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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

- 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.

2014

Open to Public
Inspection

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

Name of foundation OSA FOUNDATION		A Employer identification number 72-1589724
Number and street (or P O box number if mail is not delivered to street address) 351 W HUBBARD STREET STE 600		Room/suite
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60654		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 8,869,923	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc , received (attach schedule)	1,285,179			
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.	321,280	321,280		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	491,381			
b	Gross sales price for all assets on line 6a 3,395,847				
7	Capital gain net income (from Part IV, line 2)		491,381		
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)	293	293		
12	Total. Add lines 1 through 11	2,098,133	812,954		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	7,500	3,750		
c	Other professional fees (attach schedule)	39,039	39,039		
17	Interest				
18	Taxes (attach schedule) (see instructions)	12,007	7		
19	Depreciation (attach schedule) and depletion				
20	Occupancy	5,285			
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	25,098	23,078		
24	Total operating and administrative expenses.	88,929	65,874	0	
25	Contributions, gifts, grants paid	471,500		471,500	
26	Total expenses and disbursements. Add lines 24 and 25	560,429	65,874	471,500	
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	1,537,704			
b	Net investment income (if negative, enter -0-)		747,080		
c	Adjusted net income (if negative, enter -0-)				

Assets	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
1	Cash—non-interest-bearing		594,142	800,493	800,493
2	Savings and temporary cash investments				
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)	4,238,679	5,771,103	6,201,480	
c	Investments—corporate bonds (attach schedule)	1,113,065	1,300,193	1,308,491	
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	862,153	471,006	544,101	
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►)	12,410	15,358	15,358	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,820,449	8,358,153	8,869,923	
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					
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
27	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
28	Capital stock, trust principal, or current funds				
29	Paid-in or capital surplus, or land, bldg , and equipment fund				
30	Retained earnings, accumulated income, endowment, or other funds	6,820,449	8,358,153		
31	Total net assets or fund balances (see instructions)	6,820,449	8,358,153		
	Total liabilities and net assets/fund balances (see instructions)	6,820,449	8,358,153		

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	6,820,449
2	Enter amount from Part I, line 27a	2	1,537,704
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	8,358,153
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	8,358,153

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)
1 a	PUBLICALLY TRADED SECURITIES	P		
b	ST PARTNERSHIP PASSTHROUGH GAIN	P		
c	LT PARTNERSHIP PASSTHROUGH GAIN	P		
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	3,332,897		2,904,466	428,431
b	1,368			1,368
c	61,582			61,582
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				428,431
b				1,368
c				61,582
d				
e				
2	Capital gain net income or (net capital loss)	<small>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</small>	2	491,381
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<small>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</small>	3	1,368

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

(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	392,794	7,343,778	0 053487
2012	330,418	6,071,726	0 054419
2011	313,547	6,215,286	0 050448
2010	280,222	6,006,917	0 046650
2009	276,254	5,166,759	0 053468
2 Total of line 1, column (d).			2 0 258472
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 0 051694
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 7,717,393
5 Multiply line 4 by line 3.			5 398,943
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 7,471
7 Add lines 5 and 6.			7 406,414
8 Enter qualifying distributions from Part XII, line 4.			8 471,500

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 _____ (attach copy of letter if necessary—see instructions)		1	7,471
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	7,471
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	7,471
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	9,940
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	19,940
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	46
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	12,423
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ► 12,423 Refunded ►	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	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	Did the foundation file Form 1120-POL for this year?	1c	No
d	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>	2	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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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>	5	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?	6	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>	7	Yes
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? <i>If "No," attach explanation.</i>	8b	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>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	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 ►WWW THEOSAFUNDATION.ORG	13	Yes	

14 The books are in care of ►JACK AND ROBIN LAVIN Telephone no ►(312) 920-9490
Located at ►351 W HUBBARD STREET CHICAGO IL ZIP+4 ►606541760

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? (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). ► 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. ►	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ► 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 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)	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 ► 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	
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))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		5b	
c	Organizations relying on a current notice regarding disaster assistance check here. ►			
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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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 (see instructions).**

(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
ROBIN LAVIN 351 W HUBBARD STREET SUITE 600 CHICAGO, IL 60654	PRESIDENT/SE 30 00	0	0	0
JACK LAVIN 351 W HUBBARD STREET SUITE 600 CHICAGO, IL 60654	V P /TREASUR 1 00	0	0	0
MITCHELL KENT 351 W HUBBARD STREET SUITE 600 CHICAGO, IL 60654	DIRECTOR 0 50	0	0	0
ERIC LAVIN 351 W HUBBARD STREET SUITE 600 CHICAGO, IL 60654	DIRECTOR 1 00	0	0	0

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

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

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".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		►

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	
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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	►

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 7,123,030
b	Average of monthly cash balances.	1b 711,887
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 7,834,917
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
3	Subtract line 2 from line 1d.	3 7,834,917
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 117,524
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 7,717,393
6	Minimum investment return. Enter 5% of line 5.	6 385,870

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.	1 385,870
2a	Tax on investment income for 2014 from Part VI, line 5.	2a 7,471
b	Income tax for 2014 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 7,471
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 378,399
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 378,399
6	Deduction from distributable amount (see instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 378,399

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 471,500
b	Program-related investments—total from Part IX-B.	1b
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	4 471,500
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 7,471
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 464,029
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				378,399
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			171,811	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 471,500				
a Applied to 2013, but not more than line 2a			171,811	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				299,689
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				78,710
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).				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.				
d Excess from 2013.				
e Excess from 2014.				

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

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. <input type="text"/>
b 85% of line 2a. <input type="text"/>
c Qualifying distributions from Part XII, line 4 for each year listed. <input type="text"/>
d Amounts included in line 2c not used directly for active conduct of exempt activities. <input type="text"/>
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. <input type="text"/>
3 Complete 3a, b, or c for the alternative test relied upon
a "Assets" alternative test—enter
(1) Value of all assets. <input type="text"/>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). <input type="text"/>
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. <input type="text"/>
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). <input type="text"/>
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). <input type="text"/>
(3) Largest amount of support from an exempt organization <input type="text"/>
(4) Gross investment income <input type="text"/>

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))

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

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)				
a Paid during the year See Additional Data Table				
Total			► 3a	471,500
b Approved for future payment				
Total			► 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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities.				14	321,280
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property.					
7 Other investment income.				14	293
8 Gain or (loss) from sales of assets other than inventory				18	491,381
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).					812,954
13 Total. Add line 12, columns (b), (d), and (e).				13	812,954
(See worksheet in line 13 instructions to verify calculations.)					

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.

* * * * *

2015-10-15

* * * * *

Signature of officer or trustee

Date

Title

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

Paid Preparer Use Only	Print/Type preparer's name ALLEN I KUTCHINS	Preparer's Signature	Date 2015-10-08	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00116318
	Firm's name ► KUTCHINS ROBBINS & DIAMOND LTD			Firm's EIN ►	36-3856676
	Firm's address ► 1101 PERIMETER DR STE 760 SCHAUMBURG, IL 60173			Phone no (847) 240-1040	

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)				
a Paid during the year				
A BETTER CHICAGO 222 MERCHANDISE MART PLAZ SUITE 1212 CHICAGO, IL 60654	NONE	PUBLIC	PROJECT IMPACT	25,000
ASSOCIATED COLLEGES OF ILLINOIS 70 EAST LAKE STREET STE 1418 CHICAGO, IL 60601	NONE	PUBLIC	SUMMER ACADEMY, MUCHIN CAMPUS STDNTS	15,000
BOTTOM LINE 65 EAST WACKER PLACE SUITE 800 CHICAGO, IL 60601	NONE	PUBLIC	GENERAL OPERATING	5,000
CHICAGO COALITION FOR HOMELESS 70 E LAKE ST 720 CHICAGO, IL 60601	NONE	PUBLIC	SCHOLARSHIP AND LABTOP PROGRAM	10,000
CHICAGO FOUNDATION FOR WOMEN 1 E WACKER DR STE 1620 CHICAGO, IL 60601	NONE	PUBLIC	GENERAL OPERATING	10,000
CHICAGO PUBLIC EDUCATION FUND 200 WEST ADAMS SUITE 2150 CHICAGO, IL 60606	NONE	PUBLIC	GENERAL OPERATING	20,000
COWEN INSTITUTE 1555 POYDRAS ST SUITE 700 NEWORLEANS, LA 70112	NONE	PUBLIC	SPENO PROJECT	12,500
EDUCATORS FOR EXCELLENCE 333 W 39TH STREET STE 703 NEWYORK, NY 10018	NONE	PUBLIC	CHICAGO LAUNCH	20,000
EMBARC INC PO BOX 221450 CHICAGO, IL 60622	NONE	PUBLIC	GENERAL OPERATING	25,000
GIRLS IN THE GAME - VARSITY SQUAD 1501 W RANDOLPH ST CHICAGO, IL 60607	NONE	PUBLIC	TEEN PROGRAMING	30,000
HEALTHY SCHOOLS CAMPAIGN 205 WEST MONROE FOURTH FLOOR CHICAGO, IL 60607	NONE	PUBLIC	CHANGE FOR GOOD	30,000
HIGH JUMP 59 W NORTH BLVD CHICAGO, IL 60610	NONE	PUBLIC	GENERAL OPERATING	5,000
INTRINSIC SCHOOLS 4517 N ARTESIAN CHICAGO, IL 60625	NONE	PUBLIC	TECHNOLOGICAL PROGAMS	25,000
JANE ADDAMS RESOURCE CORPORATION 4432 N RAVENSWOOD AVE CHICAGO, IL 60640	NONE	PUBLIC	ROBITIC WELDING TECHNOLOGY	9,000
KIPP CHICAGO 135 MAIN STREET STE 1700 SAN FRANCISCO, CA 94105	NONE	PUBLIC	INSTRUCTIONAL TECHNOLOGY	30,000
Total			► 3a	471,500

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)				
a Paid during the year				
NAMASTE CHARTER SCHOOL 3737 S PAULINA CHICAGO, IL 60609	NONE	PUBLIC	GENERAL OPERATING	25,000
NATIONAL COUNCIL ON TEACHER QUALITY 1120 G STREETNW STE 800 WASHINGTON, DC 20005	NONE	PUBLIC	TEACHER PREP EVALUATION	25,000
NOBLE STREET CHARTER SCHOOLS 1010 N NOBLE STREET CHICAGO, IL 60640	NONE	PUBLIC	CHICAGO BULLS CAMPUS, STAFF DVLPMT	25,000
ONE GOAL 215 W SUPERIOR STE 700 CHICAGO, IL 60654	NONE	PUBLIC	GENERAL OPERATING	25,000
ONE MILLION DEGREES 226 W JACKSON 528 CHICAGO, IL 60606	NONE	PUBLIC	GENERAL OPERATING	15,000
POSSE CHICAGO 111 WEST JACKSON BLVD STE 1900 CHICAGO, IL 60607	NONE	PUBLIC	GENERAL OPERATING	30,000
SPARK PROGRAM 223 W JACKSON STE 600 CHICAGO, IL 60606	NONE	PUBLIC	GENERAL OPERATING	30,000
YEAR UP CHICAGO 223 W JACKSON BLVD 400 CHICAGO, IL 60606	NONE	PUBLIC	GENERAL OPERATING	25,000
Total			► 3a	471,500

TY 2014 Accounting Fees Schedule

Name: OSA FOUNDATION

EIN: 72-1589724

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,500	3,750		

TY 2014 Investments Corporate Bonds Schedule

Name: OSA FOUNDATION

EIN: 72-1589724

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TOTAL PRIOR YEAR		
COMCAST CORP		
LINCOLN NATIONAL CORP		
EXELON CORP SR NT		
JP MORGAN CHASE & CO	115,561	116,158
AMERICAN EXPRESS CREDIT		
BANK OF AMERICA CORP	75,302	75,052
GOLDMAN SACHS GROUP INC		
KLA-TENCO CORP		
ALCOA INC	82,909	84,251
DOW CHEMICAL CO	92,575	93,244
DELL INC		
REPUBLIC SERVICES INC	55,815	55,280
SYMANTEC CORP		
BEST BUY CO INC		
WELLS FARGO	78,025	77,797
SOUTHERN CAL EDISON	52,658	55,438
GENERAL ELECTRIC	139,740	140,427
NET APP	75,971	75,420
CELGENE	49,020	50,322

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T	53,388	53,720
ANHEUSER-BUSCH	85,375	84,948
EBAY	76,838	76,289
HSBC HOLDINGS	55,644	56,520
WAL-MART STORES INC	55,622	55,207
BERKSHIRE HATHAWAY INC	51,407	53,486
HEWLETT-PACKARD CO	24,785	26,212
VERIZON COMMUNICATIONS	79,558	78,720
SAFEWAY INC		

**TY 2014 Investments Corporate
Stock Schedule**

Name: OSA FOUNDATION

EIN: 72-1589724

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TOTAL PRIOR YEAR		
ARROW GLOBAL	1,285,179	1,277,024
ACCENTURE PLC IRELAND CL A	5,763	6,609
ADOBE SYSTEMS	5,983	6,398
AEROPOSTALE INC		
AFLAC INCORPORATED	6,438	5,926
AMERICAN EXPRESS CO.	4,059	6,327
BALFOUR BEATTY PLC SPON ADR		
BRIGHT HORIZONS FAMILY SOLUT	5,759	7,804
CAMDEN PROPERTY TRUST	5,810	7,384
CAPITAL ONE FINANCIAL CORP	5,821	6,687
CARMAX INC	6,546	8,655
CHEESECAKE FACTORY	5,962	6,440
CHESAPEAKE ENERGY CORP	6,243	4,814
CISCIO SYS INC	5,816	7,593
CREDIT ACCEPTANCE	5,878	6,002
DAIMLER AG	5,818	5,888
DARDEN RESTAURANTS	6,572	7,270
DEVON ENERGY CORP	5,795	5,815
DISCOVER SERIES A	3,002	2,480
DISCOVER SERIES C	2,924	2,428
DREAMWORKS ANIMATION SKG INC		
EOG RESOURCES INC	5,446	6,445
FACTSET RESEARCH SYSTEMS INC	6,822	8,586
FEDEX CORP		
GENERAL MILLS	5,990	6,453
GOLDMAN SACHS GRP INC	5,774	6,590
GOOGLE IN-CL-C	1,381	2,632
GOOGLE IN-CL- A	1,385	2,653
HASBRO INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HITACHI 10 COM NEW ADR	5,792	5,816
HYATT	5,981	7,045
INTEL CORP	4,884	9,181
INTUIT INC	5,772	7,191
MARRIOTT INTL INC	5,838	9,676
MATTEL INC		
MENS WAREHOUSE INC		
MICROSOFT CORP	6,369	7,757
NATL INSTRUMS CP	6,838	6,840
NETAPP INC	5,817	5,844
NORDSTROM INC	6,401	8,177
NOVO NORDISK A/S ADR	2,106	6,136
NUSTAR ENERGY LP UNIT COM	4,946	6,295
QUALCOMM INC	3,291	5,872
RACKSPACE HOSTING INC	6,187	7,583
ROCHE HOLDINGS ADR	5,821	5,642
SALESFORCE.COM, INC	5,024	5,694
SEVENTY SEVEN ENERGY	369	92
ST JUDE MEDICAL	5,972	5,788
STARBUCKS CORP WASHINGTON		
STRYKER CORP	5,824	7,358
ULTIMATE SOFTWARE GP INC	5,802	5,432
UMPQUA HOLDINGS CORP	6,513	6,073
W W GRAINGER INC		
WHOLE FOODS MARKETS INC	6,360	5,697
HSBC HOLDINGS PLC		
WELLS FARGO		
ARES CAPITAL CORP	49,419	43,694
AMERICAN EXPRESS CO		
APPLE INC	28,776	42,938

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY CL-B NEW	42,201	55,556
COACH INC	42,347	38,311
COGNIZANT TECH SOLUTIONS CL A	30,735	42,655
CORE LABORATORIES	27,348	24,910
CUMMINS INC	19,143	21,625
EMC CORP MASS	19,644	21,561
EXPRESS SCRIPTS HLDGS CO COM	37,480	49,955
GILEAD SCIENCE		
GOOGLE INC	6,507	8,949
GOOGLE SERIES A	16,906	19,104
LKQ CORPORATION	24,638	24,605
M&T BANK CORP	34,137	36,430
MEAD JOHNSON	16,703	20,912
MONSTER BEVERAGE CORP COM		
NATIONAL OILWELL VARCO INC	29,985	28,833
NOW INC	1,209	1,055
PERRIGO CO LTD	21,679	23,402
PRICELINE.COM INC	21,300	25,085
QUALCOMM INC	51,981	56,491
SCHLUMBERGER LTD	32,876	32,883
STERICYCLE INC	29,090	34,081
VARIAN MEDICAL SYS INC	21,697	24,655
VERISK ANLYTICS CL A	23,523	25,620
VISA INC CL A	17,754	24,909
AIR METHODS CORP	3,727	3,743
AMERICAN CAMPUS CMMTYS INC	6,340	5,997
AMERISAFE INC	2,517	2,965
ANALOGIC CORPORATION	4,425	4,231
BALCHEM	4,080	4,665
BJ'S RESTAURANTS INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BLACKBAUD INC	2,966	6,013
CANTEL MEDICAL CORP	2,672	3,461
CARDTRONICS INC	2,823	4,051
CAVIUM INC COM	3,234	5,873
CEPHEID INC	3,368	4,331
CLARCOR INC	5,005	6,731
CLECO CORP HLDG CO.	4,619	5,999
COGNEX CORP	4,142	7,646
COHEN & STEERS INC	4,699	5,891
COHU INC		
COMPASS MINERALS INTER INC	3,384	3,907
CORPORATE EXEC BOARD CO	5,228	6,890
COSTAR GROUP IN	1,843	3,673
CUBIST PHARMACEUTICALS		
DRILL-QUIP INC	3,983	4,450
EPAM SYSTEMS	2,828	3,581
FEI COMPANY	6,325	8,583
FLOTEK IND INC	2,498	2,810
FORUM ENERGY TECHNOLGIES	5,732	4,250
GLACIER BANCORP INC NEW	4,009	6,665
GLOBUS MEDICAL	5,167	5,467
GRAND CANYON ED INC COM	4,701	8,632
GROUP I AUTOMOTIVE INC	5,540	7,170
GULFPORT ENERGY CORP		
HANGER INC		
HEARTLAND EXPRESS	4,431	7,833
HEICO CORP	4,246	4,530
HIBBETT SPORTS INC	5,631	5,085
HITTITE MICROWAVE CORP COM		
HLTH CARE SVC GRP	5,089	6,186

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HMS HOLDINGS CORP	3,295	2,537
IBERIA BK CORP	5,165	6,161
ICU MEDICAL INC	4,834	6,143
IPC THE HOSSPITALIST COMP INC	3,903	4,130
KAPSTONE PAPER AND PACKAGING	5,081	5,422
LOGMEIN INC	3,909	4,194
LIFE TIME FITNES INC		
MARKETAXESS HOLDINGS INC	4,895	8,605
MATADOR RES CO	5,250	4,653
MEDIDATE SOLUTIONS INC COM	2,016	3,820
MID AMER APART COM INC		
MIDDLEBY CORP DEL (MIDD)	3,699	6,937
MOBILE MINI INC	3,749	4,861
MONRO MUFFLER & BRAKE (MNRO)	1,836	2,890
MWI VETERINARY SUPPLY	5,285	5,947
NATIONAL HEALTH INVESTORS INC	5,015	5,597
NIC INC		
NORDSON CP		
NORTHWESTERN CORPORATION	5,441	7,638
OXFORD INDUSTRIES	3,953	3,037
PEBBLEBROOK HOTEL TR COM	4,308	7,073
PIER 1 IMPORTS INC	4,073	2,926
PORTFOLIO RECOVERY ASOC INC		
POWER INTEGRATIONS INC	4,319	5,433
PRA GROUP INC	3,912	6,083
PROASSURANCE CP	4,930	4,967
PROS HLDG INC	1,513	1,924
PROTO LABS	3,888	5,037
ORINIRUS SVCS CIRO	4,803	3,951
RBC BEARINGS INC	4,066	4,840

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RITCHIE BROTHERS AUCTIONEERS	4,813	5,916
ROFIN-SINAR TECH INC OLD	3,310	3,883
RYLAND GROUP INC	6,006	5,784
SCIQUEST INC NEW COM	3,148	2,312
SIGNATURE BANK		
SILGAN HLDGS INC	5,185	6,432
SOLERA HOLDINGS INC	4,140	4,248
STAG INDL INC	4,973	5,145
STEINER LEISURE LTD		
STIFEL FINANCIAL CORPORATION	4,978	6,888
SVB FNCL GRP		
TEXAS CAP BNCSHS	6,087	5,704
TEXAS ROADHOUSE INC CL A	4,690	7,933
TORO CO	4,445	6,062
TUMI HOLDINGS	4,966	5,932
TUPPERWARE BRANDS CORP	4,122	3,780
TYLER TECHNOLOGIES INC	5,146	9,302
UMPQUA HOLDINGS CORP		
UNIVERSAL FOREST PRODUCTS INC	3,142	3,990
US ECOLOGY INC	2,104	3,209
VIEWPOINT FINL GROUP INC	4,143	4,412
WD 40 COMPANY	2,797	4,254
WEST PHARMACEUTICAL SVCS INC	4,881	8,252
ACCOR A S UNSPONSORED	3,336	3,641
AEGON NV ADR	3,342	3,210
AIRBUS GROUP	5,091	4,344
ALLIANZ SE ADS (AKSEY)		
AMERICA MOBIL SA DE CV ADR	3,336	3,083
ASML HOLDING NV NY REG NEW		
ASTRAZENECA PLC ADS		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AUST NZ NK		
AXA ADS	3,431	3,525
BANCO BILBOA ADR	29	
BANOC BILBOA VIZ	3,349	2,741
BARCLAYS PLC ADR	3,415	3,452
BASF SE SP ADR		
BAYER AG SPONG ADR	3,326	3,832
BP GROUP PLC	3,550	2,605
BNP PARIBAS SP ADR REPSTG		
BP PLC ADS		
CENTRICA PLC SPONS ADR		
CHECK POINT SOFTWARE	3,060	3,536
CHINA CONSTRUCTION BANK CORP		
COMPANHIA ENERGY DE MIN SP ADR		
DAIMLER AG	5,000	5,551
DENSO CORP	3,398	3,520
DEUTSCHE BOERSE AG	3,430	3,646
DEUTSCHE POST	3,401	3,602
DEUTSCHE TELEKOM AG 1 ORD		
ELECTRICITE DE FRANCE ADR		
ENI SPA AMER DEP RCPT		
ERICSSON LM TEL ADR CL B		
GDF SUEZ-SPON ADR		
GEA GROUP AG	3,390	3,381
HEINEKEN NV SPN ADR	3,281	3,180
HITACHI 10 COM	3,373	3,430
HOLCIM LTD	3,350	3,462
HONDA MOTOR COMPANY LTD ADR		
HSBC HOLDINGS PLC SPOON ADR	3,536	3,117
HUTCHISON WHAMPOA ARD		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ICICI BANK LTD		
INFINEON TECHNOLOGIES	2,498	2,641
ING GROEP NV ADR		
INTERCONTL HOTELS CP PLC		
JULIS BAER GROUP LTD	3,362	3,688
KDDI CORP UNSPON ADR		
KONINKLIJKE PHIL EL SP	3,249	3,538
MITSUBISHI UFJ FINCL DRP ADS	3,381	3,332
NIPPON TELEGRAPH & TELEPHONE	3,638	2,920
NOMURA HLDGS INC		
NORDEA NK SWEDEN AB		
NOVARTIS AG ADR	3,149	3,429
ORIX CORP		
OTSUKA HOLDINGS CO	3,385	2,871
PEARSON PLC SP ADR		
PORSCHE AUTOMOBIL HLDG	3,854	3,412
PRUDENTIAL PLC ADR		
PUBLICIS GROUPE SA ADS		
REPSOL ADR OPT DIV RTS	85	
REPSOL SA SPON	3,454	2,824
RIO TINTO PLC SPON ADR		
ROCHE HOLDINGS ADR	5,264	5,132
ROYAL DSM NV SPONSORED	3,364	3,398
ROYAL DUTCH SHELL PLC		
ROYAL KPN NV SPONS ADR	3,888	3,488
SCHNEIDER ELEC SA UNSP		
SECOM LTD	3,412	3,482
SEVEN & I HLDGS CO LTD ADR	4,829	4,904
SKY PLC	4,973	5,015
SOCIETE GENERALE SP ADR	3,353	2,912

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SONY CORP	2,856	3,275
SUMITOMO MITSUI FINL GROUP INC	4,818	4,892
SUNTORY BEVERAGE	3,372	3,327
TAIWAN SMCNDCTR MFG CO LTD	3,376	3,514
TORAY INDS ADR	2,902	3,613
TOYOTA MOTOR CP ADR		
TULLOW OIL PLC ADR		
UNIBAIL-RODAMCO SE ADR	4,981	5,188
VODAFONE GP PLC ADS	5,496	5,091
WILLIAM HILL PLC ADR	3,267	3,167
WPP PLC SPON NEW ADR	3,351	3,644
ABBOTT LABORATORIES		
ABBVIE INC COM		
ACE LTD		
ADOBÉ SYSTEMS	9,708	9,887
AFLAC INCORPORATED	9,378	9,713
AIR PROD & CHEM INC		
ALTRIA GROUP INC		
AMERICAN EXPRESS CO		
AMGEN INC	17,772	17,681
ANALOG DEVICES INC	4,950	5,497
APACHE INCE	4,716	4,136
APPLE INC	3,092	20,862
ASML HOLDING NV NY REG		
AUTOMATIC DATA PROCESSING INC		
BAXTER INTL INC	4,828	4,911
BECTON DICKINSON	7,354	7,932
BLACKROCK INC		
BORG WARNER INC	6,986	7,308
BT GP PLC SPON ADR	3,368	3,595

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CATERPILLAR INC		
CBRE GROUP INC	7,489	7,741
CDN PACIFIC RY LTD		
CHARLES SCHWAB NEW	9,303	9,812
CHEVRON CORP		
CHURCH & DWIGHT CO INC	5,933	6,068
CISCO SYS INC	12,215	13,240
CITIGROUP IN NEW	7,903	8,063
CITRIX SYSTEM INC	6,713	6,508
COCA COLA CO		
COMCAST CORP		
CONOCOPHILLIPS		
COSTCO WHOLESALE CORP	7,569	7,796
DECKER OUTDOOR CORPORATION	7,940	8,012
DIAGEO PLC SPON ADR		
DISCOVERY COM SER A	6,335	6,718
EAST WEST BANCORP	4,993	5,187
EATON CORP	10,969	11,214
EOG RESOURCES INC	16,687	16,388
ESTEE LAUDER CO INC C LA		
EXXON MOBIL CORP		
F5 NETWORKS INC	12,976	13,307
FIFTH 3RD BANKCORP OHIO	8,491	8,537
FIRST SOLAR INC	2,786	2,631
FRANKLIN RESOURCES INC		
FREEPORT MCMORAN CP&GLD		
GILEAD SCIENCE	17,889	17,627
GENERAL ELECTRIC CO		
GOOGLE INC CLASS A	14,989	14,328
HESS CORPORATION	9,281	8,489

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT	15,051	16,061
HSBC HOLDINGS PLC SPON ADR		
INTEL CORP		
INTL BUSINESS MACHINES CORP		
INTUITIVE SURGICAL INC		
ITC HOLDINGS	7,041	7,318
JARDEN CORP	5,990	6,464
JB HUNT TRANS SERV	8,835	9,268
JOHNSON & JOHNSON	4,053	7,320
JOHNSON CONTROLS INC	11,352	11,118
JPMORGAN CHASE & CO	7,605	12,015
KEURIG GREEN MOUNTAIN	10,711	9,268
KRAFT FOODS GROUP INC		
LINCOLN ELEC HLDGS INC	5,226	4,905
LINCOLN NTL CORP IND	7,063	7,266
LULULEMON ATHLETICA INC	3,413	4,240
MARATHON PTROLEUM CORP	14,100	13,720
MASTERCARD INC CLASS A	11,649	11,976
MC DONALDS CORP		
MEDTRONIC INC	8,706	9,097
MERCK & CO INC		
MICROSOFT CORP	16,910	15,932
MINERALS TECHNOLOGY INC	12,751	11,598
MONDELEZ INTL INC		
NESTLE SPON ADR REP REG SHR		
NEWS CORPORATION CL A		
NOVARTIS AG ADR	15,406	16,586
NOVO NORDISH A/S ADR		
NXP SEMICONDUCTORS NV	11,723	12,377
OCCIDENTAL PETROLEUM CORP DE		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORP		
PANERA BREAD COMPANY	12,526	12,935
PENTAIR PLC	11,893	11,557
PEPSICO INC NC		
PHILIP MORRIS INTL INC		
PHILLIPS 66 COM		
PRAZAIR INC		
PRICELINE.COM INC NEW	6,948	6,841
PROCTER & GAMBLE	11,488	15,667
QUALCOMM INC	7,287	7,582
QUANTA SERVICES INC	6,889	5,820
REINSURANCE GROUP OF AMERICA	11,555	11,829
ROCHE HOLDINGS ADR		
ROYAL DUTCH SHELL PLC		
SABMILLER PLC SPONS ADR		
SANDISK CORP	7,402	7,642
SEALED AIR CP NEW	9,296	10,395
SHIRE PLC ADR	10,786	11,052
SMUCKER JM CO COM	5,161	5,251
SONOCO PRODUCTS CO	4,623	4,938
SOUTHWESTERN ENERGY COMPANY	4,801	3,930
STATE STREET CORP		
STIFEL FINANCIAL CORPORATION	12,559	13,367
SVB FNCL GRP	9,034	9,402
T ROWE PRICE GROUP INC	9,035	9,445
TARGET CORPORATION	7,014	9,792
TEXAS INSTRUMENTS		
TIME WARNER CABLE INC	10,516	11,446
TJX COS INC NEW	6,070	6,584
TRIMBLE NAV LTD	6,287	5,733

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TOTAL S A SPON ADR		
TWENTY-FIRST CENTRY FOX CL A		
UMPQUA HOLDINGS CORP	7,360	7,093
UNILEVER NV NY SH NEW	7,289	7,262
UNITED NATURAL FOODS INC	7,570	7,655
UNITED PARCEL SERVICE INC CL B	14,621	15,119
UNITEDHEALTH GP INC	7,653	8,087
UNITED TECHNOLGIES CORP		
VERISK ANALYTICS CL A	6,160	6,277
W W GRAINGER INCC	4,647	4,843
WABTEC	10,844	10,514
WAL MART STORES INC		
WALGREEN CO		
WALT DISNEY CO HLDG CO		
WEBSTER FINCL CORP	7,324	7,449
WELLS FARGO & CO	8,595	9,045
WHOLE FOODS MARKETS INC	9,597	10,235
XILINX INC	9,216	9,827
ZIMMER HLDGS INC	11,022	11,342
ABB LTD	3,779	3,426
ABERDEEN ASSET MGMT	2,831	2,682
ADIDAS-SALOMON AG SPONS ADR	2,365	2,208
ALLIANZ SE ADS	1,836	1,856
AMADEUS IT HLDG SA UNSPON ADR	1,370	2,413
AMCOR LIMITED ADR	3,949	4,463
AVAGO TECH	2,355	4,929
BAIDU INC ADS	2,053	3,648
BANCO BRADESCO S A	5,403	4,639
BELLE INTL HLDGS LTD ARD		
BRAMBLES LTD UNSPON ADR	2,154	2,564

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRF BRASIL FOODS	1,717	1,868
BRITISH AMER TOB SPON ADR	4,232	4,744
BRITISH SKY BRDCSTG GRP PLC		
BUNZL PLC	1,317	1,979
CANADIAN NATL RAILWAY CO	2,104	3,101
CARLSBERG AS	3,777	2,878
CENOVUS ENERGY INC COM	1,784	1,134
CENTRICA PLC SONS ADR	2,848	2,244
CGI GROUPE INC CL A	2,933	4,045
CHEUNG KONG HOLDINGS ADR	2,827	2,993
CHINA MOBILE LTD		
CIELO SA SPONSORED ADR	1,250	1,886
CNOOC LTD ADS	1,011	677
COCA COLA MATIL TD SPON ADR	1,372	1,009
COMPASS GROUP PLC SPON ADR	2,444	3,630
DENSO CORP LTD ADR	1,692	2,098
DEUTSCHE BOERSE AG UNSPON ADR	2,614	2,853
DEUTSCHE POST AG SPONSORED ADR	1,687	2,044
DEUTSCHE TELEKOM AG 1 ORD IADS		
ENCANA CORP	3,545	2,441
ERICSSON LM TEL ADR CL B	3,340	3,207
FANUC CORPORATION UNSP ADR	3,270	3,414
FOMENTO ECONOMICO MEXICANO	1,489	1,673
GALAXY ENTMNT GRP LTD SPON ADR	2,848	3,088
GREAT WALL MOTOR	2,733	3,828
GRUPO TELEVISA S.A. GLOBAL DEP	2,483	3,372
HUTCHISON WHAMPOA ADR	4,603	4,416
IMPERIAL TOBACCO GP PLC SP ADR		
INDUSTRIAL & COML BK CHINA ADR	2,975	3,183
JULIUS BAER GROUP LTD UN ADR	2,398	2,528

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KASIKORN BANK PUB CO	2,383	2,868
KEPPEL CORP LTD ADR SPONSORED	3,040	2,612
KINGFISHER PLC SPONS ADR	2,682	3,062
KOMATSU LTD SPON ADR	3,341	2,813
NESTLE SPON ADR REP REG SHR		
NOVARTIS AG ADR	2,185	3,058
NOVO NORDISK A/S ADR	1,564	1,989
PT BK MANDIRI PERSERO TBK UNSP		
PRADA SPA UNSPON ADR	2,459	1,900
PROSIELSET 1 MEDIA AG	2,264	2,292
PT BK MANDIRI PERSERO TBK UNSP	2,197	2,830
PUBLICIS GROUP SA ADS	3,802	4,496
REED ELSEVIER PLC	3,425	5,036
ROCHE HOLDINGS ADR	3,911	5,302
ROYAL DUTCH SHELL PLC CL B	3,643	3,478
SAP AG	4,788	5,154
SCHNEIDER ELEC SA UNSP ADR	3,143	3,127
SHIRE PLC ADR	2,235	2,550
SKY PLC	6,030	5,795
SMITH & NEPHEW PLC ADR	2,254	3,013
SUNCOR ENERGY INC	4,696	4,195
SWEDBANK AB SPONS ADR		
SYNGENTA AG ADR	3,003	3,019
TAIWAN SMCNDCTR MFG CO LTD ADR	3,105	4,319
TEVA PHARMACEUTICALS ADR	5,710	6,614
TOTAL S A SPON ADR		
TOYOTA MOTOR CP ADR NEW	3,538	4,141
TRANSCANADA CORP		
UBS AG	2,868	2,609
UNILEVER NV NY SH	2,099	2,459

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UTD OVERSEAS BK	3,759	3,919
VOLKSWAGEN AG SPONS ADR		
WPP PLC SPON NEW ADR	4,510	5,725
YAHOO JAPAN	2,623	2,581
OAKMARK I	639,410	732,148
CALVERT EQUITY C		
FRANKLIN FLTH RT DLY ACCSS ADV		
BLACKROCK STRATIGIC	115,644	114,955
CRA QUALIFIED INVESTMENT	100,000	100,843
GOLDMAN SACHS HIGH YLD INSTL	105,140	119,377
LORD ABBETT SHT DURATION INC F		
PIMCO MORTGAGE	72,500	71,852
PRUDENTIAL SHORT TERM CORP	57,474	56,765
TEMPLETON GLOBAL BD FD ADV	118,737	112,117
FPA CRESCENT FD INSTL	289,161	346,250
IVA WORLDWIDE I	289,233	306,972
OPPENHEIMER DEVELOPING MKTS Y	390,395	393,229
JP MORGAN INTL VALUE SMA FUND	67,900	69,763

TY 2014 Investments - Other Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MORGAN STANLEY MORTGAGE INC F	AT COST	16,275	18,646
MERRILL LYNCH ARTHUR STREET FUND	AT COST	409,029	475,455
BETTER VENTURE	AT COST	45,702	50,000

TY 2014 Other Assets Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST - BONDS	12,410	15,358	15,358

TY 2014 Other Expenses Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES	1,995			
FILLING FEES	25			
ARTHUR STEET - OTHER K-1 DEDU	18,463	18,463		
BETTER VENTURE - OTHER K-1 DE	4,305	4,305		
NUSTAR ENERGY - OTHER K-1 DED	310	310		

TY 2014 Other Income Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	293	293	

TY 2014 Other Professional Fees Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	39,039	39,039		

TY 2014 Taxes Schedule

Name: OSA FOUNDATION**EIN:** 72-1589724

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	12,000			
FOREIGN TAXES	7	7		

Schedule of Contributors

OMB No 1545-0047

2014

- **Attach to Form 990, 990-EZ, or 990-PF.**
- **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**

Name of the organization
OSA FOUNDATION

Employer identification number

72-1589724

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 other 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 $\frac{1}{3}$ % 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization OSA FOUNDATION	Employer identification number 72-1589724
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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	JACK ROBIN LAVIN 130 N GARLAND CT 4301 CHICAGO, IL 60602	\$ 1,285,179	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization OSA FOUNDATION		Employer identification number 72-1589724	
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 information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4 Relationship of transferor to transferee _____			