 3.375% DTD 08/01/2013 DUE 08/01/2023 CALLABLE	51,088
JPMORGAN CHASE & CO SR NT 3 20% DTD 01/25/2013 DUE 01/25/2023	80,090
JPMBB COML MTG SECS TR 2013-C17 COML MTG PASSTHRU CTF CL A-1 1 2473% DTD 12/01/2013 DUE 01/15/2047 IPD14	44,095
JP MORGAN CHASE CMBS SER 2013 C16 CL A 1 1.223% DTD 11/01/2013 DUE 12/17/2046 IPD16	54,511
JPMBB COML MTG SECS TR 2014-C19 MTG PASS THRU CTF CL A-1 1 2661% DTD 05/01/2014 DUE 04/15/2047 IPD14	36,676
KE EXPT LEASING 2011 II LLC FLT NT VAR RATE DTD 06/07/2013 DUE 05/19/2024 NON-CALLABLE	74,431
KINDER MORGAN ENERGY PARTNERS L P SR NT 3 95% DTD 03/14/2012 DUE 09/01/2022 CALLABLE	64,451
KROGER CO SR NT 3 40% DTD 04/16/2012 DUE 04/15/2022 CALLABLE	61,081
L 3 COMMUNICATIONS CORP SR NT 3 95% DTD 11/22/2011 DUE 11/15/2016 CALLABLE	52,170

INVESTMENTS - CORPORATE BONDS**(Page 2, Part II, Line 10c)**

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
LABORATORY CORP AMER HLDGS SR NT 4 625% DTD 11/19/2010 DUE 11/15/2020 CALLABLE	53,899
MSN 41079 & 41084 LTD SECD NT 1.631% DTD 12/21/2012 DUE 12/14/2024	36,342
MACYS RETAIL HLDGS INC SR NT 4.375% DTD 09/06/2013 DUE 09/01/2023 CALLABLE	64,454
MAGELLAN MIDSTREAM HLDGS L P 4 25% DTD 08/11/2010 DUE 02/01/2021 CALLABLE	53,951
MCKESSON CORP NEW SR NT 2 284% DTD 03/10/2014 DUE 03/15/2019 CALLABLE	54,885
MS BOFA ML TRUST SER 2013 C11 CL A 1 1.308% DTD 08/01/2013 DUE 08/17/2046 IPD16	87,942
SEQUOIA MTG TR 2012-2 MTG PASS THRU CTF CL A-2 3 50% DTD 03/01/2012 DUE 04/25/2042 IPD24	27,290
TCI COMMUNICATIONS INC SR NT 7 125% DTD 02/24/1998 DUE 02/15/2028	53,808
TIME WARNER ENTMT CO DEB 8 375% DTD 09/15/1993 DUE 03/15/2023	33,647
UNILEVER CAP CORP GTD SR NT 2.20% DTD 09/06/2013 DUE 03/06/2019	40,420
U S BANCORP MTNS BK ENT SR NT 2 20% DTD 11/03/2011 DUE 11/15/2016 CALLABLE	51,023
UNITED TECHNOLOGIES CORP NT 3.10% DTD 06/01/2012 DUE 06/01/2022 CALLABLE	61,220
VERIZON COMMUNICATIONS INC NT 5 15% DTD 09/18/2013 DUE 09/15/2023	110,423
WFRBS COML MTG TR 2014-C20 MTG PASS THRU CTF CL A-1 1.283% DTD 05/01/2014 DUE 05/15/2047 IPD14	45,037
WALGREEN CO SR NT 3 10% DTD 09/13/2012 DUE 09/15/2022 CALLABLE	49,395
WALGREENS BOOTS ALLIANCE INC SR NT 4 80% DTD 11/18/2014 DUE 11/18/2044 CALLABLE	15,816
WALGREENS BOOTS ALLIANCE INC SR NT 3 80% DTD 11/18/2014 DUE 11/18/2024 CALLABLE	30,597
WELLS FARGO & CO NEW SR UNSECD NT 5 625% DTD 12/10/2007 DUE 12/11/2017	57,840
WELLS FARGO & CO NEW MEDIUM TERM SR NTS TRANCHE # SR 00116 4 60% DTD 03/29/2011 DUE 04/01/2021	55,633
WELLS FARGO & CO NEW MEDIUM TERM SR NTS TRANCHE # SR 00127 1 50% DTD 12/26/2012 DUE 01/16/2018	14,918
XEROX CORP SR NT 2.95% DTD 03/15/2012 DUE 03/15/2017 CALLABLE	51,375
BP CAP MKTS P L C NT 2.241% DTD 09/26/2013 DUE 09/26/2018	50,141

INVESTMENTS - CORPORATE BONDS

(Page 2, Part II, Line 10c)

<u>Description</u>	<u>12/31/14 Book Value and Market Value</u>
BANK MONTREAL QUE SR NT 2.375% DTD 09/30/2013 DUE 01/25/2019	70,673
ENSCO PLC SR NT 4 50% DTD 09/29/2014 DUE 10/01/2024 CALLABLE	43,739
PETROBRAS GLBL FIN B V SR GLBL NT 3 25% DTD 03/17/2014 DUE 03/17/2017 CALLABLE	56,550
QUEBEC PROV CDA GLBL NT S QK 2 75% DTD 08/25/2011 DUE 08/25/2021 NON-CALLABLE	51,015
RIO TINTO FIN USA LTD 6 50% DTD 06/27/2008 DUE 07/15/2018 CALLABLE	28,621
ROYAL BK CDA GLOBAL MEDIUM TERM SR BK NTS 2.15% DTD 03/11/2014 DUE 03/15/2019	75,347
TOTALS	\$ 3,744,242

(Page-2, Part II, Line 13)

TOTALS

Form 990-PF	Other Liabilities	Statement 17
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Description	BOY Amount	EOY Amount
Annuity Obligations - Trusts	403,819.	373,489.
Deferred Compensation - Trust	394,185.	400,098.
Section 4940 Excise Tax Payable	44,986.	14,293.
Total to Form 990-PF, Part II, line 22	842,990.	787,880.

Form 990-PF	Name of Foreign Country in Which Organization has Financial Interest	Statement 18
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Name of Country

Cayman Islands
Ireland
Canada

Form 990-PF Part VIII - List of Officers, Directors Statement 19
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Greg DiDomenico Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	President/CEO 40.00	225,462.	39,765.	10,000.
Greg DiDomenico - Deferred Comp	0.00	<14,300.>	39,300.	0.
James Durkan - Deferred Comp Payout	Former President 0.00	41,247.	<41,247.>	0.
Irene Frye - Deferred Comp Payout	Former Vice President 0.00	19,146.	<19,146.>	0.
Jeffrey Simmons Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Chair/Director 2.00	0.	0.	0.
Beth C. Prohaska Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Vice Chair/Treasurer/Dir 2.00	0.	0.	0.
Neil James Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Secretary/Director 2.00	0.	0.	0.
Michael Bruni Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Deborah Daro, Ph.D. Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.

Gustavo Espinosa Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Grace Hou Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Anthony Perry, M.D. Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Honorable Patrick Rogers Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Ruby Roy, M.D. Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.
Richard Shanley Community Memorial Foundation, 15 Spinning Wheel Road, Ste. 326 Hinsdale, IL 60521	Director 1.00	0.	0.	0.

Totals included on 990-PF, Page 6, Part VIII

271,555.

18,672.

10,000.

Form 990-PF

Summary of Direct Charitable Activities

Statement

20

Activity Two

Regional Health and Human Services Agenda (RHA)

The integrated agenda identifies health and human services priorities for the 27 CMF communities and highlights corresponding indicators to track progress over a ten-year time frame

Expenses

To Form 990-PF, Part IX-A, line 2

249,940.

Form 990-PF	Grant Application Submission Information	Statement	21
	Part XV, Lines 2a through 2d		

Name and Address of Person to Whom Applications Should be Submitted

www.cmfdn.org - All applicants must complete their applications online

<u>Telephone Number</u>	<u>Name of Grant Program</u>
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(630) 654-4729	Responsive Grants
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Email Address

www.cmfdn.org

Form and Content of Applications

Grants awarded through the Responsive Grants Program support and complement CMF's Mission and Vision. Nonprofits will complete and submit their applications and grant reports online. If you are unsure if your grant proposal meets CMF's criteria, please contact Deb Kustra at 630-654-4729 to discuss your proposal before submitting the application.

Any Submission Deadlines

March 31 and September 30

Restrictions and Limitations on Awards

CMF awards grants to 501 (c)(3) nonprofits delivering services within the 27 CMF communities. Responsive grants are allocated for program services as well as for general operating support. Before completing an application, it is important that you review CMF's Policies and Guidelines, Geographic Focus (27 target communities), and Current Priority Areas which can be found on our website.

Name and Address of Person to Whom Applications Should be Submitted

www.cmfdn.org - All applicants must complete their applications online

<u>Telephone Number</u>	<u>Name of Grant Program</u>
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(630) 654-4729	Technical Assistance
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Email Address

www.cmfdn.org

Form and Content of Applications

Organizations interested in receiving Technical Assistance support should first contact Tom Fuechtmann at 630-654-4729 to discuss the process. Organizations must first complete an organizational assessment and then submit a brief application (LOI) that is completed online. If approved, you will be requested to complete a full application.

Any Submission Deadlines

There is no formal deadline to submit an application

Restrictions and Limitations on Awards

CMF awards grants to 501 (c)(3) nonprofits delivering services within the 27 CMF communities. Technical assistance grants generally average from \$1,500 to \$15,000.