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Return of Private Foundation

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

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

For calendar year 2014 or tax year beginning

JUL 1, 2014

, and ending

JUN 30, 2015

Name of foundation

LURIE FAMILY FOUNDATION
(FKA JEFFREY LURIE FAMILY FOUNDATION)

Number and street (or P O box number if mail is not delivered to street address)

C/O GOULSTON & STORRS, 400 ATLANTIC AVE

A Employer identification number

20-2741949

City or town, state or province, country, and ZIP or foreign postal code

BOSTON, MA 02110

B Telephone number

617-482-1776

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeC If exemption application is pending, check here ► H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► I Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col (c), line 16) Other (specify) _____E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	130,661.	130,661.		SEE STATEMENT 1
	4 Dividends and interest from securities	293,041.	293,041.		SEE STATEMENT 2
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,195,800.			
	b Gross sales price for all assets on line 6a	4,171,200.			
	7 Capital gain net income (from Part IV, line 2)		1,195,800.		
	8 Net short-term capital gain				
	9 Income modifications			36,062.	
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	45,588.	42,728.		SEE STATEMENT 3
	12 Total. Add lines 1 through 11	1,665,090.	1,662,230.	36,062.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	6,760.	0.		6,760.
	c Other professional fees	207,301.	196,344.		10,957.
	17 Interest				
	18 Taxes	12,025.	12,025.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	9,112.	9,112.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	235,198.	217,481.		17,717.
	25 Contributions, gifts, grants paid	1,029,062.			1,029,062.
	26 Total expenses and disbursements. Add lines 24 and 25	1,264,260.	217,481.		1,046,779.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	400,830.			
	b Net investment income (if negative, enter -0-)		1,444,749.		
	c Adjusted net income (if negative, enter -0-)			36,062.	

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
			(a) Book Value	(b) Book Value
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		196,480.	1,332,105.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 9	17,973,331.	17,274,698.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		18,169,811.	18,606,803.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		18,169,811.	18,606,803.
	30 Total net assets or fund balances		18,169,811.	18,606,803.
	31 Total liabilities and net assets/fund balances		18,169,811.	18,606,803.
Net Assets or Fund Balances				

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	18,169,811.
2 Enter amount from Part I, line 27a	2	400,830.
3 Other increases not included in line 2 (itemize) ►	3	36,162.
4 Add lines 1, 2, and 3	4	18,606,803.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,606,803.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	4,171,200.	2,975,400.			1,195,800.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					1,195,800.
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		1,195,800.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3		N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,093,839.	20,932,028.	.052257
2012	1,220,710.	19,671,270.	.062055
2011	1,152,528.	18,992,801.	.060682
2010	931,579.	19,190,392.	.048544
2009	899,128.	17,776,985.	.050578

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on Investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2014 estimated tax payments and 2013 overpayment credited to 2014

6a 33,417.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 33,417.

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

8

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 4,522.

11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ►

4,522. Refunded

11 0.

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?

	Yes	No
1a	X	
1b	X	
1c	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

MA

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► RICHARD B. DENNING Located at ► C/O NLM FOUNDATION, 60 WILLIAMS STREET, SUITE 110, WELLESLEY	Telephone no. ► (781)237-1311 ZIP+4 ► 02481	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	► N/A
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> x

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	<input type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	<input type="checkbox"/> N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input type="checkbox"/> x
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	<input type="checkbox"/> x

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here N/Ac If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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?

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?

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.

(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
JEFFREY R. LURIE	TRUSTEE			
C/O PHILADELPHIA EAGLES ONE NOVACARE				
PHILADELPHIA, PA 19145	1.00	0.	0.	0.
RICHARD B. DENNING	TRUSTEE			
C/O NLM FAMILY FOUNDATION, 60 WILLIAM				
WELLESLEY, MA 02481	1.00	0.	0.	0.
JOSEPH M. LECCESE	TRUSTEE			
C/O PROSKAUER ROSE LLP 1585 BROADWAY				
NEW YORK, NY 10036	1.00	0.	0.	0.
LORI CHRISTINA WEISS LURIE	TRUSTEE			
C/O PHILADELPHIA EAGLES ONE NOVACARE				
PHILADELPHIA, PA 19145	1.00	0.	0.	0.

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	0.
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:

a Average monthly fair market value of securities

1a 20,718,423.

b Average of monthly cash balances

1b 1,201,466.

c Fair market value of all other assets

1c

d Total (add lines 1a, b, and c)

1d 21,919,889.

e Reduction claimed for blockage or other factors reported on lines 1a and

1c (attach detailed explanation)

1e 0.

2 Acquisition indebtedness applicable to line 1 assets

2 0.

3 Subtract line 2 from line 1d

3 21,919,889.

4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)

4 328,798.

5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

5 21,591,091.

6 Minimum investment return. Enter 5% of line 5

6 1,079,555.

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 1,079,555.

2a Tax on investment income for 2014 from Part VI, line 5

2a 28,895.

b Income tax for 2014. (This does not include the tax from Part VI.)

2b 8,173.

2c 37,068.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 1,042,487.

4 Recoveries of amounts treated as qualifying distributions

4 36,062.

5 Add lines 3 and 4

5 1,078,549.

6 Deduction from distributable amount (see instructions)

6 0.

7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1

7 1,078,549.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

1a 1,046,779.

a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26

1b 0.

b Program-related investments - total from Part IX-B

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:

3a

a Suitability test (prior IRS approval required)

3b

b Cash distribution test (attach the required schedule)

4 1,046,779.

4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

5 0.

income. Enter 1% of Part I, line 27b

6 Adjusted qualifying distributions. Subtract line 5 from line 4

6 1,046,779.

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				1,078,549.
2 Undistributed income, if any, as of the end of 2014.			989,196.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 1,046,779.			989,196.	
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2014 distributable amount				57,583.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				1,020,966.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0.		
8 Excess distributions carryover from 2009 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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Form 990-PF (2014)

LURIE FAMILY FOUNDATION

Form 990-PF (2014) (FKA JEFFREY LURIE FAMILY FOUNDATION)

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Page 11

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 ATTACHMENT A				1,029,062.
Total				► 3a 1,029,062.
b Approved for future payment				
NONE				
Total				► 3b 0.

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2014.05060 LURIE FAMILY FOUNDATION (FK LURIEFD1

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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	900000		14	130,661.	
4 Dividends and interest from securities	900000		14	293,041.	
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	900000	2,935.	14	45,588.	
8 Gain or (loss) from sales of assets other than inventory	900000	53,763.	18	1,195,800.	
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)		56,698.		1,665,090.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,721,788.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	

THE LURIE FAMILY FOUNDATION
6/30/2015

FORM 990PF, PART XV, LINE 3a
CONTRIBUTIONS PAID

Name of the Payee	Foundation Status of Recipient	Purpose of grant or contribution	Amount
A Step up Academy	501(c)(3)	General Welfare	\$15,500
Autism Speaks	501(c)(3)	Medical	\$10,000
Barnes Foundation	501(c)(3)	Educational	\$3,000
BOMB	501(c)(3)	General Welfare	\$7,000
Cam Neely Foundation	501(c)(3)	General Welfare	\$5,200
Cancer Support Philadelphia	501(c)(3)	Medical	\$500
Children's Psychological Trauma Center	501(c)(3)	Medical	\$5,000
Children's Hospital of Philadelphia	501(c)(3)	Medical	\$3,000
Clark University	501(c)(3)	Educational	\$26,000
Curtis Institute of Music	501(c)(3)	Educational	\$1,000
Doctors Without Borders USA	501(c)(3)	Medical	\$15,419
Eagles Youth Partnership	501(c)(3)	General Welfare	\$25,000
Friends of Rittenhouse Square	501(c)(3)	General Welfare	\$4,000
Friends of Anse Academy	501(c)(3)	Cultural	\$2,500
Garces Foundation	501(c)(3)	General Welfare	\$6,500
Goldman Sachs Philanthropy Fund	501(c)(3)	General Welfare	\$535,508
Juvenile Diabetes Research	501(c)(3)	Medical	\$5,000
Martha's Vineyard Hebrew Center	501(c)(3)	General Welfare	\$1,500
Multiple Sclerosis Society	501(c)(3)	Medical	\$1,000
MVYouth	501(c)(3)	General Welfare	\$935
National Constitution Center	501(c)(3)	Educational	\$1,000
National Foundation For Celiac Awareness	501(c)(3)	Medical	\$1,000
National Museum American Jewish History	501(c)(3)	Educational	\$1,000
New York University	501(c)(3)	Educational	\$100,500
Pennsylvania Hospital	501(c)(3)	Medical	\$1,000
Philadelphia Art Museum	501(c)(3)	General Welfare	\$63,500
Philadelphia Orchestra Association	501(c)(3)	Cultural	\$12,500
President and Fellows of Harvard College	501(c)(3)	Educational	\$5,000
Project Home	501(c)(3)	General Welfare	\$1,000
Puentes de Salud	501(c)(3)	General Welfare	\$10,000
Refugees International	501(c)(3)	General Welfare	\$500
Seattle Seahawks Women's Association	501(c)(3)	General Welfare	\$10,000
St. Joseph's University	501(c)(3)	Educational	\$5,000
The Shipley School	501(c)(3)	Educational	\$103,500
The Center for Grieving Children	501(c)(3)	General Welfare	\$5,000
The Philadelphia School Partnership	501(c)(3)	Educational	\$5,000
US Friends of David Sheldrick Wildlife Trust Inc	501(c)(3)	Educational	\$10,000
US Fund for Unicef	501(c)(3)	General Welfare	\$5,000
Vets Foundation for Children	501(c)(3)	General Welfare	\$5,000
YMCA of MV	501(c)(3)	Educational	\$10,000
			\$1,029,062

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BARLOW PARTNERS FUNDAMENTAL MANAGERS, L.P.	P	VARIOUS	VARIOUS
b	CAPITAL INTERNATIONAL EMERGING MARKETS GROWTH FUND	P	VARIOUS	VARIOUS
c	EATON VANCE	P	VARIOUS	VARIOUS
d	HOLDCO OPPORTUNITIES FUND, L.P.	P	VARIOUS	VARIOUS
e	ISHARES RUSSELL 2000 ETF	P	VARIOUS	VARIOUS
f	INCOME RESEARCH AND MANAGEMENT CORE BOND FUND	P	VARIOUS	VARIOUS
g	JOHN HANCOCK FUNDS II GLOBAL	P	VARIOUS	VARIOUS
h	LL MORTGAGE FUND LP	P	VARIOUS	VARIOUS
i	LL OPPORTUNISTIC MORTGAGE FUND LP 2014	P	VARIOUS	VARIOUS
j	NORTHGATE IV, LP	P	VARIOUS	VARIOUS
k	OAKTREE VALUE EQUITY FUND (DELAWARE), L.P.	P	VARIOUS	VARIOUS
l	PERMIT CAPITAL MORTGAGE FUND LP SERIES J	P	VARIOUS	VARIOUS
m	GARDNER RUSSO SEMPER VIC PARTNERS (QP), L.P.	P	VARIOUS	VARIOUS
n	SOMERSET SMALL MID CAP EM ALL COUNTRY FUND LLC	P	VARIOUS	VARIOUS
o	STATE STREET BANK AND TRUST COMPANY	P	VARIOUS	VARIOUS

(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 210,692.			210,692.
b 244,949.		393,525.	-148,576.
c 174,121.		176,639.	-2,518.
d 22,187.			22,187.
e 600,653.		399,857.	200,796.
f 28,181.			28,181.
g 1,050,000.		1,014,032.	35,968.
h 506.			506.
i 97.			97.
j 78,062.			78,062.
k 175.			175.
l 328,152.			328,152.
m 6,972.			6,972.
n 5,154.			5,154.
o -10,841.			-10,841.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			210,692.
b			-148,576.
c			-2,518.
d			22,187.
e			200,796.
f			28,181.
g			35,968.
h			506.
i			97.
j			78,062.
k			175.
l			328,152.
m			6,972.
n			5,154.
o			-10,841.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a THE SANDERSON INTERNATIONAL VALUE FUND		P	VARIOUS	VARIOUS
b TOP III DELAWARE AIV I-B, L.P.		P	VARIOUS	VARIOUS
c VANGUARD		P	VARIOUS	VARIOUS
d RS GLOBAL NATURAL RESOURCES		P	VARIOUS	VARIOUS
e CHESTNUT HEDGE FUND, LLC		P	VARIOUS	VARIOUS
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a -6,382.			-6,382.
b 28.			28.
c 1,400,833.		991,347.	409,486.
d 28,351.			28,351.
e 9,310.			9,310.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-6,382.
b			28.
c			409,486.
d			28,351.
e			9,310.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,195,800.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BAIN CAPITAL FUND XI, L.P.	1.	1.	
BARLOW PARTNERS FUNDAMENTAL MANAGERS, L.P.	1,476.	1,476.	
CHARLES BANK (AKACB OFFSHORE EQUITY FUND VIII, LP)	2.	2.	
CHESTNUT HEDGE FUND, LLC	14.	14.	
HOLDCO OPPORTUNITIES FUND, L.P.	1,156.	1,156.	
INCOME RESEARCH & MANAGEMENT			
CORE BOND FUND	94,860.	94,860.	
LL MORTGAGE FUND LP	12,130.	12,130.	
LL OPPORTUNISTIC MORTGAGE FUND LP 2014	1,114.	1,114.	
NORTHGATE IV, LP	5,009.	5,009.	
PERMIT CAPITAL MORTGAGE FUND LP SERIES J	10,889.	10,889.	
SOMERSET SMALL MID CAP EM ALL COUNTRY FUND LLC	1.	1.	
STATE STREET BANK AND TRUST COMPANY	2,501.	2,501.	
TOP III DELAWARE AIV I-B, L.P.	1,332.	1,332.	
TPG OPPORTUNITIES PARTNERS III (B), L.P.	84.	84.	
XFUND 2, L.P.	92.	92.	
TOTAL TO PART I, LINE 3	130,661.	130,661.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BARLOW PARTNERS FUNDAMENTAL MANAGERS, L.P.	23,043.	0.	23,043.	23,043.	
CAPITAL INTERNATIONAL					
EMERGING MARKETS	13,348.	0.	13,348.	13,348.	
CHESTNUT HEDGE FUND, LLC	6,479.	0.	6,479.	6,479.	
EATON VANCE	2,346.	0.	2,346.	2,346.	
GOULSTON & STORRS	106.	0.	106.	106.	

ISHARES RUSSELL 2000 ETF	4,148.	0.	4,148.	4,148.
JOHN HANCOCK	13,426.	0.	13,426.	13,426.
NORTHGATE IV, LP	15,491.	0.	15,491.	15,491.
OAKTREE VALUE EQUITY FUND				
(DELAWARE), L.P.	40.	0.	40.	40.
RS GLOBAL NATURAL RESOURCES	170.	0.	170.	170.
SEMPER VIC PARTNERS (QP), L.P.	38,674.	0.	38,674.	38,674.
SOMERSET SMALL MID CAP EM ALL COUNTRY FUND LLC	11,790.	0.	11,790.	11,790.
STATE STREET BANK AND TRUST COMPANY	9,185.	0.	9,185.	9,185.
THE SANDERSON INTERNATIONAL VALUE FUND	75,306.	0.	75,306.	75,306.
VANGUARD	79,489.	0.	79,489.	79,489.
TO PART I, LINE 4	293,041.	0.	293,041.	293,041.

FORM 990-PF	OTHER INCOME	STATEMENT 3	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BARLOW PARTNERS FUNDAMENTAL MANAGERS, L.P. - OTHER INCOME	40,427.	42,270.	
OAKTREE VALUE EQUITY FUND (DELAWARE), L.P.	-17.	-17.	
SOMERSET SMALL MID CAP EM ALL COUNTRY FUND LLC	-920.	-920.	
NORTHGATE IV, LP	6,314.	1,610.	
STATE STREET BANK AND TRUST COMPANY	-54.	-54.	
THE SANDERSON INTERNATIONAL VALUE FUND	3.	3.	
TPG OPPORTUNITIES PARTNERS III (B), L.P.	10.	10.	
CHESTNUT HEDGE FUND, LLC	-175.	-175.	
TOTAL TO FORM 990-PF, PART I, LINE 11	45,588.	42,727.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	6,760.	0.		6,760.
TO FORM 990-PF, PG 1, LN 16B	6,760.	0.		6,760.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GOULSTON & STORRS	21,914.	10,957.		10,957.
CAMBRIDGE ASSOCIATES	36,376.	36,376.		0.
INVESTMENT EXPENSES	145,355.	145,355.		0.
STATE STREET GLOBAL				
ADVISORS	2,281.	2,281.		0.
CB OFFSHORE	1,375.	1,375.		0.
TO FORM 990-PF, PG 1, LN 16C	207,301.	196,344.		10,957.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	12,025.	12,025.		0.
TO FORM 990-PF, PG 1, LN 18	12,025.	12,025.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	9,112.	9,112.		0.
TO FORM 990-PF, PG 1, LN 23	9,112.	9,112.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
RETURNED CONTRIBUTIONS	36,062.
ADJUSTMENT TO CORRECT PRIOR BOOK BALANCES	100.
TOTAL TO FORM 990-PF, PART III, LINE 3	36,162.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
IRM CORE BOND FUND	COST	3,082,776.	2,765,876.
VANGUARD 500 INDEX FUND	COST	2,419,576.	3,765,230.
SANDERSON ASSET MANAGEMENT	COST	1,961,714.	1,976,893.
CAPITAL INTERNATIONAL	COST	811,980.	686,913.
BARLOW PARTNERS FUNDAMENTAL MGRS LP	COST	257,672.	257,672.
SEMPER VIC PARTNERS (QP) LP	COST	539,748.	1,766,432.
NORTHGATE IV	COST	595,898.	949,516.
JOHN HANCOCK	COST	180,857.	201,013.
SOMERSET	COST	397,469.	369,260.
HILDENE	COST	600,000.	856,222.
LL OPPORTUNISTIC	COST	30,656.	33,736.
WELLINGTON	COST	413,974.	393,570.
TPG OPPORTUNITIES PARTNERS III (B), L.P.	COST	51,705.	52,363.
HOLDCO OPPORTUNITIES FUND	COST	304,961.	351,120.
LL MORTGAGE	COST	445,377.	467,523.
RS GLOBAL	COST	538,521.	349,569.
BLACKROCK	COST	300,000.	183,650.
BAIN CAPITAL FUND XI LP	COST	45,127.	43,653.
CHARLES BANK (AKACB OFFSHORE EQUITY FUND VIII, LP)	COST	27,989.	29,412.
MARCUS CAPITAL PARTNERS FUND II, LP	COST	7,625.	5,911.

LURIE FAMILY FOUNDATION (FKA JEFFREY LUR

20-2741949

OAKTREE VALUE EQUITY FUND (DELAWARE), L.P.	COST	384,460.	378,968.
PERMIT CAPITAL MORTGAGE FUND LP SERIES J	COST	-88,420.	120,725.
ABRAMS CAPITAL PARTN	COST	1,000,000.	1,044,995.
GLENDON OPPORTUNITIES FUND LP	COST	299,730.	299,561.
THS KINGSWAY - FRONTIER CONSUMER FUND	COST	220,000.	211,759.
TR FORTRESS CREDIT OPPORTUNITIES FUND IV	COST	25,000.	2,509.
TWO SIGMA SCTIVE EXTENSION ALL CAP EQUITY CAYMAN FUND LTD	COST	2,400,100.	2,486,498.
TOP III DELAWARE AIV I-B, L.P.	COST	1,358.	0.
XFUND 2, LP	COST	18,845.	16,965.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,274,698.	20,067,514.

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24 STATEMENT(S) 9
2014.05060 LURIE FAMILY FOUNDATION (FK LURIEFD1