



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



Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2014

Open to Public  
Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation Charles W & Patricia S Bidwill Charitable Foundation % PATRICIA M BIDWILL		A Employer identification number 36-4479735	
Number and street (or P O box number if mail is not delivered to street address) PO Box 2541		B Telephone number (see instructions) (708) 606-0790	
C If exemption application is pending, check here ► <input type="checkbox"/>			
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,547,048		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	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.	48,706	48,706		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	206,536			
	b Gross sales price for all assets on line 6a 1,232,876				
	7 Capital gain net income (from Part IV, line 2)		206,536		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	12,080	12,080		
	12 Total. Add lines 1 through 11	267,322	267,322		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	220	88	0	132
	b Accounting fees (attach schedule)	9,600	3,840	0	5,760
	c Other professional fees (attach schedule)	15,835	15,835		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,826	26		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	765	306		459
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	29,246	20,095	0	6,351
	25 Contributions, gifts, grants paid	195,500			195,500
	26 Total expenses and disbursements. Add lines 24 and 25	224,746	20,095	0	201,851
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	42,576			
	b Net investment income (if negative, enter -0-)		247,227		
	c Adjusted net income (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .				
	2 Savings and temporary cash investments . . . . .		19,079	35,431	
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable . . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule) . . . . .	1,675,616	1,723,253	1,965,153	
	c Investments—corporate bonds (attach schedule) . . . . .	269,471	277,303	282,895	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans . . . . .				
	13 Investments—other (attach schedule) . . . . .	312,537	298,790	299,000	
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►) . . . . .	15,602	104		
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,292,305	2,334,881	2,547,048	
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ►) . . . . .				
	23 Total liabilities (add lines 17 through 22) . . . . .		0		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ►</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	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	2,292,305	2,334,881		
	30 Total net assets or fund balances (see instructions) . . . . .	2,292,305	2,334,881		
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	2,292,305	2,334,881		

**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	2,292,305
2	Enter amount from Part I, line 27a . . . . .	2	42,576
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,334,881
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,334,881

**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)
<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>		
<b>a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	206,536
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

**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 instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2013	192,217	2,637,501	0 072878
2012	209,071	2,518,024	0 08303
2011	148,463	2,601,387	0 057071
2010	136,380	2,493,831	0 054687
2009	49,354	2,244,938	0 021985
<b>2</b> Total of line 1, column (d).			<b>2</b> 0 289651
<b>3</b> 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			<b>3</b> 0 05793
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 2,599,685
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 150,600
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 2,472
<b>7</b> Add lines 5 and 6.			<b>7</b> 153,072
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 201,851

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter <u>2002-01-03</u> (attach copy of letter if necessary—see instructions)	1	2,472
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,472
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-.	5	2,472
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,196
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,300
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	5,496
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	3
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	3,021
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b>	11	3,021 Refunded

**Part VII-A Statements Regarding Activities**

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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>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.</i>		
1c			
d	Did the foundation file <b>Form 1120-POL</b> for this year?		
e	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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?	<input type="checkbox"/> Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input type="checkbox"/> Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>IL</u>	<input type="checkbox"/> Yes	
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? <i>If "No," attach explanation.</i>	<input type="checkbox"/> Yes	
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)? <i>If "Yes," complete Part XIV</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No

**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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes	

14 The books are in care of ►PATRICIA M BIDWILL Telephone no ►(708) 606-0790  
Located at ►730 GLENVIEW RD GLENVIEW IL ZIP +4 ►60025

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

**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? ► 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? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception</b> . Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . . ►	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? . . . . .	1c	No
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? . . . . . ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	2b	
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ► 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). . . . .	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	No
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	No

**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))? . . . . . (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . . (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>		5b
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? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870.</i>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .		7b

## **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1. List all officers, directors, trustees, foundation managers and their compensation (see instructions)**

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

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE"**

## **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 NONE	
2	
3	
4	

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

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

All other program-related investments See instructions

**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 2,564,667
b	Average of monthly cash balances. . . . .	1b 74,607
c	Fair market value of all other assets (see instructions). . . . .	1c 0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d 2,639,274
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2 0
3	Subtract line 2 from line 1d. . . . .	3 2,639,274
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4 39,589
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,599,685
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6 129,984

**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. . . . .	1 129,984
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a 2,472
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b
c	Add lines 2a and 2b. . . . .	2c 2,472
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3 127,512
4	Recoveries of amounts treated as qualifying distributions. . . . .	4
5	Add lines 3 and 4. . . . .	5 127,512
6	Deduction from distributable amount (see instructions). . . . .	6
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7 127,512

**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 201,851
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 0
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required). . . . .	3a 0
b	Cash distribution test (attach the required schedule). . . . .	3b 0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 201,851
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5 2,472
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6 199,379
<b>Note:</b> 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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				127,512
<b>2</b> Undistributed income, if any, as of the end of 2014			0	
<b>a</b> Enter amount for 2013 only. . . . .			0	
<b>b</b> Total for prior years 2012, 2011, 2010		0		
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				
<b>b</b> From 2010. . . . .	12,200			
<b>c</b> From 2011. . . . .	19,450			
<b>d</b> From 2012. . . . .	85,292			
<b>e</b> From 2013. . . . .	64,046			
<b>f Total of lines 3a through e. . . . .</b>	180,988			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ 201,851			0	
<b>a</b> Applied to 2013, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2014 distributable amount. . . . .			127,512	
<b>e</b> Remaining amount distributed out of corpus	74,339			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:	255,327			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5			0	
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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	
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .			0	
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	255,327			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .	12,200			
<b>b</b> Excess from 2011. . . . .	19,450			
<b>c</b> Excess from 2012. . . . .	85,292			
<b>d</b> Excess from 2013. . . . .	64,046			
<b>e</b> Excess from 2014. . . . .	74,339			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

CHARLES W PATRICIA S BIDWILL

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

NA

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	195,500
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
<b>a</b>						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>f</b>						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments. . . . .						
<b>4</b> Dividends and interest from securities. . . . .				14	48,706	
<b>5</b> Net rental income or (loss) from real estate						
<b>a</b> Debt-financed property. . . . .						
<b>b</b> Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property. . . . .						
<b>7</b> Other investment income. . . . .				14	12,080	
<b>8</b> Gain or (loss) from sales of assets other than inventory. . . . .				18	206,536	
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .						
<b>11</b> Other revenue <b>a</b> _____						
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .					267,322	
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .				<b>13</b>		267,322

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash. . . . .	1a(1)	No
(2) Other assets. . . . .	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization. . . . .	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization. . . . .	1b(2)	No
(3) Rental of facilities, equipment, or other assets. . . . .	1b(3)	No
(4) Reimbursement arrangements. . . . .	1b(4)	No
(5) Loans or loan guarantees. . . . .	1b(5)	No
(6) Performance of services or membership or fundraising solicitations. . . . .	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	1c	No

**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.

**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

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

\* \* \* \* \*

2015-11-04

\* \* \* \* \*

**Signature of officer or trustee**

Date

## Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name ROLAND M BRESLIN	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00032235
	Firm's name ► Jeffrey W Krol & Associates Ltd			Firm's EIN ►	
	Firm's address ► 8700 W Bryn Mawr Suite 810 North Chicago, IL 606313568			Phone no (773) 399-1390	

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
168 73 SH DOUBLELINE TOTAL RETURN BOND FD		2014-06-30	2014-07-18
2910 99 SH GOLDMAN SACHS STRG INCOME FUND		2014-09-30	2014-10-15
381 534 SH GREENSPRING FUND		2013-11-04	2014-08-26
331 785 SH PERMANENT PORTFOLIO		2013-11-04	2014-08-26
1253 616 SH PIMCO ALL ASSET ALL AUTHORITY		2013-11-04	2014-08-26
109 86 SH PIMCO TOTAL RETURN		2014-06-30	2014-07-18
712 58 SH BBH CORE SELECT FUND		2012-12-14	2014-02-19
539 81 SH COLUMBIA ACORN CLASS Z		2006-10-17	2014-02-19
3071 694 SH DOUBLELINE TOTAL RETURN BOND		2012-03-30	2014-07-18
213 008 SH HARBOR INTERNATIONAL INSTITUTIONAL FUND		2012-08-28	2014-02-19

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
1,857		1,845	12
30,328		30,706	-378
10,000		10,301	-301
15,000		16,005	-1,005
12,982		13,017	-35
1,201		1,183	18
14,980		9,767	5,213
20,000		16,675	3,325
33,800		34,318	-518
14,980		12,281	2,699

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12
			-378
			-301
			-1,005
			-35
			18
			5,213
			3,325
			-518
			2,699

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
553 50 SH JP MORGAN VALUE		2012-12-19	2014-02-19
703 235 SH LORD ABBETT VALUE OPPORTUNITIES		2010-02-25	2014-02-19
3162 68 SH PIMCO TOTAL RETURN		2013-06-28	2014-07-18
264 831 SH WELLS FARGO GROWTH FUND		2010-02-25	2014-02-19
1161 890 SH WELLS FARGO INTRINSIC VALUE		2007-01-08	2014-02-19
2000 000 SH CVS CAREMARK CORPORATION		2014-04-25	2014-09-08
6000 000 SH ALLSTATE CORP		2012-12-19	2014-05-16
5000 000 SH BANK NEW YORK MTN		2013-04-10	2014-05-15
5000 000 SH DIRECTV HLDGS LLC		2012-06-26	2014-10-23
5000 000 SH KELLOGG		2011-04-05	2014-04-08

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
14,989		11,481	3,508
14,980		9,208	5,772
34,580		33,805	775
14,980		7,101	7,879
14,980		12,776	2,204
2,252		2,257	-5
6,000		6,000	
5,000		5,000	
5,154		5,098	56
5,340		5,166	174

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,508
			5,772
			775
			7,879
			2,204
			-5
			56
			174

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
6000 000 SH MERCK & CO INC		2012-12-19	2014-12-01
4000 000 SH NATIONAL RURAL UTILS		2009-10-02	2014-03-03
5000 000 SH U S BANCORP MTNS		2009-09-24	2014-05-15
5000 000 SH VERIZONS COMMUNICATIONS		2012-08-31	2014-01-21
171 000 SH GLOBAL X FUNDS		2014-04-16	2014-08-21
11 000 SH ISHARES TIPS BOND		2014-06-12	2014-08-21
304 000 SH ISHARES TRUST MSCI INDIA		2014-06-06	2014-08-21
163 000 SH ISHARES 1-3 YEAR CREDIT BOND		2014-02-06	2014-06-06
18 000 SH ISHARES 7-10 YEAR TREASURY BOND		2014-02-12	2014-08-21
93 000 SH PIMCO ETF TRUST 0-5 YEAR		2014-02-06	2014-08-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
6,129		6,123	6
4,000		4,000	
5,000		5,000	
4,993		5,016	-23
4,631		4,455	176
1,264		1,254	10
9,397		9,068	329
17,182		17,218	-36
1,878		1,855	23
9,840		9,884	-44

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6
			-23
			176
			10
			329
			-36
			23
			-44

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
70 000 SH POWERSHARES DB COMMODITY INDEX		2014-02-12	2014-08-21
94 000 SH POWERSHARES QQQ TR UNIT		2014-07-10	2014-08-21
31 000 SH SPDR SER TR		2014-06-12	2014-08-21
14 000 SH VANGUARD BD INDEX		2014-06-12	2014-08-21
22 000 SH VANGUARD FTSE DEVELOPED MARKET		2014-06-12	2014-08-21
112 000 SH VANGUARD INDEX FDS		2014-06-06	2014-08-21
262 000 SH VANGUARD INT'L EQUITY INDEX		2014-07-10	2014-08-21
108 000 SH VANGUARD SPECIALIZED PORTFOLIOS		2014-06-06	2014-08-21
463 000 SH WISDOMTREE TR BRAZILIAN		2013-10-09	2014-01-27
159 000 SH EGA EMERGING GLOBAL		2012-12-06	2014-08-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
1,741		1,805	-64
9,289		8,909	380
953		967	-14
1,151		1,158	-7
916		955	-39
8,660		8,526	134
15,544		15,140	404
8,420		8,423	-3
7,871		8,512	-641
4,515		4,103	412

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-64
			380
			-14
			-7
			-39
			134
			404
			-3
			-641
			412

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
935 000 SH ISHARES GOLD TRUST		2013-06-28	2014-08-21
636 000 SH ISHARES MSCI GERMANY		2013-06-07	2014-08-21
449 000 SH ISHARES MSCI UNITED KINGDOM		2013-06-07	2014-08-21
170 000 SH ISHARES RUSSELL		2013-06-12	2014-08-21
69 000 SH ISHARES TIPS BOND		2009-10-16	2014-08-21
104 000 SH ISHARES TRUST AAA		2012-10-03	2014-08-21
69 000 SH ISHARES 7-10 YEAR TREASURY BOND		2011-05-31	2014-08-21
105 000 SH PIMCO ETF TRUST 0-5 YR		2013-06-25	2014-08-21
394 000 SH POWERSHARES DB COMMODITY		2010-02-02	2014-08-21
275 000 SH POWERSHARES EXCH TRADED		2010-02-02	2014-08-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
11,544		13,885	-2,341
18,528		15,533	2,995
9,129		8,441	688
19,047		15,038	4,009
7,933		7,139	794
5,360		5,456	-96
7,201		6,675	526
11,131		10,852	279
9,800		9,347	453
9,676		7,130	2,546

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,341
			2,995
			688
			4,009
			794
			-96
			526
			279
			453
			2,546

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
216 000 SH POWERSHARES QQQ TR UNIT		2012-02-02	2014-08-21
101 000 SH SPDR S&P 500 ETF TRUST		2013-06-12	2014-08-21
456 000 SH SPDR SER TR		2013-06-25	2014-08-21
320 000 SH VANGUARD BD INDEX		2011-02-01	2014-08-21
264 000 SH VANGUARD FTSE DEVELOPED MARKET		2011-05-31	2014-08-21
85 000 SH VANGUARD INDEX FDS		2010-10-04	2014-08-21
114 000 SH VANGUARD INDEX FDS		2011-10-05	2014-08-21
95 000 SH VANGUARD INT'L EQUITY INDEX		2011-05-31	2014-08-21
306 000 SH VANGUARD SPECIALIZED PORTFOLIOS		2010-06-02	2014-08-21
144 000 SH WISDOMTREE TR ASIA LOCAL		2011-03-17	2014-08-21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
21,200		12,794	8,406
20,089		15,914	4,175
14,207		14,187	20
26,319		25,306	1,013
10,992		10,131	861
6,572		4,273	2,299
11,755		6,298	5,457
4,277		4,667	-390
22,828		14,330	8,498
7,062		7,192	-130

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,406
			4,175
			20
			1,013
			861
			2,299
			5,457
			-390
			8,498
			-130

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
363 000 SH WISDOMTREE TRUST JAPAN HEDGE		2013-01-17	2014-07-10
42 000 SH ISHARES US CONSUMER SERVICES		2013-08-26	2014-02-03
912 000 SH ISHARES US ENERGY ETF		2014-07-28	2014-08-20
223 000 SH ISHARES US HEALTHCARE ETF		2014-07-28	2014-08-20
680 000 SH ISHARES US INDUSTRIALISTS ETF		2014-08-18	2014-08-20
299 000 SH ISHARES US TECHNOLOGY		2014-02-10	2014-08-20
260 000 SH ISHARES US UTILITIES ETF		2014-07-28	2014-08-04
2834 000 SH SECTOR SPDR TR		2014-02-10	2014-08-20
376 000 SH SELECT SECTOR SPDR		2014-08-04	2014-08-20
603 000 SH SELECT SECTOR SPDR TR SHS		2014-07-07	2014-08-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
17,739		14,259	3,480
4,740		4,390	350
49,016		46,127	2,889
28,355		27,003	1,352
69,813		70,092	-279
29,864		26,968	2,896
26,913		28,027	-1,114
33,143		31,304	1,839
25,595		24,990	605
30,139		27,723	2,416

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,480
			350
			2,889
			1,352
			-279
			2,896
			-1,114
			1,839
			605
			2,416

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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.)
107 000 SH ISHARES US CONSUMER SERVICES		2012-11-19	2014-02-03
299 000 SH ISHARES US ENERGY		2012-12-31	2014-02-10
134 000 SH ISHARES US HEALTHCARE		2013-07-22	2014-08-20
167 000 SH ISHARES US INDUSTRIALISTS		2012-12-10	2014-02-10
187 000 SH ISHARES US TECHNOLOGY		2013-07-01	2014-07-21
588 000 SH SECTOR SPDR TR		2013-07-01	2014-08-20
361 000 SH SELECT SECTOR SPDR TR		2013-07-01	2014-07-21
1376 SH SECTOR SPDR TR SHS BEN		2014-07-28	2014-08-20
CAPITAL GAIN DIVIDENDS	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
12,075		9,092	2,983
14,138		12,110	2,028
17,667		14,376	3,291
16,192		12,156	4,036
17,545		13,485	4,060
13,091		9,296	3,795
17,341		13,401	3,940
59,588		60,592	-1,004
			98,515

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,983
			2,028
			3,291
			4,036
			4,060
			3,795
			3,940
			-1,004

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
Charles W Bidwill Jr	Director/President 1 0	0	0	0
PO BOX 2541 GLENVIEW, IL 60025	Director/Secretary 1 0	0	0	0
Patricia S Bidwill	Director 8 0	0	0	0
PO BOX 2541 Glenview, IL 60025	Director 1 0	0	0	0
Shauna B Valenzuela	Director 1 0	0	0	0
PO BOX 2541 GLENVIEW, CA 60025	Director 1 0	0	0	0
Brian R Bidwill	Director 1 0	0	0	0
PO BOX 2541 GLENVIEW, CA 60025				

## Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
ST IGNATIUS COLLEGE PREP 1076 WEST ROOSEVELT ROAD CHICAGO, IL 606081594	NONE	PC	JESUIT HIGH SCHOOL IN CHICAGO, TUITION ASSISTANCE FOR THOSE IN NEED	33,000
PEDIATRIC THERAPY NETWORK 1815 WEST 213TH STREET SUITE 100 TORRANCE, CA 90501	NONE	PC	SERVES CHILDREN WITH SPECIAL NEEDS NOT FOR PROFIT CHILDRENS THERAPY CENTER	30,000
MIDTOWN EDUCATION FOUNDATION 718 SOUTH LOOMIS STREET CHICAGO, IL 60607	NONE	PC	PROVIDES EDUCATIONAL OPPORTUNITIES TO LESS ADVANTAGED YOUTH, (4TH GRADE THROUGH HIGH SCHOOL) IN THE CHICAGOLAND AREA	25,000
ST LEO HIGH SCHOOL 7901 SOUTH SANGAMON ST CHICAGO, IL 60620	NONE	PC	PROVIDES TUITION ASSISTANCE TO THOSE IN NEED	10,000
BIG SHOULDERS 309 WEST WASHINGTON SUITE 550 CHICAGO, IL 60606	NONE	PC	PROVIDES FINANCIAL SUPPORT TO CATHOLIC SCHOOLS IN THE NEEDIEST AREAS OF INNER-CITY CHICAGO	25,000
ST PATRICK HIGH SCHOOL 5900 WEST BELMONT AVENUE CHICAGO, IL 60634	NONE	PC	EDUCATION OF HIGH SCHOOL BOYS (CATHOLIC)	5,000
PROVIDENCE ST MEL SCHOOL 119 SOUTH CENTRAL PARK BOULEVARD CHICAGO, IL 60624	NONE	PC	CATHOLIC EDUCATION OF HIGH SCHOOL STUDENTS	5,000
CHICAGO JESUIT ACADEMY 5958 WEST JACKSON BOULEVARD CHICAGO, IL 606444324	NONE	PC	CATHOLIC EDUCATION OF MIDDLE SCHOOL BOYS	5,000
CRISTO REY ST MARTIN 501 S MARTIN LUTHER KING DRIVE AVE WAUKEGAN, IL 60085	NONE	PC	OFFERS CATHOLIC COLLEGE PREPARATORY EDUCATION FOR THE IMMIGRANT FAMILIES OF CHICAGO'S NEAR SOUTHWEST SIDE	17,500
SOUTH CENTRAL SCHOLARS 29000 S WESTERN AVE SUITE 207 RANCHO PALOS VERDES, CA 90275	NONE	PC	TO ASSIST HIGHLY MOTIVATED, TALENTED STUDENTS FROM DISADVANTAGED COMMUNITIES OF LOS ANGELES COUNTY ACHEIVE ACADEMIC AND PERSONAL IN COLLEGE AND BEYOND	5,000
MYCHALS LEARNING PLACE 4901 Rosecrans Dr Hawthorne, CA 90250	NONE	PC	Center for children and adults with developmental disabilities	30,000
YOUNG WOMENS LEADERSHIP CHARTER SCHOOL 2641 S CALUMET CHICAGO, IL 60616	NONE	PC	ALL GIRLS PUBLIC SCHOOL IN CHICAGO--TEACHES GIRLS HOW TO BE SUCCESSFUL IN ALL STAGES OF LIFE	5,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>195,500</b>

## TY 2014 Accounting Fees Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,600	3,840		5,760

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2014 Depreciation Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

## TY 2014 Investments Corporate Bonds Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY	9,010	9,010
BP CAP MARKETS	3,116	3,018
CISCO SYSTEMS	5,104	5,275
COCA COLA	5,194	5,545
COMCAST	6,870	6,795
COSTCO	5,315	5,472
EI DU PONT	10,001	10,007
GENERAL ELECTRIC	7,017	7,087
JP MORGAN CHASE	7,185	7,526
KIMBERLY CLARK	10,544	11,188
KRAFT FOODS	5,929	6,148
LOWES	5,088	5,169
MARATHON OIL	5,476	5,511
MCDONALDS	5,222	5,556
NATIONAL RURAL UTILITIES		
ORACLE	5,006	4,982
SYSCO	10,317	11,095
TARGET	6,880	7,083
UNITED PARCEL SERVICE	5,207	5,577
US BANCORP		

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VALERO	6,680	6,805
WALMART	7,157	7,138
MICROSOFT CORP	4,687	5,213
VERIZONS COMMUNICATIONS		
ALLSTATE CORP		
MERCK & CO INC		
DIRECTV HLDGS LLC		
GOOGLE INC	6,119	6,129
STRYKER CORP	5,101	5,084
INTEL CORP	5,103	5,097
AT&T INC GLBL	7,015	7,015
DEERE JOHN CAP CORP MTNS BE	6,053	6,016
INTUIT INC	5,393	5,495
CVS CAREMARK CORP	3,284	3,311
EBAY INC	5,061	4,962
AMERICAN EXPRESS	7,631	7,799
DOW CHEMICAL	5,391	5,283
SIMON PROPERTY GROUP INC	6,050	6,177
BANK NEW YORK MTN BK ENT		
TEXAS INSTRS INC NT	6,136	6,138

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TIME WARNER INC	5,658	5,457
CATERPILLAR INC	5,440	5,414
UNITED HEALTH GROUP INC	6,562	6,955
APPLE INC	6,324	6,804
VERIZON COMMUNICATIONS INC	7,418	7,730
CHEVRON	7,055	7,015
BB&T	5,064	5,030
ENERGY TRANSFER	6,315	6,151
BAXTER INT'L	6,840	7,053
BURLINGTON	7,251	7,384
AMAZON	8,034	8,196
KELLOGG		

# TY 2014 Investments Corporate Stock Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COLUMBIA ACORN TR MF		
GREENSPRING FD INC MF (GRSPX)	123,617	121,001
POWERSHARES QQQ TR UNIT		
VANGUARD BD INDEX		
VANGUARD INTL EQUITY INDX EMER		
VANGUARD SPECIALIZED PORTFOLIO		
BBH CORE SELECT FUND (BBTEX)	97,095	168,655
WILLIAM BLAIR SMALL CAP(WBSIX)	62,412	74,581
PIMCO TOTAL RETURN INSTL		
PERMANENT PORTFOLIO (PRPFX)	130,172	116,213
PIMCO ALL ASSET/AUTH(PAUIX)	134,685	115,100
WELLS FARGO INTRINSIC (EIVIX)	144,597	176,794
WELLS FARGO GROWTH FD (SGRNX)	95,247	158,001
DIAMOND HILL SMALL CAP (DHSIX)	52,558	69,763
DOUBLE LINE TOTAL		
LORD ABBETT VALUE OPP (LVOYX)	47,483	65,306
ISHARES U.S. CONSUMER		
ISHARES GOLD TRUST		
WISDOM TREE ASIA		
VANGAURD INDEX FDS REIT ETF		
AMERICAN EURO GROWTH (AEPFX)	58,095	77,259
HARBOR INT'L INST FD (HAINX)	63,933	71,310
JPMORGAN VALUE ADV FD (JVAIX)	122,315	172,567
EGA EMERGING GLOBAL SHS TR		
ISHARES INC MSCI GERMANY INDEX		
ISHARES TR RUSSELL 2000 INDEX		
ISHARES TRUST AAA A RATED CORP		
POWERSHARES EXCH TRADED FD TST		
SPDR SER TR SPDR SPDR BARCLAYS		
VANGUARD INDX FDS VNGRD TOTAL		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SELECT SCTR SPDR TR SHS BEN IN		
SCTR SPDR TR SHS BEN INT CONSU		
SCTR SPDR TR SHS BEN INT FINAN		
EATON VANCE FLOATING (EIBLX)	31,245	30,314
GOLDMAN SACHS STRG INCOME FUND		
ISHARES US TECHNOLOGY		
ISHARES U S INDUSTRIALS ETF		
ISHARES U S HEALTHCARE ETF		
ISHARES U S ENERGY ETF		
ISHARES MSCI UNITED KINGDOM ET		
ISHARES TIPS BOND ETF		
ISHARES 7-10 YEAR TREASURY BON		
PIMCO ETF TR 0-5 YR HIGH YLD C		
SPDR S&P 500 ETF TRUST UNIT SE		
VANGUARD FTSE DEVELOPED MARKET		
VANGUARD INTL EQUITY REAL ESTA		
WISDOMTREE TR BRAZILIAN REAL F		
WISDOMTREE TRUST JAPAN HEDGE E		
WESTWOOD INCOME OPP (WHGIX)	126,422	125,303
COLUMBIA ACORNS CLASS Z(ACRNX)	49,005	51,152
FPA CRESCENT FUND (FPACX)	128,039	125,131
FIRST EAGLE GLOBAL (SGIIX)	130,146	120,523
GOTHAM ABSOLUTE RETURN (GARIX)	126,187	126,180

## TY 2014 Investments - Other Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROUNDTABLE AURORA,L.P. EST FV	AT COST	150,954	151,000
AURORA SPORTS VENTURES FUND II	AT COST	46,144	46,000
MIDDLETON WIRELESS I, LLC	AT COST		
POWERSHARES DB COMMODITY INDEX	AT COST		
MIDDLETON DENVER INVESTORS LLC	AT COST	101,692	102,000

## TY 2014 Legal Fees Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	220	88		132

## TY 2014 Other Assets Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DISTRIBUTIONS RECEIVABLE	2,248		
DIVIDENDS RECEIVABLE	1,336	104	
CAP GAIN RECEIVABLE	12,018		

## TY 2014 Other Expenses Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE	15	6		9
MEMBERSHIP DUES	725	290		435
BANK FEES	15	6		9
LICENSE AND FEES	10	4		6

## TY 2014 Other Income Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP NET INCOME	12,080	12,080	

## TY 2014 Other Professional Fees Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	15,835	15,835		

## TY 2014 Taxes Schedule

**Name:** Charles W & Patricia S Bidwill

Charitable Foundation

**EIN:** 36-4479735

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX- NET INVESTMEN INC	2,800			
FOREIGN TAXES PAID	26	26		