

Form 990-PF

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.

Department of the Treasury
Internal Revenue ServiceInformation about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

03/01, 2016, and ending

02/28, 2017

Name of foundation ALPHAWOOD FOUNDATION		A Employer identification number 36-3805338
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (773) 975-0401
2401 N. HALSTED ST, STE 200		
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60614		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 B4 ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 124,632,173. J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A) check here. ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (attach schedule)				
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	2,810,157.	2,936,773.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,437,339.			
b	Gross sales price for all assets on line 6a 16,836,491.				
7	Capital gain net income (from Form 990-B, 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) (attach schedule)				
11	Other income (attach schedule) ATCH. 1	45,543.	2,641.		
12	Total. Add lines 1 through 11	4,293,039.	5,441,528.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH. 2	38,425.			38,425.
b	Accounting fees (attach schedule) ATCH. 3	76,899.			65,899.
c	Other professional fees (attach schedule) [4]	42,303.			42,303.
17	Interest ATCH. 5	28,102.	27,981.		
18	Taxes (attach schedule) (see instructions) [6]	83,441.	12,888.		
19	Depreciation (attach schedule) and depletion	571.			
20	Occupancy				
21	Travel, conferences, and meetings	55,869.			55,869.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH. 7	1,377,736.	191,117.		1,174,885.
24	Total operating and administrative expenses. Add lines 13 through 23.	1,703,346.	231,986.		1,377,381.
25	Contributions, gifts, grants paid	15,349,136.			15,349,136.
26	Total expenses and disbursements. Add lines 24 and 25	17,052,482.	231,986.	0.	16,726,517.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-12,759,443.			
b	Net investment income (if negative, enter -0-)		5,209,542.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	3,829,680.	2,599,204.	2,599,204.
	3	Accounts receivable ▶ 2,562.			
		Less allowance for doubtful accounts ▶	207,710.	2,562.	2,562.
	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.	3,793.	5,026.	5,026.
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)[8]	36,570,963.	20,016,038.	20,016,038.
	b	Investments - corporate stock (attach schedule) ATCH 9	66,994,503.	82,224,661.	82,224,661.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule) ATCH 10	14,462,711.	12,303,688.	12,303,688.
14		Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	48,223.		
			3,590.	10,712.	44,633.
15		Other assets (describe ▶ ATCH 11)	302,442.	7,436,361.	7,436,361.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	122,382,514.	124,632,173.	124,632,173.
17		Accounts payable and accrued expenses	15,568.	310,555.	
18		Grants payable.	10,545,570.	4,854,903.	
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 ▶ ATCH 12)	159,156.	289,221.		
23	Total liabilities (add lines 17 through 22)	10,720,294.	5,454,679.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	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 . .	111,662,220.	119,177,494.	
	30	Total net assets or fund balances (see instructions)	111,662,220.	119,177,494.	
	31	Total liabilities and net assets/fund balances (see instructions)	122,382,514.	124,632,173.	

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	111,662,220.
2	Enter amount from Part I, line 27a	2	-12,759,443.
3	Other increases not included in line 2 (itemize) ▶ ATCH 13	3	20,425,144.
4	Add lines 1, 2, and 3	4	119,327,921.
5	Decreases not included in line 2 (itemize) ▶ ATCH 14	5	150,427.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	119,177,494.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE					
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					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			2	2,502,114.	
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	0.	

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.

(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))
2015	25,983,653.	135,928,704.	0.191156
2014	26,632,217.	154,851,114.	0.171986
2013	23,670,766.	169,788,474.	0.139413
2012	11,682,084.	160,459,264.	0.072804
2011	13,519,613.	154,428,005.	0.087546
2 Total of line 1, column (d)			2 0.662905
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 0.132581
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 120,241,279.
5 Multiply line 4 by line 3.			5 15,941,709.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 52,095.
7 Add lines 5 and 6.			7 15,993,804.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 24,073,142.

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 52,095.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2
3 Add lines 1 and 2		3 52,095.
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 52,095.
6 Credits/Payments		
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 66,462.	
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 66,462.
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 14,367.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 14,367. Refunded ☐ ☒		11

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	X	
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA, IL, ☐		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ▶ N/A		
14 The books are in care of ▶ JOAN BARRY Telephone no ▶ 773-975-0401		
Located at ▶ 2401 N HALSTED, STE 200 CHICAGO, IL ZIP+4 ▶ 60614		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		
See the instructions for exceptions and filing requirements for FinCEN Form 114. 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)?		N/A
Organizations relying on a current notice regarding disaster assistance check here ▶		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ 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 2016 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 2016)		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 2016?		X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here **N/A** ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 17		0.	0.	0.

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 18		76,899.
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	ALPHAWOOD EXHIBITIONS, LLC - SEE ATTACHMENT 18.1	
		1,037,522.
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	SEE ATTACHMENT 18.2	
		7,312,233.
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		▶ 7,312,233.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	107,924,298.
b	Average of monthly cash balances	1b	3,384,933.
c	Fair market value of all other assets (see instructions)	1c	10,763,133.
d	Total (add lines 1a, b, and c)	1d	122,072,364.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	122,072,364.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,831,085.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	120,241,279.
6	Minimum investment return. Enter 5% of line 5	6	6,012,064.

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	6,012,064.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	52,095.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	8,633.
c	Add lines 2a and 2b	2c	60,728.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,951,336.
4	Recoveries of amounts treated as qualifying distributions	4	1,531.
5	Add lines 3 and 4	5	5,952,867.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	5,952,867.

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	16,726,517.
b	Program-related investments - total from Part IX-B	1b	7,312,233.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	34,392.
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	24,073,142.
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	52,095.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,021,047.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				5,952,867.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 14 , 20 13 , 20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011 5,914,239.				
b From 2012 3,872,593.				
c From 2013 15,445,992.				
d From 2014 18,999,267.				
e From 2015 19,287,132.				
f Total of lines 3a through e	63,519,223.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 24,073,142.				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				5,952,867.
e Remaining amount distributed out of corpus.	18,120,275.			
5 Excess distributions carryover applied to 2016 . (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:	81,639,498.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions.				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	5,914,239.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	75,725,259.			
10 Analysis of line 9				
a Excess from 2012 3,872,593.				
b Excess from 2013 15,445,992.				
c Excess from 2014 18,999,267.				
d Excess from 2015 19,287,132.				
e Excess from 2016 18,120,275.				

Form **990-PF** (2016)

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

NOT APPLICABLE

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 2016, enter the date of the ruling

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

	Tax year		Prior 3 years		(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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					
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))

FRED EYCHANER

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

N/A

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

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

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

ATCH 19

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

ATCH 19.1

c Any submission deadlines

ATCH 19.1

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

ATCH 19.1

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				
ATCH 20				
Total			3a	15,349,136.
b Approved for future payment				
ATCH 21				
Total			3b	1,461,473.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .						
4 Dividends and interest from securities				14	2,810,157.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property. .						
7 Other investment income		900004	42,902.	01	2,641.	
8 Gain or (loss) from sales of assets other than inventory		900004	104,809.	18	1,332,530.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)			147,711.		4,145,328.	
13 Total. Add line 12, columns (b), (d), and (e)						4,293,039.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B	Relationship of Activities to the Accomplishment of Exempt Purposes
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[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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

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.

**Sign
Here**

Signature of officer or trustee

145-18
Date

Assn. Treasurer

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
JACOB J ZEHNDER

Preparer's signature _____

Ch. L. Zill

Date
01/15/18

Check ☐ if
self-employed

PTIN	P01564049
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Firm's name	▶ ERNST & YOUNG U.S. LLP
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Firm's EIN ▶ 34-6565596

Firm's address ► 155 N. WACKER DRIVE
CHICAGO, IL

60606

Phone no 312-879-2000

Form 990-PF (2016)

FEIN 36-3805338

Part IV, Line 1a

Schedule of Realized Gains/Losses - Tax Basis

Fiscal year March 1, 2016 through February 28, 2017

Fiscal year March 1, 2016 through February 28, 2017

(a) Qty shares / Face value	(a) Security	(b) P = purch D = donate	(c) Date acquired	(d) Date sold	(e) Proceeds	(f) Cost/tax basis	(g) Short-term Gain (Loss)	(h) Long-term Gain (Loss)	(i) Section 1231 Gains	(j) Section 1250 Gain Reclass	(k) Section 1256 Adj
3,682	3,682 Share DHI sold 5/12/16	P	5/11/16(Prior 2016)	5/12/2016	\$ 23,409.11	2,932.00					
160,000	160,000 Shares Dundee Metal sold 8/30/16	P	9/98 & 10/98	8/30/2016	\$ 458,211.55	214,638.00	20,477.11	\$ 243,573.55			
4,000,000	U S Treasury Note-4 50M 5/15/17	P	5/29/2007	7/5/2016	\$ 4,136,200.00	3,985,919.64		150,280.36			
1,000,000	U S Treasury Note-4 875M 8/15/16	P	9/15/2008	7/29/2016	\$ 1,001,880.00	1,000,630.53		1,249.47			
1,600,000	U S Treasury Note-4 50M 5/15/17	P	5/29/2007	8/31/2016	\$ 1,643,872.00	1,595,390.25		48,481.75			
1,500,000	U S Treasury Note-4 50M 5/15/17	P	5/29/2007	9/19/2016	\$ 1,537,796.70	1,495,997.86		41,798.84			
1,000,000	U S Treasury Note-4 625M 11/15/16	P	11/15/2012	10/25/2016	\$ 1,002,110.00	1,002,257.82		(147.82)			
1,000,000	U S Treasury Note-4 50M 5/15/17	P	5/29/2007	12/19/2016	\$ 1,021,213.15	997,802.75		23,410.40			
1,900,000	U S Treasury Note-4 50M 5/15/17	P	5/29/2007	12/19/2016	\$ 1,929,390.63	1,896,868.91		32,521.72			
2,000,000	U S Treasury Note-2 375M 5/31/18	P	7/1/2011	1/10/2017	\$ 2,036,638.20	1,984,531.24		52,106.96			
700,000	U S Treasury Note 2 375M 5/31/18	P	7/1/2011	2/14/2017	\$ 699,715.76	694,585.93		5,129.83			
1,300,000	U S Treasury Note-2 375M 5/31/18	P	8/6/2013	2/14/2017	\$ 1,335,124.24	1,317,516.17		17,608.07			
Quadangle Capital Partners I, LP			(10/2000,4/2014,11/2015)	12/8/2016	\$ 10,930.00	\$ (156,512.95)		\$ 167,442.95			

SUB-TOTAL

[illegible]

Partnerships

Σ K-1's	Partnerships Gains (Losses) - Short-term		
Σ K-1's	Partnerships Gains (Losses) - Long term		
Σ K-1's	Less: Excluded UBI from Partnerships		
Σ K-1's	Contracts and straddles		
Σ K-1's	Partnerships Gains (Losses) - 1231		
Σ K-1's	Less: Excluded UBI from Partnerships		
Σ K-1's	Partnerships Gains (Losses) - 1250		
SUB-TOTAL	Partnerships	(140,825 00)	1,837,310 00
			1,698 00

Per Part IV, Capital Gains and Losses for Tax on Investment Income

TOTAL	Per Part IV Capital Gains and Losses for Tax on Investment Income
	<u>2,502,114.19</u>

2,502,114.19

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ORDINARY INCOME/LOSS FROM P-SHIP	40,421.	
RENTAL REAL ESTATE FROM P-SHIP	-127.	-378.
CANCELLATION OF DEBT	46.	28.
OTHER INCOME FROM PARTNERSHIPS	3,672.	2,991.
RETURN OF GRANTS PAID	1,531.	
TOTALS	<u>45,543.</u>	<u>2,641.</u>

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	38,425.			38,425.
TOTALS	<u>38,425.</u>			<u>38,425.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	76,899.			65,899.
TOTALS	<u>76,899.</u>			<u>65,899.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	42,303.	42,303.
TOTALS	<u>42,303.</u>	<u>42,303.</u>

ATTACHMENT 5FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP INTEREST EXPENSE	28,102.	27,981.
TOTALS	<u>28,102.</u>	<u>27,981.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ESTIMATED TAX PAYMENTS	70,552.	
FOREIGN TAXES PAID	1,312.	1,311.
FOREIGN TAXES - ISHARES	11,577.	11,577.
TOTALS	<u>83,441.</u>	<u>12,888.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES	18,186.		18,186.
SUBSCRIPTIONS	14,484.		14,484.
STAFF DEVELOPMENT	1,873.		1,873.
INSURANCE	11,291.		11,291.
MEMBERSHIP EXPENSE	5,720.		5,720.
RECRUITING	1,680.		1,680.
OTHER DEDUCTIONS - P-SHIP	201,004.	191,117.	
BANK FEES	2,224.		2,224.
LICENSES & FEES	1,164.		1,164.
INFORMATION TECHNOLOGY EXPENSE	3,386.		3,386.
PENALTIES	1,847.		
EXHIBITION EXPENSE	1,037,522.		1,037,522.
PAYROLL & RELATED EXPENSES	76,590.		76,590.
SHIPPING & POSTAGE	501.		501.
MISCELLANEOUS	264.		264.
TOTALS	<u>1,377,736.</u>	<u>191,117.</u>	<u>1,174,885.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. TREASURY NOTES	36,570,963.	20,016,038.	20,016,038.
US OBLIGATIONS TOTAL	<u>36,570,963.</u>	<u>20,016,038.</u>	<u>20,016,038.</u>

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD GROUP FUND	64,217,119.	79,112,143.	79,112,143.
MARKETABLE SECURITIES	2,777,384.	3,112,518.	3,112,518.
TOTALS	<u>66,994,503.</u>	<u>82,224,661.</u>	<u>82,224,661.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 10

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WHITEHALL STREET R/E XI	57,224.	57,372.	57,372.
WHITEHALL PARALLEL R/E XIII	28,055.	12,511.	12,511.
ABRY IV, LP	727,054.	11,303.	11,303.
SANDLER CAP PTNRS V FTE	2,556,286.	2,774,487.	2,774,487.
SPROUT CAPITAL IX	6,862.		
ABRY MEZZANINE PARTNERS, LP	164,720.	7,657.	7,657.
ABRY PARTNERS V, LP	185,187.	173,583.	173,583.
ACT II PARTNERS, LP	2,555,873.	2,883,599.	2,883,599.
NEW LEAF VENTURES I, LP	1,061,785.	1,024,663.	1,024,663.
NEW LEAF VENTURES II, LP	630,783.	622,592.	622,592.
ABRY SENIOR EQUITY II, LP	162,611.	138,738.	138,738.
ABRY PARTNERS VI, LP	1,086,520.	96,203.	96,203.
QUADRANGLE CAPITAL PARTNERS	39,650.		
NEW LEAF VENTURES III, LP	979,367.	1,109,269.	1,109,269.
QUADRANGLE (ACCESS) CAP PRNRS	23,688.		
QUADRANGLE (OFFSHORE) CAP PRTN	-74,551.		
QUADRANGLE CAP PARTNERS II, LP	191,314.	163,820.	163,820.
QUADRANGLE (AIV2)CAP PRNTRS II	41,290.		
QUADRANGLE (OFFSHORE) CAP II	203,370.	220,569.	220,569.
QUADRANGLE (AIV) CAP PRNTR II	226,728.	216,045.	216,045.
ABRY SENIOR EQUITY III, LP	757,913.	300,182.	300,182.
ABRY PARTNERS VII, LP	2,891,742.	2,531,504.	2,531,504.
WHITEHALL STREET RE XII	-40,760.	-40,409.	-40,409.
TOTALS	<u>14,462,711.</u>	<u>12,303,688.</u>	<u>12,303,688.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED U.S. INTEREST		120,785.	120,785.
PROGRAM LOAN RECEIVABLE	302,442.	7,312,233.	7,312,233.
ACCRUED PROGRAM LOAN INTEREST		3,343.	3,343.
TOTALS	<u>302,442.</u>	<u>7,436,361.</u>	<u>7,436,361.</u>

ATTACHMENT 12FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DEFERRED TAXES	159,156.	289,221.
TOTALS	<u>159,156.</u>	<u>289,221.</u>

ATTACHMENT 13FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CASH/ACCRUAL ADJUSTMENT	20,337,445.
BOOK TAX ADJUSTMENT	87,699.
TOTAL	<u>20,425,144.</u>

ATTACHMENT 14FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN/LOSS	150,427.
TOTAL	<u>150,427.</u>

ATTACHMENT 15FORM 990PF, PART VII-A -ACTIVITIES NOT PREVIOUSLY REPORTED TO THE IRS

THE FOUNDATION FORMED A LIMITED LIABILTY COMPANY NAMED ALPHAWOOD EXHIBITIONS LLC ON MARCH 22, 2016. ALPHAWOOD EXHIBITIONS LLC WAS FORMED TO ORGANIZE AND PRESENT CULTURAL ART EXHIBITIONS AND TO ENGAGE IN ANY OTHER LAWFUL BUSINESS OR ACTIVITY THAT IS NECESSARY OR CONVENIENT TO THE AFORMENTIONED BUSINESS AND PURPOSE.

ATTACHMENT 16FORM 990PF, PART VII-A, LINE 11A-TRANSFERS TO CONTROLLED ENTITY STATEMENT

TOTAL AMOUNT

CONTROLLED ENTITY'S NAME: ALPHAWOOD EXHIBITIONS LLC
CONTROLLED ENTITY'S ADDRESS: 2401 N HALSTED ST. STE 200
CITY, STATE & ZIP: CHICAGO, IL 60614
EIN: 81-2185770

TRANSFER AMOUNT:

EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:

ALPHAWOOD EXHIBITIONS LLC IS 100% OWNED AND CONSIDERED A DISREGARDED ENTITY

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 17

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
FRED EYCHANER 2401 N. HALSTED ST, STE 200 CHICAGO, IL 60614	PRESIDENT/TREASURER/DIRECTOR 1.00	0.	0.	0.
DON HILLIKER 2401 N. HALSTED ST, STE 200 CHICAGO, IL 60614	SECRETARY/DIRECTOR 1.00	0.	0.	0.
BARBARA RICHARDSON 2401 N. HALSTED ST, STE 200 CHICAGO, IL 60614	DIRECTOR 1.00	0.	0.	0.
CHARLES GROSS 2401 N. HALSTED ST, STE 200 CHICAGO, IL 60614	ASSISTANT SECRETARY 1.00	0.	0.	0.
TOM YODER 2401 N. HALSTED ST, STE 200 CHICAGO, IL 60614	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ERNST & YOUNG LLP 155 N WACKER DR CHICAGO, IL 60606	ACCOUNTING FEES	76,899.
TOTAL COMPENSATION		<u>76,899.</u>

ALPHAWOOD FOUNDATION

ATTACHMENT 18.1

EIN: 36-3805338

PART IX-A DISCLOSURE

THE FOUNDATION FORMED A LIMITED LIABILITY COMPANY NAMED ALPHAWOOD EXHIBITIONS LLC ON MARCH 22, 2016. ALPHAWOOD EXHIBITIONS LLC WAS FORMED TO ORGANIZE AND PRESENT CULTURAL AND ART EXHIBITIONS AND TO ENGAGE IN ANY OTHER LAWFUL BUSINESS OR ACTIVITY THAT IS NECESSARY OR CONVENIENT TO THE BUSINESS AND PURPOSE OF THE FOUNDATION. ALPHAWOOD EXHIBITIONS LLC IS CONSIDERED A DISREGARDED ENTITY.

ALPHAWOOD FOUNDATION
EIN: 36-3805338

FORM 990-PF, PART IX-B, LINE 1

THE FOUNDATION HAS AGREED TO MAKE A SERIES OF LOW-INTEREST LOANS TO UTP, LLC. THESE LOANS ARE MADE TO FUND UTP, LLC'S CONSTRUCTION COSTS THAT EXCEED THE THEN-CURRENT FUNDRAISING FOR THE RESTORATION AND PRESERVATION OF THE UNITY TEMPLE AND UNITY HOUSE LOCATED IN OAK PARK, ILLINOIS. THE MATURITY DATE OF THE LOAN IS APRIL 29, 2018.

ATTACHMENT 19

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE ATTACHMENT 19.1

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
16TH STREET THEATER 1619 S. WESLEY AVE BERWYN, IL 60402	NONE PC		GENERAL SUPPORT	15,000
A RED ORCHID THEATRE 1531 N WELLS ST. CHICAGO, IL 60610	NONE PC		GENERAL SUPPORT	30,000
A SAFE PLACE 2710 17TH ST ZION, IL 60099	NONE PC		GENERAL SUPPORT	25,000
ABOUT FACE THEATRE 5252 N. BROADWAY ST, 2ND FLR CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT AND ART AIDS AMERICA CHICAGO PROGRAMMING	55,000
ACCESS LIVING OF METROPOLITAN CHICAGO 115 W CHICAGO AVE CHICAGO, IL 60654	NONE PC		GENERAL SUPPORT FOR ADVOCACY	30,000
ACTIVE TRANSPORTATION ALLIANCE 9 W HUBBARD ST, STE 402 CHICAGO, IL 60654	NONE PC		GENERAL SUPPORT FOR ADVOCACY	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
AFFINITY COMMUNITY SERVICES 2850 S WABASH AVE, #108 CHICAGO, IL 60616	NONE PC		GENERAL SUPPORT	30,000
AIDS FOUNDATION OF CHICAGO 200 W JACKSON BLVD, STE 2100 CHICAGO, IL 60606	NONE PC		GENERAL SUPPORT AND CHICAGO PREP INITIATIVE	344,538
ALBANY PARK THEATER PROJECT P O BOX 25072 CHICAGO, IL 60625	NONE PC		GENERAL SUPPORT	30,000
ALLIANCE FOR THE GREAT LAKES 150 N MICHIGAN AVE, STE 700 CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT FOR ADVOCACY	40,000
AMERICAN INSTITUTE OF ARCHITECTS (AIA), CHICAGO CH 35 E UPPER WACKER DR, STE 250 CHICAGO, IL 60601	NONE PC		PROJECT SUPPORT	122,500
ANIMA - YOUNG SINGERS OF GREATER CHICAGO 501 HILL AVE, STE 207 GLEN ELLYN, IL 60137	NONE PC		GENERAL SUPPORT	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
APNA GHAR 4350 N BROADWAY ST , 2ND FLR CHICAGO, IL 60613	NONE PC		GENERAL SUPPORT	30,000.
ARAB AMERICAN FAMILY SERVICES 9044 S OCTAVIA AVE BRIDGEVIEW, IL 60455	NONE PC		GENERAL SUPPORT	15,000
ARCHI-TREASURES ASSOCIATION 3500 S. LAKE PARK AVE CHICAGO, IL 60653	NONE PC		GENERAL SUPPORT	15,000
ARTS & BUSINESS COUNCIL OF CHICAGO 444 N WABASH AVE, STE 500 CHICAGO, IL 60611	NONE PC		GENERAL SUPPORT	70,000
ARTS ALLIANCE ILLINOIS 70 E LAKE ST, STE 420 CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT	20,000
ARTS REFRESHING THE SOUL - A R T S. 849 W WOOD ST PALATINE, IL 60067	NONE PC		GENERAL SUPPORT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASIAN AMERICANS ADVANCING JUSTICE 4753 N BROADWAY ST, STE 502 CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT FOR ADVOCACY	30,000
ASIAN ART MUSEUM OF SAN FRANCISCO 200 LARKIN STREET SAN FRANCISCO, CA 94102	NONE PC		CLOUD GATE PERFORMANCE UNDERWRITING	60,000
ASIAN IMPROV ARTS MIDWEST 4427 N. CLARK ST CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT	25,000
AUDIENCE ARCHITECTS 444 N WABASH AVE, SUITE 1201 CHICAGO, IL 60611	NONE PC		GENERAL SUPPORT	20,000
BACH AND BEETHOVEN ENSEMBLE 1512 N CAMPBELL AVE , UNIT 1 CHICAGO, IL 60622	NONE PC		GENERAL SUPPORT	15,000
BARREL OF MONKEYS 4410 N RAVENSWOOD AVE, SUITE LL3 CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BENTON FOUNDATION, GEORGETOWN LAW CENTER - IPR 727 CHICAGO AVE EVANSTON, IL 60202	NONE PF	FUNDING FOR SENIOR ATTORNEY POSITION AT GEORGETOWN	100,000
BETTER GOVERNMENT ASSOCIATION 223 W JACKSON BLVD, STE 900 CHICAGO, IL 60606	NONE PC	GENERAL SUPPORT FOR ADVOCACY	50,000
BETWEEN FRIENDS P O. BOX 608548 CHICAGO, IL 60660	NONE PC	GENERAL SUPPORT	40,000
BLAIR THOMAS & COMPANY 4045 N ROCKWELL, 2ND FLR CHICAGO, IL 60618	NONE PC	\$30,000 FOR GENERAL SUPPORT AND \$5,000 FOR PROGRAM	35,000
BRANDEIS UNIVERSITY 415 SOUTH STREET, MS 116 WALTHAM, MA 02453	NONE PC	PIEDRAS NEGRAS, GUATEMALA AND LACANJA-TZELTAL, MX	67,595
CABRINI GREEN LEGAL AID 740 N MILWAUKEE AVE CHICAGO, IL 60642	NONE PC	CLAIM PROGRAM SUPPORT	30,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CARING PLACE INCORPORATED 150 LINCOLN WAY, STE 3002 VALPARAISO, IN 46383		NONE PC	GENERAL SUPPORT	25,000
CENTER FOR TAX AND BUDGET ACCOUNTABILITY 70 E LAKE ST, STE 1700 CHICAGO, IL 60601		NONE PC	GENERAL SUPPORT	125,000
CHICAGO ACADEMY FOR THE ARTS 1010 W CHICAGO AVE CHICAGO, IL 60642		NONE PC	GENERAL SUPPORT	25,000
CHICAGO ALLIANCE AGAINST SEXUAL EXPLOITATION 307 N MICHIGAN AVE, STE 1818 CHICAGO, IL 60601		NONE PC	GENERAL SUPPORT	30,000
CHICAGO ARTISTS COALITION 217 N CARPENTER ST. CHICAGO, IL 60607		NONE PC	GENERAL SUPPORT	20,000
CHICAGO BLACK GAY MEN'S CAUCUS 180 N MICHIGAN AVE, STE 1200 CHICAGO, IL 60601		NONE PC	GENERAL SUPPORT	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHICAGO CHILDREN'S CHOIR 78 E WASHINGTON ST, 5TH FLR CHICAGO, IL 60602	NONE PC		GENERAL SUPPORT	20,000.
CHICAGO COALITION FOR THE HOMELESS 70 E LAKE ST CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT FOR ADVOCACY	35,000
CHICAGO DANCE CRASH 2530 W ARGYLE ST, #2 CHICAGO, IL 60625	NONE PC		GENERAL SUPPORT	30,000
CHICAGO FOUNDATION FOR WOMEN 140 S DEARBORN ST, STE 400 CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT FOR ADVOCACY	85,000
CHICAGO HIGH SCHOOL FOR THE ARTS 2714 W AUGUSTA BLVD CHICAGO, IL 60622	NONE PC		GENERAL SUPPORT	50,000
CHICAGO LAWYERS' COMMITTEE FOR CIVIL RIGHTS UNDER 100 N LASALLE ST, STE 600 CHICAGO, IL 60602	NONE PC		GENERAL SUPPORT	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHICAGO METROPOLITAN BATTERED WOMEN'S NETWORK 1 E WACKER DR, STE 1630 CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT AND ADVOCACY CONSULTING FOR DV SEC	45,000
CHICAGO MOVING COMPANY (THE) 3035 N HOYNE AVE CHICAGO, IL 60618	NONE PC		GENERAL SUPPORT	25,000
CHICAGO PUBLIC ART GROUP 600 W CERMAK RD, #3B CHICAGO, IL 60616	NONE PC		GENERAL SUPPORT	25,000
CHICAGO SINFONietta 70 E. LAKE ST, STE 1430 CHICAGO, IL 60601	NONE PC		GENERAL SUPPORT	50,000
CHICAGO SYMPHONY ORCHESTRA/CIVIC ORCHESTRA OF CHIC 220 S MICHIGAN AVE CHICAGO, IL 60604	NONE PC		GENERAL SUPPORT FOR THE CIVIC ORCHESTRA	50,000
CHICAGO WOMEN IN TRADES 2444 W 16TH ST, STE 3E CHICAGO, IL 60608	NONE PC		GENERAL SUPPORT	35,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHICAGO WORKERS' COLLABORATIVE 37 S ASHLAND AVENUE CHICAGO, IL 60607	NONE PC		GENERAL SUPPORT FOR ADVOCACY	30,000
CHICAGO YOUTH SYMPHONY ORCHESTRA 410 S MICHIGAN AVE, STE 833 CHICAGO, IL 60605	NONE PC		GENERAL SUPPORT	25,000
CITY LIT THEATRE COMPANY 1020 W. BRYN MAWR AVE CHICAGO, IL 60660	NONE PC		GENERAL SUPPORT	25,000
COALITION OF LIMITED ENGLISH SPEAKING ELDERLY 53 W JACKSON BLVD, STE 1340 CHICAGO, IL 60604	NONE PC		GENERAL SUPPORT	30,000
COLUMBIA COLLEGE/DANCE CENTER OF COLUMBIA COLLEGE 1306 S MICHIGAN AVE CHICAGO, IL 60605	NONE PC		GENERAL SUPPORT	50,000
COMMUNITY ACTIVISM LAW ALLIANCE 405 W SUPERIOR ST, 7TH FLR, #506 CHICAGO, IL 60654	NONE PC		GENERAL SUPPORT	60,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONGO SQUARE THEATRE COMPANY 4434 S LAKE PARK, STE 105 CHICAGO, IL 60653	NONE PC		GENERAL SUPPORT	25,000
CONNECTIONS FOR ABUSED WOMEN AND THEIR CHILDREN 1116 N KEDZIE AVE, 5TH FLR CHICAGO, IL 60651	NONE PC		GENERAL SUPPORT	25,000
DANCE FOR LIFE (FISCAL AGENT CHICAGO DANCERS UNITE 200 W JACKSON BLVD , STE 2100 CHICAGO, IL 60606	NONE PC		DANCE FOR LIFE 2016	50,000
DANCEWORKS CHICAGO 1016 N DEARBORN PKWY CHICAGO, IL 60610	NONE PC		GENERAL SUPPORT AND DANCE360 PROGRAMMING	17,500
DEPAUL ART MUSEUM 1 EAST JACKSON BLVD CHICAGO, IL 60604	NONE PC		EXHIBITION SUPPORT	15,000
DOCOMOMO US PO BOX 230977 NEW YORK, NY 10023	NONE PC		GENERAL SUPPORT	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DOMESTIC VIOLENCE LEGAL CLINIC 555 W HARRISON ST , STE 1900 CHICAGO, IL 60607	NONE	PC	GENERAL SUPPORT	30,000
DOVA, INC /DOUG VARONE AND DANCERS 260 W BROADWAY, STE 4 NEW YORK, NY 10013	NONE	PC	GENERAL SUPPORT	50,000
DUPAGE CHILDREN'S MUSEUM 301 N WASHINGTON ST NAPERVILLE, IL 60540	NONE	PC	GENERAL SUPPORT	35,000
DUSABLE MUSEUM OF AFRICAN AMERICAN HISTORY 740 EAST 56TH PL CHICAGO, IL 60637	NONE	PC	GENERAL SUPPORT	25,000
ELEVARTE COMMUNITY STUDIO P O BOX 08191 CHICAGO, IL 60608	NONE	PC	GENERAL SUPPORT	20,000
ENVIRONMENTAL LAW AND POLICY CENTER OF THE MIDWEST 35 E WACKER DR, STE 1600 CHICAGO, IL 60601	NONE	PC	HIGH SPEED RAIL PROJECT	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EQUALITY ILLINOIS EDUCATION PROJECT 17 N STATE ST , STE 1020 CHICAGO, IL 60602	NONE PC	GENERAL SUPPORT FOR ADVOCACY	40,000
FACETS MULTI-MEDIA, INC 1517 W FULLERTON AVE CHICAGO, IL 60614	NONE PC	ARTS EDUCATION PROGRAMMING	50,000
FAMILY RESCUE P O BOX 17528 CHICAGO, IL 60617	NONE PC	GENERAL SUPPORT	30,000
FAMILY SHELTER SERVICE 605 E ROOSEVELT RD WHEATON, IL 60187	NONE PC	GENERAL SUPPORT	40,000
FIFTH HOUSE ENSEMBLE 334 S MICHIGAN AVE, STE 1032-F501 CHICAGO, IL 60604	NONE PC	GENERAL SUPPORT	20,000
FILAMENT THEATRE 4041 N MILWAUKEE AVE CHICAGO, IL 60641	NONE PC	GENERAL SUPPORT	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOPEFRONT 208 S LASALLE STREET, STE 1540 CHICAGO, IL 60604	NONE PC		PEER SKILL SHARE PROGRAM	8,000
FORWARD MOMENTUM CHICAGO 1530 SOUTH STATE ST, UNIT G-01 CHICAGO, IL 60605	NONE PC		GENERAL SUPPORT	25,000
FOUR FREEDOMS PARK CONSERVANCY 1110 2ND AVE, STE 301 NEW YORK, NY 10022	NONE PC		EVENT AND PROGRAM SUPPORT	260,000
FREE STREET THEATER/FREE STREET PROGRAMS 1419 W BLACKHAWK, 3RD FLR CHICAGO, IL 60642	NONE PC		GENERAL SUPPORT	15,000
FRIENDS OF THE CHICAGO RIVER 411 S WELLS STREET, STE 800 CHICAGO, IL 60607	NONE PC		GENERAL SUPPORT FOR ADVOCACY	25,000
FRIENDS OF THE FOREST PRESERVES 542 S DEARBORN STREET, STE 400 CHICAGO, IL 60605	NONE PC		GENERAL SUPPORT FOR ADVOCACY	30,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT			PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
RECIPIENT NAME AND ADDRESS					
FRIENDS OF THE PARKS 17 N STATE STREET, STE 1450 CHICAGO, IL 60602	NONE PC		GENERAL SUPPORT FOR ADVOCACY		25,000
GAYLORD AND DOROTHY DONNELLEY FOUNDATION 35 E. WACKER DR, STE 2600 CHICAGO, IL 60601	NONE PC		AD3 - INNOVATION BOOTCAMP		31,240
GEORGIA STATE UNIVERSITY RESEARCH FOUNDATION P O BOX 4038 ATLANTA, GA 30302	NONE PC		BRENT WOODFILL'S INVESTIGATIONS IN THE SALINAS		141,550
GERBER HART LIBRARY AND ARCHIVES 6500 N. CLARK STREET CHICAGO, IL 60626	NONE PC		GENERAL SUPPORT		35,000
GIFT THEATRE (THE) 4802 N MILWAUKEE AVENUE CHICAGO, IL 60630	NONE PC		GENERAL SUPPORT		15,000
GILLOURY INSTITUTE/SILK ROAD RISING 77 W WASHINGTON ST , STE BSMT CHICAGO, IL 60602	NONE PC		GENERAL SUPPORT		70,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
GLESSNER HOUSE MUSEUM 1800 S PRAIRIE AVENUE CHICAGO, IL 60616	NONE	PC	GENERAL SUPPORT	50,000.
GUS GIORDANO JAZZ DANCE CHICAGO 1509 S MICHIGAN AVE 2ND FLR CHICAGO, IL 60605	NONE	PC	GENERAL SUPPORT	30,000
HAVEN HOUSE, INC P O BOX 508 HAMMOND, IN 46325	NONE	PC	GENERAL SUPPORT	25,000
HEALTH AND DISABILITY ADVOCATES 205 W RANDOLPH, STE 510 CHICAGO, IL 60606	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	30,000
HEALTH AND MEDICINE POLICY RESEARCH GROUP 29 E MADISON STREET, STE 602 CHICAGO, IL 60602	NONE	PC	GENERAL SUPPORT	75,000
HEALTHY SCHOOLS CAMPAIGN 175 N FRANKLIN AVE , STE 300 CHICAGO, IL 60606	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
HOUSING ACTION ILLINOIS 11 EAST ADAMS, STE 1601 CHICAGO, IL 60603	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	30,000
HOWARD BROWN HEALTH CENTER 4025 N SHERIDAN ROAD CHICAGO, IL 60613	NONE	PC	GENERAL SUPPORT	100,000
HYDE PARK ART CENTER 5020 S CORNELL AVE CHICAGO, IL 60615	NONE	PC	GENERAL SUPPORT	40,000
HYPOCRITES (THE) 4201 N RAVENSWOOD, #105 CHICAGO, IL 60613	NONE	PC	GENERAL SUPPORT	30,000
ILLINOIS CAMPAIGN FOR POLITICAL REFORM 36 W RANDOLPH, SUITE 405 CHICAGO, IL 60601	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	50,000
ILLINOIS COALITION FOR IMMIGRANT AND REFUGEE RIGHT 55 E JACKSON BLVD, STE 2075 CHICAGO, IL 60604	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	50,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ILLINOIS HUNGER COALITION 205 W MONROE ST , STE 310 CHICAGO, IL 60606	NONE PC	GENERAL SUPPORT FOR ADVOCACY	25,000
ILLINOIS INSTITUTE OF TECHNOLOGY 10 WEST 35TH STREET, STE 1700 CHICAGO, IL 60616	NONE PC	AMERICA'S PRIZE FOR EMERGING ARCHITECTURE	40,000
ILLINOIS SAFE SCHOOLS ALLIANCE 180 N MICHIGAN AVE, STE 1220 CHICAGO, IL 60601	NONE PC	GENERAL SUPPORT FOR ADVOCACY	30,000
IMMIGRATION EQUALITY 40 EXCHANGE PLACE, STE 1300 NEW YORK, NY 10005	NONE PC	GENERAL SUPPORT FOR ADVOCACY	60,000
INDIANA LANDMARKS 541 S LAKE STREET GARY, IN 46403	NONE PC	GENERAL SUPPORT	20,000
INTUIT THE CENTER FOR INTUITIVE AND OUTSIDER ART 756 N MILWAUKEE AVENUE CHICAGO, IL 60642	NONE PC	GENERAL SUPPORT	35,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
INVISIBLE INSTITUTE 6100 S BLACKSTONE AVE CHICAGO, IL 60637	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	100,000
JAZZ INSTITUTE OF CHICAGO 410 S MICHIGAN AVE, STE 500 CHICAGO, IL 60605	NONE	PC	GENERAL SUPPORT	35,000
JOEL HALL DANCERS AND CENTER 5965 N CLARK STREET CHICAGO, IL 60660	NONE	PC	GENERAL SUPPORT	25,000
JOFFREY BALLET OF CHICAGO 10 E RANDOLPH CHICAGO, IL 60601	NONE	PC	ANNUAL SUPPORT	250,000
JOYCE THEATER FOUNDATION 175 EIGHTH AVENUE NEW YORK, NY 10011	NONE	PC	EVENT SUPPORT	25,000
JUVENILE JUSTICE INITIATIVE 518 DAVIS STREET, SUITE 211 EVANSTON, IL 60201	NONE	PC	GENERAL SUPPORT FOR ADVOCACY	30,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KAN-WIN 1440 RENAISSANCE DR, #460 PARK RIDGE, IL 60068	NONE PC	GENERAL SUPPORT	35,000
KENNESAW STATE UNIVERSITY RESEARCH AND SERVICE FO 585 COBB AVENUE, MD 0111 KENNESAW, GA 30144	NONE PC	PACBITUN PROJECT/BELIZE	101,236
KENWOOD-OAKLAND COMMUNITY ORGANIZATION (KOCO) 4242 S COTTAGE GROVE AVE CHICAGO, IL 60653	NONE PC	GENERAL SUPPORT	25,000
KUUMBA LYNX 4501 N CLARENDON AVE CHICAGO, IL 60640	NONE PC	GENERAL SUPPORT	20,000
LAMBDA LEGAL DEFENSE AND EDUCATION FUND - MIDWEST 105 W ADAMS, 26TH FLR CHICAGO, IL 60603	NONE PC	MIDWEST REGION OFFICE SUPPORT	75,000
LANDMARKS ILLINOIS 30 N MICHIGAN AVE, STE 2020 CHICAGO, IL 60602	NONE PC	GENERAL SUPPORT	75,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND				AMOUNT
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		
LATINOS PROGRESANDO 3047 W CERMAK CHICAGO, IL 60623	NONE PC	GENERAL SUPPORT FOR ADVOCACY		25,000
LAWYERS FOR THE CREATIVE ARTS 213 WEST INSTITUTE PLACE, STE 403 CHICAGO, IL 60610	NONE PC	GENERAL SUPPORT OFFICE		20,000
LEAGUE OF CHICAGO THEATERS FOUNDATION 17 N WABASH, SUITE 520 CHICAGO, IL 60602	NONE PC	GENERAL SUPPORT		20,000
LIFE SPAN 70 E LAKE STREET, SUITE 700 CHICAGO, IL 60601	NONE PC	GENERAL SUPPORT		50,000
LIFELINE PRODUCTIONS, INC /LIFELINE THEATRE 6912 N GLENWOOD AVENUE CHICAGO, IL 60626	NONE PC	GENERAL SUPPORT		40,000
LINKS HALL 3111 N WESTERN AVE CHICAGO, IL 60618	NONE PC	GENERAL SUPPORT AND PROGRAM SUPPORT		41,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LITERATURE FOR ALL OF US 2010 DEWEY AVENUE EVANSTON, IL 60201	NONE PC		GENERAL SUPPORT	50,000
LOOKINGGLASS THEATRE COMPANY 875 N MICHIGAN AVE, STE 1430 CHICAGO, IL 60611	NONE PC		GENERAL SUPPORT	50,000
LUCKY PLUSH PRODUCTIONS 4045 N ROCKWELL, 2ND FLR CHICAGO, IL 60618	NONE PC		GENERAL SUPPORT	25,000
MAYWOOD FINE ARTS 25 N 5TH AVENUE MAYWOOD, IL 60153	NONE PC		GENERAL SUPPORT	35,000
MIDWEST HIGH SPEED RAIL ASSOCIATION 4765 N LINCOLN AVENUE CHICAGO, IL 60625	NONE PC		GENERAL SUPPORT FOR ADVOCACY	125,000
MUJERES LATINAS EN ACCION/LATIN WOMEN IN ACTION 2124 W. 21ST PLACE CHICAGO, IL 60608	NONE PC		GENERAL SUPPORT FOR DOMESTIC VIOLENCE PROGRAM	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUNTU DANCE THEATRE OF CHICAGO 1809 EAST 71ST STREET, #203 CHICAGO, IL 60619		NONE PC		GENERAL SUPPORT	25,000
MUSEUM OF CONTEMPORARY ART 220 E CHICAGO AVENUE CHICAGO, IL 60611		NONE PC		GENERAL SUPPORT FOR MCA STAGE	50,000
MUSIC OF THE BAROQUE 25 E WASHINGTON ST , STE 823 CHICAGO, IL 60602		NONE PC		GENERAL SUPPORT	30,000
NATIONAL CAMBODIAN HERITAGE MUSEUM & KILLING FIELD 2831 W LAWRENCE AVE CHICAGO, IL 60625		NONE PC		GENERAL SUPPORT	40,000
NATIONAL IMMIGRANT JUSTICE CENTER 208 S LASALLE STREET, STE 1300 CHICAGO, IL 60604		NONE PC		GENERAL SUPPORT FOR ADVOCACY	150,000
NATIONAL MUSEUM OF MEXICAN ART 1852 WEST 19TH STREET CHICAGO, IL 60608		NONE PC		ENRICH CHICAGO	30,000

ATTACHMENT 20 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL MUSEUM OF MEXICAN ART 1852 WEST 19TH STREET CHICAGO, IL 60608	NONE PC		GENERAL SUPPORT	40,000
NATYA DANCE THEATRE 410 S MICHIGAN AVENUE, STE 725 CHICAGO, IL 60605	NONE PC		GENERAL SUPPORT	30,000
NEO-FUTURISTS 5153 N ASHLAND CHICAGO, IL 60660	NONE PC		GENERAL SUPPORT	30,000
NEW VENTURE FUND/FUND FOR A SAFER FUTURE 1201 CONNECTICUT AVE, NW, STE 300 WASHINGTON, DC 20036	NONE PC		GENERAL SUPPORT FOR ADVOCACY	100,000
NORTHWEST INDIANA SYMPHONY SOCIETY 1040 RIDGE ROAD MUNSTER, IN 46321	NONE PC		GENERAL SUPPORT	25,000
OLD TOWN SCHOOL OF FOLK MUSIC 4544 N LINCOLN AVENUE CHICAGO, IL 60625	NONE PC		GENERAL SUPPORT	70,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OPEN CENTER FOR THE ARTS 2214 S SACRAMENTO AVE CHICAGO, IL 60623	NONE PC		GENERAL SUPPORT	15,000
OPENLANDS 25 E WASHINGTON STREET, STE 1650 CHICAGO, IL 60602	NONE PC		GENERAL SUPPORT FOR ADVOCACY	45,000
OPERA-MATIC 1757 NORTH KIMBALL AVENUE CHICAGO, IL 60647	NONE PC		GENERAL SUPPORT	15,000
ORACLE PRODUCTIONS 1802 W. BERENICE AVE CHICAGO, IL 60613	NONE PC		GENERAL SUPPORT	20,000
OUTRIGHT ACTION INTERNATIONAL 80 MAIDEN LANE, STE 1505 NEW YORK, NY 10038	NONE PC		GENERAL SUPPORT	50,000
PAPER MACHETE (THE) 1133 W PRATT BLVD , UNIT 2 CHICAGO, IL 60626	NONE PC		GENERAL SUPPORT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
PEOPLE'S MUSIC SCHOOL 931 WEST EASTWOOD CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT	35,000
PIVOT ARTS 5252 N BROADWAY AVE, 2ND FLR CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT	10,000
PLANNED PARENTHOOD OF ILLINOIS 18 S MICHIGAN, 6TH FLR CHICAGO, IL 60603	NONE PC		GENERAL SUPPORT FOR ADVOCACY	125,000
PRESERVATION CHICAGO 4410 N RAVENSWOOD AVENUE CHICAGO, IL 60640	NONE PC		GENERAL SUPPORT	75,000
PRIDE FILMS AND PLAYS 2215 WEST GIDDINGS 1 CHICAGO, IL 60625	NONE PC		GENERAL SUPPORT	10,000
PROJECT FIERCE CHICAGO 333 W NORTH AVENUE, STE. 259 CHICAGO, IL 60610	NONE PC		GENERAL SUPPORT	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PUBLIC COMMUNICATORS, INC /FREE SPEECH TV 2900 WELTON ST , SUITE 300 DENVER, CO 80205	NONE PC	GENERAL SUPPORT	150,000
RAVEN THEATRE COMPANY 6157 N CLARK STREET CHICAGO, IL 60660	NONE PC	GENERAL SUPPORT	25,000
RIVENDELL THEATRE ENSEMBLE 5775 N RIDGE AVENUE #1 CHICAGO, IL 60660	NONE PC	GENERAL SUPPORT	20,000
SKYART 3026 E 91ST STREET CHICAGO, IL 60617	NONE PC	GENERAL SUPPORT AND CAPITAL CAMPAIGN	75,000
SOCIETY FOR AMERICAN ARCHAEOLOGY 1111 14TH STREET, NW, STE 800 WASHINGTON, DC 20005	NONE PC	BARBARA ARROYO'S PROJECT IN KAMINALJUYU	77,381
SOUTH SHORE ARTS INC 1040 RIDGE ROAD MUNSTER, IN 46321	NONE PC	GENERAL SUPPORT AND PROGRAM SUPPORT	36,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOUTH SIDE COMMUNITY ART CENTER 3831 S MICHIGAN AVENUE CHICAGO, IL 60653	NONE PC		GENERAL SUPPORT AND CAPACITY BUILDING	140,000
SOUTH SUBURBAN FAMILY SHELTER P O BOX 937 HOMewood, IL 60430	NONE PC		GENERAL SUPPORT	30,000
STEPPENWOLF THEATRE COMPANY 1700 NORTH HALSTED STREET CHICAGO, IL 60614	NONE PC		STEPPENWOLF FOR YOUNG ADULTS PROGRAMMING	50,000
STORYCATCHERS THEATRE 544 W OAK STREET, SUITE 1005 CHICAGO, IL 60610	NONE PC		GENERAL SUPPORT	30,000
STRAWDOG THEATRE COMPANY 5700 N WINTHROP AVE APT 9 CHICAGO, IL 60660	NONE PC		GENERAL SUPPORT	25,000
STREET-LEVEL YOUTH MEDIA 1637 N ASHLAND AVENUE CHICAGO, IL 60622	NONE PC		GENERAL SUPPORT	20,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
TACOMA ART MUSEUM 1701 PACIFIC AVENUE TACOMA, WA 98402	NONE	PC	ART AIDS AMERICA SUPPORT	15,000
TEATRO VISTA?THEATER WITH A VIEW 2936 N SOUTHPORT AVE, STE 210 CHICAGO, IL 60657	NONE	PC	GENERAL SUPPORT	20,000
TEST POSITIVE AWARE NETWORK 5050 N BROADWAY, STE 300 CHICAGO, IL 60640	NONE	PC	GENERAL SUPPORT	115,000
TEXAS TECH UNIVERSITY 349 ADMINISTRATION, BOX 41035 LUBBOCK, TX 79409	NONE	PC	DR BRETT A HOUK/CHAN CHIN ARCHAEOLOGICAL PROJECT	100,091
THE ADMINISTRATORS OF THE TULANE ED FUND 1555 POYDRAS STREET, STE 1000 NEW ORLEANS, LA 70112	NONE	PC	GENERAL SUPPORT FOR THE TULANE MAYA SYMPOSIUM	192,860
THE COLLEGE OF WOOSTER 1101 N BEVER STREET WOOSTER, OH 44691	NONE	PC	DR OLIVA C NAVARRO-FARR/ROYAL WOMEN OF INFLUENCE	106,394

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, MERCE 5200 N LAKE PD MERCED, CA 95343	NONE PC		DR HOLLEY MOYES/BELIZE CAVE RESEARCH PROJECT	65,000.
THEATER OOBLECK P O BOX 607666 CHICAGO, IL 60660	NONE PC		GENERAL SUPPORT	15,000
THIRD COAST PERCUSSION 4045 N ROCKWELL STREET #301 CHICAGO, IL 60618	NONE PC		GENERAL SUPPORT	20,000
THREEWALLS P.O BOX 3970 CHICAGO, IL 60654	NONE PC		GENERAL SUPPORT AND TRANSITION ASSISTANCE	40,000
TIMELINE THEATRE COMPANY 615 W WELLINGTON AVENUE CHICAGO, IL 60657	NONE PC		GENERAL SUPPORT	30,000
UNITED AFRICAN ORGANIZATION 10 W 35TH STREET, STE 4D9-1 CHICAGO, IL 60616	NONE PC		GENERAL SUPPORT FOR ADVOCACY	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
UNITY TEMPLE RESTORATION FOUNDATION 875 LAKE STREET OAK PARK, IL 60301	NONE	PC	GENERAL SUPPORT	300,000
UNITY TEMPLE UNITARIAN UNIVERSALIST CONGREGATION 805 SOUTH BLVD OAK PARK, IL 60302	NONE	PC	MOVING AND DISPLACEMENT EXPENSES REIMBURSEMENT	81,513
UNIVERSITY OF ARIZONA 1009 E SOUTH CAMPUS DR TUCSON, AZ 85721	NONE	PC	CEIBAL, GUATEMALA PROJECT	173,400
UNIVERSITY OF CHICAGO INSTITUTE OF POLITICS 5707 S WOODLAWN AVENUE CHICAGO, IL 60637	NONE	PC	UNDERGRADUATE INTERNSHIP PROGRAM	300,000
UNIVERSITY OF NEVADA, LAS VEGAS 4505 S MARYLAND PARKWAY LAS VEGAS, NV 89154	NONE	PC	CARACOL ARCHEOLOGICAL PROJECT IN BELIZE	38,045
UNIVERSITY OF NEW HAMPSHIRE 51 COLLEGE ROAD, ROOM 120 DURHAM, NH 03824	NONE	PC	DR ELEANOR HARRISON-BUCK/BELIZE RIVER EAST PRJCT	87,134

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF NEW MEXICO FOUNDATION UNM COLLEGE OF ARTS & SCIENCES, MSC03 2120 ALBUQUERQUE, NM 87131	NONE PC	KEITH PRUFER'S ORIGINS OF MAYA PROJECT	116,717
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767	NONE PC	DR M KATHRYN BROWN / MOPAN VALLEY OF BELIZE	103,000
VICTORY GARDENS THEATER 2433 N LINCOLN AVENUE CHICAGO, IL 60614	NONE PC	GENERAL SUPPORT	50,000
VISCERAL DANCE CHICAGO 2820 N ELSTON AVENUE CHICAGO, IL 60618	NONE PC	GENERAL SUPPORT	40,000
WOMEN EMPLOYED 65 E WACKER PLACE, STE 1500 CHICAGO, IL 60601	NONE PC	GENERAL SUPPORT FOR ADVOCACY	45,000
YOUNG CHICAGO AUTHORS 1180 N MILWAUKEE, 2ND FLR CHICAGO, IL 60642	NONE PC	GENERAL SUPPORT	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 20 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
YWCA EVANSTON/NORTH SHORE 1215 CHURCH STREET EVANSTON, IL 60201	NONE PC		GENERAL SUPPORT FOR DOMESTIC VIOLENCE PROGRAM	20,000
ZEPHYR DANCE ENSEMBLE 1627 N OAKLEY CHICAGO, IL 60647	NONE PC		GENERAL SUPPORT	15,000
SOAS (SCHOOL OF ORIENTAL AND AFRICAN STUDIES) UNIV OF LONDON, THORNHAUGH STREET RUSSELL SQUARE LONDON UNITED KINGDOM WC1H 0XG	NONE PC		SOUTHEAST ASIAN ART ACADEMIC PROGRAMM SUPPORT	5,800,392
FROM PASS THROUGHS	NONE		GENERAL OPERATIONS	50
TOTAL CONTRIBUTIONS PAID				15,349,136

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 21

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
UNIVERSITY OF CHICAGO - INSTITUTE OF POLITICS 5707 S WOODLAWN AVE CHICAGO, IL 60637	NONE PC		UNDERGRADUATE INTERNSHIP PROGRAM	600,000
THE COLLEGE OF WOOSTER 1101 N BEVER STR WOOSTER, OH 44691	NONE PC		DR OLIVIA C NAVARRO-FARR/ROYAL WOMEN OF INFLUENCE	219,655
AMERICAN INSTITUTE OF ARCHITECTS (AIA), CHICAGO CH 35 E UPPER WACKER DR, STE 250 CHICAGO, IL 60601	NONE PC		PROJECT SUPPORT	15,245
GEORGIA STATE UNIVERSITY RESEARCH FOUNDATION P O BOX 4038 ATLANTA, GA 30302	NONE PC		BRENT WOODFILL'S INVESTIGATION IN THE SALINAS	300,750
KENNESAW STATE UNIVERSITY RESEARCH AND SERVICE FO 585 COBB AVENUE, MD 0111 KENNESAW, GA 30144	NONE PC		PACBITUN PROJECT/BELIZE	101,236
UNIVERSITY OF NEW HAMPSHIRE 51 COLLEGE ROAD, ROOM 120 DURHAM, NH 03624	NONE		DR ELANOR HARRISON-BUCK/BELIZE RIVER EAST PROJECT	86,137

ALPHAWOOD FOUNDATION

2016 FORM 990-PF

36-3805338

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 21 (CONT'D)					
RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRANDEIS UNIVERSITY 415 SOUTH STREET, MS 116 WALTHAM, MA 02453		NONE PC		PIEDRAS NEGRAS, GUATEMALA AND LACANJA-TZELTAL, MX	138,450
TOTAL CONTRIBUTIONS APPROVED					1,461,473

ATTACHMENT 21 (CONT'D)

Alphawood Foundation
EIN: 36-3805338
28-Feb-17

Form 990-PF, Part I, Line 19 & Part II, Line 14

Cost Basis

Description	<u>Beginning Cost Basis</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending Cost Basis</u>
Furniture & Computers	17,348	34,492	3,617	48,223
Totals	<u>17,348</u>	<u>34,492</u>	<u>3,617</u>	<u>48,223</u>

Accumulated Depreciation

Description	<u>Beginning Cost Basis</u>	<u>Additions</u>	<u>Disposals</u>	<u>Ending Cost Basis</u>
Furniture & Computers	6,636	571	3,617	3,590
Totals	<u>6,636</u>	<u>571</u>	<u>3,617</u>	<u>3,590</u>

Net Book Value	<u>44,633</u>
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ALPHAWOOD FOUNDATION

EIN 36-3805338

2016 Form 990-PF

Expenditure Responsibility Statement

Grantee: Benton Foundation
727 Chicago Avenue
Evanston, IL 60202

Date and Amount of Grant: October 31, 2013
\$3,750

Purpose of Grant: Support of general operations supporting Georgetown
University Law Center's Institute of Public Representation.

Amount expended by Grantee: As of February 28, 2017, the Grantee had expended \$3,750
of the grant.

Diversion of Funds: To the knowledge of the grantor, the grantee had not diverted
any portion of the funds from the purpose of the grant.

Dates of Reports Received: January 30, 2017

Verification of Reports: None

ALPHAWOOD FOUNDATION
EIN 36-3805338
2016 Form 990-PF

Expenditure Responsibility Statement

Grantee: Benton Foundation
727 Chicago Avenue
Evanston, IL 60202

Date and Amount of Grant: November 5, 2014
\$3,750

Purpose of Grant: Support of general operations supporting Georgetown
University Law Center's Institute of Public Representation.

Amount expended by Grantee: As of February 28, 2017, the Grantee had expended \$3,750
of the grant.

Diversion of Funds: To the knowledge of the grantor, the grantee had **not** diverted
any portion of the funds from the purpose of the grant.

Dates of Reports Received: January 30, 2017

Verification of Reports: None

ALPHAWOOD FOUNDATION

EIN 36-3805338

2016 Form 990-PF

Expenditure Responsibility Statement

Grantee:	Benton Foundation 727 Chicago Avenue Evanston, IL 60202
Date and Amount of Grant:	February 18, 2016 \$3,750
Purpose of Grant:	Support of general operations supporting Georgetown University Law Center's Institute of Public Representation.
Amount expended by Grantee:	As of February 28, 2017, the Grantee had expended \$3,750 of the grant.
Diversion of Funds:	To the knowledge of the grantor, the grantee had not diverted any portion of the funds from the purpose of the grant.
Dates of Reports Received:	January 30, 2017
Verification of Reports:	None

ALPHAWOOD FOUNDATION

EIN 36-3805338

2016 Form 990-PF

Expenditure Responsibility Statement

Grantee: Benton Foundation
727 Chicago Avenue
Evanston, IL 60202

Date and Amount of Grant: February 22, 2017
\$3,750

Purpose of Grant: Support of general operations supporting Georgetown
University Law Center's Institute of Public Representation.

Amount expended by Grantee: As of February 28, 2017, the Grantee had expended \$1
of the grant.

Diversion of Funds: To the knowledge of the grantor, the grantee had not diverted
any portion of the funds from the purpose of the grant.

Dates of Reports Received: January 30, 2017

Verification of Reports: None