

For calendar year 2017, or tax year beginning 11-01-2017, and ending 10-31-2018

Name of foundation DILLON FOUNDATION		A Employer identification number 36-6059349	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 537		Room/suite	B Telephone number (see instructions) (815) 626-9000
City or town, state or province, country, and ZIP or foreign postal code STERLING, IL 61081		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 62,295,648		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	33,964	33,964		
	4 Dividends and interest from securities	1,905,757	1,905,757		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,782,043			
	b Gross sales price for all assets on line 6a 19,511,246				
	7 Capital gain net income (from Part IV, line 2)		2,782,043		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,900	2,900		
	12 Total. Add lines 1 through 11	4,724,664	4,724,664		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	17,829			17,829
	15 Pension plans, employee benefits	1,376			1,376
	16a Legal fees (attach schedule)	1,944			1,944
	b Accounting fees (attach schedule)	49,335	24,667		24,668
	c Other professional fees (attach schedule)	517,330	517,330		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	67,022	33,564		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	93			93
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	21,865			21,865
	24 Total operating and administrative expenses. Add lines 13 through 23	676,794	575,561		67,775
	25 Contributions, gifts, grants paid	3,322,905			3,322,905
	26 Total expenses and disbursements. Add lines 24 and 25	3,999,699	575,561		3,390,680
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	724,965			
	b Net investment income (if negative, enter -0-)		4,149,103		
	c Adjusted net income(if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	243,153	5,743,142	5,743,142
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	1,738,610	2,706,390	2,706,390
	b Investments—corporate stock (attach schedule)	18,687,949	21,838,094	21,838,094
	c Investments—corporate bonds (attach schedule)	16,395,340	6,792,687	6,792,687
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	27,858,008	25,186,335	25,186,335
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	85,000	29,000	29,000	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	65,008,060	62,295,648	62,295,648	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	65,008,060	62,295,648	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	65,008,060	62,295,648	
	31 Total liabilities and net assets/fund balances (see instructions) .	65,008,060	62,295,648	

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	65,008,060
2 Enter amount from Part I, line 27a	2	724,965
3 Other increases not included in line 2 (itemize) ▶ _____	3	416,651
4 Add lines 1, 2, and 3	4	66,149,676
5 Decreases not included in line 2 (itemize) ▶ _____	5	3,854,028
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	62,295,648

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,782,043
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	2,782,043

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	3,250,322	61,892,794	0 052515
2015	3,075,421	58,280,790	0 052769
2014	3,197,481	61,390,802	0 052084
2013	3,301,315	63,744,763	0 051790
2012	3,128,899	61,116,863	0 051195
2 Total of line 1, column (d)			2 0 260353
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 052071
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 63,627,043
5 Multiply line 4 by line 3			5 3,313,124
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 41,491
7 Add lines 5 and 6			7 3,354,615
8 Enter qualifying distributions from Part XII, line 4			8 3,390,680

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	41,491
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	41,491
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	41,491
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	36,921
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	36,921
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	260
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,830
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IL _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of PETER DILLON Telephone no (815) 626-9000			

Located at **PO BOX 537 STERLING IL** ZIP+4 **61081**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> 1b			
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 2017? <input type="checkbox"/> 1c			
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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). <input type="checkbox"/> 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b			No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b			
	Organizations relying on a current notice regarding disaster assistance check here.				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?				
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b			No
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b			

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2

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

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

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

▶

3

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

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

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

▶

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

▶

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	64,464,305
b	Average of monthly cash balances.	1b	131,678
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	64,595,983
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	64,595,983
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	968,940
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	63,627,043
6	Minimum investment return. Enter 5% of line 5.	6	3,181,352

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	3,181,352
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	41,491
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	41,491
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,139,861
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,139,861
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	3,139,861

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	3,390,680
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,390,680
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	41,491
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,349,189

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,139,861
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.	173,176			
b From 2013.	185,915			
c From 2014.	219,601			
d From 2015.	195,025			
e From 2016.	24,741			
f Total of lines 3a through e.	798,458			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 3,390,680				
a Applied to 2016, 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 2017 distributable amount.				3,139,861
e Remaining amount distributed out of corpus	250,819			
5 Excess distributions carryover applied to 2017 (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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,049,277			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	173,176			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	876,101			
10 Analysis of line 9				
a Excess from 2013.	185,915			
b Excess from 2014.	219,601			
c Excess from 2015.	195,025			
d Excess from 2016.	24,741			
e Excess from 2017.	250,819			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed PETER DILLON PO BOX 537 STERLING, IL 61081 (815) 626-9000	
b The form in which applications should be submitted and information and materials they should include SUBMIT A LETTER STATING PURPOSE OF GRANT AND INCLUDE COPY OF EXEMPTION LETTER	
c Any submission deadlines NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	3,322,905
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) (See instructions)
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			14	33,964	
4 Dividends and interest from securities.			14	1,905,757	
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.			1	2,900	
8 Gain or (loss) from sales of assets other than inventory			18	2,782,043	
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).				4,724,664	
13 Total. Add line 12, columns (b), (d), and (e).				4,724,664	4,724,664

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2019-02-08 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	RICHARD LAMM		2019-02-09		P00082074
	Firm's name ▶ BEGGIN TIPP LAMM LLC				Firm's EIN ▶ 27-3238017
Firm's address ▶ 524 W STEPHENSON ST STE 200 FREEPORT, IL 61032					Phone no (815) 235-9610

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SCHAFER CULLEN	P		
DOUBLELINE	P		
RIVER ROAD ASSET MGMT	P		
STRATEGIC OPPORTUNITIES	P		
SAGE ADVISORY SERVICES	P		
STRATEGIC OPPORTUNITIES FUND II	P		
CINCINNATI ASSET MGMT	P		
STRATEGIC OPPORTUNITIES FUND III	P		
OPPORTUNISTIC PORTFOLIO	P		
HP RENAISSANCE	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
527,089		362,882	164,207
57,872			57,872
1,326,658		1,040,874	285,784
11			11
739,187		744,373	-5,186
12			12
1,624,859		1,637,732	-12,873
		22,455	-22,455
906,737		773,618	133,119
		46,564	-46,564

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			164,207
			57,872
			285,784
			11
			-5,186
			12
			-12,873
			-22,455
			133,119
			-46,564

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
DELAWARE CAPITAL MGMT	P		
SALE OF REAL ESTATE	P		
ADVENT	P		
LAZARD	P		
EUR/JAP TRIG PLUS NT	P		
SPX LASERS 4	P		
FRONTPOINT	P		
MILLENNIUM INTERNATIONAL	P		
BAY RESOURCE PARTNERS	P		
BLACKSTONE ENERGY PARTNERS	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
583,754		440,721	143,033
69,000		482,215	-413,215
1,897,678		1,861,546	36,132
856,645		732,341	124,304
3,502,311		3,000,000	502,311
7,015,765		5,000,000	2,015,765
		160,372	-160,372
357,774			357,774
		1,694	-1,694
45,894			45,894

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			143,033
			-413,215
			36,132
			124,304
			502,311
			2,015,765
			-160,372
			357,774
			-1,694
			45,894

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
DISCOVERY GLOBAL	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
		421,816	-421,816

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-421,816

Form 990FP Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PETER W DILLON	PRESIDENT 12 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
PATRICK W DILLON	VICE PRESIDE 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
MARGO DILLON	ASST SECRET 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
GALE D INGLEE	ASST TREASU 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
JAMES BOESEN	SECRETARY 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
JOHN VAN OSDOL	TREASURER 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
CHRISTINE TRIZULNY	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
KEN INGLEE	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				
SUSAN DILLON	DIRECTOR 1 00	0	0	0
2804 W LEFEVRE STERLING, IL 61081				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
202020PO BOX 96669 WASHINGTON, DC 200906669			IN SUPPORT OF HUMAN SERVICE	500
ABRAHAM LINCOLN PRESIDENTIAL LIBRARY FOUNDATION 500 EAST MADISON SUITE 200 SPRINGFIELD, IL 62701			IN SUPPORT OF HUMAN SERIVCE	14,000
ACCESS SERVICES OF NORTHERN ILLINOIS7399 FOREST HILLS RD LOVES PARK, IL 611113974			SUPPORT COMMUNITY INVOLVEMENT	2,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMER'S DISEASE AND RELATED DISORDERS225 N MICHIGAN AVE CHICAGO, IL 606017652			IN SUPPORT OF MEDICAL RESEARCH	2,500
AMERICA'S FUTURE INC 7800 BONHOMME ST LOUIS, MO 63105			TO SUPPORT EDUCATION/INSTRUCTION	2,000
AMERICAN CANCER SOCIETY - NORTHERN REGION100 TRI-STATE INTERNATIONAL SUITE 125 LINCOLNSHIRE, IL 60069			TO SUPPORT MISSIONS RELATED TO DISEA	8,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN RED CROSS - LINCOLN LAND CHAPTER112 W SECOND ST ROCK FALLS, IL 61071			IN SUPPORT OF HUMAN SERVICE	5,000
AUGUSTANA COLLEGE -WVIK 639 38TH ST ROCK ISLAND, IL 61201			TO SUPPORT ARTS, CULTURE, HUMANITIES	2,000
BATAVIA UNIT SCHOOL DISTRICT 101 1200 W WILSON ST BATAVIA, IL 60510			SUPPORT OF EDUCATION/INSTRUCTION	4,500
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BEREA COLLEGE220 N MAIN STREET BEREA, KY 40404			TO SUPPORT EDUCATION/INSTRUCTION	8,500
BI-COUNTY COOPERATIVE FOUNDATION 506 W FOURTH ST STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	8,250
BIG BROTHER-BIG SISTER OF THE MISSISSIPPI VALLEY300 FIRST VALLEY ROCK FALLS, IL 61071			IN SUPPORT OF YOUTH DEVELOPMENT	5,600
Total 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOY SCOUTS OF AMERICA BLACKHAWK AREA COUNCIL1800 7TH AVE PO BOX 4085 ROCKFORD, IL 61110			IN SUPPORT OF YOUTH DEVELOPMENT	7,500
BOY SCOUTS OF AMERICA DENVER COUNCI 2901 W 19TH AVE DENVER, CO 80204			IN SUPPORT OF YOUTH DEVELOPMENT	4,500
CGH HEALTH FOUNDATION 100 E LEFEVRE STERLING, IL 61081			TO SUPPORT HEALTH/GENERAL AND RELATE	21,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S DIABETES FOUNDATION AT DENVER777 GRANT ST SUITE 302 DENVER, CO 80203			TO SUPPORT HEALTH/DISEASE/DISORDER	1,000
CHILDREN'S HOSPITAL COLORADO FOUNDATION13123 E 16TH AVE PO BOX 045 AURORA, CO 80045			TO SUPPORT DISEASE/HEALTH MISSIONS	1,000
CHINESE CHILDRENS CHARITIES 6920 SOUTH HOLLY CIRCLE CENTENNIAL, CO 80112			IN SUPPORT OF HUMAN SERVICE	4,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHRIST LUTHERAN CHURCH 2000 18TH AVENUE STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	2,633
CITY OF GODPO BOX 745 STERLING, IL 61081			TO SUPPORT RELIGION/SPIRITUAL DEVELO	3,000
CITY OF STERLING212 THIRD AVE STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	70,293
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLINTON SYMPHONY ORCHESTRA ASSOCIATIONPO BOX 116 CLINTON, IA 52733			TO SUPPORT ARTS, CULTURE, HUMANITIES	3,000
CLUB BLUE ROCKFORD 2902 MCFARLAND RD SUITE 400 ROCKFORD, IL 611076801			IN SUPPORT OF PHILANTHROPY	1,500
COLOMA TOWNSHIP PARK DISTRICT 508 EAST 11ST STREET ROCK FALLS, IL 61071			TO SUPPORT RECREATION, LEISURE, SPOR	100,000
Total ► 3a				3,322,905


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY CHRISTMAS FOR CHILDREN 409 WEST 21ST ST STERLING, IL 61081			TO SUPPORT HUMAN SERVICE ACTIVITIES	8,500
COMMUNITY UNIT SCHOOL DISTRICT 5 410 E LE FEVRE RD STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	239,510
COUNCIL FOR ECONOMIC EDUCATION 122 EAST 42ND ST SUITE 2600 NEW YORK, NY 10168			IN SUPPORT OF EDUCATION/INSTRUCTION	2,500
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CULTURAL LITERACY FOUNDATION 801 E HIGH ST CHARLOTTESVILLE, VA 22901			TO SUPPORT EDUCATION/INSTRUCTION	2,500
DENVER ZOOLOGICAL FOUNDATION INC 2300 STEELE ST DENVER, CO 80205			TO SUPPORT ARTS, CULTURE, HUMANITIES	4,500
EAST COLOMA SCHOOL DISTRICT 12 1602 DIXON RD ROCK FALLS, IL 61071			IN SUPPORT OF EDUCATION/INSTRUCTION	4,371
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
EUREKA COLLEGE300 E COLLEGE AVE EUREKA, IL 61503			IN SUPPORT OF EDUCATION/INSTRUCTION	4,000
EXPONENT PHILANTHROPY 1720 N ST NW WASHINGTON, DC 20036			IN SUPPORT OF EDUCATION/INSTRUCTION	4,000
FIRST PRESBYTERIAN CHURCH 410 2ND AVE STERLING, IL 61081			IN SUPPORT OF RELIGION/SPIRITUAL DEV	31,250
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FLIGHT FOR LIFE - COLORADO 11600 W 2ND PLACE LAKEWOOD, CO 80228			IN SUPPORT OF HUMAN SERVICE	3,500
FOOD BANK OF MONTEREY COUNTY 815 W MARKET 5 SALINAS, CA 93901			TO SUPPORT FOOD NUTRITION AND AG	3,500
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD SUITE B DAVIS, CA 95616			IN SUPPORT OF EDUCATION/INSTRUCTION	4,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOX VALLEY HANDS OF HOPE PO BOX 707 GENEVA, IL 60134			IN SUPPORT OF HUMAN SERVICE	3,000
FREEDOMS FOUNDATION AT VALLEY FORGE PO BOX 706 VALLEY FORGE, PA 19481			IN SUPPORT OF ARTS/CULTURE/HUMANITIE	3,250
FRIENDS OF FOOTHILLS ANIMAL SHELTER 580 MCINTYRE STREET GOLDEN, CO 804015026			IN SUPPORT OF ANIMALS	1,000
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIANNA'S HOUSE PREGNANCY RESOURCE CENTER700 10TH AVE ROCK FALLS, IL 61071			TO SUPPORT HUMAN SERVICE ACTIVITES	500
GIRL SCOUTS OF NORTHERN ILLINOIS 5040 W BUSINESS ROUTE 20 FREEPORT, IL 61032			IN SUPPORT OF YOUTH DEVELOPMENT	8,250
GRACE EPISCOPAL CHURCH 707 FIRST AVENUE STERLING, IL 61081			TO SUPPORT RELIGION/SPIRITUAL DEVELO	36,000
Total 				3,322,905
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GREATER STERLING DEVELOPMENT CORP 1741 INDUSTRIAL DRIVE STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	467,026
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS RD YORKTOWN HEIGHTS, NY 10598			TO SUPPORT HEALTH/GENERAL RELATED	2,500
HAPPY TAILS HUMANE SOCIETY 1408 MCNEIL ROAD ROCK FALLS, IL 61071			IN SUPPORT OF ANIMALS	2,250
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME OF HOPE OF THE ROCK RIVER VALLEY INC1632 PLOCK RD DIXON, IL 61021			IN SUPPORT OF HUMAN SERVICE ACTIVITI	7,500
ILLINOIS CONSERVATION FOUNDATION 1 NATURAL RESOURCE WAY SPRINGFIELD, IL 62702			IN SUPPORT OF ARTS, CULTURE, HUMANIT	87,500
ILLINOIS MATHEMATICS AND SCIENCE ACADEMY1500 W SULLIVAN ROAD AURORA, IL 60506			IN SUPPORT OF EDUCATION/INSTRUCTION	4,300
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JOHNSON O'CONNOR RESEARCH FOUNDATION INC347 BEACON ST BOSTON, MA 02116			IN SUPPORT OF EDUCATION/INSTRUCTION	2,000
JUNIOR ACHIEVEMENT OF HEARTLAND INC800 12TH AVENUE MOLINE, IL 61265			IN SUPPORT OF YOUTH DEVELOPMENT	6,250
JUNIOR TACKLE FOOTBALL INC OF STERLING IL3806 WOODLAWN RD STERLING, IL 61081			TO SUPPORT RECREATION, LEISURE, SPOR	4,250
Total 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
KANEVILLE UNITED METHODIST CHURCH 46W764 MAIN ST ELBURN, IL 60119			TO SUPPORT RELIGION/SPIRITUAL DEVELO	4,000
KIWANIS CLUB OF STERLING FOUNDATION PO BOX 44 STERLING, IL 61081			IN SUPPORT OF HUMAN SERVICE ACTIVITI	5,000
LIVING WELL CANCER RESOURCE CENTER 1803 W STATE STREET GENEVA, IL 60134			IN SUPPORT OF HEALTH/GENERAL RELATED	6,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LUTHERAN SOCIAL SERVICES OF ILLINOIS 1901 FIRST AVENUE STERLING, IL 61081			TO SUPPORT ARTS, CULTURE, HUMANITIES	5,000
MAKE-A-WISH FOUNDATION OF COLORADO INC 7951 E MAPLEWOOD AVE GREENWOOD VILLAGE, CO 80111			IN SUPPORT OF HUMAN SERVICE ACTIVITI	1,000
MARCH OF DIMES BIRTH DEFECTS FOUNDATION - N IL DIVISION 5411 EAST STATE ST 8 ROCKFORD, IL 61108			IN SUPPORT OF MEDICAL RESEARCH	2,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MAX MCGRAW WILD LIFE FOUNDATION 14N 322 RTW 25 PO BOX 9 DUNDEE, IL 60118			IN SUPPORT OF ANIMALS	4,500
MAYO FOUNDATION FOR MEDICAL EDUCATI AND RESEARCH200 FIRST ST SW ROCHESTER, MN 55905			TO SUPPORT HEALTH/GENERAL	20,000
MEMORIAL SLOAN - KETTERING CANCER CENTERPO BOX 599 LENNOX HILL NEW YORK, NY 10021			IN SUPPORT OF MEDICAL RESEARCH	3,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MONTMORENCY SCHOOL DISTRICT 12 9415 HOOVER RD ROCK FALLS, IL 61071			IN SUPPORT OF EDUCATION/INSTRUCTION	4,228
NATIONAL FIRE SAFETY COUNCIL INC 110 WEST 5TH ST STERLING, IL 61081			PUBLIC SAFETY, DISASTER, PREPAREDNES	500
NATIONAL TRUST FOR HISTORIC PRESERVATION2600 VIRGINIA AVE NW SUITE 1100 WASHINGTON, DC 200371922			TO SUPPORT ARTS, CULTURE, HUMANITIES	4,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL JEWISH HEALTHMEDICAL AND RESEARCH CENTER 155 NORTH PFINGSTEN ROAD SUITE 109 DEERFIELD, IL 60015			TO SUPPORT HEALTH/GENERAL AND RELATE	2,500
NEEDHAM BROUGHTON HIGH SCHOOL 723 ST MARYS ST RALEIGH, NC 27605			IN SUPPORT OF EDUCATION/INSTRUCTION	578
NEWMAN CENTRAL CATHOLIC HIGH SCHOOL 1101 WEST ST STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	3,986
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHWESTERN ILLINOIS CENTER FOR INDEPENDENT LIVING229 FIRST AVE SUITE 2 ROCK FALLS, IL 61071			IN SUPPORT OF HUMAN SERVICE	2,400
NORTHERN ILLINOIS UNIVERSITY FOUNDATION - WNIU801 N FIRST ST DEKALB, IL 60115			TO SUPPORT ARTS, CULTURE, HUMANITIES	6,000
OPERATION SMILE6435 TIDEWATER DR NORFOLK, VA 23509			IN SUPPORT OF HUMAN SERVICE	500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARKINSON ASSOCIATION OF THE ROCKIE 1325 S COLORADO BLVD 204 DENVER, CO 80222			IN SUPPORT OF HUMAN SERVICE	1,000
PRESBYTERIAN CHURCH (USA) FOUNDATIO 200 EAST 12TH STREET JEFFERSONVILLE, IN 47130			TO SUPPORT RELIGION/SPIRITUAL DEVELO	9,000
ROCK FALLS MIDDLE SCHOOL 1701 12TH AVE ROCK FALLS, IL 61071			IN SUPPORT OF EDUCATION/INSTRUCTION	859
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ROCK FALLS PUBLIC LIBRARY 1007 7TH AVE ROCK FALLS, IL 61071			TO SUPPORT ARTS, CULTURE, HUMANITIES	8,750
ROCK FALLS TOWNSHIP HIGH SCHOOL DISTRICT 301171 12TH AVE ROCK FALLS, IL 61071			TO SUPPORT EDUCATION/INSTRUCTION	8,804
ROCK FALLS YOUTH FOOTBALL 220 E 10TH STREET ROCK FALLS, IL 61071			TO SUPPORT RECREATION, LEISURE, SPOR	1,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ROCK RIVER VALLEY SELF HELP ENTERPRISES2300 W LEFEVRE RD STERLING, IL 61081			TO SUPPORT EDUCATION/INSTRUCTION	13,000
ROCKFORD UNIVERSITY 5050 EAST STATE ST ROCKFORD, IL 61108			TO SUPPORT EDUCATION/INSTRUCTION	8,000
RONALD REAGAN BOYHOOD HOME PRESERVATION816 S HENNEPIN AVE DIXON, IL 61021			TO SUPPORT ARTS, CULTURE, HUMANITIES	3,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAUK VALLEY COMMUNITY COLLEGE FOUNDATION173 ILLINOIS ROUTE 2 DIXON, IL 61021			TO SUPPORT EDUCATION/INSTRUCTION	186,977
SAUK VALLEY FOODBANK1801 PLANT RD STERLING, IL 61081			TO SUPPORT FOOD, NUTRITION, AND AG	25,500
SAVE ELLIS ISLAND INC500 INTERNATIONAL DR BUDD LAKE, NJ 07828			TO SUPPORT COMMUNITY IMPROVEMENT	1,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEVENTH DAY ADVENTIST CHURCH 501 W SECOND ST ROCK FALLS, IL 61071			TO SUPPORT RELIGION/SPIRITUAL DEVELO	1,400
SHELTER BOX USA 8374 MARKET STREET 203 LAKEWOOD RANCH, FL 34202			IN SUPPORT OF YOUTH DEVELOPMENT	1,000
SISKIN CHILDREN'S INSTITUTE 1 SISKIN PLAZA CHATTANOOGA, TN 37403			TO SUPPORT HEALTH/GENERAL RELATED	5,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHEAST DENVER CHRISTIAN CHURCH 9650 JORDAN RD PARKER, CO 801349270			TO SUPPORT RELIGION/SPIRITUAL DEVELO	4,000
SPECIAL OLYMPICS OF ILLINOIS 605 E WILLOW ST NORMAL, IL 61761			TO SUPPORT RECREATION, LEISURE, SPOR	4,000
ST ANDREW'S CATHOLIC ELEMENTARY SCHOOL701 11TH AVE ROCK FALLS, IL 61071			TO SUPPORT EDUCATION/INSTRUCTION	2,511
Total 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST ANTHONY HEALTH FOUNDATION 11600 W 2ND PLACE LAKEWOOD, CO 80228			IN SUPPORT OF HUMAN SERVICE	1,500
ST JUDE CHILDREN'S RESEARCH HOSPITA 501 ST JUDE PL MEMPHIS, TN 38105			TO SUPPORT HEALTH/GENERAL AND RELATE	6,250
ST MARK'S EPISCOPAL CHURCH 320 FRANKLIN STREET GENEVA, IL 61034			TO SUPPORT RELIGION/SPIRITUAL DEVELO	20,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MARY'S GRADE SCHOOL 5 W SIXTH STREET STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	4,098
ST VINCENT DE PAUL - STERLING ROCK FALLS 7 W SIXTH STREET STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	2,500
STANWOOD COMMUNITY SENIOR CENTER 7430 276TH STREET NW STANWOOD, WA 98292			IN SUPPORT OF HUMAN SERVICE	9,000
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STERLING HIGH SCHOOL 1608 FOURTH AVE STERLING, IL 61081			IN SUPPORT OF EDUCATION/INSTRUCTION	5,603
STERLING MAIN STREETPO BOX 261 STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	10,000
STERLING PARK DISTRICT 211 E ST MAYS PO BOX 958 STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	416,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STERLING PARK DISTRICT - MUSEUM ASSOCIATION 211 E ST MAYS PO BOX 958 STERLING, IL 61081			TO SUPPORT ARTS, CULTURE, HUMANITIES	138,250
STERLING PUBLIC LIBRARY 102 WEST 3RD STREET STERLING, IL 61081			TO SUPPORT ARTS, CULTURE, HUMANITIES	27,000
STERLING ROCK FALLS COMMUNITY TRUST 302 FIRST AVE STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	10,000
Total ▶ 3a				3,322,905


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STERLING ROCK FALLS DAY CARE AGENCY INC1840 W LE FEVRE STERLING, IL 61081			IN SUPPORT OF YOUTH DEVELOPMENT	5,500
STERLING ROCK FALLS FAMILY YMCA 2505 YMCA WAY STERLING, IL 61081			IN SUPPORT OF HUMAN SERVICE	55,000
STERLING ROCK FALLS HISTORICAL SOCIETY1005 E 3RD STERLING, IL 61081			TO SUPPORT ARTS, CULTURE, HUMANITIES	43,692
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STERLING SCHOOLS FOUNDATION PO BOX 1046 STERLING, IL 61081			TO SUPPORT EDUCATION/INSTRUCTION	117,737
STERLING TOWNSHIP108 4TH AVE STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	5,000
SUSTAINABLE BEREА INCPO BOX 1302 BEREA, KY 40403			TO SUPPORT EDUCATION/INSTRUCTION	5,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEXAS A&M UNIVERSITY - KINGSVILLE FOUNDATIONPO BOX 2202 KINGSVILLE, TX 78363			TO SUPPORT EDUCATION, INSTRUCTION	3,000
THE ASSOCIATED COLLEGES OF ILLINOIS 150 N WACKER DR SUITE 11740 CHICAGO, IL 60606			TO SUPPORT EDUCATION/INSTRUCTION	12,500
THE CARING CENTER2800 E HILL DRIVE ROCK FALLS, IL 61071			IN SUPPORT OF HUMAN SERVICE	1,000
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CIVIL WAR PRESERVATION TRUST 1331 H STREET SUITE 1001 WASHINGTON, DC 20005			TO SUPPORT ARTS, CULTURE, HUMANITIES	5,000
THE CULVER EDUCATIONAL FOUNDATION 1300 ACADEMY RD 29 CULVER, IN 46511			TO SUPPORT EDUCATION/INSTRUCTION	8,750
THE DICTIONARY PROJECTPO BOX 1845 CHARLESTON, SC 29402			TO SUPPORT EDUCATION/INSTRUCTION	1,600
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FOUNDATION CENTER 79 5TH AVE NEW YORK, NY 10003			TO SUPPORT PHILANTHROPY/VOLUNTARISM	3,600
THE JOSEPH F GLIDDEN HOMESTEAD FOUNDATION 2944 GREENWOOD ACRES DR DEKALB, IL 60115			TO SUPPORT ARTS, CULTURE, HUMANITIES	5,000
THE NATIONAL MUSEUM OF WWII AVIATIO 755 AVIATION WAY COLORADO SPRINGS, CO 80916			TO SUPPORT ARTS, CULTURE, HUMANITIES	1,000
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE NATURE CONSERVANCY OF IL CHAPTER 88 S MICHIGAN SUITE 900 CHICAGO, IL 60603			TO SUPPORT ENVIRONMENTAL QUALITY	11,000
THE PHILANTHROPY ROUNDTABLE 1150 17TH ST NW SUITE 503 WASHINGTON, DC 20063			TO SUPPORT PHILANTHROPY/VOLUNTARISM	1,500
THE ROCKFORD INSTITUTE 934 NORTH MAIN ST ROCKFORD, IL 61103			TO SUPPORT EDUCATION/INSTRUCTION	3,750
Total 				3,322,905
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMYPO BOX 366 STERLING, IL 61081			TO SUPPORT HUMAN SERVICE ACTIVITIES	21,000
THE UNITED STATES OLYMPIC COMMITTEE 1 OLYMPIC PLAZA COLORADO SPRINGS, CO 80909			TO SUPPORT RECREATION, LEISURE, SPOR	3,000
TWIN CITY PUBLIC ACTION TO DELIVER SHELTER INC507 W 3RD ST STERLING, IL 61081			TO SUPPORT PUBLIC SAFETY/EMERGENCY	3,900
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNION LEAGUE BOYS & GIRLS CLUBS 65 W JACKSON BLVD CHICAGO, IL 606043507			IN SUPPORT OF YOUTH DEVELOPMENT	4,000
UNITED WAY OF WHITESIDE COUNTY PO BOX 806 STERLING, IL 61081			TO SUPPORT HUMAN SERVICE ACTIVITIES	167,600
UNITVERSITY OF COLORADO FOUNDATION INC4200 E 9TH AVE B188 DENVER, CO 80262			TO SUPPORT EDUCATION/INSTRUCTION	7,000
Total ► 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF DUBUQUE 200 UNIVERSITY AVE DUBUQUE, IA 52001			TO SUPPORT EDUCATION/INSTRUCTION	8,750
WHITESIDE AREA CAREER CENTER 1608 5TH AVE STERLING, IL 61081			TO SUPPORT EDUCATION/INSTRUCTION	84,000
WHITESIDE COUNTY COMMUNITY HEALTH CLINIC1300 W 2ND ST ROCK FALLS, IL 61071			TO SUPPORT HEALTH/GENERAL AND RELATE	5,750
Total 3a				3,322,905


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WHITESIDE COUNTY SENIOR CENTER 1207 W 9TH ST STERLING, IL 61081			TO SUPPORT HUMAN SERVICE ACTIVITES	17,500
WOODALWN ARTS ACADEMY - OPERATING EXPENSES3807 WOODLAWN RD STERLING, IL 61081			TO SUPPORT ARTS, CULTURE, HUMANITIES	253,747
YMCA AT UNIVERSITY OF ILLINOIS 1001 S WRIGHT ST CHAMPAIGN, IL 61820			TO SUPPORT HUMAN SERVICE ACTIVITIES	6,500
Total 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNG LIFEPO BOX 6643 RALEIGH, NC 27628			TO SUPPORT RELIGION/SPIRITUAL DEVELO	2,422
YWCA OF THE SAUK VALLEY 412 FIRST AVE STERLING, IL 61081			TO SUPPORT HUMAN SERVICE ACTIVITIES	22,000
TIMBER LAKE PLAYHOUSEPO BOX 29 MOUNT CARROLL, IL 61053			TO SUPPORT ARTS, CULTURE, HUMANITIES	7,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN RED CROSS PO BOX 37839 BOONE, IA 500370839			IN SUPPORT OF HUMAN SERVICE	1,000
CITY OF STERLING - STERLING PD 212 3RD AVE 3 STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	1,300
ILLINOIS FAIRGROUNDS FOUNDATION PO BOX 5666 SPRINGFIELD, IL 62705			TO SUPPORT ARTS, CULTURE, HUMANITIES	27,500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PARK NICOLLET FOUNDATION PO BOX 650 MINNEAPOLIS, MN 554400650			TO SUPPORT HEALTH/GENERAL	2,000
ROCKFORD ART MUSEUM 711 N MAIN STREET ROCKFORD, IL 61103			TO SUPPORT ARTS, CULTURE, HUMANITIES	1,000
THE MUSEUM OF FLIGHT 9404 E MARGINAL WAY S SEATTLE, WA 98108			TO SUPPORT ARTS, CULTURE, HUMANITIES	7,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ROCK FALLS ELEMENTARY SCHOOL 602 4TH AVE ROCK FALLS, IL 61071			IN SUPPORT OF EDUCATION/INSTRUCTION	14,653
AGAPE HOUSE INC215 S MAIN STREET WALWORTH, WI 53184			TO SUPPORT HUMAN SERVICE ACTIVITIES	1,000
BOULDER HUMANE SOCIETY 2323 55TH STREET BOULDER, CO 80301			IN SUPPORT OF ANIMALS	500
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF STERLING JOINT FIRE COMMAND 212 THIRD AVE STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT	1,000
CYCLONES AMATEUR HOCKEY ASSOCIATION 1996 S KIRK ROAD GENEVA, IL 60134			TO SUPPORT RECREATION, LEISURE, SPOR	3,000
ECON ILLINOIS1425 LINCOLN HWY MONET BLDG 182 DEKALB, IL 60115			TO SUPPORT EDUCATION/INSTRUCTION	2,500
Total 				3,322,905
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARTNERSHIP MAGNET ELEMENTARY 601 BEVERENX ST RALEIGH, NC 27605			TO SUPPORT EDUCATION/INSTRUCTION	5,000
ROCK FALLS LITTLE LEAGUE 510 E 11TH STREET ROCK FALLS, IL 61071			TO SUPPORT RECREATION, LEISURE, SPOR	1,000
ROCK RIVER HOSPICE AND HOME 2706 AVENUE E STERLING, IL 61081			IN SUPPORT OF HUMAN SERVICE	91,000
Total 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SACRED HEART CHURCH2222 AVENUE J STERLING, IL 61081			TO SUPPORT RELIGION/SPIRITUAL DEVELO	500
SAUK VALLEY COMMUNITY CONCERT ASSOCIATIONPO BOX 67 DIXON, IL 61021			TO SUPPORT ARTS, CULTURE, HUMANITIES	3,000
STERLING TODAY INCPO BOX 183 STERLING, IL 61081			TO SUPPORT COMMUNITY IMPROVEMENT/DEV	3,677
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
STERLING YOUTH BASEBALL PO BOX 302 STERLING, IL 61081			TO SUPPORT RECREATION, LEISURE, SPOR	3,000
THE NATIONAL ARBOR DAY FOUNDATION 100 ARBOR AVENUE NEBRASKA CITY, NE 68410			TO SUPPORT ENVIRONMENTAL QUALITY	3,300
UNIVERSITY OF CHICAGO 1535 SOUTH HARPER CT 4TH FLOOR CHICAGO, IL 60615			TO SUPPORT EDUCATION/INSTRUCTION	1,000
Total ▶ 3a				3,322,905

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WHITESIDE COUNTY COMMUNITY DENTAL HEALTH1308 W 2ND STREET ROCK FALLS, IL 61071			TO SUPPORT HEALTH/GENERAL AND RELATE	1,000
Total ▶ 3a				3,322,905

TY 2017 Accounting Fees Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND AUDIT	49,335	24,667		24,668

TY 2017 Investments Corporate Bonds Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CINCINNATI INVESTMENT BONDS		
ADVENT	2,553,937	2,553,937
R2K INCOME NOTE		
SPX LASERS		
SPX R2K SX5E		
SPX R2K SX5E NOTE 9617	4,238,750	4,238,750

TY 2017 Investments Corporate Stock Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RIVER ROAD SMALL/MID VALUE	3,577,595	3,577,595
SCHAFER CULLEN LARGE CAP VALUE	4,580,793	4,580,793
LAZARD	3,918,270	3,918,270
DELAWARE INTERNATIONAL	4,411,897	4,411,897
OPPORTUNISTIC PORTFOLIO	5,349,539	5,349,539

TY 2017 Investments Government Obligations Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349**US Government Securities - End
of Year Book Value:**

2,706,390

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

2,706,390

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

TY 2017 Investments - Other Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BAY RESOURCE	FMV	3,269,582	3,269,582
FRONTPOINT	FMV	9,196	9,196
MILLENNIUM	FMV	4,835,242	4,835,242
INVESTMENT OPTIONS	FMV	100,769	100,769
DOUBLELINE	FMV	4,207,275	4,207,275
STRATEGIC OPPORTUNITIES	FMV	1,952,471	1,952,471
EUR/JAP TRIG PLUS NT	FMV		
BLACKSTONE ENERGY PARTNERS	FMV	2,184,228	2,184,228
STRATEGIC OPPORTUNITIES FUND II	FMV	4,514,940	4,514,940
DISCOVERY GLOBAL OPPORTUNITY	FMV	142,899	142,899
STRATEGIC OPPORTUNITIES FUND III	FMV	510,447	510,447
HP RENAISSANCE	FMV	3,459,286	3,459,286

TY 2017 Legal Fees Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	1,944			1,944

TY 2017 Other Assets Schedule

Name: DILLON FOUNDATION

EIN: 36-6059349

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
REAL ESTATE	85,000	29,000	29,000

TY 2017 Other Decreases Schedule

Name: DILLON FOUNDATION

EIN: 36-6059349

Description	Amount
UNREALIZED GAINS/(LOSSES) ON INVESTMENTS	3,854,028

TY 2017 Other Expenses Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	11,881			11,881
OFFICE SUPPLIES	1,117			1,117
DUES & SUBSCRIPTIONS	2,763			2,763
MISCELLANEOUS	2,439			2,439
TELEPHONE	690			690
BANK SERVICE CHARGES	2,677			2,677
POSTAGE	298			298

TY 2017 Other Income Schedule

Name: DILLON FOUNDATION

EIN: 36-6059349

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SALE OF MATERIALS	2,900	2,900	

TY 2017 Other Increases Schedule

Name: DILLON FOUNDATION

EIN: 36-6059349

Description	Amount
RECOGNITION OF IMPAIRMENT FOR SALE OF RE	416,651

TY 2017 Other Professional Fees Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	517,330	517,330		

TY 2017 Taxes Schedule**Name:** DILLON FOUNDATION**EIN:** 36-6059349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	33,458			
FOREIGN TAXES PAID	33,564	33,564		