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Form **990**

Return of Organization Exempt From Income Tax

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2008
Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2008 calendar year, or tax year beginning **10/01/08**, and ending **9/30/09**

- Check if applicable
- Address change
- Name change
- Initial return
- Termination
- Amended return
- Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
LENAWEE COMMUNITY FOUNDATION

Doing Business As

Number and street (or P O box if mail is not delivered to street address) Room/suite
P.O. BOX 142

City or town, state or country, and ZIP + 4
TECUMSEH MI 49286

D Employer identification number
38-6095474

E Telephone number
517-423-1729

G Gross receipts \$ **3,024,148**

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No

If "No," attach a list (see instructions)

I Tax-exempt status 501(c) (**3**) (insert no) 4947(a)(1) or 527

J Website: **www.lenaweecf.com**

H(c) Group exemption number

K Type of organization Corporation Trust Association Other

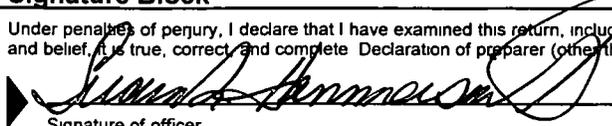
L Year of formation **1959** **M** State of legal domicile **MI**

Part I Summary

1 Briefly describe the organization's mission or most significant activities PROVIDE SCHOLARSHIPS AND GRANTS FOR CHARITABLE AND EDUCATIONAL PURPOSES		
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets		
3 Number of voting members of the governing body (Part VI, line 1a)		3 12
4 Number of independent voting members of the governing body (Part VI, line 1b)		4 12
5 Total number of employees (Part V, line 2a)		5 4
6 Total number of volunteers (estimate if necessary)		6 65
7a Total gross unrelated business revenue from Part VIII, line 12, column (C)		7a
b Net unrelated business taxable income from Form 990-T, line 34		7b 0
8 Contributions and grants (Part VIII, line 1h)		Prior Year 2,112,469 Current Year 781,668
9 Program service revenue (Part VIII, line 2g)		
10 Investment income (Part VIII, column (A), lines 3-4 and 7d)		86,780 -1,559,935
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		20,319 8,895
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)		2,219,568 -769,372
13 Grants and similar amounts paid (Part IX, column (B), lines 1-3)		746,315 1,286,959
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		148,365 168,444
16a Professional fundraising fees (Part IX, column (A), line 11e)		
b Total fundraising expenses (Part IX, column (D), line 25)	46,307	
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)		65,980 63,091
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		960,660 1,518,494
19 Revenue less expenses Subtract line 18 from line 12		1,258,908 -2,287,866
20 Total assets (Part X, line 16)		Beginning of Year 13,425,876 End of Year 12,817,000
21 Total liabilities (Part X, line 26)		1,282,503 1,036,250
22 Net assets or fund balances Subtract line 21 from line 20		12,143,373 11,780,750

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here  **2/4/10**
Signature of officer **SUANN HAMMERSMITH** **PRESIDENT**
Date

Type or print name and title

Paid Preparer's Use Only

Preparer's signature  Date **1/15/10** Check if self-employed Preparer's identifying number (see instructions) **P00922096**

Firm's name (or yours if self-employed), address, and ZIP + 4 **Robertson, Eaton & Owen, P.C.** EIN **38-2490095**
121 North Main Street Phone **517-265-6154**
Adrian, MI 49221 no

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

DAA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

916 9

Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:

PROVIDE SCHOLARSHIPS AND GRANTS FOR CHARITABLE AND EDUCATIONAL PURPOSES

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ **165,254** including grants of \$ **165,254**) (Revenue \$)
PROVIDING EDUCATIONAL SCHOLARSHIPS TO ELIGIBLE STUDENTS FROM LENAWEЕ COUNTY

4b (Code) (Expenses \$ **1,255,995** including grants of \$ **1,121,705**) (Revenue \$)
RECEIVE AND ADMINISTER FUNDS FOR CHARITABLE, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, BUT NOT LIMITED TO THE PROMOTION AND SUPPORT OF EDUCATION, COMMUNITY DEVELOPMENT, ART AND CULTURE, HEALTH SOCIAL SERVICE AND CIVIC AFFAIRS. ALSO, PROVIDE INTERNAL PROGRAM SERVICES- GRANT MAKING FOR NON-PROFIT PROGRAMS AND CAPACITY BUILDING; LENAWEЕ YOUTH COUNCIL; LENAWEЕ YOUTH LEADERSHIP; VOLUNTEER LENAWEЕ!

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses **\$ 1,421,249** (Must equal Part IX, Line 25, column (B))

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	<input checked="" type="checkbox"/>	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	<input checked="" type="checkbox"/>	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		<input checked="" type="checkbox"/>
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III		
6 Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	<input checked="" type="checkbox"/>	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	<input checked="" type="checkbox"/>	
10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V	<input checked="" type="checkbox"/>	
11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	<input checked="" type="checkbox"/>	
12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? If "Yes," complete Schedule D, Parts XI, XII, and XIII	<input checked="" type="checkbox"/>	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<input checked="" type="checkbox"/>
14a Did the organization maintain an office, employees, or agents outside of the U S ?		<input checked="" type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? If "Yes," complete Schedule F, Part I		<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Part II		<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Part III		<input checked="" type="checkbox"/>
17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I		<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		<input checked="" type="checkbox"/>
20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H		<input checked="" type="checkbox"/>
21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	<input checked="" type="checkbox"/>	
22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	<input checked="" type="checkbox"/>	
23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J		<input checked="" type="checkbox"/>
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K If "No," go to question 25		<input checked="" type="checkbox"/>
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		<input checked="" type="checkbox"/>
b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? If "Yes," complete Schedule L, Part I		<input checked="" type="checkbox"/>
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		<input checked="" type="checkbox"/>
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? If "Yes," complete Schedule L, Part III		<input checked="" type="checkbox"/>

Part IV Checklist of Required Schedules (continued)

	Yes	No
28 During the tax year, did any person who is a current or former officer, director, trustee, or key employee		
a Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? If "Yes," complete Schedule L, Part IV		X
b Have a family member who had a direct or indirect business relationship with the organization? If "Yes," complete Schedule L, Part IV		X
c Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? If "Yes," complete Schedule L, Part IV	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		X
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U S Information Returns Enter -0- if not applicable		
	1a 5		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 4		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6a	Did the organization solicit any contributions that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization provide goods or services in exchange for any quid pro quo contribution of more than \$75?	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		X
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		X
8	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
9	Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		X
b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
10	Section 501(c)(7) organizations. Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)

Section A. Governing Body and Management

		Yes	No
For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions			
1a	Enter the number of voting members of the governing body	12	
b	Enter the number of voting members that are independent	12	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	X	
5	Did the organization become aware during the year of a material diversion of the organization's assets?		X
6	Does the organization have members or stockholders?		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9a	Does the organization have local chapters, branches, or affiliates?		X
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
10	Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	X	
11	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies

		Yes	No
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
13	Does the organization have a written whistleblower policy?	X	
14	Does the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
a	The organization's CEO, Executive Director, or top management official?	X	
b	Other officers or key employees of the organization? Describe the process in Schedule O (see instructions)	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ MI**
- 18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization **▶ SUANN HAMMERSMITH 603 N. EVANS STREET**

TECUMSEH

MI 49286

517-423-1729

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

Check this box if the organization did not compensate any officer, director, trustee, or key employee

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
DAVID HICKMAN CHAIR&TREAS		X		X				0	0	0
CHARLES GROSS VICE CHAIR		X		X				0	0	0
SCOTT HILL SECRETARY		X		X				0	0	0
DR. CARLTON COOK DIRECTOR		X						0	0	0
FRANK DICK DIRECTOR		X						0	0	0
SUSAN GOLDSSEN DIRECTOR		X						0	0	0
JIM KAPNICK DIRECTOR		X						0	0	0
SHEILA SCHWARTZ DIRECTOR		X						0	0	0
BREINNE REEDER DIRECTOR		X						0	0	0
ERNIE GROEB DIRECTOR		X						0	0	0
BOB VOGEL DIRECTOR		X						0	0	0
ELI FRANCOUER DIRECTOR		X						0	0	0

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	781,668				
	g Noncash contributions included in lines 1a-1f	\$					
	h Total. Add lines 1a-1f		781,668				
	Program Service Revenue	2a	Busn. Code				
b							
c							
d							
e							
f All other program service revenue							
g Total. Add lines 2a-2f							
Other Revenue		3 Investment income (including dividends, interest, and other similar amounts)		407,213	407,213		
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6a Gross Rents	(i) Real	(ii) Personal				
	b Less rental exps						
	c Rental inc or (loss)						
	d Net rental income or (loss)						
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
				1,826,372			
	b Less cost or other basis & sales exps			3,793,520			
	c Gain or (loss)			-1,967,148			
	d Net gain or (loss)			-1,967,148	-1,967,148		
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a					
	b Less direct expenses	b					
c Net income or (loss) from fundraising events							
9a Gross income from gaming activities See Part IV, line 19	a						
b Less direct expenses	b						
c Net income or (loss) from gaming activities							
10a Gross sales of inventory, less returns and allowances	a						
b Less cost of goods sold	b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue		Busn. Code					
11a FEES AND FUNDRAISER INCOME			8,895	8,895			
b							
c							
d All other revenue							
e Total. Add lines 11a-11d			8,895				
12 Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e			-769,372	-1,551,040	0	0	

Part IX Statement of Functional Expenses

**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	1,121,705	1,121,705		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	165,254	165,254		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	135,585	78,639	29,829	27,117
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	22,259	12,910	4,897	4,452
10 Payroll taxes	10,600	6,148	2,332	2,120
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion	376	218	83	75
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	4,291	2,489	944	858
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	4,270	2,477	939	854
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	507		507	
23 Insurance	2,179	1,264	479	436
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a PRINTING	14,851	8,614	3,267	2,970
b DUES AND SUBSCRIPTIONS	6,758	3,920	1,486	1,352
c OFFICE SUPPLIES	5,689	3,300	1,251	1,138
d CONTRACTED SERVICES	5,562	4,032	1,530	
e POSTAGE	3,923	2,275	863	785
f All other expenses	14,685	8,004	2,531	4,150
25 Total functional expenses. Add lines 1 through 24f	1,518,494	1,421,249	50,938	46,307
26 Joint Costs. Check here <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
Assets	1	Cash—non-interest bearing	1,880	1	36,211
	2	Savings and temporary cash investments	738,875	2	297,296
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net	7,000	4	
	5	Receivables from current and former officers, directors, trustees, key employees, or other related parties Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment cost basis	467,589		
	b	Less accumulated depreciation. Complete Part VI of Schedule D	1,310	10c	466,279
	11	Investments—publicly traded securities	12,211,336	11	12,017,214
	12	Investments—other securities See Part IV, line 11		12	
	13	Investments—program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11		15	
16	Total assets. Add lines 1 through 15 (must equal line 34)	13,425,876	16	12,817,000	
Liabilities	17	Accounts payable and accrued expenses	45	17	3,602
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow account liability Complete Part IV of Schedule D	1,189,567	21	951,584
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable		24	
	25	Other liabilities Complete Part X of Schedule D	92,891	25	81,064
	26	Total liabilities. Add lines 17 through 25	1,282,503	26	1,036,250
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	299,112	27	171,161
	28	Temporarily restricted net assets	10,223,776	28	10,015,368
	29	Permanently restricted net assets	1,620,485	29	1,594,221
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	12,143,373	33	11,780,750	
34	Total liabilities and net assets/fund balances	13,425,876	34	12,817,000	

Part XI Financial Statements and Reporting

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		X
2b	Were the organization's financial statements audited by an independent accountant?	X	
2c	If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits?		

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	998,797	1,530,647	3,002,307	2,112,469	781,668	8,425,888
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1-3	998,797	1,530,647	3,002,307	2,112,469	781,668	8,425,888
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						2,442,840
6 Public support. Subtract line 5 from line 4						5,983,048

Section B. Total Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	998,797	1,530,647	3,002,307	2,112,469	781,668	8,425,888
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	137,825	151,448	342,608	433,496	407,213	1,472,590
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)				20,319	8,895	29,214
11 Total support. Add lines 7 through 10						9,927,692
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))	14	60.2663 %
15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f	15	52.9378 %
16a 33 1/3 % support test—2008. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33 1/3 % support test—2007. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2007. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)
 (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1-5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2007 Schedule A, Part IV-A, line 27h	18	%

19a 33 1/3 % support tests—2008. If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3 % support tests—2007. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.**

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization

LENAWEE COMMUNITY FOUNDATION

Employer identification number

38-6095474

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	9	65
2 Aggregate contributions to (during year)	102,958	405,681
3 Aggregate grants from (during year)	224,420	104,971
4 Aggregate value at end of year	652,861	2,908,197
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or pleasure)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, violations, and enforcement of the conservation easements it holds? Yes No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Trust, Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIV and complete the following table

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	11,844,261				
b Contributions	558,120				
c Investment earnings or losses	120,607				
d Grants or scholarships	691,926				
e Other expenditures for facilities and programs	179,195				
f Administrative expenses	42,278				
g End of year balance	11,609,589				

2 Provide the estimated percentage of the year end balance held as:

- a Board designated or quasi-endowment %
- b Permanent endowment 13.73 %
- c Term endowment 86.27 %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		<input checked="" type="checkbox"/>
3a(ii)		<input checked="" type="checkbox"/>
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other	460,000	7,589	1,310	466,279
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c))				466,279

Part Xi Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	-769,372
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	1,518,494
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-2,287,866
4	Net unrealized gains (losses) on investments	4	1,687,260
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	237,983
9	Total adjustments (net). Add lines 4-8	9	1,925,243
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-362,623

Part Xii Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	701,558
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	1,687,260
b	Donated services and use of facilities	2b	44,730
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	-261,060
e	Add lines 2a through 2d	2e	1,470,930
3	Subtract line 2e from line 1	3	-769,372
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This should equal Form 990, Part 1, line 12)	5	-769,372

Part Xiii Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	1,064,181
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	44,730
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	-499,043
e	Add lines 2a through 2d	2e	-454,313
3	Subtract line 2e from line 1	3	1,518,494
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	1,518,494

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

Part IV, Line 2b - Escrow Liability Arrangement Explanation
LENAWEE COMMUNITY FOUNDATION RECEIVES FUNDS FOR THE BENEFIT AND SUPPORT OF
NONPROFIT (IRS CODE 501(c)3) ORGANIZATIONS. ALSO, THE FOUNDATION SERVES AS
AN AGENT IN HANDLING FUNDS FOR SPECIAL PROJECTS WHICH BENEFIT THE
COMMUNITY.

Part XI, Line 8 - Reconciliation of Changes - Other

Part XIV Supplemental Information (continued)

REVENUE RELATED TO AGENCY ACTIVITY \$ -261,060

EXPENSES RELATED TO AGENCY ACTIVITY \$ 499,043

Part XII, Line 2d - Revenue Amounts Included in Financials - Other

REVENUE RELATED TO AGENCY ACTIVITY \$ -261,060

Part XIII, Line 2d - Expense Amounts Included in Financials - Other

EXPENSES RELATED TO AGENCY ACTIVITY \$ -499,043

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

LENAWEE COMMUNITY FOUNDATION

Employer identification number

38-6095474

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the U.S.**

▶ Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22.

▶ Attach to Form 990.

2008

**Open to Public
Inspection**

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
	HERRICK MED CTR FOUNDATION 500 E POTTAWATOMIE ST TECUMSEH MI 49286	38-3076106	3	185,000				CAPITAL PROJECT
	FAMILY COUNSELING & CHILDREN'S SVC 220 N MAIN ST ADRIAN MI 49221	38-1660960	3	8,000				DV SHELTER OPERATION
	ST. MARY'S CATHOLIC CHURCH 305 DIVISION ST ADRIAN MI 49221	38-1404597	3	300,106				FD PANTRY & CAP PROJ
	CITY OF TECUMSEH 309 E CHICAGO BLVD TECUMSEH MI 49286	38-6007206		130,000				ART & RECREATION
	COMMUNITY ARTS OF TECUMSEH 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	10,000				FINE ARTS PROGRAMS
	COMMUNITIES IN SCHOOLS OF THE TEC A 212 N OTTAWA ST TECUMSEH MI 49286	38-3259824	3	10,000				YOUTH PROGRAMS
	GOODWILL IND OF SE MICHIGAN 1357 DIVISION ST ADRIAN MI 49221	38-1646249	3	23,426				CAPITAL PROJECT
	LENAWEE CHAMBER FOUNDATION 5285 W US 223 ADRIAN MI 49221	38-2986826	3	50,000				ECONOMIC DEVELOPMENT
	ADRIAN AREA CHAMBER OF COMMERCE 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	10,170				ECONOMIC DEVELOPMENT

2 Enter total number of section 501(c)(3) and government organizations

3 Enter total number of other organizations

▶ 17

▶ 0

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
COLLEGE SCHOLARSHIPS	167	165,254			

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Part I, Line 2 - Procedures for Monitoring the Use of Grant Funds
PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS- GRANT RECIPIENTS ARE REQUIRED TO PROVIDE REPORTS TO THE FOUNDATION THAT PROVIDE PROGRAM AND BUDGET INFORMATION. ALL SCHOLARSHIP AWARDS ARE PAYABLE TO A COLLEGE OR UNIVERSITY, SO IF THE STUDENT IS NOT ENROLLED, THE FUNDS ARE REFUNDED TO THE FOUNDATION.

**SCHEDULE I-1
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for
Part II and Part III, Schedule I (Form 990).

OMB No 1545-0047
2008

**Open to Public
inspection**

Employer identification number
38-6095474

LENAWEE COMMUNITY FOUNDATION

Part I. Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALEXANDER PS PLAYGROUND 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	18,953				CAPITAL PROJECT
TECUMSEH SERVICE CLUB 9466 STONE HWY TECUMSEH MI 49286	38-6090101	3	20,000				FOOD, SHELTER, UTILI
ATHENA LENAWEE 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	7,494				LEADERSHIP
BLISSFIELD SKATEBOARD PARK 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	13,060				CAPITAL PROJECT
BRITTON-MACON AREA SCHOOL 201 COLLEGE AVE BRITTON MI 49229	38-6007847	3	10,000				CAPITL PROJECTS
DISABLED AMERICAN VETERANS 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	5,700				CAPITAL PROJECT
FRIENDS OF TECUMSEH SCHL ORCHESTRA 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	7,687				CAPITAL PROJECT
ZONTA INTERN'L CLUB OF LENAWEE 603 N EVANS ST TECUMSEH MI 49286	38-6095474	3	15,800				PROGRAM SUPPORT

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008

Open to Public
Inspection

Name of the organization

LENAWEE COMMUNITY FOUNDATION

Employer identification number

38-6095474

Form 990, Part VI, Line 4 - Significant Changes to Organizational Documents
SEE ATTACHED COPY OF AMENDED AND RESTATED BYLAWS OF LENAWEЕ COMMUNITY
FOUNDATION. ADOPTED NOVEMBER 20, 2008

Form 990, Part VI, Line 10 - Organization's Process Used to Review Form 990
A COPY OF THE FIRST THREE PAGES OF THE FORM 990 WAS INCLUDED IN THE BOARD
PACKET MAILED TO EACH DIRECTOR PRIOR TO THE JANUARY MEETING, A COPY OF THE
FULL FORM 990 WAS SCANNED AND E-MAILED TO EACH DIRECTOR FOR HIS/HER REVIEW.
AT THE JANUARY BOARD MEETING, THE FULL BOARD OF DIRECTORS APPROVED
SUBMISSION OF THE FORM 990 TO THE IRS.

Form 990, Part VI, Line 12c - Enforcement of Conflicts Policy
EACH MEMBER OF THE BOARD OF DIRECTORS SIGNS A CONFLICT OF INTEREST
STATEMENT AND PROVIDES A LIST OF DISCLOSURES WHERE THERE MAY BE A POTENTIAL
CONFLICT OF INTEREST. FOUNDATION DIRECTORS ABSTAIN FROM VOTING WHEN THERE
IS A POSSIBLE CONFLICT OF INTEREST, AND IT IS DOCUMENTED IN THE MINUTES OF
THE MEETING.

Form 990, Part VI, Line 15a - Compensation Process for Top Official
THE PRESIDENT AND CEO'S COMPENSATION WAS DETERMINED BY CONDUCTING A FORMAL
WRITTEN AND VERBAL EVALUATION TO DETERMINE IF GOALS HAVE BEEN MET; REVIEWING
THE BUDGET TO DETERMINE FUNDS AVAILABLE FOR SALARIES; OBTAINING DATA ON
CHANGES TO THE NATIONAL COST OF LIVING; AND REVIEWING COMPARABLE SALARIES
AS SURVEYED BY THE COUNCIL OF MICHIGAN FOUNDATIONS, THE NATIONAL COUNCIL ON
FOUNDATIONS, AND THE COMMUNITY RESEARCH INSTITUTE AT GRAND VALLEY STATE

Name of the organization

LENAWEE COMMUNITY FOUNDATION

Employer identification number

38-6095474

UNIVERSITY IN GRAND RAPIDS, MICHIGAN. THE EXECUTIVE COMMITTEE CONDUCTED THE FORMAL EVALUATION OF THE PRESIDENT & CEO, REPORTED ON THIS EVALUATION TO THE FULL BOARD OF DIRECTORS, AND MADE A RECOMMENDATION FOR THE SALARY ADJUSTMENT. THE FULL BOARD VOTED ON THE CHANGE IN SALARY.

Form 990, Part VI, Line 15b - Compensation Process for Officers
 COMPENSATION FOR ALL EMPLOYEES OTHER THAN THE PRESIDENT & CEO, WAS DETERMINED BY THE PRESIDENT & CEO, AFTER FORMAL WRITTEN AND VERBAL EVALUATIONS, REVIEW OF THE MONIES AVAILABLE IN THE BUDGET APPROVED BY THE BOARD, REVIEW OF THE COST OF LIVING ADJUSTMENT, AND REVIEWING COMPARABLE SALARIES FOR THE POSITIONS IN STATE AND NATIONAL SURVEYS.

Form 990, Part VI, Line 19 - Governing Documents Disclosure Explanation
 GOVERNING DOCUMENTS, THE CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO INTERESTED PARTIES UPON REQUEST. ADDITIONALLY, THE FOUNDATION INCLUDES A STATEMENT OF FINANCIAL POSITION AND A STATEMENT OF ACTIVITIES IN THE ANNUAL REPORT, AND STATES THAT INDIVIDUALS CAN CONTACT THE FOUNDATION OFFICE TO RECEIVE A FULL COPY OF THE ANNUAL AUDIT.

Schedule O - Additional Information

SCHEDULE L, PART IV

BUSINESS TRANSACTIONS INVOLVING INTEREST PERSONS- A TOTAL OF \$115940 WAS PAID IN INVESTMENT MANAGER FEES TO THE WEALTH MANAGEMENT GROUP OF UNITED BANK & TRUST. DAVID HICKMAN AND SCOTT HILL SERVE ON THE BOARDS OF BOTH UNITED BANK & TRUST AND THE LENAWEЕ COMMUNITY FOUNDATION. THIS IS DISCLOSED BY EACH DIRECTOR IN THE CONFLICT OF INTEREST STATEMENTS WHICH ARE SIGNED

Name of the organization

LENAWEE COMMUNITY FOUNDATION

Employer identification number

38-6095474

ANNUALLY. THERE IS ALSO A FOOTNOTE OF THE LENAWEЕ COMMUNITY FOUNDATION
AUDIT THAT STATES HOLDINGS OF THE DIRECTORS IN AGGREGATE REPRESENT LESS
THAN 5% OF BANK EQUITY. ADDITIONALLY, THE LENAWEЕ COMMUNITY FOUNDATION
INVESTMENT COMMITTEE REVIEWS INVESTMENT MANAGERS QUARTERLY, AND ASSURES
THAT NATIONALLY RECOGNIZED BENCHMARKS ARE MET.

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return **LENAWEE COMMUNITY FOUNDATION** Identifying number **38-6095474**

Business or activity to which this form relates
Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

(a) Description of property	(b) Cost (business use only)	(c) Elected cost
6		

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	507

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property					
b	5-year property					
c	7-year property					
d	10-year property					
e	15-year property					
f	20-year property					
g	25-year property		25 yrs		S/L	
h	Residential rental property		27 5 yrs	MM	S/L	
i	Nonresidential real property		27 5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C—Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs		S/L	
c	40-year		40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instr	22	507
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Federal Statements

Form 990, Part IX, Line 24f - All Other Expenses

Description	Total Expenses	Program Service	Management & General	Fund Raising
MISCELLANEOUS	\$ 3,668	1,615	107	\$ 1,946
FEES / FUND WEB	3,229	1,873	710	646
ANNUAL MEETING	3,202	1,857	705	640
BOARD EXPENSE	2,324	1,348	511	465
MEALS / ENTERTAINMENT / GIFT	1,054	611	232	211
EQUIP / SOFTWARE	656	380	145	131
CREDIT CARD FEES	454	263	100	91
PROF ADVISORS WORKSHOP	64	37	14	13
RENTAL	34	20	7	7
Total	\$ 14,685	\$ 8,004	\$ 2,531	\$ 4,150

LENAWEE Community Foundation 38-6095474
Form 990 (9/30/09)
PART VI SECTION A LINE 4

**AMENDED AND RESTATED BYLAWS
OF
LENAWEE COMMUNITY FOUNDATION**

ARTICLE I

Board of Directors

Section 1. The name of the corporation shall be Lenawee Community Foundation. All planned gifts named for the Tecumseh Community Fund Foundation will be assured to go to its legal successor, the Lenawee Community Foundation.

Section 2. Directorship. The Corporation will be organized upon a directorship basis. The property, business and affairs of the Corporation will be managed by its Board of Directors.

Section 3. Number and Term of Office. The Board of Directors of this Corporation will consist of a minimum of seven and not more than eleven persons over the age of 21, who are elected for three-year terms. Additionally, the Board of Directors will consist of up to two persons ages 16-21, who are elected for one-year terms. The exact number of said directors is to be determined by the Board of Directors at the time of the annual meeting. The terms of the directors may be adjusted so that at each annual meeting, approximately one-third of the directors will be elected. The term of office of any director will continue until his or her successor has been elected and qualified, unless the director is appointed to fill a vacancy, to which event it will be for the remainder of the term to which the director is succeeding.

Section 4. Resignation, Removal and Vacancies. A Director may resign by written notice to the Corporation. The resignation will be effective upon its receipt by the Corporation or a subsequent time as set forth in the notice of resignation. A Director may be removed, either with or without cause, by the affirmative vote of a majority of the directors then in office.

If a vacancy has occurred among the members of the Board as a result of death, resignation, removal, or otherwise, the vacancy may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board of Directors.

Section 5. General Powers as to Negotiable Paper. The Board of Directors may, from time to time, authorize the making, signature or endorsement of checks, drafts, notes and other

negotiable paper or other instruments for the payment of money and designate the persons who will be authorized to make, sign or endorse the same on behalf of the corporation.

Section 6. Powers as to Other Documents. All material contracts, conveyances and other instruments may be executed on behalf of the Corporation by the President or any Vice President, and, if necessary, attested by the Secretary or the Treasurer.

Section 7. Compensation. Directors will serve without compensation but may be reimbursed for actual, reasonable and necessary expenses incurred by a Director in his or her capacity as a Director.

ARTICLE II

Meetings

Section 1. Annual Meeting. The annual meeting of the Directors of the Corporation will be held at the principal office of the Corporation, or at any other place as designated by the Directors, on such date and at such time in the month of October as determined by the Board of Directors for the purpose of electing Directors and officers for the ensuing year and for the transaction of other business properly brought before the meeting.

Section 2. Regular Meetings. Regular meetings of the Board of Directors may be held without notice if the time and place of the meeting has been determined by resolution of the Board. At least one regular meeting of the Board must be held each year.

Section 3. Special Meetings. Special meetings of the Directors may be called by the President and will be called by the President or Secretary at the direction of not less than two Directors or as may otherwise be provided by law. Special meetings will be held at the principal office of the Corporation unless otherwise directed by the President or Secretary and stated in the notice of meeting. Any request for a meeting by the Directors must state the purpose or purposes of the proposed meeting.

Section 4. Notice of Meeting. Except as otherwise provided by these bylaws or by law, written notice containing the time and place of all meetings of the Board of Directors will be given either personally or by mail to each Director of record not less than ten days before a regular meeting and not less than two days before a special meeting. Notice of a regular meeting need not state the purpose or purposes of the meeting nor the business to be transacted at the meeting. No notice of an adjourned meeting need be given if the time and place to which the meeting is adjourned is announced at the meeting. At the adjourned meeting, the only business that may be transacted is business which might have been transacted at the original meeting.

Attendance of a Director at a meeting constitutes a waiver of notice of the meeting, except where the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 5. Quorum and Voting. A majority of all the Directors will constitute a quorum at any meeting. The vote of a majority of the Directors present at a meeting at which a quorum is present will constitute the action of the Board of Directors, unless the vote of a larger number is required by law or by other sections of these Bylaws or the Articles of Incorporation.

Section 6. Conduct at Meetings. Meetings of the Directors will be presided over by the Chairman of the Board of Directors or, if the Chairman is not present, by the Vice Chairman or, if there is no Chairman or Vice Chairman or if the Vice Chairman is not present, by the President or, if the President is not present, by a chairman to be chosen at the meeting. The Secretary or an Assistant Secretary of the Corporation or, in their absence, a person chosen at the meeting will act as Secretary of the meeting.

Section 7. Action by Unanimous Written Consent. Any action required or permitted to be taken at an annual or special meeting of Directors may be taken without a meeting, without prior notice and without a vote, if all of the Directors entitled to vote consent in writing to the action so taken. Written consents will be filed with the minutes of the proceedings of the Board of Directors.

Section 8. Telephonic Conferences. A Director may participate in a meeting of Directors by conference telephone or similar communications equipment by which all persons participating in the meeting may hear each other if all participants are advised of the communications equipment and the names of the participants in the conference are divulged to all participants. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

Section 9. Electronic Transmission. As used in these bylaws, electronic transmission refers to any form of communication that does not directly involve the physical transmission of paper, creates a record that may be retained and retrieved by the recipient and may be directly reproduced in paper form by the recipient through an automated process. As used in these bylaws, "written" or "writing" will include communications of electronic communication, including but not limited to fax and e-mail. Notices of meetings, waivers of notice of meetings, proxies, and written consents may be transmitted by electronic transmission. When a notice or communication is transmitted electronically, the notice or communication is deemed to be given when electronically transmitted to the person entitled to the notice or communication in a manner authorized by the person. A director will be deemed to have consented to the use of e-mail upon providing the Corporation with a valid e-mail address. Votes that are transmitted electronically require an affirmative response by 100% of the Directors.

ARTICLE III

Officers

Section 1. Election or Appointment. The Board of Directors will elect a President, a Secretary and a Treasurer of the Corporation at each annual meeting, may elect a Vice President, Assistant Secretary and Assistant Treasurer and may elect from their number a Chair,, a Vice Chair,, a Secretary, and a Treasurer of the Board. The same person may hold any two or more offices, but no officer will execute, acknowledge or verify any instrument in more than one capacity. The Directors may also appoint an Executive Director and any other officers and agents as they deem necessary for accomplishing the purposes of the Corporation.

Section 2. Term of Office. The term of office of all officers will commence upon their election or appointment and will continue until the next annual meeting of the Corporation and until their respective successors are chosen or until their resignation or removal. Any officer may be removed from office at any meeting of the Directors, with or without cause, by the affirmative vote of a majority of the Directors, whenever in their judgment the best interest of the Corporation will be served.

An officer may resign by written notice to the Corporation. The resignation will be effective upon its receipt by the Corporation or at a subsequent time specified in the notice of resignation.

Section 3. Compensation. Any officer who is an employee of the Corporation will receive reasonable compensation for his or her services as fixed by the Board of Directors.

Section 4. Chair of the Board. The Chair of the Board will preside at all meetings of the Board of Directors. He or she will have those powers and duties prescribed by the Board of Directors.

Section 5. Vice Chair of the Board. The Vice Chair of the Board, in the absence or disability of the Chair of the Board, will preside at all meetings of the Board of Directors. He or she will have those powers and duties prescribed by the Board of Directors.

Section 6. The President. The President will be the chief executive officer of the Corporation and will have general and active management of the activities of the Corporation. The President will see that all orders and resolutions of the Board of Directors are carried into effect. The President will execute all authorized conveyances, contracts or other obligations in the name of the Corporation except where required by law to be otherwise signed and executed and except where the signing and execution is expressly delegated by the Directors to some other person. The President will preside at all meetings of the Directors in the absence of the Chair and Vice Chair.

Section 7. Vice President. The Vice President will, in the absence or disability of the President, perform the duties and exercise the powers of the President and will perform any other duties prescribed by the Board of Directors or the President.

Section 8. The Secretary. The Secretary will attend all meetings of the Board of Directors and record the minutes of all proceedings in a book to be kept for that purpose. The Secretary

will give or cause to be given notice of all meetings of the Board of Directors for which notice may be required and will perform any other duties prescribed by the Directors.

Section 9. The Treasurer. The Treasurer will be the chief financial officer of the Corporation. The Treasurer will perform all duties incident to the office of Treasurer and other administrative duties as may be prescribed by the Board of Directors. All books, papers, vouchers, money and other property of whatever kind belonging to the Corporation which are in the Treasurer's possession or under his or her control will be returned to the Corporation at the time of his or her death, resignation or removal from office.

Section 10. Assistant Secretaries and Assistant Treasurers. The Assistant Secretary and the Assistant Treasurer, respectively, in the absence of the Secretary or Treasurer, as the case may be, will perform the duties and exercise the powers of the Secretary or Treasurer and will perform any other duties prescribed by the Board of Directors.

ARTICLE IV

Committees

Section 1. Executive Committee. The Board of Directors may establish an Executive Committee consisting of two or more members of the Board. The Executive Committee, subject to those limitations as may be required by law or imposed by resolution of the Board of Directors, may exercise all powers and authority of the Board of Directors in the management of the business and affairs of the Corporation between meetings of the Board of Directors, except that such Executive Committee will not have power or authority to:

- (a) Amend the Articles of Incorporation;
- (b) Adopt an agreement of merger or consolidation;
- (c) Approve the sale, lease or exchange of all or substantially all of the Corporation's property and assets;
- (d) Approve the dissolution of the Corporation or a revocation of a dissolution;
- (e) Amend the Bylaws of the Corporation;
- (f) Fill vacancies on the Board; or
- (g) Fix compensation of the Directors for serving on the board or on a committee.

Section 2. Other Committees. The Board of Directors may designate other committees as deemed appropriate. The committees will have the authority as delegated to them by the Board of Directors.

Section 3. Procedure. All committees, and each member thereof, will serve at the pleasure of the Board of Directors. The Board of Directors will have the power at any time to increase or decrease the number of members of any committee, to fill vacancies thereon, to change any member thereof, and to change the functions or terminate the existence of any committee. Regular or special meetings of any committee may be held in the same manner provided in these Bylaws for regular or special meetings of the Board of Directors, and a majority of any committee will constitute a quorum at the meeting.

ARTICLE V

Indemnification

Section 1. Indemnification. The Corporation will, to the fullest extent now or hereafter permitted by law, indemnify any Director or officer of the Corporation (and, to the extended provided in a resolution of the Board of Directors or by contract, may indemnify any nondirector volunteer, employee or agent of the corporation) who was or is a party to or threatened to be made a party to any threatened, pending, or completed action, suit or proceeding by reason of the fact that the person is or was a Director, officer, nondirector volunteer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a trustee, director, officer, partner, nondirector volunteer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, against expenses, including attorneys' fees (which expenses may be paid by the Corporation in advance of a final disposition of the action, suit or proceeding as provided by law), judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with the action, suit or proceeding if the person acted (or refrained from acting) in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, if the person had no reasonable cause to believe his or her conduct was unlawful.

Section 2. Rights to Continue. This indemnification will continue as to a person who has ceased to be a Director or officer of the Corporation. Indemnification may continue as to a person who has ceased to be a nondirector volunteer, employee or agent of the Corporation to the extent provided in a resolution of the Board of Directors or in any contract between the Corporation and the person. Any indemnification of a person who was entitled to indemnification after such person ceased to be a Director, officer, nondirector volunteer, employee or agent of the Corporation will inure to the benefit of the heirs and personal representatives of that person.

ARTICLE VI

Contributions to the Corporation

Section 1. Designation. Donors may contribute cash or real or personal property to the Corporation by naming or otherwise identifying the Corporation, whether or not a trustee, custodian or agent is designated to receive the property. Contributions shall vest in the Corporation upon receipt and acceptance by an officer, employee or agent of the Corporation.

Section 2. Trustees, Custodians or Agents. A donor may designate one or more trustees, custodians or agents to have custody of and administer the investment of a contribution, and, if more than one, the portions of the contribution to be held by each. All contributions shall be subject to the Board's power to remove any trustee, custodian or agent, with or without cause. In case of failure of a donor to designate a trustee, custodian or agent, or failure of a designated trustee, custodian or agent to accept custody of a contribution, the Board may in each case so far as necessary designate one or more of the trustees, custodians or agents to have custody of assets of the Corporation, specifying additional terms of such custody.

Section 3. Certain Conditions Imposed. Each donor by making a contribution to the Corporation accepts and agrees to all the terms of the Articles of Incorporation and these Bylaws, including the provisions for presumption of donors' intent, for modification of restrictions or conditions, and for amendments and termination, and to the terms of any trust, custodian or agency agreement between the Corporation and trustees, custodians or agents having custody of the assets of the Corporation.

Section 4. Contributions Made in Trust. If a contribution is made to a trustee in trust under which the Corporation has an income or remainder interest, or is named beneficiary of any other portion of the trust assets, only those assets actually distributed to the Corporation from the trust shall be subject to the Corporation's Articles of Incorporation and Bylaws, and then only when the Corporation becomes entitled to their use. The Board of Directors may take such action as it deems necessary or advisable to protect the Corporation's interest in trust assets or its right to receive payments from any such trust.

Section 5. Designation by Donor. A donor may, in connection with a contribution made to the Corporation, impose certain restrictions or limitations which are not inconsistent with the Articles of Incorporation, Bylaws and written policies of the Corporation, relating to (a) specified charitable purposes or particular charitable organizations to be supported; (b) the manner of distribution, including amounts, times and conditions of payments and whether from principal and/or income; and (c) the name, as a memorial or otherwise, for a given fund, or addition to a fund previously held.

Section 6. Commingling Investments. No contributions shall be required to be separately invested or held unless the donor so directs, or in order to satisfy restrictions imposed by the Internal Revenue Code or Treasury Regulations or as otherwise required by law. Directions for naming a fund as a memorial or otherwise may be satisfied either by segregating the assets of such fund or by commingling the fund with others but maintaining appropriate bookkeeping records to reflect the proportion of commingled assets represented by such fund.

Section 7. Presumption of Charitable Intent. Each contribution to the Corporation shall be presumed to be intended (a) to be used only for charitable purposes; (b) to be productive of a reasonable return of net income over a reasonable period of time; (c) to be used only for those purposes and in a manner as not to disqualify the contribution from deductibility as a charitable contribution in computing any federal income, gift or estate tax of the donor or his estate and not to disqualify the Corporation from exemption from federal income tax as a charitable organization described in Sections 501(c)(3) and 509(a)(1) of the Code; and (d) to be held and administered in accordance with the Articles of Incorporation and Bylaws of the Corporation and subject to any agreement relating to the custody, administration or investment of the assets of the Corporation. A donor may not impose any material restriction or condition that prevents the Corporation from freely and effectively employing the transferred assets, or the income derived therefrom, in furtherance of its charitable purposes. If any restriction or condition imposed by a donor, however expressed, would, if followed, result in a use contrary to the intent so presumed, or if the Board is advised by counsel that there is substantial risk of such result, the restriction or condition shall not be followed, but shall be varied by the Board so far as necessary to avoid such result, except that if the donor has clearly stated that compliance with the restriction or condition is mandatory, then the contribution shall not be accepted unless an appropriate judicial or administrative body first determines that the condition or restriction need not be followed. The Board, following acceptance and receipt of a restricted or conditional contribution, may vary the terms, conditions or restrictions imposed as in its discretion will fulfill the objectives of the donor consistent with the purposes and policies of the Corporation.

Section 8. Powers Reserved to the Board. Notwithstanding any provisions in these Bylaws or in any instrument of transfer creating or adding to a fund of the Corporation, the Board shall have the power (a) to modify any restriction or condition on the distribution of funds for any specified charitable purposes or to specified organizations if in the sole judgment of the board (without the necessity of the approval of any participating trustee, custodian or agent), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the citizens of Lenawee County, Michigan; (b) to replace any participating trustee, custodian or agent for the breach of fiduciary duty under Michigan law; and (c) to replace any participating trustee, custodian or agent for failure to produce a reasonable return of net income over a reasonable period of time, as determined by the Board of Director. The Board shall exercise this power at a meeting by the affirmative vote of a majority of the members of the Board.

Section 9. Affiliation with Other Organizations. In pursuit of the Corporation's charitable objectives, the Board shall have the authority to cause to be formed or to enter into relationships with other organizations described in Section 501(c)(3) of the Code, including organizations operated for the benefit of and to carry out the purposes of the Corporation, in which case the Corporation may exercise such supervision and control over any organization as is necessary to qualify it as a supporting organization described in Section 509(a)(3) of the Code and the regulations thereunder.

ARTICLE VII

Fiscal Year; Notices

Section 1. Fiscal Year. The fiscal year of the Corporation shall end on the last day of September.

Section 2. Notices. Any notice required by statute or by these Bylaws to be given to the Directors or to any officer of the Corporation, unless otherwise provided herein or in any statute, shall be sufficient if given by depositing the same in a United States post office box or receptacle in a sealed, postpaid envelope, addressed to such Director or officer at his last address as the same appears on the records of the Corporation, and such notice shall be deemed to have been given at the time of such mailing.

ARTICLE VIII

Amendments

Section 1. Amendments. These Bylaws may be altered or repealed or new Bylaws may be adopted in lieu thereof by the affirmative vote of a majority of the Board of Directors then in office at any regular or special meeting of the Board, if a notice of the proposed alteration, repeal or substitution be contained in the notice of such meeting.