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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

JUL 1, 2015

and ending

JUN 30, 2016

Name of foundation

WILLIAM G. MCGOWAN CHARITABLE FUND, INC.

A Employer identification number

52-1829785

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

30 S. WACKER DRIVE

Room/suite

1745

B Telephone number

312-544-4412

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

CHICAGO, IL 60606

C If exemption application is pending, check here ☐

G Check all that apply:

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☒

Address change

☐

Name change

D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

J Accounting method:

☒

Cash

☐ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

(from Part II, col (c), line 16)

\$ 164,054,353. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

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)

11 Other income

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A

1,071,301.

1,071,301.

2,858,252.

2,858,252.

6,815,964.

6,815,964.

6,815,964.

6,815,964.

82,357.

82,357.

10,827,874.

10,827,874.

161,710.

0.

208,650.

0.

32,970.

0.

1,894.

0.

27,482.

0.

1,480,568.

1,429,343.

79,133.

0.

11,918.

0.

143,692.

0.

494.

0.

312,299.

0.

2,460,810.

1,429,343.

8,186,657.

8,186,657.

10,647,467.

1,429,343.

180,407.

9,398,531.

N/A

523501
11-24-15

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

1

16331103 147228 102101

2015.04030 WILLIAM G. MCGOWAN CHARIT 102101_1

G44

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		1,325,019.	441,401.	441,401.	
	2	Savings and temporary cash investments		2,530,029.	2,943,062.	2,943,062.	
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		49,100.	23,031.	23,031.	
	10a	Investments - U.S. and state government obligations STMT 10		175,048.	0.	0.	
	b	Investments - corporate stock					
	c	Investments - corporate bonds					
	Liabilities	11	Investments - land, buildings, and equipment basis				
		Less: accumulated depreciation					
12		Investments - mortgage loans					
13		Investments - other STMT 11		153,648,974.	154,390,818.	160,078,518.	
14		Land, buildings, and equipment basis 550,259.					
		Less: accumulated depreciation STMT 9		0.	538,341.	538,341.	
15		Other assets (describe SECURITY DEPOSIT)		0.	30,000.	30,000.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		157,728,170.	158,366,653.	164,054,353.	
17		Accounts payable and accrued expenses					
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe STATEMENT 12)		34,910.	492,986.		
23	Total liabilities (add lines 17 through 22)		34,910.	492,986.			
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 X	27	Capital stock, trust principal, or current funds		126,298,054.	126,298,054.	
		28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
		29	Retained earnings, accumulated income, endowment, or other funds		31,395,206.	31,575,613.	
		30	Total net assets or fund balances		157,693,260.	157,873,667.	
31	Total liabilities and net assets/fund balances		157,728,170.	158,366,653.			

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	157,693,260.
2	Enter amount from Part I, line 27a	2	180,407.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	157,873,667.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	157,873,667.

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	P	VARIOUS	VARIOUS
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 6,815,964.			6,815,964.
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			6,815,964.
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	6,815,964.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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))
2014	8,431,872.	175,696,603.	.047991
2013	7,311,659.	164,017,985.	.044578
2012	8,026,735.	163,687,653.	.049037
2011	7,415,850.	153,501,937.	.048311
2010	7,692,372.	160,812,072.	.047835

2 Total of line 1, column (d)	2	.237752
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	.047550
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	162,715,957.
5 Multiply line 4 by line 3	5	7,737,144.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	93,985.
7 Add lines 5 and 6	7	7,831,129.
8 Enter qualifying distributions from Part XII, line 4	8	9,146,206.

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 ☒ and enter 1% of Part I, line 27b	1 93,985.
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 93,985.
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 93,985.
6	Credits/Payments:	
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a 103,349.
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	7 103,349.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 9,364.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☒	11 0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.

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

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

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

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

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NONE

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

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV

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

Part VII-A Statements Regarding Activities (continued)

	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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► WWW.WILLIAMMCGOWANFUND.ORG		
14 The books are in care of ► DIANA SPENCER, EXECUTIVE DIRECTOR Telephone no. ► 312-544-4412		
Located at ► 30 S. WACKER DRIVE, SUITE 1745, CHICAGO, IL ZIP+4 ► 60606		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		
and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here		X
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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 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 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		X

Form 990-PF (2015)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

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

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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 STATEMENT 13		161,710.	8,086.	0.

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

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

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

0

(continued)

[illegible]

0

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
2		
3		
4		

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

Form **990-PF** (2015)

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	159,322,994.
b Average of monthly cash balances	1b	5,870,871.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	165,193,865.
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	165,193,865.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,477,908.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	162,715,957.
6 Minimum investment return. Enter 5% of line 5	6	8,135,798.

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	8,135,798.
2a Tax on investment income for 2015 from Part VI, line 5	2a	93,985.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	93,985.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	8,041,813.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	8,041,813.
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	8,041,813.

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	9,146,206.
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	9,146,206.
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	5	93,985.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,052,221.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				8,041,813.
2 Undistributed income, if any, as of the end of 2015			7,961,657.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 9,146,206.			7,961,657.	
a Applied to 2014, but not more than line 2a				
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.			1,184,549.
d Applied to 2015 distributable amount	0.			
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				6,857,264.
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 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(i)(5)

2	a	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) 2015	(b) 2014	(c) 2013	(d) 2012	
	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).)

NONE

- 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.

NONE

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:

DIANA SPENCER, 312-544-4412

30 S. WACKER DRIVE, SUITE 1745, CHICAGO, IL 60606

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

-SEE WEB-SITE FOR APPLICATION INFORMATION AND REQUIREMENTS.

- c Any submission deadlines:

N/A

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

N/A

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				
BOARD AND STAFF MATCHING GRANTS				68,235.
EDUCATION GRANTS				2,962,661.
HEALTHCARE MEDICAL RESEARCH GRANTS				1,030,839.
HUMAN SERVICE PROGRAMS				1,769,672.
MCGOWAN SMALL FAMILY FUND PROGRAM				350,000.
Total	SEE CONTINUATION SHEET(S)			8,186,657.
b Approved for future payment				
NONE				
Total				0.

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

- | | | | |
|----------|---|------------|-----------|
| 1 | <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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
N/A		

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.			May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	Lew A. Mc...	11/9/2016	PRESIDENT	
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	KIMBERLY A. HAUMANN KIMBERLY A. HAUMA				P00546491
	Firm's name ▶ PLANTE & MORAN, PLLC			Firm's EIN ▶ 38-1357951	
	Firm's address ▶ 10 S. RIVERSIDE PLAZA 9TH FLOOR CHICAGO, IL 60606			Phone no. (312) 207-1040	

FY 2016 Regular Grants Awarded

Count: 127

Sum: \$7,768,422.00

Education Programs

Count: 53

Sum: \$2,962,661.00

Académie Lafayette \$20,000.00
Kansas City, MO
SMART Board Initiative

Arts for All Nevada formerly VSA arts of Nevada \$20,000.00
Reno, NV
Start with the Arts to Graduation

Aurora University \$117,000.00
Aurora, IL
Creating a Better Democracy through Ethical Decision-Making

Big Brothers Big Sisters of Greater Rochester \$20,000.00
Rochester, NY
Truancy Project. Mentoring Youth for Educational Success

Big Shoulders Fund \$125,000 00
Chicago, IL
Access Chairmen's Scholarship, Capital Improvements Program, and College Access Support Program

Bishop Miege High School \$50,000.00
Shawnee Mission, KS
The Helping Hand Tuition Fund

Boys Hope Girls Hope of Kansas City \$35,000 00
Overland Park, KS
Academic Achievement

By The Hand Club For Kids \$150,000.00
Chicago, IL
By The Hand Austin Club

Carnegie Mellon University, Tepper School of Business \$59,046.00
Pittsburgh, PA
2016 McGowan Fellow Katie Tippetts

Chicago Education Partnership \$25,000 00
Wheaton, IL
Moving Everest Charter School

City Year Chicago \$25,000.00
Chicago, IL

Whole School, Whole Child

Columbia University, Columbia Business School \$65,988.00
New York City, NY
2016 McGowan Fellow Gabriele Massari

Communities In Schools of Nevada \$50,000.00
Las Vegas, NV
Western Affiliate Expansion Program

Cristo Rey Kansas City \$50,000.00
Kansas City, MO
College Counseling and College Retention

Dartmouth College, Tuck School of Business \$60,966.00
Hanover, NH
2016 McGowan Fellow Alicia Dagrosa

DeLaSalle Education Center \$25,000.00
Kansas City, MO
Personalized Education and Post-Secondary Exploration Program

Donnelly College \$50,000.00
Kansas City, KS
Gateway to College at Donnelly College

Duke University, Fuqua School of Business \$60,600.00
Durham, NC
2016 McGowan Fellow David Cohen

E3 Rochester \$250,000.00
Rochester, NY
Charter School Growth Initiative

El Centro, Inc. \$35,000.00
Kansas City, KS
Academy for Children

ESL In-home Program of Northern Nevada \$25,000.00
Carson City, NV
General Operations

Family Learning Center \$35,000.00
Edwards, CO
General Operations

Finger Lakes Community College Foundation, Inc. \$57,409.00
Canandaigua, NY
Regional Educational Continuum (REC) Program

Fire Foundation: aka Foundation for Inclusive Religious Education \$50,000.00
Kansas City MO
FIRE Model Expansion

Geneva Reads Inc. \$4,000.00
Geneva, NY
General Operations

Georgetown University, McDonough School of Business \$53,850.00
Washington, DC
2016 McGowan Fellow David Crowley

Gerard Place \$125,000.00
Buffalo, NY
Gerard Place Community Center

Girl Scouts of NE Kansas & NW Missouri \$25,000.00
Kansas City, MO
Girl Scouts Urban Core Outreach

Greater Kansas City Community Foundation \$250,000.00
Kansas City, MO
Early Childhood Collaborative

Guadalupe Educational System Inc. \$25,000.00
Kansas City, MO
Helping First Generation College Goers

Hope Hall \$50,000.00
Rochester, NY
Career Development and Scholarship Program For Students Who Learn Differently

KIPP Chicago \$50,000.00
Chicago, IL
KIPP Through College

LEAP Innovations \$75,000.00
Chicago, IL
Driving Student Achievement through Innovation

Literacy Kansas City \$33,000.00
Kansas City, MO
Ticket to Read

Literacy Volunteers of Ontario-Yates \$30,000.00
Canandaigua, NY
K Train

M.K. Gandhi Institute for Nonviolence \$30,000.00
Rochester, NY
Project Think Before Reacting-Continuing Work in Rochester Schools

Massachusetts Institute of Technology, Sloan School of Management \$65,750.00
Cambridge, MA
2016 McGowan Fellow Tory Sheppard

NativityMiguel School of Scranton \$50,000.00
Scranton, PA
General Operations

Nevada Museum of Art \$50,000.00
Reno, NV
Steam Education Initiative

North Lawndale College Prep \$30,000.00
Chicago, IL

Phoenix Pact Scholarship Program

Northwestern University, Kellogg School of Management \$64,059.00
Evanston, IL
2016 McGowan Fellow Nikola Jakic

Ozanam \$25,000.00
Kansas City, MO
Education Scholarships for High-Risk Students

Phoenix Family \$5,000.00
Kansas City, MO
HIKE (Help Instill the Key to Education)

Rockhurst High School \$50,000.00
Kansas City, MO
Hurtado Scholars

Sierra Nevada Journeys \$31,703.00
Reno, NV
Classrooms Unleashed

SOS Outreach \$50,000.00
Avon, CO
Continued support of SOS Outreach year-round intensive, University Program

St Luke's Hospital Foundation, Inc. \$50,000.00
Kansas City, MO
The Children's SPOT

Starbridge Services, Inc. formerly Learning Disabilities Association of the Genesee Valley, Inc.
\$20,000 00
Rochester, NY
Tutoring and Coaching Services

The Artist Outreach \$30,000 00
Dallas, TX
Inspired Living and The STREAMliners

University of Chicago Booth School of Business \$62,780.00
Chicago, IL
2016 McGowan Fellow Nicole Bell

University of Michigan, Ross School of Business \$61,590.00
Ann Arbor, MI
2016 McGowan Fellow Jon Erdsieck

University of Pennsylvania, Wharton School of Business \$64,920.00
Philadelphia, PA
2016 McGowan Fellow Neil Vangala

Young Men's Educational Network \$40,000.00
Chicago, IL
YMEN 2015 General Operating Need

Healthcare and Medical Research
Count: 10

Sum: \$1,030,839.00

American Heart Association \$719,513.00
Dallas, TX
Healthy Way to Grow

CARE Chest of Sierra Nevada \$50,000.00
Reno, NV
Medical Resource Programs

CommunityHealth \$50,000.00
Chicago, IL
Essential Health Care for the Uninsured

Duchesne Clinic \$50,000.00
Kansas City, KS
Preventive Cardiac Care for Patients with Metabolic Syndrome

Family Focus, Inc. \$20,000.00
Chicago, IL
Healthy Hearts and Families (HHF)

Healthy Schools Campaign \$35,000.00
Chicago, IL
Change for Good

Mercy Hospital of Buffalo \$37,750.00
Buffalo, NY
Empowering Buffalo: Nurturing a Healthy Neighborhood

St. Joseph's Neighborhood Center \$16,000.00
Rochester, NY
SSJ AmeriCorps Interns

Starting Hearts \$17,500.00
Avon, CO
Starting Hearts Program Training and Outreach

The Children's Mercy Hospitals and Clinics \$35,076.00
Kansas City, MO
Integrating Healthy Lifestyles Initiative into Child Care Training-KC Metro

Human Services Programs
Count: 57

Sum: \$1,769,672.00

A Safe Haven Foundation \$100,000.00
Chicago, IL
Manufacturing Careers In Welding

After the Harvest \$20,000.00
Kansas City, MO
Produce Procurement Program and The Gleaning Network

Arapahoe House \$10,000.00
Thornton, CO
Housing and Employment Program

Assistance League of Reno-Sparks, \$20,000.00
Reno, NV
Food Pantry

Aurora Area Interfaith Food Pantry \$30,000.00
Aurora, IL
Hunger Relief Through Capacity Building and Food Rescue

Bayaud Enterprises \$25,471.00
Denver, CO
Pathways to Sustainable Employment

Bishop Sullivan Center \$22,000.00
Kansas City, MO
Feed the Hungry

Bright Future Foundation \$20,000.00
Avon, CO
Trauma-Focused Counseling and Psychological Services Program

Bristlecone Family Resources \$60,000.00
Reno, NV
Foundation for the Future

Catholic Charities of Northeast Kansas \$45,000.00
Overland Park, KS
Shalom House Shelter for Homeless Men—Supports to Build Self-Sufficiency

Child Advocacy Services Center, Inc./dba The Children's Place \$23,000.00
Kansas City, MO
Data and Outcomes Coordinator Stipend

Compeer Rochester, Inc. \$30,000.00
Rochester, NY
Youth & Family Mentoring Program

Connections to Success \$50,000.00
Kansas City, MO
Stabilizing the Lives of the Homeless through Pathways to Success

Cross-Lines Community Outreach \$25,000.00
Kansas City, KS
Cross-Lines' Housing Stabilization Program

Dimitri-House, Inc. \$25,000.00
Rochester, NY
Essential Assistance, Emergency Food Cupboard, and DASH: Expanding Capacity

EarthLinks, Inc. \$15,000.00
Denver, CO
EarthLinks-Workshop

Food Bank of Northern Nevada, Inc \$60,000 00
McCarran, NV

Mobile Pantry Program

Friends of the Poor \$48,725.00
Scranton, PA
General Operations

Hands of The Carpenter \$15,000.00
Lakewood, CO
Car Repair for Single Mothers

HappyBottoms \$50,000.00
Lenexa, KS
Diaper Distribution Program

Hope for Tomorrow, Inc. \$50,000.00
Aurora, IL
Men's & Veterans Recovery Home Program (MVRHP)

Housing Development Corporation \$100,000.00
Hazleton, PA
St. Gabriel House Restoration and Renovation

inner-city computer stars foundation (DBA: i.c stars) \$45,000.00
Chicago, IL
Technology, Business and Leadership Workforce Training Program

Jackson County CASA \$30,000.00
Kansas City, MO
Transition Project for Older Foster Youth

Jeffco Action Center, Inc., dba the Action Center \$35,000.00
Lakewood, CO
Providing Low-Income People a Hand-Up!

Jewish Family Services \$35,000.00
Overland Park, KS
Food & Shelter/Pantry

Kids TLC, Inc \$25,000.00
Olathe, KS
Capital Improvement Project

Lawndale Christian Health Center \$20,000.00
Chicago, IL
Homeless Health Care

Lazarus Ministries at Grand Avenue Temple \$10,000.00
Kansas City, MO
Emergency Shelter for Women

Lifespan of Greater Rochester, Inc. \$25,000.00
Rochester, NY
Employment Program for Older Adults

Mercy Housing-Lakefront \$20,000.00
Chicago, IL
Austin Affordable Housing and Family Service Center

Metropolitan Lutheran Ministry \$30,000.00
Kansas City, MO
Family Empowerment Program

Morning Glory Ministries \$15,000.00
Kansas City, MO
Job Empowerment Program

Nevada Youth Empowerment Project \$25,000.00
Reno, NV
Community Living Program

New Moms Inc. \$25,000.00
Chicago, IL
Workforce Development

Northern Illinois Food Bank \$25,000.00
Geneva, IL
BackPack Program

Open Door Ministries \$25,000.00
Denver, CO
Treasure House

Ridge House, Incorporated \$10,000.00
Reno, NV
Ridge House Josh Montoya Program

Rochester Area Interfaith Hospitality Network, Inc. \$10,000.00
Rochester, NY
Homeless Family Rental Subsidy Program

Rochester Rotary Charitable Trusts Inc. \$10,000.00
Rochester, NY
Sunshine Campership Program

Second Chances \$40,000.00
Denver, CO
Job Training and Life Skills Development

Seeking Common Ground, Inc. \$25,000.00
Canandaigua, NY
Herb Haven Social Venture

Seton Center \$25,000.00
Kansas City, MO
Empowering through Basic Human Needs

Spiritus Christi Prison Outreach \$30,000.00
Rochester, NY
Bridges to Care Project

The Children's Agenda, Inc. \$38,000.00
Rochester, NY
The Children's Agenda's Interfaith Collaborative

The Delores Project \$30,000.00
Denver, CO

Steps to Stability

The Empowerment Center \$10,000.00
Reno, NV
Workforce Development

The Mission Project \$24,120.00
Mission, KS
The Mission Project Wellness Initiative

United Community Services of Johnson County \$25,000.00
Lenexa, KS
Planning to Improve Employment Opportunities for Low Income Households

United Neighborhood Centers of Northeastern Pennsylvania \$25,000.00
Scranton, PA
Crisis Intervention Services

Valley Youth House Committee, Inc. \$25,000.00
Allentown, PA
Supportive Housing for Homeless Luzerne County Youth

Willow Domestic Violence Center formerly Alternatives for Battered Women \$25,000.00
Rochester, NY
Safe Place Project

Women's Resource Center \$80,856.00
Scranton, PA
WRC; Barbara J. Hart Justice Center

Women & Children's Center of the Sierra \$27,500.00
Reno, NV
Closing Gaps, Opening Doors

Work Options for Women \$40,000.00
Denver, CO
Culinary Job Skills Training Program

Year One Inc., dba Mile High Youth Corps \$10,000.00
Denver, CO
Youth Employment and Education Program for Metro Denver

Zion House \$25,000.00
Avon, NY
Zion Computer Training Center (ZCTC) Upgrade and Expansion

Memorial -- By Invitation Only
Count: 7

Sum: \$2,005,250.00

Greater Kansas City Community Foundation \$184,208 00
Kansas City, MO
Community Foundation Grant

National Archives Foundation \$150,000.00
Washington, DC

William G. McGowan Theater Program and Audience Development

Parasol Tahoe Community Foundation \$184,208.00
Incline Village, NV
Community Foundation Grant

Rochester Area Community Foundation \$184,209.00
Rochester, NY
Community Foundation Grant

The Field Museum \$750,000.00
Chicago, IL
Memorial

The Luzerne Foundation \$184,208.00
Luzerne, PA
Community Foundation Grant

The Scranton Area Foundation \$184,209 00
Scranton, PA
Community Foundation Grant

Western Colorado Community Foundation \$184,208.00
Grand Junction, CO
Community Foundation Grant

FY 2016 Family Fund and Matching Grants Awarded

Sum: \$418,235.40

Board & Staff Matching Grants

Sum: \$68,235.40

Commission on Economic Opportunity \$1,000.00
Wilkes-Barre, PA
Matching Grant Dan McGowan

DRI \$10,000.00
Reno, NV
Matching Grants John Worthington 2016

Food Bank of Northern Nevada, Inc. \$2,500.00
McCarran, NV
Matching Grant John Worthington 2016

French Heritage Society, Inc. \$10,000.00
New York, NY
Matching Grant John Worthington 2016

King's College \$1,000.00
Wilkes-Barre, PA
Matching Grant Gert March, 2016

Lake Tahoe SummerFest \$1,000.00
Incline Village, NV
Matching Grant John Worthington 2016

National Automobile Museum (The Harrah Collection) \$500.00
Reno, NV
Matching Grant John Worthington 2016

National Judicial College \$2,500.00
Reno, NV
Matching Grant Raggio Endowment at the NJC John Worthington 2016

Nevada Museum of Art \$15,000.00
Reno, NV
Matching Grant John Worthington 2016

Reno Philharmonic Association Inc. \$5,000.00
Reno, NV
Matching Grant John Worthington 2016

The Reno Chamber Orchestra, Inc \$500.00
Reno, NV
Matching Grant John Worthington 2016

University of Michigan Law School \$5,000.00
Ann Arbor, MI

Matching Grant John Worthington 2016

By The Hand Club For Kids \$250.00
Chicago, IL
Matching Grant Sherilyn July, 2015

Commission on Economic Opportunity \$1,000.00
Wilkes-Barre, PA
Matching Grant Dan McGowan July, 2015

Commission on Economic Opportunity \$1,000 00
Wilkes-Barre, PA
Matching Gert Thanksgiving Program July, 2015

First Evangelical Free Church \$1,500.00
Chicago, IL
Capital Campaign

NeighborWorks Northeastern PA \$100.00
Scranton, PA
Matching Grant Leo July, 2015

The Scranton School for Deaf & Hard of Hearing Children \$300.00
Pittsburgh, PA
Matching Leo July, 2015

Compassion International \$425.00
Colorado Springs, CO
Matching Grant Sherilyn November, 2015

Compassion International \$367.00
Colorado Springs, CO
Matching Mary Alice Gin November, 2015

CRU (Campus Crusade for Christ, Intl.) \$600.00
Orlando, FL
Matching Sherilyn (\$150 McElroy, \$150 Dennis, \$300 Wong) November, 2015

CRU (Campus Crusade for Christ, Intl.) \$900.00
Orlando, FL
Matching Mary Alice (\$300 McElroy, \$300 V Dennis, \$300 Wong) November, 2015

First Presbyterian Church of Aurora, IL \$3,363.00
Aurora, IL
Matching Mary Alice Gin November, 2015

Global Media Outreach \$300.00
Plano, TX
Lee Matching Sherilyn November, 2015

Global Media Outreach \$450.00
Plano, TX
Lee Matching Mary Alice November, 2015

New Tribes Mission \$360 00
Sanford, FL
Bangcong Matching Grant Sherilyn November, 2015

New Tribes Mission \$450.00
Sanford, FL
Matching Mary Alice (Bangcong) November, 2015

River Valley Community Church \$2,250.40
Aurora, IL
Matching Grant Sherilyn November, 2015

Teen Nite Inc. \$260.00
Aurora, IL
Matching Sherilyn November, 2015

Women at Risk International, Inc. \$360.00
Wyoming, MI
Matching Grant for Killar Sherilyn November, 2015

McGowan Small Family Fund Program
Sum: \$350,000.00

441 Ministries \$5,000.00
Rochester, NY
Discretionary Grant Mark Rosica March, 2016

Big Brothers Big Sisters of Greater Kansas City \$2,500.00
Kansas City, MO
Discretionary Grant Brian McGowan March, 2016

Children's Miracle Network/Children's Hospital CO Foundation \$5,000.00
Aurora, CO
Discretionary Grant Joe Rosica March, 2016

Commission on Economic Opportunity \$5,000.00
Wilkes-Barre, PA
Discretionary Grant Dan McGowan

Community Foundation of Greater Flint \$10,000.00
Flint, MI
Discretionary Grant Rob Manila March, 2016

Detroit RiverFront Conservancy \$3,000 00
Detroit, MI
Discretionary Grant Rob Manilla March, 2016

DRI \$5,000.00
Reno, NV
Discretionary Grant John Worthington March, 2016

Exponent Philanthropy \$5,000 00
Washington, DC
Discretionary Grant Diana Spencer March, 2016

Food Bank of Northern Nevada, Inc. \$3,500.00
McCarran, NV
Discretionary Grant John Worthington March, 2016

Forgotten Harvest \$3,000.00

Oak Park, MI
Discretionary Grant Rob Manilla March, 2016

French Heritage Society, Inc. \$5,000.00
New York, NY
Discretionary Grant John Worthington March, 2016

Gleaners Community Food Bank, Inc \$3,000 00
Detroit, MI
Discretionary Grant Rob Manilla March, 2016

Greater KS City Community Foundation \$2,500 00
Kansas City, MO
Landon Aleric Hadermann Memorial

Holy Redeemer High School \$5,000.00
Wilkes-Barre, PA
Good Shepherd Academy Discretionary Grant Gert McGowan March, 2016

Holy Redeemer High School \$5,000.00
Wilkes-Barre, PA
Good Shepherd Academy Discretionary Grant Dan McGowan March, 2016

Kansas City Chapter of UNICO National \$2,500.00
Kansas City, MO
UNICO Scholarship Program

Keuka Housing Council \$2,500.00
Penn Yan, NY
Discretionary Grant Marianne Rosica Brand March, 2016

Lighthouse of Oakland County \$3,000.00
Pontiac, MI
Discretionary Grant Rob Manilla March, 2016

Make-A-Wish Kansas \$1,000.00
Wichita, KS
Discretionary Grant Bill March, 2016

National Archives Foundation \$5,000 00
Washington, DC
Discretionary Grant Diana Spencer March, 2016

Nevada Museum of Art \$5,000.00
Reno, NV
Discretionary Grant John Worthington March, 2016

Northeastern PA Council, Boy Scouts of America \$2,500.00
Moosic, PA
Campership Support for Local Scouts In Need

Northeastern Resources Development Corporation \$2,500.00
Wilkes Barre, PA
Discretionary Grant Dan McGowan

Reno Philharmonic Association Inc. \$3,500.00
Reno, NV
Discretionary Grant John Worthington March, 2016

San Jorge Children's Foundation \$2,500.00
San Juan, PR
Club Curry Benefit for San Jorge Children's Foundation

SAY Detroit \$3,000 00
Detroit, MI
Discretionary Grant Rob Manilla March, 2016

Scranton Preparatory School \$5,000.00
Scranton, PA
Scranton Preparatory School Financial Aid Program

Seneca Park Zoo Society \$5,000.00
Rochester, NY
Discretionary Grant Dan Rosica

St Matthew Church \$1,000.00
Livonia, NY
Parish Life Program

St. Nicholas-St. Mary School \$5,000.00
Wilkes-Barre, PA
Discretionary Grant Gert McGowan March, 2016

St Nicholas-St. Mary School \$5,000.00
Wilkes-Barre, PA
Discretionary Grant Dan McGowan

St Nicholas Church \$2,500.00
Wilkes-Barre, PA
Discretionary Grant Gert McGowan March, 2016

St Nicholas Church \$2,500.00
Wilkes-Barre, PA
Discretionary Grant Dan McGowan

St Paul Catholic School \$5,000.00
Olathe, KS
Discretionary Grant Bill McGowan

Survive! \$5,000.00
Gypsum, CO
Discretionary Grant Joe Rosica March, 2016

The Luis A. Ferré Foundation, Inc - Museo de Arte de Ponce \$2,500.00
Ponce, Puerto Rico
Discretionary Grant Brian March, 2016

The Reno Chamber Orchestra, Inc. \$3,000.00
Reno, NV
Discretionary Grant John Worthington March, 2016

The University of KS Hospital \$5,000.00
Kansas City, KS
Discretionary Grant Mary McGowan Swartz March, 2016

U.S. Wrestling Foundation \$2,500 00

Short Hills, NJ
Discretionary Grant Brian March, 2016

Uplift Organization \$19,000.00
Kansas City, MO
Discretionary Grant Bill McGowan March, 2016

URMC Cardiology at Highland \$4,000.00
Rochester, NY
Heart Failure Pathway Program

Vigilant Torch Foundation \$2,500.00
Alexandria, VA
Discretionary Grant Brian March, 2016

Volunteers of America CO Branch \$5,000.00
Denver, CO
Volunteers of America CO Branch

Yates Council on Alcoholism \$2,500.00
Penn Yan, NY
Yates Substance Abuse Coalition Discretionary Grant Marianne Brand March, 2016

Yates Cultural & Recreational Resources, Inc \$2,500.00
Penn Yan, NY
Lose and Win – Discretionary Grant Marianne Rosica Brand March, 2016

Aurora University \$5,000.00
Aurora, IL
Discretionary Grant Diana Spencer July, 2015

Aurora University \$5,000.00
Aurora, IL
Celebrating Arts & Ideas Series at Aurora University

Aurora University \$5,000.00
Aurora, IL
Amazing Summer Science: Teeny Tiny World of STEM (Scholarships)

Badge of Honor Association \$4,000.00
Rochester, NY
Badge of Honor

Boy Scouts #316 c/o Queen of Apostles Parish \$1,500.00
Avoca, PA
Boy Scouts Troop #316

Commission on Economic Opportunity \$5,000.00
Wilkes-Barre, PA
Discretionary Thanksgiving Program Gert July, 2015

Donors Forum \$5,000.00
Chicago, IL
Discretionary Grant July, 2015 Diana Spencer

Friends of the Poor \$2,500.00
Scranton, Pa
Family to Family Thanksgiving Food Basket Program

Gift of Life \$5,000.00
Overland Park, KS
Gift of Life - Life Mentors & Transplant Outreach Education from the annual Fund-Need-Program

Gold Star Families Memorial of Greater Rochester, NY \$3,000.00
Fairport, NY
Gold Star Families Memorial of Greater Rochester, NY

Greater KS City Community Foundation \$5,000.00
Kansas City, MO
Hopeful Blessings

Joni and Friends Chicago \$5,000.00
Oak Brook, IL
Family Retreat

KIDS HOPE USA \$5,000.00
Zeeland, MI
Elevate & Extend - KHUSA 2015 (Chicago/Aurora)

Literacy Volunteers of Ontario-Yates \$2,500.00
Canandaigua, NY
Penn Yan Well Child Visit Book Program

Mark Seven Deaf Foundation \$5,000.00
Rochester, NY
Deaf Film Camp

Penn Yan United Methodist Church \$5,000.00
Penn Yan, NY
Community Cafe

Presence Mercy Medical Center Foundation \$5,000.00
Aurora, IL
Sister Rita Heart Center - (1 Holter Monitor & 2 Sonographer Chairs)

The Jamie Kotula Foundation \$1,000.00
Elmhurst, PA
Discretionary Grant Leo July, 2015

The Scranton School for Deaf & Hard of Hearing Children \$5,000.00
Pittsburgh, PA
Phase Three Renovations

Thrive to Survive \$5,000.00
Rochester, NY
Family Fund Dan Rosica July, 2015

Yates Cultural & Recreational Resources, Inc. \$5,000.00
Penn Yan, NY
YCRR Community Food Trailer Project

YMCA of Greater Rochester - Camp Cory \$5,000.00
Penn Yan, NY
YMCA Camp Cory

American Heart Association \$5,000.00

Dallas, TX
Discretionary Grant November, 2015 Diana Go Red For Women

CASA Kane County \$5,000.00
Geneva, IL
Discretionary Grant November, 2015 Sherilyn Child Advocacy Program

Catholic Charities of Northeast KS \$5,000.00
Overland Park, KS
Discretionary Grant Mary Swartz November, 2015

De La Mesa A La Calle, Inc. \$5,000.00
San Juan, PR
Discretionary Grant Brian November, 2015

Greater KS City Community Foundation \$2,500.00
Kansas City, MO
Discretionary Grant November, 2015 Brian Geaux Haiti Fund

Holy Redeemer High School \$5,000.00
Wilkes-Barre, PA
Discretionary Grant November, 2015 Gert Roof Replacement

King's College \$5,000.00
Wilkes-Barre, PA
The John J. McGowan '61 Scholarship

Literacy Volunteers of Rochester \$1,000.00
Rochester, NY
Discretionary Grant November, 2015 Brain Game Dan Rosica

New Tribes Mission, \$5,000.00
Sanford, FL
Discretionary Grant November, 2015 Mary Alice Peter and Rosario Bangcong

Pittsburg, KS State University \$5,000.00
Pittsburg, KS
Discretionary Grant Mary McGowan Swartz November, 2015

Rochester Institute of Technology \$2,000.00
Rochester, NY
RIT Alumni House

St. Leo's Church \$2,500.00
Ashley, PA
Discretionary Grant November, 2015 Leo McGowan

St. Leo's Church \$5,000.00
Ashley, PA
Discretionary Grant November, 2015 Dan McGowan

St. Leo's Church \$2,500.00
Ashley, PA
Discretionary Grant November, 2015 Gert McGowan

Teen Nite Inc. \$5,000.00
Aurora, IL
Teen Nite, Inc.

Tucson Chinese Association \$5,000.00

Tucson, AZ

Discretionary Grant November, 2015 Sherilyn Kingsbury Extend Senior Program

Tucson Chinese Association \$5,000.00

Tucson, AZ

Discretionary Grant November, 2015 Mary Alice Gin

Copy of New Applicants

McGowan Charitable Foundation

Grant Amount Requested*

Character Limit: 20

Project Name*

Name of Project

Character Limit: 100

Funding Recommendation

Funding Recommendation

Year Incorporated*

Please fill in the year your organization was incorporated in the space below.

Character Limit: 4

McGowan Fund Geographic Region*

Please select the approved Geographic Region your organization is located in from the drop down box below. (Please note Washington DC, Virginia, and Buffalo, New York are by invitation only.)

Choices

Pennsylvania: Lackawanna County

Pennsylvania: Luzerne County

Colorado: Denver Metropolitan

Colorado: Eagle County

Colorado: Lake County

Nevada: Reno Metropolitan

Illinois: Chicago- Austin

Illinois: Chicago- North Lawndale

Illinois: Aurora

New York: Rochester Metropolitan

New York: Buffalo Metropolitan –Invitation Only

Kansas: Metropolitan Kansas City

McGowan Fund Program*

Please select what McGowan Fund Program your project falls.

McGowan Fund Program Abbreviated

Please select what McGowan Fund Program your project falls in: *Education: Improving High School Retention and Graduation Rates *Healthcare and Medical Research: Addressing Needs in Cardiac Healthcare or Research *Community Programs: Supporting Vulnerable Populations including those who suffer from abuse, those who are disabled, and those who suffer from hunger, homelessness, unemployment, or illness.

Choices

Education Programs

Healthcare: Cardiac Healthcare Programs

Healthcare: Medical Research Programs

Community Programs

Age Group Served*

Please select what Age Group your Program serves from the following: Infants (0-5), Children (6-13), Young Adults (14-22), Adults, Senior Citizens. You may list all that apply.

*Character Limit: 100***Ethnic Group Served***

Please select what Ethnic Group your Program serves including Percentages from the following: African American, Asian American, Caucasian, Hispanic, Native American, Mixed Descent. You may list all that apply. Please note percentages should total 100%.

*Character Limit: 120***Type of Support***

Please select from the drop down list what kind of support is being requested.

Choices

Capital

General Operations

Program

Building Funds

Purpose of Organization*

Please briefly describe the purpose of your organization (activities actually pursued, not the charter or governing statement) in the space provided below.

*Character Limit: 2000***Summary of Grant Request***

Please provide a short summary of the purpose of the grant request in the space provided. Larger narrative will be requested to come in the application.

*Character Limit: 850***Meeting Date**

Please provide the upcoming meeting date for this grant.

*Character Limit: 10***Board Director Assignment**

Board Director assigned to review, recommend, or decline grant.

Choices

Sue Gin McGowan

Marianne Brand

Michael N. Cachine, Sr.

Mary Alice Gin
Sherilyn S. Kingsbury
Gertrude C. McGowan
Leo A. McGowan
Mary McGowan-Swartz
Thomas J. McGowan, Jr.
William P. McGowan
A. Joseph Rosica
Daniel J. Rosica
Kathryn A. Rosica
Mark J. Rosica
John R. Worthington
Brian G. McGowan
Daniel McGowan
Diana K. Spencer

Comments

Character Limit: 250

Statement of Existing Partnerships*

Please provide existing partnerships, strategic alliances or collaborative efforts that the organization is involved in or pursuing.

Character Limit: 1000

Narrative of Grant Request

Please provide a detailed description of the purpose of the grant request in the space provided. Please identify the community need and goals and rationale for the program. How will systemic change be realized by your efforts?

Character Limit: 3000

Board Decision

Character Limit: 200

McGowan Fellow's Program

McGowan Fellow's Program

Character Limit: 50

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	940,993.	940,993.	
OTHER INTEREST INCOME	130,308.	130,308.	
TOTAL TO PART I, LINE 3	1,071,301.	1,071,301.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	2,858,252.	0.	2,858,252.	2,858,252.	
TO PART I, LINE 4	2,858,252.	0.	2,858,252.	2,858,252.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	82,357.	82,357.	
TOTAL TO FORM 990-PF, PART I, LINE 11	82,357.	82,357.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,894.	0.		1,894.
TO FM 990-PF, PG 1, LN 16A	1,894.	0.		1,894.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	27,482.	0.		27,482.
TO FORM 990-PF, PG 1, LN 16B	27,482.	0.		27,482.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	51,225.	0.		51,225.
INVESTMENT ADVISOR FEES	1,429,343.	1,429,343.		0.
TO FORM 990-PF, PG 1, LN 16C	1,480,568.	1,429,343.		51,225.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	60,000.	0.		0.
PAYROLL TAXES	19,133.	0.		19,133.
TO FORM 990-PF, PG 1, LN 18	79,133.	0.		19,133.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DIRECTOR EXPENSES	6,354.	0.		6,354.
UTILITIES AND PARKING	8,553.	0.		8,553.
BOARD EDUCATION	6,067.	0.		6,067.
INSURANCE	7,425.	0.		7,425.
STAFF DEVELOPMENT	7,669.	0.		7,669.
POSTAGE AND DELIVERY	7,914.	0.		7,914.
PUBLICATIONS & DUES	15,974.	0.		15,974.
ANNUAL REPORT	17,816.	0.		17,816.
TECHNOLOGY	22,707.	0.		22,707.
MCGOWAN FELLOWS PROGRAM	17,772.	0.		17,772.
MISCELLANEOUS	19,124.	0.		19,124.
MCGOWAN SYMPOSIUM	171,058.	0.		171,058.
OFFICE EXPENSE	3,866.	0.		3,866.
TO FORM 990-PF, PG 1, LN 23	312,299.	0.		312,299.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
FURNITURE & FIXTURES	13,734.	818.	12,916.	12,916.
LEASEHOLD IMPROVEMENTS	168,796.	11,027.	157,769.	157,769.
OTHER ASSETS	6,248.	73.	6,175.	6,175.
RIGHT OF USE ASSET - OFFICE LEASE	361,481.	0.	361,481.	361,481.
TO 990-PF, PART II, LN 14	550,259.	11,918.	538,341.	538,341.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 10
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - DREYFUS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA - FIXED INCOME	COST	36,164,033.	14,109,062.
BANK OF AMERICA - US EQUITIES	COST	24,910,904.	33,060,291.
LAZARD	COST	4,135,102.	4,613,445.
ALLIANZ VALUE FUND	COST	49,832,698.	49,832,698.
BRANDES	COST	9,140,106.	10,047,597.
VONTOBEL	COST	0.	0.
WELLINGTON DIVERSIFIED HEDGES	COST	7,150,599.	5,631,155.
VANGUARD 500 INDEX	COST	0.	0.
FLAG ENERGY & RESOURCES	COST	923,629.	923,629.
MARATHON	COST	1,452,104.	1,633,776.
MHR	COST	234,859.	276,607.
TRADING SECURITIES	COST	<1,394,386.>	18,687,606.
JLL	COST	378,803.	419,888.
AEA INVESTORS	COST	96,769.	96,772.
ALLBLUE LIMITED	COST	469,450.	473,892.
ANCHORAGE CAPITAL PARTNERS	COST	2,947,211.	2,812,767.
DAVIDSON KEMPNER INTERNATIONAL	COST	2,992,399.	3,043,563.
HBK MULTI-STRATEGY OFFSHORE	COST	2,966,431.	3,062,930.
JANA OFFSHORE PARTNERS	COST	2,211,641.	1,965,147.
MW EUREKA	COST	2,213,766.	2,190,171.
NORTH RUN OFFSHORE PARTNERS	COST	2,222,644.	1,834,547.
ELOT	COST	163,663.	163,663.
OZ OVERSEAS	COST	2,948,597.	2,948,597.
SEG PARTNERS OFFSHORE	COST	2,229,796.	2,250,715.
TOTAL TO FORM 990-PF, PART II, LINE 13		154,390,818.	160,078,518.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 12

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

CREDIT CARDS
LEASE34,910.
0.8,105.
484,881.

TOTAL TO FORM 990-PF, PART II, LINE 22

34,910.

492,986.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 13
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY ALICE GIN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
SHERILYN KINGSBURY 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
GERTRUDE MCGOWAN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
LEO MCGOWAN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	PRESIDENT 10.00	0.	0.	0.
WILLIAM P. MCGOWAN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	CHAIRMAN OF THE BOARD 10.00	0.	0.	0.
A. JOSEPH ROSICA 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	SECRETARY 10.00	0.	0.	0.
DANIEL ROSICA 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
MARK ROSICA 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
MARY MCGOWAN-SWARTZ 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
JOHN WORTHINGTON 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.

WILLIAM G. MCGOWAN CHARITABLE FUND, INC.

52-1829785

BRIAN MCGOWAN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	TREASURER 10.00	0.	0.	0.
ROBERT MANILLA 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
DANIEL MCGOWAN 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
MARIANNE ROSICA-BRAND 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	DIRECTOR 10.00	0.	0.	0.
DIANA K. SPENCER 30 S. WACKER DRIVE, SUITE 1745 CHICAGO, IL 60606	EXECUTIVE DIRECTOR 40.00	161,710.	8,086.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

161,710.	8,086.	0.
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