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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 11-01-2014 , and ending 10-31-2015

Name of foundation DILLON FOUNDATION		<b>A Employer identification number</b>  36-6059349	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 537		Room/suite	<b>B Telephone number</b> (see instructions)  (815) 626-9000
City or town, state or province, country, and ZIP or foreign postal code STERLING, IL 61081		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 61,349,250		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments	5,262	5,262		
	<b>4</b> Dividends and interest from securities. . . . .	2,238,381	2,238,381		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	3,144,571			
	<b>b</b> Gross sales price for all assets on line 6a 21,453,027				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		3,144,571		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	5,388,214	5,388,214		
Operating and Administrative Expenses	<b>13</b> Compensation of officers, directors, trustees, etc	944	944		0
	<b>14</b> Other employee salaries and wages . . . . .	21,845	0		21,845
	<b>15</b> Pension plans, employee benefits . . . . .	2,502	0		2,502
	<b>16a</b> Legal fees (attach schedule) . . . . .	293	0		293
	<b>b</b> Accounting fees (attach schedule) . . . . .	48,540	24,270		24,270
	<b>c</b> Other professional fees (attach schedule) . . . . .	747,088	747,088		0
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . . . .	75,003	32,003		0
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .	7,343	0		7,343
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	25,747	879		24,868
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	929,305	805,184		81,121
	<b>25</b> Contributions, gifts, grants paid . . . . .	3,162,190			3,162,190
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	4,091,495	805,184		3,243,311
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	1,296,719			
	<b>b Net investment income</b> (if negative, enter -0-)		4,583,030		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	746,740	1,264,082	1,264,082
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)	1,862,959	1,732,227	1,732,227
	b	Investments—corporate stock (attach schedule) . . . . .	13,390,983	11,747,196	11,747,196
	c	Investments—corporate bonds (attach schedule). . . . .	11,839,681	11,052,221	11,052,221
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	35,260,135	34,963,459	34,869,263
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	684,261	684,261	684,261	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	63,784,759	61,443,446	61,349,250	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .	0	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted . . . . .	63,784,759	61,443,446	
25		Temporarily restricted . . . . .			
26		Permanently restricted . . . . .			
Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds . . . . .			
28		Paid-in or capital surplus, or land, bldg , and equipment fund			
29		Retained earnings, accumulated income, endowment, or other funds			
30		Total net assets or fund balances (see instructions) . . . . .	63,784,759	61,443,446	
31		Total liabilities and net assets/fund balances (see instructions) . . .	63,784,759	61,443,446	

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 63,784,759
2	Enter amount from Part I, line 27a . . . . .	2 1,296,719
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3 . . . . .	4 65,081,478
5	Decreases not included in line 2 (itemize) ▶ _____	5 3,638,032
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 61,443,446

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	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	3,144,571
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 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	3,301,315	63,744,763	0 051790
2012	3,128,899	61,116,863	0 051195
2011	2,986,687	57,592,740	0 051859
2010	2,998,116	58,789,367	0 050998
2009	2,880,423	56,674,247	0 050824

2	Total of line 1, column (d). . . . .	2	0 256666
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 051333
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	61,390,802
5	Multiply line 4 by line 3. . . . .	5	3,151,374
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	45,830
7	Add lines 5 and 6. . . . .	7	3,197,204
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	3,243,311

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

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	45,830
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3		Add lines 1 and 2. . . . .		3	45,830
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	45,830
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	59,221	
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	59,221
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	13,391
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 13,391 Refunded <input type="checkbox"/>		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? . . . . .	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i> . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): <input checked="" type="checkbox"/> IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i> . . . .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i> . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>PETER DILLON</b> Telephone no <b>(815) 626-9000</b> Located at <b>PO BOX 537 STERLING IL</b> ZIP+4 <b>61081</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> )	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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



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	62,151,710
b	Average of monthly cash balances. . . . .	1b	173,977
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	62,325,687
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	62,325,687
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	934,885
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	61,390,802
6	Minimum investment return. Enter 5% of line 5. . . . .	6	3,069,540

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	3,069,540
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	45,830
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	45,830
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	3,023,710
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	3,023,710
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	3,023,710

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	3,243,311
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,243,311
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	45,830
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	3,197,481
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				3,023,710
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. . . . .	115,703			
b From 2010. . . . .	94,272			
c From 2011. . . . .	143,650			
d From 2012. . . . .	173,176			
e From 2013. . . . .	185,915			
f Total of lines 3a through e. . . . .	712,716			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 3,243,311				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2014 distributable amount. . . . .				3,023,710
e Remaining amount distributed out of corpus	219,601			
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	932,317			
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 instructions . . . . .			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . .	115,703			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	816,614			
10 Analysis of line 9				
a Excess from 2010. . . .	94,272			
b Excess from 2011. . . .	143,650			
c Excess from 2012. . . .	173,176			
d Excess from 2013. . . .	185,915			
e Excess from 2014. . . .	219,601			

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

PETER W DILLON  
PO BOX 537  
STERLING,IL 61081  
(815) 626-9000

b

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

SUBMIT A LETTER STATING PURPOSE OF GRANT AND INCLUDE COPY OF EXEMPTION LETTER

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	3,162,190
b Approved for future payment				
Total . . . . .			3b	0

## Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)



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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
SCHAFER CULLEN	P		
RIVER ROAD	P		
WENTWORTH	P		
SPX LASERS 3	P		
SAGE ADVISORY	P		
CINCINNATI	P		
FRONTPOINT	P		
MILLENNIUM	P		
BAY RESOURCE	P		
DISCOVERY GLOBAL	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,659,058		1,112,587	546,471
2,557,967		2,414,141	143,826
570,060		305,028	265,032
4,911,994		4,000,000	911,994
1,285,025		1,281,750	3,275
832,973		909,583	-76,610
3,818			3,818
691,699		30	691,669
761,229			761,229
359,941			359,941

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			546,471
			143,826
			265,032
			911,994
			3,275
			-76,610
			3,818
			691,669
			761,229
			359,941

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
OPPORTUNISTIC PORTFOLIO	P		
DOUBLELINE	P		
DELAWARE CAPITAL	P		
ADVENT	P		
WTI OIL LASERS	P		
BLACKSTONE	P		
TAX LIEN CERTIFICATES	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,589,958		3,421,876	168,082
		36,725	-36,725
1,053,192		844,640	208,552
2,339,869		2,345,063	-5,194
836,244		1,500,000	-663,756
		85,804	-85,804
		51,229	-51,229

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


Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			168,082
			-36,725
			208,552
			-5,194
			-663,756
			-85,804
			-51,229




Form 990PF Part VIII Line 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
PETER W DILLON	PRESIDENT 12 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
PATRICK W DILLON	VICE PRESIDENT 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
MOLLY D MCGEE	TREASURER 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
MARGO DILLON	ASSISTANT TREASURER 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
GALE D INGLEE	ASSISTANT SECRETARY 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
JAMES M BOESEN	SECRETARY 1 00	944	0	0
2804 W LEFEVRE STERLING,IL 61081				
JOHN VAN OSDOL	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
CHRISTINE MONTGOMERY	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				
KEN INGLEE	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING,IL 61081				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
202020 PO BOX 96669 WASHINGTON,DC 200906669	NONE	PC	IN SUPPORT OF HUMAN SEVICE ACTIVITIES	750
ABRAHAM LINCOLN PRESIDENTIAL LIBRARY FOUNDATION 500 EAST MADISON SUITE 200 SPINGFIELD,DC 62701	NONE	PC	IN SUPPORT OF HUMAN SERVICE	3,500
ACCESS SERVICES OF NORTHERN ILLINOIS 7399 FOREST HILLS RD LOVES PARK,IL 611113974	NONE	PC	SUPPORT COMMUNITY INVOLVEMENT AND DEVELOPMENT	2,200
ALZHEIMER'S DISEASE AND RELATED DISORDERS 225 N MICHIGAN AVE 17TH FLOOR CHICAGO,IL 606017652	NONE	PC	IN SUPPORT OF MEDICAL RESEARCH	2,400
AMERICA'S FUTURE INC 7800 BONHOMME ST LOUIS,IL 63105	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	2,000
AMERICAN CANCER SOCIETY - NORTHERN REGION 100 TRI- STATE INTERNATIONAL SUITE 125 LINCOLNSHIRE,MO 60069	NONE	PC	TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER	7,500
AMERICAN RED CROSS - LINCOLN LAND CHAPTER 112 WSECOND ST ROCK FALLS,IL 61071	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	4,500
ANIMAL FRIENDS RESCUE PROJECT PO BOX 51083 PACIFIC GROVE,IL 93950	NONE	PC	TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	1,000
AUGUSTANA COLLEGE - WVIK 639 38TH STREET ROCK ISLAND,MD 61201	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	1,600
BATAVIA UNIT SCHOOL DISTRICT #101 1200 W WILSON ST BATAVIA,IL 60510	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	4,500
BEREA COLLEGE BERA COLLEGE BEREA,CO 40404	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,500
BI-COUNTY COOPERATIVE FOUNDATION 506 W FOURTH ST B STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,250
BIG BROTHER- BIG SISTER OF THE MISSISSIPPI VALLEY 300 FIRST VALLEY ROCK FALLS,KY 61071	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	5,000
BLACKHAWK HILLS REGIONAL COUNCIL J 102 EAST ROUTE 30 SUITE 3 ROCK FALLS,IL 61071	NONE	PC	TO SUPPORT THE WACC CEO PROGRAM INVESTMENT	1,000
BOY SCOUTS OF AMERICA BLACKHAWK AREA COUNCIL 1800 7TH AVENUE PO BOX 4085 ROCKFORD,IL 61110	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	7,500
<b>Total . . . . .</b>  <b>3a</b>				3,162,190


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BOY SCOUTS OF AMERICA DENVER COUNCIL 2901 W 19TH AVENUE DENVER,IL 80204	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	4,500
CAPITAL RESEARCH CENTER 1513 16TH ST NW WASHINGTON,NC 20036	NONE	PC	PUBLIC AFFAIRS, SOCIETY BENEFIT	2,250
CENTRUM EAST ARENA VENTURE LLC 225 W HUBBARD ST CHICAGO,TX 60654	NONE	PC	IN SUPPORT OF RECREATION, LEISURE, SPORT AND ATHLETIC	1,750
CGH HEALTH FOUNDATION 100 E LEFEVRE STERLING,IL 61081	NONE	SO I	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	21,000
COMMUNITY UNIT SCHOOL DISTRICT #5 - CHALLAND MIDDLE SCHOOL 1700 6TH AVENUE STERLING,IL 61081	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	1,328
CHILDREN'S DIABETES FOUNDATION AT DENVER 777 GRANT ST SUITE 302 DENVER,CO 80203	NONE	PC	TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER	1,000
CHINESE CHILDREN CHARITIES 6920 SOUTH HOLLY CIRCLE CENENNIAL,CO 80112	NONE	PC	IN SUPPOT OF HUMAN SERVICE ACTIVITIES	1,000
CHRIST LUTHERAN CHURCH 2000 18TH AVENUE STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	2,700
CITY OF GOD PO BOX 745 STERLING,IL 61081	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	2,800
CITY OF STERLING 212 THIRD AVENUE STERLING,IL 61081	NONE	GOV	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	60,020
CLINTON SYMPHONY ORCHESTRA ASSOCIATION PO BOX 116 CLINTON,IA 52733	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	2,800
CLUB BLUE ROCKFORD 2902 MCFARLAND RD STE 400 ROCKFORD,IL 611076801	NONE	PC	IN SUPPORT OF PHILANTHROPY AND VOLUNTARISM	500
COLOMA TOWNSHIP PARK DISTRICT 508 EAST 11TH STREET ROCK FALLS,IL 61071	NONE	GOV	TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS	40,000
COMMUNITY CHRISTMAS FOR CHILDREN 409 WEST 21ST ST STERLING,IL 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	8,250
COMMUNITY UNIT SCHOOL DISTRICT #5 410 E LEFEVRE RD STERLING,IL 61081	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	545,297
<b>Total . . . . .</b>  <b>3a</b>				3,162,190


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
COUNCIL FOR ECONOMIC EDUCATION 122 EAST 42ND ST SUITE 2600 NEW YORK,IL 10168	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	2,500
CONSERVATION SCULPTURE AND OBJECT STUDIO 900 S DES PLAINES AVE FOREST PARK,IL 60130	NONE	PC	IN SUPPORT OF ARTS, CULTURE AND HUMANITIES	18,225
CULTURAL LITERACY FOUNDATION 801 E HIGH ST CHARLOTTEVILLE,NC 22901	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	3,000
DENVER FIREFIGHTERS PROTECTIVE ASSN 2342 N BROADWAY STE 100 DENVER,CO 802052178	NONE	PC	IN SUPPORT OF HUMAN SERVICE	1,000
DENVER ZOOLOGICAL FOUNDATION INC 2300 STEELE STREET DENVER,IL 80205	NONE	PC	SUPPORT OF ORGANIZATIONS ARTS, CULTURE, HUMANITIES	3,500
EAST COLOMA SCHOOL DISTRICT #12 1602 DIXON RD ROCK FALLS,WI 61071	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	4,250
EUREKA COLLEGE 300 E COLLEGE AVE EUREKA,IL 61503	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	3,500
EXCEPTIONAL CARE & TRAINING CENTER 2601 WOODLAWN RD STERLING,CO 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE	500
EXPONENT PHILANTHROPY 1720 N ST NW WASHINGTON,CA 20036	NONE	PC	IN SUPPORT OF EDUCATION, INSTRUCTION AND RELATED	3,750
FIRST BAPTIST CHURCH OF LAFAYETTE IN 411 NORTH 7TH STREET LAFAYETTE,IN 47901	NONE	PC	IN SUPPORT OF RELIGION AND RELATED SPIRITUAL DEVELOPMENT	1,000
FIRST PRESBYTERIAN CHURCH 410 2ND AVENUE STERLING,IL 61081	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	30,500
FLIGHT FOR LIFE - COLORADO 11600 W 2ND PLACE LAKEWOOD,PA 80228	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	4,250
FOOD BANK OF MONTEREY COUNTY 815 W MARKET 5 SALINAS,IL 93901	NONE	PC	TO SUPPORT FOOD NUTRITION AND AGRICULTURE PROGRAMS	500
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD SUITE B DAVIS,IL 95616	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	3,000
FOX VALLEY HOSPICE PO BOX 707 GENEVA,IL 60134	NONE	PC	IN SUPPORT OF HUMAN SEVICE ACTIVITIES	500
<b>Total . . . . .</b>  <b>3a</b>				3,162,190


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
FREEDOMS FOUNDATION AT VALLEY FORGE PO BOX 706 VALLEY FORGE,NY 19481	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	3,100
FRIENDS OF FOOTHILLS ANIMAL SHELTER 580 MC INTYRE ST GOLDEN,IL 804015026	NONE	PC	IN SUPPORT OF ANIMALS	500
GIRL SCOUTS OF NORTHERN ILLINOIS 5040 WEST BUSINESS ROUTE 20 FREEPORT,NC 61032	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	8,000
GOOD SHEPARD LUTHERAN CHURCH 7600 CAHILL AVE INVER GROVE HEIGHTS,IL 55076	NONE	PC	IN SUPPORT OF EDUCATION, INSTRUCTION AND RELATED	5,556
GRACE EPISCOPAL CHURCH 707 FIRST AVENUE STERLING,IL 61081	NONE	SO I	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	35,500
GREATER STERLING DEVELOPMENT CORPORATION 1741 INDUSTRIAL DRIVE STERLING,IL 61081	NONE	PC	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	126,145
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS RD YORKTOWN HEIGHTS,IL 10598	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	2,400
HAPPY TAILS HUMANE SOCIETY 1408 MCNEIL ROAD ROCK FALLS,IL 61071	NONE	PC	TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	1,750
HOME OF HOPE OF THE ROCK RIVER VALLEY INC 1632 PLOCK RD DIXON,MA 61021	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	6,650
HOSPICE OF ROCK RIVER VALLEY 264 IL RTE 2 DIXON,IL 61021	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	11,150
ILLINOIS CONSERVATION FOUNDATION 1 NATURAL RESOURCE WAY SPRINGFIELD,IL 62702	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	7,500
ILLINOIS COUNCIL ON ECONOMIC EDUCATION NORTHERN ILLINOIS UNIVERSITY DEKALB,IL 61115	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	2,400
ILLINOIS MATHEMATICS AND SCIENCE ACADEMY 1500 W SULLIVAN ROAD AURORA,IL 60506	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	4,500
IOWA PUBLIC TELEVISION FOUNDATION 6450 CORPORATE DRIVE JOHNSTON,IL 501316450	NONE	PC	IN SUPPORT OF ARTS, CULTURE, & HUMANITIES	2,600
JOFFREY BALLET JOFFREY TOWER 10 E RANDOLPH STREET CHICAGO,IL 606013617	NONE	PC	IN SUPPORT OF ARTS, CULTURE AND HUMANITIES	1,000
<b>Total . . . . .</b>  <b>3a</b>				3,162,190


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JOHNSON O'CONNOR RESEARCH FOUNDATION INC 347 BEACON ST BOSTON,IL 02116	NONE	SO II	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	1,950
JUNIOR ACHIEVEMENT OF HEARTLAND INC 800 12TH AVENUE MOLINE,IL 61265	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	6,000
JUNIOR TACKLE FOOTBALL INC OF STERLING IL 3806 WOODLAWN RD STERLING,IL 61081	NONE	PC	TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS	4,250
KANEVILLE UNITED METHODIST CHURCH 46W764 MAIN ST ELBURN,IL 60119	NONE	PC	TO SUPPORT ELIGION RELATED/SPIRITUAL DEVELOPMENT	1,750
KEITH COUNTY DAY SCHOOL ROCKFORD 1 JACOBY PLACE ROCKFORD,CO 61107	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,625
KINSHIP CENTER 595 EAST COLORADO BLVD PASADENA,CA 91101	NONE	PC	IN SUPPORT OF HUMAN SERVICE	1,500
KIWANIS CLUB OF STERLING FOUNDATION BOX 44 STERLING,IL 61081	NONE	PC	IN SUPPORT OF HUMAN SEVICE ACTIVITIES	4,000
LIVING WELL CANCER RESOURCE CENTER 1803 W STATE STREET GENEVA,MN 60134	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	5,500
LUTHERAN SOCIAL SERVICES OF ILLINOIS 1901 FIRST AVENUE STERLING,NY 61081	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	4,900
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE CHICAGO,MT 60606	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	10,000
MAKE-A-WISH FOUNDATION OF COLORADO INC 7951 E MAPLEWOOD AVENUE GREENWOOD VILLAGE,IL 80111	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,500
MARCH OF DIMES BIRTH DEFECTS FOUNDATION - NORTHERN IL DIVISION 5411 EAST STATE ST 8 ROCKFORD,CA 61108	NONE	PC	IN SUPPORT OF MEDICAL RESEARCH	2,400
MAX MCGRAW WILD LIFE FOUNDATION 14N 322 RTE 25 PO BOX 9 DUNDEE,IL 60118	NONE	PC	TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	5,000
MAYO FOUNDATION FOR MEDICAL EDUCATION AND RESEARCH 200 FIRST ST S W ROCHESTER,IL 55905	NONE	PC	TO SUPPORT HEALTH/GENERAL AND RELATED MISSIONS	23,000
MEMORIAL SLOAN - KETTERING CANCER CENTER PO BOX 599 LENNOX HILL NEW YORK,IL 10021	NONE	PC	IN SUPPORT OF MEDICAL RESEARCH	3,250
<b>Total . . . . .</b>  <b>3a</b>				3,162,190

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MONTANA STATE UNIVERSITY 600 WEST KAGY BOULEVARD HOZEMAN,IL 59717	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	7,000
MONTMORENCY SCHOOL DISTRICT #12 9415 HOOVER RD ROCK FALLS,CO 61071	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	4,430
NATIONAL CHILD SAFETY COUNCIL PO BOX 1368 JACKSON,IL 492041368	NONE	PC	IN SUPPORT OF EDUCATION, INSTRUCTIONA AND RELATED	1,200
NATIONAL FIRE SAFETY COUNCIL INC 110 WEST 5TH ST STERLING,VA 61081	NONE	PC	PUBLIC SAFETY, DISASTER PREPAEDNESS, & RELIEF	400
NATIONAL TRUST FOR HISTORIC PRESERVATION 2600 VIRINIA AVE NW SUITE 1100 WASHINGTON,IL 200371922	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	4,600
NATIONAL JEWISH MEDICAL AND RESEARCH CENTER 100 N LASALLE SUITE 1612 CHICAGO,CO 60602	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	2,450
NEEDHAM BROUGHTON HIGH SCHOOL 723 ST MARYS ST RALEIGH,GA 27605	NONE	GOV	IN SUPPORT OF EDUCATION, INSTRUCTION AND RELATED	875
NEWMAN CENTRAL CATHOLIC HIGH SCHOOL 1101 WEST ST MARYS ROAD STERLING,IN 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,870
NIGHT LIGHTS INC 5890 SOUTH ALKIRE STREET LITTLETON,CA 80127	NONE	PC	UNRESTRICTED SUPPORT TO THE NIGHT LIGHTS PROGRAM	1,500
NORTHWESTERN ILLINOIS CENTER FOR INDEPENDENT LIVING 229 FIRST AVE SUITE 2 ROCK FALLS,IA 61071	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	2,300
NORTHERN ILLINOIS UNIVERSITY FOUNDATION - WNIU 801 N FIRST ST DEKALB,IL 60115	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	6,000
OPERATION SMILE 6435 TIDEWATER DR NORFOLK,IL 23509	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	750
PARKER EVANGELICAL PRESBYTERIAN CHURCH 9100 E PAKE OAD PARKER,IL 80138	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	250
PRESBYTERIAN CHURCH (USA) FOUNDATION 200 EAST 12TH STREET JEFFERSONVILLE,IL 47130	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	9,000
ROCK FALLS ELEMENTARY SCHOOL DISTRICT #13 602 4TH AVENUE ROCK FALLS,CO 61071	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	13,980
<b>Total . . . . .</b>  <b>3a</b>				3,162,190

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
ROCK FALLS PUBLIC LIBRARY 1007 7TH AVE ROCK FALLS,IL 61071	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	8,200
ROCK FALLS TOWNSHIP HIGH SCHOOL DISTRICT #301 171 12TH AVE ROCK FALLS,IL 61071	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	7,950
ROCK FALLS YOUTH FOOTBALL 220 E 10TH STREET ROCK FALLS,DC 61071	NONE	PC	SUPPORT THE 2013 YOUTH FOOTBALL AND CHEERLEADING PROGRAM	1,750
ROCK RIVER VALLEY SELF HELP ENTERPRISES 2300 WEST LEFEVRE ROAD STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	20,500
ROCKFORD COLLEGE 5050 EAST STATE ST ROCKFORD,FL 61108	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,000
SANTA FE COMMUNITY FOUNDATION PO BOX 1827 SANTA FE,TN 875041827	NONE	PC	IN SUPPORT OF PHILANTHROPY AND VOLUNTARISM	500
SAUK VALLEY COMMUNITY COLLEGE FOUNDATION 173 ILLINOIS ROUTE 2 DIXON,CA 61021	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	72,000
SAUK VALLEY FOODBANK 1801 PLANT RD STERLING,IL 61081	NONE	PC	TO SUPPORT FOOD, NUTRITION, AND AGRICULTURE PROGRAMS	16,000
SAVE ELLIS ISLAND INC 500 INTERNATIONAL DRIVE BUDD LAKE,IL 07828	NONE	PC	TO SUPPORT COMMUNITY IMPROVEMENT, DEVELOPMENT	1,000
SEVENTH DAY ADVENTIST CHURCH 501 W SECOND ST ROCK FALLS,CO 61071	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	1,300
SHELTER BOX USA 8374 MARKET STREET 203 LAKEWOOD RANCH,IL 34202	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	1,000
SHELTER OUTREACH PLUS 3087 WITTENMYER CT MARINA,TN 93933	NONE	PC	IN SUPPORT OF HOUSING AND SHELTER	1,500
SISKIN CHILDREN'S INSTITUTE ONE SISKIN PLAZA CHATTANOOGA,IL 37403	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	5,200
SOUTHEAST DENVER CHRISTIAN CHURCH 9650 JORDAN RD PARKER,NC 801349270	NONE	PC	IN SUPPORT OF RELIGION AND RELATED SPIRITUAL DEVELOPMENT	500
SPCA FOR MONTEREY COUNTY PO BOX 3058 MONTEREY,IL 93942	NONE	PC	TO SUPPORT THE ORGANIZATIONS ANIMAL RELATED ACTIVITIES	1,000
<b>Total . . . . .</b>  <b>3a</b>				3,162,190




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
SPECIAL OLYMPICS OF ILLINOIS 605 E WILLOW ST NORMAL,WA 61761	NONE	PC	TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS	3,700
ST ANDREW'S CATHOLIC ELEMENTARY SCHOOL 701 11TH AVE ROCK FALLS,IL 61071	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	2,890
ST ANTHONY HEALTH FOUNDATION 11600 W 2ND PLACE LAKEWOOD,IL 80228	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	4,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PL MEMPHIS,IL 38105	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	4,750
ST MARK'S EPISCOPAL CHURCH 320 FRANKLIN STREET GENEVA,IL 61034	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	5,000
ST MARY'S GRADE SCHOOL 5 W SIXTH ST STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	5,720
ST VINCENT DE PAUL-STERLINGROCK FALLS 7 WEST SIXTH STREET STERLING,IL 61081	NONE	PC	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	500
STANWOOD COMMUNITY SENIOR CENTER 7430 276TH STREET NW STANWOOD,IL 98292	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	9,000
STERLING HIGH SCHOOL 1608 FOURTH AVE STERLING,IL 61081	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	7,356
STERLING MAIN STREET PO BOX 261 STERLING,IL 61081	NONE	GOV	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	13,000
STERLING PARK DISTRICT 211 E ST MAYS PO BOX 958 STERLING,IL 61081	NONE	GOV	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	721,700
STERLING PARK DISTRICT - MUSEUM ASSOCIATION 211 E ST MAYS PO BOX 958 STERLING,IL 61081	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	118,500
STERLING PARK DISTRICT - SINNISSIPPI TRAIL PROJECT CAPITAL PO BOX 958 STERLING,IL 61081	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	77
STERLING PUBLIC LIBRARY 102 WEST 3RD ST STERLING,IL 61081	NONE	GOV	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	27,500
STERLING ROCK FALLS COMMUNITY TRUST 302 FIRST AVENUE STERLING,IL 61081	NONE	PC	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	10,500
<b>Total . . . . .</b>  <b>3a</b>				3,162,190


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Name and address (home or business)				
<b>a</b> Paid during the year				
STERLING ROCK FALLS DAY CARE AGENCY INC 1840 WLE FEVE STERLING,KY 61081	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	5,000
STERLING ROCK FALLS FAMILY YMCA 2505 YMCA WAY STERLING,TX 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	47,500
STERLING ROCK FALLS HISTORICAL SOCIETY 1005 E 3 STERLING,IL 61081	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	60,500
STERLING SCHOOLS FOUNDATION PO BOX 1046 STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	101,864
STERLING TODAY INC PO BOX 183 STERLING,CO 610810183	NONE	NC	IN SUPPORT OF COMMUNITY IMPROVEMENT AND DEVELOPMENT	620
STERLING TOWNSHIP 108 4TH AVENUE STERLING,DC 61081	NONE	GOV	TO SUPPORT COMMUNITY IMPROVEMENT AND DEVELOPMENT	4,000
SULLIVAN HOME - OPERATING EXPENSES 104 15TH AVE STERLING,IN 61081	NONE	PC	TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS	11,651
TEXAS A&M UNIVERSITY - KINGSVILLE FOUNDATION PO BOX 2202 KINGSVILLE,CA 78363	NONE	SO II	IN SUPPORT OF EDUCATION, INSTRUCTION, AND RELATED	2,500
THE ASSOCIATED COLLEGES OF ILLINOIS 150 N WACKER DR SUITE 11740 CHICAGO,CO 60606	NONE	SO II	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	12,500
THE CARING CENTER 2800 E HILL DRIVE ROCK FALLS,NY 61071	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	1,000
THE CHILDREN'S HOSPITAL COLORADO FOUNDATION 13123 E 16TH AVENUE AUOA,IL 80045	NONE	PC	TO SUPPORT MISSIONS RELATED TO DISEASE, DISORDER	1,500
THE CIVIL WAR PRESERVATION TRUST 1331 H STREET SUITE 1001 WASHINGTON,NE 20005	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	4,500
THE CULVER EDUCATIONAL FOUNDATION 1300 ACADEMY RD 29 CULVER,CO 46511	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,750
THE DICTIONARY PROJECT PO BOX 1845 CHALESTON,IL 29402	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	1,500
THE FOUNDATION AT PCK 11661 N PINE DR PARKER,IL 80138	NONE	SO I	IN SUPPORT OF EDUCATION, INSTRUCTION, AND RELATED	750
<b>Total . . . . .</b>  <b>3a</b>				3,162,190

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
THE FOUNDATION CENTER 79 5TH AVENUE NEWYORK,IL 10003	NONE	PC	IN SUPPORT OF PHILANTHOPY VOLUNTARISM	3,500
THE JOSEPH F GLIDDEN HOMESTEAD FOUNDATION 2944 GREENWOOD ACRES DR DEKALB,TX 60115	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	3,300
THE NATIONAL ARBOR DAY FOUNDATION 100 ARBOR AVENUE NEBRAKSA CITY,CO 68410	NONE	PC	IN SUPPORT OF ENVIROMENTAL QUALITY AND PROJECT	3,700
THE NATIONAL MUSEUM OF WWII AVIATION 755 AVIATION WAY COLORADO SPRINGS,IL 80916	NONE	PC	IN SUPPORT OF ARTS, CULTURE, AND HUMANITIES	1,000
THE NATURE CONSERVANCY OF IL CHAPTER 8 S MICHIGAN SUITE 900 CHICAGO,IL 60603	NONE	PC	ENVIRONMENTAL QUALITY AND PROTECTION ACTIVITIES	9,000
THE PHILANTHROPY ROUNDTABLE 1150 17TH ST NW SUITE 503 WASHINGTON,IL 20063	NONE	PC	IN SUPPORT OF PHILANTHROPY	1,300
THE ROCKFORD INSTITUTE 934 NORTH MAIN ST ROCKFORD,IL 61103	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	3,500
THE SALVATION ARMY PO BOX 366 STERLING,CO 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	21,000
THE UNITED STATES OLYMPIC COMMITTEE ONE OLYMPIC PLAZA COLORADO SPRINGS,CA 80909	NONE	PC	TO SUPPORT RECREATION, LEISURE, SPORTS, ATHLETICS	2,750
TIMBER LAKE PLAYHOUSE PO BOX 29 MT CARROLL,CO 61053	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	6,500
TWIN CITY PUBLIC ACTION TO DELIVER SHELTER INC 507 W 3RD ST STERLING,IL 61081	NONE	PC	HOUSING AND SHELTER	3,800
UNION LEAGUE BOYS & GIRLS CLUBS 65 W JACKSON BLVD CHICAGO,IL 606043507	NONE	PC	IN SUPPORT OF YOUTH DEVELOPMENT	3,750
UNITED WAY OF WHITESIDE COUNTY PO BOX 806 STERLING,IL 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	134,670
UNIVERSITY OF COLORADO FOUNDATION INC 4200 E 9TH AVENUE B188 DENVER,IL 80262	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	6,000
UNIVERSITY OF DUBUQUE 200 UNIVERSITY AVENUE DUBUQUE,IL 52001	NONE	GOV	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	8,750
<b>Total . . . . .</b>  <b>3a</b>				3,162,190

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
WESLEY UNITED METHODIST CHURCH 2200 16TH AVE STERLING,IL 61081	NONE	PC	TO SUPPORT RELIGION RELATED/SPIRITUAL DEVELOPMENT	500
WHITESIDE AREA CAREER CENTER 1608 FIFTH AVENUE STERLING,IL 61081	NONE	PC	IN SUPPORT OF THE EDUCATION/INSTRUCTION AND RELATED	96,603
WHITESIDE COUNTY COMMUNITY HEALTH CLINIC 1300 W 2ND ST ROCK FALLS,IL 61071	NONE	PC	TO SUPPORT THE HEALTH/GENEAL AND RELATED MISSIONS	3,450
WHITESIDE COUNTY SENIOR CENTER 1207 W 9TH ST STERLING,IL 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	17,000
WOODLAWN ARTS ACADEMY - CAPITAL IMPROVEMENTS 3807 WOODLAWN STERLING,IL 61081	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	13,889
WOODLAWN ARTS ACADEMY - OPERATING EXPENSES 3807 WOODLAWN STERLING,IL 61081	NONE	PC	SUPPORT OF THE ORGANIZATIONS ARTS, CULTURE, HUMANITIES	242,299
YMCA AT UNIVERSITY OF ILLINOIS 1001 S WRIGHT ST CHAMPAIGN,IL 61820	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	6,350
YWCA OF THE SAUK VALLEY 412 FIRST AVE STERLING,IL 61081	NONE	PC	IN SUPPORT OF HUMAN SERVICE ACTIVITIES	22,500
<b>Total . . . . .</b>  <b>3a</b>				3,162,190

**TY 2014 Accounting Fees Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND AUDIT	48,540	24,270		24,270

**TY 2014 Investments Corporate  
Bonds Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CINCINNATI INVESTMENT BONDS	1,836,984	1,836,984
ADVENT	2,352,237	2,352,237
R2K INCOME NOTE	2,080,500	2,080,500
SPX LASERS	4,782,500	4,782,500

**TY 2014 Investments Corporate  
Stock Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
DISCOVERY GLOBAL OPPORTUNITY	5,476,015	5,476,015
RIVER ROAD SMALL/MID VALUE	3,139,730	3,139,730
SCHAFER CULLEN LARGE CAP VALUE	3,131,451	3,131,451

# TY 2014 Investments Government Obligations Schedule

**Name:** DILLON FOUNDATION

**EIN:** 36-6059349

**US Government Securities - End of  
Year Book Value:**

1,732,227

**US Government Securities - End of  
Year Fair Market Value:**

1,732,227

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0



**TY 2014 Investments - Other Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
BAY RESOURCE	FMV	3,126,544	3,126,544
DELAWARE INTERNATIONAL	FMV	3,816,050	3,816,050
FRONTPOINT	FMV	1,069,071	1,069,071
MILLENNIUM	FMV	5,435,953	5,435,953
TAX LIEN CERTIFICATES	FMV	89,409	89,409
WENTWORTH HAUSER	FMV	2,729,282	2,729,282
INVESTMENT OPTIONS	FMV	100,098	100,098
OPPORTUNISTIC PORTFOLIO	FMV	5,162,010	5,162,010
DOUBLELINE	FMV	5,208,838	5,208,838
STRATEGIC OPPORTUNITIES	FMV	3,165,001	3,165,001
EUR/JAP TRIG PLUS NT	FMV	2,967,007	2,967,007
DAL INCOME NOTE	FMV	2,000,000	2,000,000
BLACKSTONE ENERGY PARTNERS	FMV	94,196	0

TY 2014 Legal Fees Schedule

**Name:** DILLON FOUNDATION

**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	293	0		293

TY 2014 Other Assets Schedule

**Name:** DILLON FOUNDATION

**EIN:** 36-6059349

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CONSTRUCTION IN PROGRESS	684,261	684,261	684,261

TY 2014 Other Decreases Schedule

**Name:** DILLON FOUNDATION

**EIN:** 36-6059349

Description	Amount
CURRENT PERIOD UNREALIZED GAIN (LOSS) ON INVESTMENTS	3,638,032

**TY 2014 Other Expenses Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	1,368	0		1,368
DUES AND SUBSCRIPTIONS	2,236	0		2,236
MISCELLANEOUS	3,052	0		3,052
INSURANCE	12,481	0		12,481
TELEPHONE	2,424	0		2,424
BANK SERVICE CHARGES	2,827	129		2,698
POSTAGE	569	0		569
FILING FEES	750	750		0
REPAIRS AND MAINTENANCE	40	0		40

**TY 2014 Other Professional Fees Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	746,188	746,188		0
PMGJP & AC LLC FEES	900	900		0

**TY 2014 Taxes Schedule****Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME	43,000	0		0
FOREIGN TAXES PAID	32,003	32,003		0