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 separate instructions is at www.irs.gov/form990pf

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning 08/01 , 2014, and ending 07/31, 2015

Name of foundation: THE MANAAKI FOUNDATION

A Employer identification number: 27-1371242

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0111

Room/suite:

B Telephone number (see instructions): 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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 ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [X] Amended return [X] Address change [ ] Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 21,083,430.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

SCANNED DEC 14 2016

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	454,736.	452,818.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	876,103.			
b	Gross sales price for all assets on line 6a 5,204,200.				
7	Capital gain net income (from Part IV, line 2)		876,103.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	1,330,839.	1,328,921.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 2	9,618.	NONE	NONE	9,618.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 3	117,541.	117,541.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	60,695.	5,695.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 5	28.			28.
24	**Total operating and administrative expenses.** Add lines 13 through 23	187,882.	123,236.	NONE	9,646.
25	Contributions, gifts, grants paid	523,936.			523,936.
26	**Total expenses and disbursements** Add lines 24 and 25	711,818.	123,236.	NONE	533,582.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	619,021.			
b	**Net investment income** (if negative, enter -0-)		1,205,685.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	441,333.	37,264.	37,264.
	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)	9,659,879.	10,524,716.	11,459,195.
	c	Investments - corporate bonds (attach schedule)	3,883,326.	4,083,678.	4,033,849.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	5,682,803.	5,442,862.	5,553,122.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	19,667,341.	20,088,520.	21,083,430.
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)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **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 and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	19,667,341.	20,088,520.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	19,667,341.	20,088,520.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,667,341.	20,088,520.	

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	19,667,341.
2	Enter amount from Part I, line 27a	2	619,021.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	20,286,362.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	197,842.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,088,520.

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	PUBLICLY TRADED SECURITIES			
b				
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	5,204,200.		4,328,097.	876,103.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				876,103.
b				
c				
d				
e				

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** 876,103.

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) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . **3**

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	516,973.	14,674,977.	0.035228
2012	495,047.	10,794,756.	0.045860
2011	518,762.	10,319,168.	0.050272
2010	222,190.	10,527,019.	0.021107
2009	110,879.	9,806,081.	0.011307

2	**Total** of line 1, column (d)	2	0.163774
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	0.032755
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	21,270,713.
5	Multiply line 4 by line 3	5	696,722.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,057.
7	Add lines 5 and 6	7	708,779.
8	Enter qualifying distributions from Part XII, line 4	8	728,582.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b	1	12,057.
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	12,057.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-	5	12,057.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . 6a 35,244.		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c NONE		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments. Add lines 6a through 6d	7	35,244.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	23,187.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 23,187. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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?	1c		X
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? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP MORGAN CHASE BANK, NA Telephone no. ▶ (866)888-5157

Located at ▶ 10 S DEARBORN ST., IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

		Line	Yes	No
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?	16		X
	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 ▶			

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.

		Line	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 ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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 ☒ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? [ ] Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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**

Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? [ ] Yes [ ] No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? [ ] Yes [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
WILLIAM A GEE, IV 21 S CLARK ST, CHICAGO, IL 60603	DIRECTOR, PRESID 2	-0-	-0-	-0-
SUSAN CROTHERS GEE 21 S CLARK ST, CHICAGO, IL 60603	DIRECTOR, SECRET 1	-0-	-0-	-0-
PASCALE KICHLER 21 S CLARK ST, CHICAGO, IL 60603	DIRECTOR 1	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 FOUNDATION FOR NATIONAL PROGRESS PRI LOAN	100,000.
2 RANGE OF MOTION PROJECT PRI LOAN	60,000.
All other program-related investments See instructions	
3 SUGAR BEET FOOD STORE PRI LOAN	35,000.
Total. Add lines 1 through 3 ▶	195,000.

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	20,972,337.
b	Average of monthly cash balances	1b	622,295.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	21,594,632.
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	NONE
3	Subtract line 2 from line 1d	3	21,594,632.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	323,919.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,270,713.
6	**Minimum investment return.** Enter 5% of line 5	6	1,063,536.

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	1,063,536.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	12,057.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	12,057.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,051,479.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,051,479.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,051,479.

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	533,582.
b	Program-related investments - total from Part IX-B	1b	195,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	728,582.
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	12,057.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	716,525.

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				1,051,479.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			715,896.	
b Total for prior years 20 12 ,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009 ... NONE				
b From 2010 ... NONE				
c From 2011 ... NONE				
d From 2012 ... NONE				
e From 2013 ... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 728,582.				
a Applied to 2013, but not more than line 2a			715,896.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				12,686.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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				1,038,793.
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2010 ... NONE				
b Excess from 2011 ... NONE				
c Excess from 2012 ... NONE				
d Excess from 2013 ... NONE				
e Excess from 2014 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE FOR DETAILS	NONE	PC	PROGRAM SUPPORT	523,936.
Total ▶ 3a				523,936.
b *Approved for future payment*				
Total ▶ 3b				

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 (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities			14	454,736.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	876,103.	
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)				1,330,839.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 1,330,839.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B 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). (See instructions.)
	NOT APPLICABLE

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

▶ [signature] 12/05/16 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHRISTOPHER CHIZMAR	Christopher S Chizmar	11/30/2016		P01220103
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114			Phone no 312-486-9652	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST FROM SECURITIES	454,736.	452,818.
TOTAL	454,736.	452,818.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	9,618.			9,618.
TOTALS	9,618.	NONE	NONE	9,618.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	117,541.	117,541.
TOTALS	117,541.	117,541.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	55,000.	
FOREIGN TAXES ON QUALIFIED FOR	4,741.	4,741.
FOREIGN TAXES ON NONQUALIFIED	954.	954.
TOTALS	60,695.	5,695.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL FEE	15.	15.
OTHER EXPENSES	13.	13.
TOTALS	28.	28.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
COST BASIS ADJUSTMENT		2,842.
PROGRAM RELATED INVESTMENTS		195,000.
	TOTAL	197,842.

STATEMENT 6

RECIPIENT NAME:
JP MORGAN CHASE BANK, NA
ADDRESS:
2200 ROSS AVENUE, 5TH FLOOR
DALLAS, TX 75201-2787
RECIPIENT'S PHONE NUMBER: 214-965-2910
FORM, INFORMATION AND MATERIALS:
CALL FOR APPLICATION FORM
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NO RESTRICTIONS, BUT INCLUDE A COPY OF IRS TAX
EXEMPT DETERMINATION LETTER

The Manaaki Foundation Grant Summary
8/1/2014 to 7/31/2015

ORGANIZATION	CATEGORY	PURPOSE	GRANT AMOUNT	ISSUE DATE	CHECK NUMBER	MULTI-YEAR PLEDGE	ANONYMOUS	DATE GRANT ACKNOWLEDGMENT DUE	DATE GRANT ACKNOWLEDGMENT RECEIVED	DATE GRANT CHECK CASHED	DUE DATE FOR REPORT OF FUND ALLOCATION	DATE REPORT RECEIVED
[illegible] Social Club [illegible] River Forest, IL 60305	Community Development	To [illegible] children in need of [illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible] YMCA, Inc. [illegible] Oak Park, IL [illegible]	Community Development	General operating support of the [illegible] Family Council Project for the [illegible] Program	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Delivered to [illegible]
[illegible] Bureau [illegible] Seventh Ave [illegible] New York, NY [illegible]	Healthcare & Medical Research	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	12/22/2014	[illegible]	[illegible]	[illegible]	[illegible]
[illegible] Seventh Ave [illegible] New York, NY [illegible]	Healthcare & Medical Research	General [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible] Evanston, IL [illegible]	Education	General operations and Program Development	$5,000.00	[illegible]	[illegible]	No	No	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
Institute of Cultural Affairs [illegible] Community Connections [illegible] Humphrey [illegible]	Environment	To support One Earth [illegible] Our Earth Young Filmmakers [illegible] for the One Earth [illegible] Sustainability Awards [illegible]	[illegible]	[illegible]	[illegible]	Yes	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
Human Rights Campaign Foundation [illegible] Washington, DC [illegible]	Civil Rights	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Forest Community Foundation [illegible] Lake Street [illegible]	Community Development	To support the [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
Institute of Cultural Affairs [illegible] Community [illegible] Humphrey [illegible] Oak Park, IL [illegible]	Environment	To support [illegible] Film Festival	[illegible]	[illegible]	[illegible]	No	No	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] P.O. Box [illegible] Chicago, IL [illegible]	Women's Rights & Empowerment	General operating support [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Street [illegible]	[illegible]	Honey Bee [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible]	Community Development	General operating support for the [illegible] and Empowerment Program [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Food Pantry [illegible] Oak Park, IL [illegible]	Community Development	[illegible] Documents signed [illegible]	[illegible]	[illegible]	[illegible]	No	No	[illegible]	N/A	[illegible]	[illegible]	Forthcoming
Planned Parenthood of Illinois [illegible] Michigan Ave [illegible] Chicago, IL [illegible]	Women's Rights & Empowerment	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Oak Park, IL [illegible]	Women's Rights & Empowerment	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Community Foundation [illegible] Oak Park, IL 60302	Environment	[illegible] Program	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
Center [illegible] in the Public Interest [illegible] Washington, [illegible]	Social Services	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Goodall Institute for Wildlife Research, Education and Conservation [illegible] Spring Hill Road [illegible]	Environment	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Progress [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] Lake Street [illegible] Oak Park, IL [illegible]	Arts & Culture	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	Forthcoming
[illegible] America [illegible] Street [illegible] Washington [illegible]	Environment	Support of the [illegible] campaign	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	NA	[illegible]
Chicago Public Media [illegible] Grand Avenue Chicago, IL [illegible]	[illegible]	Support of [illegible]	[illegible]	[illegible]	[illegible]	Yes	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
[illegible] Foundation [illegible] Lake Street [illegible]	[illegible]	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
Chicago High School for the Arts [illegible] Clark Street Chicago, IL 60614	Education	General operating support	$50,000.00	[illegible]	[illegible]	No	Yes	[illegible]	[illegible]	[illegible]	N/A	N/A
Art Institute of Chicago [illegible] Michigan Avenue Chicago, IL [illegible]	Arts & Culture	General operating support	[illegible]	[illegible]	[illegible]	No	[illegible]	[illegible]	[illegible]	[illegible]	NA	N/A
[illegible] Chicago, IL 60605	Climate	General operating support	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

The Manaaki Foundation Grant Summary
8/1/2014 to 7/31/2015

ORGANIZATION	CATEGORY	PURPOSE	GRANT AMOUNT	ISSUE DATE	CHECK NUMBER	MULTI-YEAR PLEDGE	ANONYMOUS	DATE GRANT ACKNOWLEDGMENT DUE	DATE GRANT ACKNOWLEDGMENT RECEIVED	DATE GRANT CHECK CASHED	DUE DATE FOR REPORT OF FUND ALLOCATION	DATE REPORT RECEIVED
Field Museum of Natural History 1400 South Lake Shore Drive Chicago IL 60605	Education	General operating support	$5,000.00	6/10/2015	3541491 reissued 3607703	No	Yes	6/29/2015 reissued 8/2/2015	8/10/2015	8/11/2015	N/A	N/A
DuSable Museum of African American History 740 E. 56th Place Chicago IL 60637	Education	General operating support	$5,000.00	6/10/2015	3541492	No	Yes	6/29/2015	6/27/2015	6/25/2015	N/A	N/A
Museum of Contemporary Art in Chicago 220 E. Chicago Ave Chicago IL 60611	Art & Culture	General operating support	$5,000.00	6/10/2015	3541493	No	Yes	6/27/2015	7/8/2015	6/22/2015	N/A	N/A
Museum of Science and Industry 57th Street and Lake Shore Drive Chicago IL 60637	Education	General operating support	$5,000.00	6/10/2015	3541494	No	Yes	6/29/2015	6/24/2015	6/22/2015	N/A	N/A
University of Chicago 1235 S. Harper Court, 4th Floor Chicago IL 60615	Education	General operating support for the Oriental Museum	$5,000.00	6/10/2015	3541435	No	Yes	6/29/2015	6/23/2015	6/24/2015	N/A	N/A
Garfield Park Conservatory Alliance 300 N. Central Park Ave Chicago IL 60624	Environment	General operating support	$5,000.00	6/10/2015	3541496	No	Yes	6/26/2015	6/22/2015	6/25/2015	N/A	N/A
Morton Arboretum 4100 Illinois Rt. 53 Lisle IL 60532	Environment	General operating support	$5,000.00	6/10/2015	3541437	No	Yes	6/28/2015	6/23/2015	6/25/2015	N/A	N/A
Adler Planetarium 1300 South Lake Shore Drive Chicago IL 60605	Education	General operating support	$5,000.00	6/10/2015	3541488	No	Yes	6/28/2015	Forthcoming	6/24/2015	N/A	N/A
Window to the World Communications Inc 5400 N. St. Louis Ave Chicago IL 60625	Education	General operating support	$5,000.00	6/10/2015	3541490	No	Yes	6/29/2015	6/18/2015	6/22/2015	N/A	N/A
Oak Park River Forest Food Pantry 848 Lake Street Oak Park IL 60305	Social Services	General operating support	$5,000.00	6/23/2015	3553347	No	No	7/13/2015	7/13/2015	7/16/2015	4/1/2016	Forthcoming
LINK Unlimited 2221 South State Street Chicago IL 60616	Education	For full four year education sponsorship of one student	$34,000.00	7/1/2015	3562918	No	No	7/20/2015	7/16/2015	7/20/2015	4/1/2016	Forthcoming
Range of Motion Project 601 E. Hampden Ave #250 Englewood CO 80113	Healthcare & Medical Research	PRI Loan from Manaaki Foundation per Loan Documents signed 7/15	$80,000.00	7/1/2015	3562917	No	No	N/A	N/A	7/8/2015	10/1/2016	Forthcoming
Chicago Public Media 848 E. Grand Ave Chicago IL 60611	Media	Support for fundraising efforts to offset costs of purchasing three mps	$15,000.00	7/1/2015	3561544	No	No	7/20/2015	7/7/2015	7/13/2015	4/1/2016	Forthcoming
Education and Hope P.O. Box [illegible] Norwalk CT 06856	Education	General operating support	$5,000.00	7/9/2015	3568027	No	No	7/24/2015	7/18/2015	7/20/2015	4/1/2016	Forthcoming
Foundation for National Progress 222 Sutter Street 6th Floor San Francisco CA 94108	Media	PRI Loan from Manaaki Foundation per Loan Documents signed 7/2015	$100,000.00	7/13/2015	3570472	No	No	N/A	N/A	7/21/2015	1/1/2016	Forthcoming
Global Press Institute 350 Rhode Island St #240 San Francisco CA 94103	Media	General operating support	$5,000.00	7/14/2015	3573235 reissued 3604440	No	No	8/5/2015 reissued 8/27/2015	Forthcoming	9/17/2015	4/16/2016	Forthcoming
[illegible] Kenya Inc P.O. Box 40307 Chicago IL [illegible]	Women's Rights & Empowerment	Support for expansion of new facility for Girls Education Program [illegible]	$5,000.00	7/14/2015	3573237	No	No	8/5/2015	7/15/2015	7/30/2015	4/16/2016	Forthcoming
The Carter Center Inc One Copenhill 453 Freedom Parkway Atlanta GA 30307	Healthcare & Medical Research	$25,000 each to [illegible], Trachoma and [illegible] Fund	$75,000.00	7/14/2015	3573236	No	No	8/5/2015	7/28/2015	7/30/2015	4/15/2016	Forthcoming
Chicago Metro History Educational Center [illegible] W. Walton Street Chicago IL 60610	Education	General operating support to Visual Arts for the Black Chicago Renaissance	$5,000.00	7/18/2015	3575130	No	No	8/7/2015	7/27/2015	7/30/2015	4/15/2016	Forthcoming
		Total	$718,938.00									

RMD for 7/31/2015:	$716,896.00
Payments 1st Quarter (Aug - Oct)	$7,938.00
Payments 2nd Quarter (Nov - Jan)	$91,000.00
Payments 3rd Quarter (Feb - Apr)	$56,000.00
Payments 4th Quarter (May - July)	$566,000.00
Payments to Date	$719,938.00
RMD Balance	($3,040.00)

Account Summary

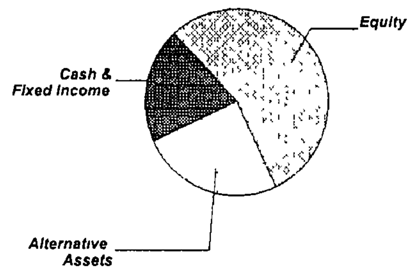
PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	11,442,424 80	11,459,195 13	16,770 33	182,258 52	55%
Alternative Assets	5,555,750 15	5,553,121 58	(2,628 57)	89,020 71	25%
Cash & Fixed Income	4,338,209 55	4,071,113 36	(267,096 19)	158,783 20	20%
Market Value	**$21,336,384.50**	**$21,083,430.07**	**($252,954.43)**	**$430,062.43**	**100%**

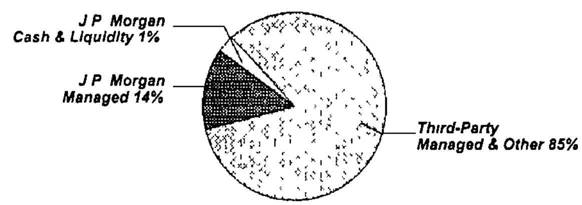
INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Accruals	28,522 91	2 89	(28,520 02)
Market Value	**$28,522.91**	**$2.89**	**($28,520.02)**

Asset Allocation



Manager Allocation *



* **J.P. Morgan Managed** includes (to the extent permitted under applicable law) mutual funds, other registered funds and hedge funds managed by J P Morgan and structured products issued by J P Morgan **J.P. Morgan Cash & Liquidity Funds** includes cash, J P. Morgan deposit sweeps and J P Morgan money market mutual funds **Third-Party Managed & Other** includes mutual funds, exchange traded funds, hedge funds, and separately managed accounts managed by parties other than J P Morgan, structured products and exchange traded notes issued by parties other than J P. Morgan, and other investments not managed or issued by J P Morgan. See important information about investment principles and conflicts in the disclosures section

Account Summary CONTINUED

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**21,336,384.50**	**21,627,158.29**	**0.00**	**0.00**
Additions		42,015 00		
Withdrawals & Fees	(332,240 03)	(943,137 69)		
Net Additions/Withdrawals	**($332,240.03)**	**($901,122.69)**	**$0.00**	**$0.00**
Income	56,372 40	447,878 24		
Change In Investment Value	22,913 20	(90,483 77)		
Ending Market Value	**$21,083,430.07**	**$21,083,430.07**	**$0.00**	**$0.00**
Accruals	--	--	2 89	2 89
Market Value with Accruals	**--**	**--**	**$2.89**	**$2.89**

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	56,362 97	447,666 58
Interest Income	9.43	211 66
Taxable Income	**$56,372.40**	**$447,878.24**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		347,994 03
ST Realized Gain/Loss		(65,313.88)
LT Realized Gain/Loss		504,754 39
Realized Gain/Loss		**$787,434.54**

	To-Date Value
Unrealized Gain/Loss	**$713,016.42**

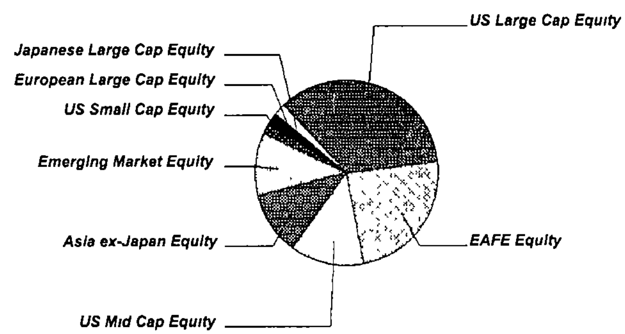
Account Summary CONTINUED

Cost Summary	Cost
Equity	10,524,716 18
Cash & Fixed Income	4,120,942 42
Total	**$14,645,658.60**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	4,038,199 69	4,123,713 84	85,514 15	20%
US Mid Cap Equity	1,450,052 70	1,424,720 52	(25,332 18)	7%
US Small Cap Equity	215,620 83	213,810 41	(1,810 42)	1%
EAFE Equity	2,772,733 37	2,801,902.14	29,168.77	13%
European Large Cap Equity	206,581 46	212,092 34	5,510 88	1%
Japanese Large Cap Equity	253,303 61	254,883 06	1,579 45	1%
Asia ex-Japan Equity	1,278,386 61	1,248,770 92	(29,615 69)	6%
Emerging Market Equity	1,227,546 53	1,179,301 90	(48,244 63)	6%
Total Value	**$11,442,424.80**	**$11,459,195.13**	**$16,770.33**	**55%**

Asset Categories



Equity as a percentage of your portfolio - 55 %

Market Value/Cost	Current Period Value
Market Value	11,459,195 13
Tax Cost	10,524,716 18
Unrealized Gain/Loss	934,478.95
Estimated Annual Income	182,258 52
Yield	1 59%

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
HSBC MARKET PLUS SPX 05/16/17 50% CONTIN BARRIER- 0%CPN 1 45X LEV INITIAL LEVEL-05/11/12 SPX 1353 39 4042K1-M2-6	173 21	200,000 000	346,420 00	200,000 00	146,420 00		
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	30 45	24,121 296	734,493 46	700,000 00	34,493 46	4,631 28	0 63%
PARNASSUS EQTY INCOME FD-INS 701769-40-8 PRIL X	41 09	21,813 869	896,331 88	793,268 75	103,063 13	14,637 10	1 63%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	210 50	10,197 000	2,146,468 50	1,815,756 66	330,711 84	41,144 89	1 92%
Total US Large Cap Equity			**$4,123,713.84**	**$3,509,025.41**	**$614,688.43**	**$60,413.27**	**1.47%**
US Mid Cap Equity							
ASTON/FAIRPOINTE MID CAP-I 00078H-15-8 ABMI X	40 15	17,569.678	705,422.57	800,513 03	(95,090 46)	1,124 45	0 16%
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	150 01	4,795 000	719,297 95	427,154 99	292,142 96	9,916 06	1 38%
Total US Mid Cap Equity			**$1,424,720.52**	**$1,227,668.02**	**$197,052.50**	**$11,040.51**	**0.78%**

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Small Cap Equity							
TRIBUTARY SMALL CO-INST PLUS 89609H-70-4 FOSB X	23 62	9,052 092	213,810 41	212,000 00	1,810 41	334 92	0 16%
EAFE Equity							
ARTISAN INTL VALUE FUND - ADV 04314H-66-7 APDK X	35 71	9,785 209	349,429 81	239,024 75	110,405 06		
CAPITAL PRIVATE CLIENT SVCS CAP NON US EQT 14042Y-60-1 CNUS X	12 06	34,875 506	420,598 60	404,989 56	15,609 04	4,847 69	1 15%
CULLEN INTER HIGH DIVID-I 230001-70-3 CIHI X	10 46	60,756 882	635,516 99	628,551 80	6,965 19	18,530 84	2 92%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	64 78	13,245 000	858,011 10	877,189.99	(19,178 89)	22,463 52	2.62%
OAKMARK INTERNATIONAL FD-I 413838-20-2 OAKI X	24.81	21,698 736	538,345 64	575,000.00	(36,654 36)	10,957 86	2.04%
Total EAFE Equity			**$2,801,902.14**	**$2,724,756.10**	**$77,146.04**	**$56,799.91**	**2.03%**
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	55 42	3,827 000	212,092 34	220,793 21	(8,700 87)	6,712 55	3 16%

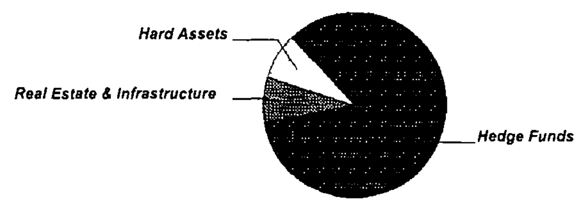
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
Japanese Large Cap Equity							
BROWN ADV JAPAN ALPHA OPP-IS 115233-57-9 BAFJ X	12 91	19,743 072	254,883 06	199,602.46	55,280 60	10,049 22	3 94%
Asia ex-Japan Equity							
ABERDEEN ASIA-PAC XJ-INST EQUITY FUND - INSTITUTIONAL SERVICE SHARES 003021-69-8 AAPI X	11 23	69,922 624	785,231 07	825,000 00	(39,768 93)	13,495 06	1 72%
ISHARES MSCI ALL COUNTRY ASIA EX JAPAN INDEX FUND 464288-18-2 AAXJ	59.27	1,429 000	84,696 83	77,749 60	6,947 23	1,416 13	1 67%
MATTHEWS ASIA DIVIDEND-INS 577130-75-0 MIPI X	16 66	22,739 677	378,843 02	284,314 09	94,528.93	8,777.51	2.32%
Total Asia ex-Japan Equity			**$1,248,770.92**	**$1,187,063.69**	**$61,707.23**	**$23,688.70**	**1.90%**
Emerging Market Equity							
ISHARES MSCI EMERGING MARKET INDEX 464287-23-4 EEM	37 12	8,651.000	321,125.12	326,291 50	(5,166.38)	7,232 23	2 25%
ISHARES TR MSCI INDIA IDX 46429B-59-8 INDA	31 07	6,707 000	208,386 49	219,425 54	(11,039 05)	1,609 68	0 77%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
Emerging Market Equity							
OPPENHEIMER DEVELOPING MKT-Y 683974-50-5 ODVY X	33 25	19,542 565	649,790.29	698,090 25	(48,299 96)	4,377 53	0 67%
Total Emerging Market Equity			**$1,179,301.90**	**$1,243,807.29**	**($64,505.39)**	**$13,219.44**	**1.12%**

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	4,718,224.16	4,772,456 64	54,232 48	21%
Real Estate & Infrastructure	440,390 84	432,911 78	(7,479 06)	2%
Hard Assets	397,135 15	347,753 16	(49,381 99)	2%
Total Value	**$5,555,750.15**	**$5,553,121.58**	**($2,628.57)**	**25%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 25 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EQUINOX FDS TR EQNX CB STGY I 29446A-81-9 EBSI X	11 11	18,765 638	208,486 24	225,000 00
GATEWAY FUND-Y 367829-88-4 GTEY X	30 20	69,117 227	2,087,340 26	2,036,884 69

Hedge Funds

	Price	Quantity	Estimated Value	Cost
GLOBAL ACCESS HEDGE FUND LTD CLASS A LEAD SERIES 2009 N/O Client 47799K-91-1	1,333 33	1,711 426	2,281,893.30	2,000,000 00
PRUDENTIAL INVT PORTFOLIOS 9 PRU ABRTN FD Z 74441J-82-9 PADZ X	9.62	20,242.915	194,736 84	200,000.00
Total Hedge Funds			**$4,772,456.64**	**$4,461,884.69**

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc / Accrued Div	Yield
Real Estate & Infrastructure						
PRUDENTIAL GLOBAL REAL EST-Z CL Z 744336-50-4 PURZ X	8,515 26	217,650 00		208,794 13	5,832 95	2 79%
TORTOISE MLP & PIPELINE-INS 56166Y-40-4 TORI X	15,021 29	192,551.91		224,117.65	3,484 93	1 55%
Total Real Estate & Infrastructure		**$410,201.91**	**$0.00**	**$432,911.78**	**$9,317.88**	

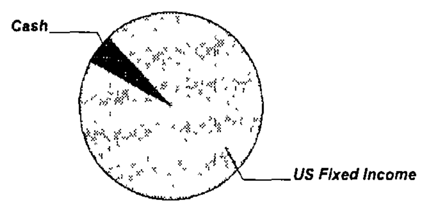
Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J P Morgan representative
For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market" Most of these underlying funds also present their audited financial statements on a US GAAP basis (i e , "marked-to-market") However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)

	Price	Quantity	Estimated Value	Cost	Est Annual Income / Accrued Income
Hard Assets					
PIMCO COMMODITYPL STRAT-P 72201P-16-7 PCLP X	6.69	51,981 041	347,753 16	570,775 15	18,193 36

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	313,131.94	37,264 31	(275,867 63)	1%
US Fixed Income	4,025,077 61	4,033,849 05	8,771 44	19%
Total Value	**$4,338,209.55**	**$4,071,113.36**	**($267,096.19)**	**20%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 20 %

Market Value/Cost	Current Period Value
Market Value	4,071,113 36
Tax Cost	4,120,942 42
Unrealized Gain/Loss	(49,829 06)
Estimated Annual Income	158,783 20
Accrued Interest	2 89
Yield	3 90%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	4,071,113.36	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	37,264.31	1%
Mutual Funds	4,033,849 05	99%
Total Value	**$4,071,113.36**	**100%**

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR	1 00	37,264 31	37,264 31	37,264 31		11 17 2 89	0 03 % [1]
US Fixed Income							
DODGE & COX INCOME FUND 256210-10-5	13 64	98,764.39	1,347,146 31	1,370,229 85	(23,083 54)	36,246.53	2.69 %
HARBOR HIGH YIELD BOND-INST 411511-55-3	10 30	31,256 00	321,936 81	338,176 50	(16,239 69)	17,003 26	5 28 %
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 92	91,132 60	995,168 04	1,006,221 12	(11,053 08)	43,287 98	4 35 %
PRUDENTIAL TOTAL RETURN BD-Z 74440B-40-5	14 29	43,695 84	624,413 48	615,168.49	9,244 99	20,930.30	3 35 %
BLACKROCK HIGH YIELD BOND 091929-63-8	7.83	95,170.42	745,184.41	753,882 15	(8,697 74)	41,303.96	5.54 %
Total US Fixed Income			**$4,033,849.05**	**$4,083,678.11**	**($49,829.06)**	**$158,772.03**	**3.93 %**