Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: LeRoy Thom, JeanThom & T-L Foundation

Number and street (or P O box number if mail is not delivered to street address): PO Box 1047 | Room/suite

City or town, state, and ZIP code: Hastings NE 68902-1047

A Employer identification number 47-0776789

B Telephone number (see page 10 of the instructions) 402-462-4128

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 14,424,533.00

J Accounting method ☒ Cash ☐ Accrual
☐ 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 page 11 of the 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)	2,477,600			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	25,991	25,991		
	4 Dividends and interest from securities	453,509	453,509		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(145,283)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.00		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0.00			
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	2,811,817.00	479,500.00	0.00	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,411	2,411		
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,522	1,522		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	22,573	22,573		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	26,506.00	26,506.00	0.00	0.00
	25 Contributions, gifts, grants paid	753,700			
	26 **Total expenses and disbursements.** Add lines 24 and 25	780,206.00	26,506.00	0.00	0.00
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	2,031,611.00			
	b **Net investment income** (if negative, enter -0-)		452,994.00		
	c **Adjusted net income** (if negative, enter -0-)			0.00	

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Form **990-PF** (2009)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,239,319	2,117,368	2,117,368
	3 Accounts receivable ▶ 12			
	Less: allowance for doubtful accounts ▶ 0	410	12	12
	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 page 15 of the 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)	3,049,700	6,697,350	6,682,253
	b Investments—corporate stock (attach schedule)	2,925,984	4,356,587	4,651,585
	c Investments—corporate bonds (attach schedule)	2,959,968	1,024,802	973,315
	11 Investments—land, buildings, and equipment. basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	12,175,381.00	14,196,119.00	14,424,533.00
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)	0.00	0.00	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	12,175,381	14,196,119	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	12,175,381.00	14,196,119.00	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,175,381.00	14,196,119.00	

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	12,175,381.00
2 Enter amount from Part I, line 27a	2	2,031,611.00
3 Other increases not included in line 2 (itemize) ▶ Account rounding	3	2
4 Add lines 1, 2, and 3	4	14,206,994.00
5 Decreases not included in line 2 (itemize) ▶ Excise Taxes paid in 2009	5	10,875
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,196,119.00

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	Publicly Traded Securities (see attachment)	P	Misc.	Misc.
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	2,565,160		2,710,443	(145,283.00)
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	(145,383)
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	284,500	10,549,533	0.0270
2007	383,534	9,702,875	0.0395
2006	234,500	5,699,417	0.0411
2005	265,028	4,530,443	0.0585
2004	432,198	2,382,063	0.1814

2 **Total** of line 1, column (d)	2	0.3475
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	.0695
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	11,889,507
5 Multiply line 4 by line 3	5	826,320.74
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,529.94
7 Add lines 5 and 6	7	830,850.68
8 Enter qualifying distributions from Part XII, line 4	8	753,700

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 on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: .... (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	9,060
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3	Add lines 1 and 2		3	9,060.00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	9,060.00
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 11,200		
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	11,200.00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0.00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,140.00
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 2,140 **Refunded** ▶		11	0.00

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	na	na
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
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	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Nebraska			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		x
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	x	

Website address ▶ No Website

14 The books are in care of ▶ James Thom Telephone no. ▶ 402-462-4128
Located at ▶ PO Box 1047, Hastings, NE ZIP+4 ▶ 68902-1047

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ na
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | na

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | Yes | No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | 1b | na | na

Organizations relying on a current notice regarding disaster assistance check here ▶ na

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 2009? | 1c | | x

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No

If "Yes," list the years ▶ 20 na , 20 na , 20 na , 20 na

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 page 20 of the instructions.) | 2b | x |

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 na , 20 na , 20 na , 20 na

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If "Yes," did it have excess business holdings in 2009 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 2009.)* | 3b | na | na

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | x

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | | x

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** na na

Organizations relying on a current notice regarding disaster assistance check here ▶ na

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? na Yes na No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** x

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** na na

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 page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LeRoy W Thom, 2585 S Maxon Av, Hastings, NE 68901	President 1/2 hour	0	0	0
Jean E Thom, 2585 S Maxon Av. Hastings, NE 68901	Secretary 1/2 hour	0	0	0
Thomas A Thom, 1017 Country Club Dr., Hastings, NE 687901	Director 1/2 hour	0	0	0
David W Thom, 5000 W Platte River Dr, Doniphan NE 68832	Director 1/2 hour	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 None	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
2	
All other program-related investments See page 24 of the instructions 3 None	
Total. Add lines 1 through 3 ▶	0.00

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	9,735,938
b	Average of monthly cash balances	1b	2,334,627
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,070,565.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,070,565.00
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	181,058
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,889,507.00
6	**Minimum investment return.** Enter 5% of line 5	6	594,475.35

Part XI **Distributable Amount** (see page 25 of the 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	594,475
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 9,060		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b: 0		
c	Add lines 2a and 2b	2c	9,060.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	585,415.00
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	585,415.00
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	585,415.00

Part XII **Qualifying Distributions** (see page 25 of the 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	753,700
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	753,700.00
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	753,700.00

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 page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					585,415.00
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only				0	
b	Total for prior years 20____ ,20____ ,20____			0		
3	Excess distributions carryover, if any, to 2009:					
a	From 2004	312,890				
b	From 2005	31,530				
c	From 2006	0				
d	From 2007	0				
e	From 2008	0				
f	**Total** of lines 3a through e		344,420.00			
4	Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 753,700					
a	Applied to 2008, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2009 distributable amount					585,415
e	Remaining amount distributed out of corpus		168,285			
5	Excess distributions carryover applied to 2009 (*If an amount appears in column (d), the same amount must be shown in column (a).*)		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		512,705.00			
b	Prior years' undistributed income. Subtract line 4b from line 2b			0.00		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0		
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions			0.00		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				0.00	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0.00
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		0			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		312,890			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		199,815.00			
10	Analysis of line 9:					
a	Excess from 2005	31,530				
b	Excess from 2006	0				
c	Excess from 2007	0				
d	Excess from 2008	0				
e	Excess from 2009	168,285				

Part XIV Private Operating Foundations (see page 27 of the 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 2009, enter the date of the ruling . . . . ▶ n/a

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter ⅔ of minimum investment return shown in Part X, line 6 for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 27 of the 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))

LeRoy Thom; James Thom; David Thom

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

None

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

James Thom. PO Box 1047, Hastings, NE 68902-1047

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

No particular form

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:

Generally limited to Nebraska religious & educational organizations

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AAA Crisis Pregnancy Center 223 E 14th Street Ste 202 Hastings NE 68901	N/A		All Gifts Are Unrestricted	4,000.00
American Center for Law & Justice PO Box 90555 Washington DC 20090-0555	N/A			10,000.00
AOPA Air Safety Foundation 421 Aviation Way Fredrick MD 21701	N/A			200.00
Bethany Home 515 W 15th Street Minden NE 68959	N/A			5,000.00
Billy Graham Crusade 1 Billy Graham Parkway Charlotte NC 28201	N/A			6,000.00
CASA 2727 W 2nd Street, Suite 410 Hastings NE 68901	N/A			2,000.00
Catholic Social Services Southern NE 515 West 3rd Street Hastings NE 68901	N/A			10,000.00
Christ Lutheran School 13174 West 70th Street Juniata NE 68955-2138	N/A			1,000.00
Continuation Schedule Attached	N/A			715,500.00
Total . . . . . . ▶ **3a**				753,700.00
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the 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	25,991	
4 Dividends and interest from securities			14	453,509	
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					
8 Gain or (loss) from sales of assets other than inventory			18	(145,283)	
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)		0.00		334,217.00	0.00

13 **Total.** Add line 12, columns (b), (d), and (e) 13 334,217.00

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions)
	n/a

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] 5-7-10 VP

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
[signature] David H. Fisher	5-4-10		98064

Firm's name (or yours if self-employed), address, and ZIP code	Dunmire Fisher & Hastings Box 1044 Hastings, NE 68902-1044	EIN ▶ 47-0709865 Phone no 402-463-4383

DUNMIRE, FISHER & HASTINGS
800 W 3RD SUITE 202
P O BOX 1044
HASTINGS, NE 68902-1044

Invoice submitted to·
ATTN. JAMES L THOM
T-L FOUNDATION
P O BOX 1047
HASTINGS NE 68902-1047

06/23/2009

Invoice #17667

Professional Services

04/24/09 Review 2008 tax data.
04/28/09 Work on 990PF.
04/29/09 Work on 990PF.
Work on 990PF schedules
Research IRC re: excise tax rate and exceptions and required minimum investment return and required distributions.
04/30/09 Review 990PF. Correspondence to Peg re 2008 return, estimated tax and distribution matters.

	Amount
For professional services rendered	$2,100.00
Additional Charges :	
04/01/09 Postage expense for April	1.68
05/01/09 Postage expense for May	2 17
05/11/09 Postmaster, certified mail to IRS, ck #14998	6 83
Total additional charges	$10.68
Total amount of this bill	$2,110.68
Balance due	**$2,110.68**

FOR SERVICES RENDERED THROUGH MAY 31, 2009. SERVICES, IF ANY, RENDERED AFTER THIS DATE WILL BE BILL ON A LATER STATEMENT.

DUNMIRE, FISHER & HASTINGS
800 W 3RD SUITE 202
P O BOX 1044
HASTINGS, NE 68902-1044

Invoice submitted to:
ATTN. JAMES L THOM
T-L FOUNDATION
P O BOX 1047
HASTINGS NE 68902-1047

12/14/2009

Invoice #17828

Professional Services

10/21/09 Review T-L Foundation matching program. Research IRS Donor Directed Funds limitations and application to private foundations

SUBTOTAL:	[	300.00]

	Amount
For professional services rendered	$300.00
Balance due	**$300.00**

FOR SERVICES RENDERED THROUGH NOVEMBER 30, 2009 SERVICES, IF ANY, RENDERED AFTER THIS DATE WILL BE BILL ON A LATER STATEMENT

PUBLIC NOTICE

Notice is hereby given that the 2009 Annual Report of The LeRoy Thom, Jean Thom and T-L Foundation, Inc., is available for inspection during regular business hours at the Foundation's principal office, T-L Irrigation Co., Hastings Industrial Park East, Hastings, Nebraska, by any citizen within 180 days form the date of Notice.

James L. Thom
Principal Manager
Phone: (402) 462-4128
(May 5, 2010—15 lns)

PUBLISHER'S AFFIDAVIT

(Proof of Legal Publication As Required By Law)

STATE OF NEBRASKA)
)ss.
CLAY COUNTY)

Tory Duncan , being first duly sworn, on oath deposes and says that

The Clay County News, published weekly at Sutton, Nebraska, and having a general circulation in said county. That to the personal knowledge of affiant, a true copy of the attached notice was published in the regular and entire issue of said newspaper and not in a supplement, on

May 5, 2010

That said newspaper is printed in the English language, and has a bona fide paid in advance circulation, of more than three hundred copies weekly and has been published within said county for more than fifty-two successive weeks, prior to the publication of said notice and is printed wholly, or in part, in an office maintained at the place of publication, and is a legal newspaper under the laws of the State of Nebraska.

Subscribed in my presence and sworn to before me this 5 day of May, 2010

GENERAL NOTARY - State of Nebraska
TERESA M. MAJORS
My Comm. Exp. Jan. 20, 2014

Notary Public.

Publisher's Fee $6.75

LeRoy Thom, Jean Thom, & T-L Foundation, Inc.
2009 Form 990 PF
Continuation Schedule of Part XV, 3a

PART XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If Recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Christian Heritage Children's Homes 14880 Old Cheney Road Walton NE 68461	N/A			15,000.00
Concordia University Foundation 800 North Columbia Avenue Seward NE 68434	N/A			210,000.00
Crossroads Center 702 W. 14th Street Hastings, NE 68901	N/A			12,000.00
Epilepsy Foundation 8301 Professional Placerd Landover MD 20785	N/A			3,000.00
Faith Lutheran Church 9th and Chestnut Hastings, NE 68901	N/A			10,000.00
Fellowship of Christian Athletes PO Box 45 Hastings, NE 68902-0045	N/A			10,000.00
Fellowship of Christian Athletes % Hastings Community Foundation PO Box 703 Hastings, NE 68902-0703	N/A			4,000.00
Food for the Hungry 1224 E Washington Street Phoenix AZ 85034	N/A			10,000.00
Freedom Alliance 22570 Markey Court Dulles VA 20166	N/A			10,000.00
Grace Life Fellowship Church 1014 Lochview Drive Hastings, NE 68901	N/A			6,250.00
Hastings Catholic Schools 521 N Kansas Avenue Hastings NE 68901	N/A			7,000.00
Hastings College Foundation 11422 Miracle Hills Drive Omaha NE 68154	N/A			235,000.00
Hastings Community Foundation PO Box 703 Hastings, NE 68902-0703	N/A			5,000.00

LeRoy Thom, Jean Thom, & T-L Foundation, Inc.
2009 Form 990 PF
Continuation Schedule of Part XV, 3a

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
			Education Fund	
Hastings Family YMCA PO Box 1065 Hastings, NE 68902-1065	N/A			7,750.00
HeartCry Missionary Society 1915 E Avalon Avenue Muscle Shoals AL 35661	N/A			10,000.00
Holt International PO Box 2880 Eugene OR 97402	N/A			4,000.00
In Touch Ministries PO Box 7900 Atlanta GA 30357	N/A			6,000.00
Kearney County Community Foundation PO Box 213 Minden, NE 68959	N/A			2,000.00
Kearney County Community Foundation Minden Opera House Endowment PO Box 213 Minden NE 68959	N/A			12,500.00
Kearney County Hospital Foundation Kearney County Medical Foundation 727 East First Street Minden NE 68959	N/A			10,500.00
Life Legal Defense Foundation PO Box 2105 Napa CA 94558	N/A			2,000.00
Minden Volunterr Fire Department Minden, NE 68959	N/A			2,000.00
Mission Nebraska, Inc. PO Box 30345 Lincoln NE 68503	N/A			10,000.00
Nebraska Right to Life - Education Fund PO Box 80410 Lincoln, NE 68501	N/A			10,000.00
New Life Community Church 990 James Way Pismo Beach CA 93449	N/A			2,000.00
North Shore Assembly of God PO Box 318 Hastings, NE 68902-0318	N/A			4,000.00

LeRoy Thom, Jean Thom, & T-L Foundation, Inc.
2009 Form 990 PF
Continuation Schedule of Part XV, 3a

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
Orphan Grain Train PO Box 1466 Norfolk NE 68702	N/A			10,000.00
Special Olympics of Nebraska 11011 Q Street, Suite 104C Omaha NE 68137-3700	N/A			2,000.00
St Cecelia Catholic Church 301 W 7th Street Hastings, NE 68901-4460	N/A			1,000.00
St Jude's Children's Research Hospital 501 St Jude Place Memphis TN 38105	N/A			4,500.00
St Mary's McCracken Heritage Assn 304 E Florence Rush Center KS 67575	N/A			500.00
St Michael's Catholic Church 715 Creighton Avenue Hastings NE 68901	N/A			1,000.00
Teammates Mentoring Program 6801 "O" Street Lincoln, NE 68910	N/A			2,000.00
Teammates of Nebraska 6801 "O" Street Lincoln, NE 68510	N/A			6,500.00
The Children's ARK Good Samaritan Society PO Box 2149 Hastings NE 68902-2149	N/A			4,500.00
The Salvation Army 400 S. Burlington Avenue Hastings, NE 68901	N/A			23,000.00
United Way of the Hastings Area Inc 421 North Kansas Avenue Hastings NE 68901	N/A			6,500.00
Voice of the Martyrs PO Box 443 Barlesville OK 74005	N/A			10,000.00
Water for Life PO Box 456 Kalona IA 52247	N/A			10,000.00

LeRoy Thom, Jean Thom, & T-L Foundation, Inc.
2009 Form 990 PF
Continuation Schedule of Part XV, 3a

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
Webster County Fire Dept Red Cloud Volunteer Fire Dept Red Cloud NE	N/A			2,000.00
Youth for Christ USA Inc PO Box 386 Hastings NE 68902-0386	N/A			10,000.00
Zion Lutheran School 465 South Marian Road Hastings NE 68901	N/A			2,000.00
Total				$715,500.00

LEROY THOM, JEAN THOM & T-L FOUNDATION, INC.
EIN 47-0776789
Schedule of Information for 2009
Form 990PF

1. **Part I, Line 1:** **Contributions, Gifts, Etc. Received:**

SEE Schedule of Contributors (Schedule B Form 990PF)

2. **Part I, Line 16a:** **Legal Fees and Expenses:**

David H. Fisher, Attorney at Law, for foundation tax return preparation and general legal representation $2,410.68

(SEE attached billing statements from Dunmire, Fisher & Hastings Law Offices)

Part I, Line 18: **Taxes:** $1,521.94

Foreign Tax Paid	1,501.94
Nebraska Occupation Tax	20.00

Part I, Line 23: **Other Expenses:** $22,573.01

Accrued interest paid on new investments	19,120.01
Bond premium on investments	3,453.00

3. **Part II, Line 10a:** **Investments – U.S. & State Obligations:**

Issuer/Name	Date Acquired	Amount	Book Value	FMV 12/31/09
A. Federal Home Loan Bank Bond (5.00 due 1/26/2010)(Piper Jaffrey)	11/18/06	$250,000.00	$250,000.00	$250,702.50
B. Federal Home Loan Bond 3133XLDK6 (Piper Jaffrey)	6/11/07	$300,000.00	$299,700.00	$306,750.00
C. Federal Home Loan Bond 8-23-17 LV 91 (Piper Jaffrey)	2/26/07	$500,000.00	$500,000.00	$514,375.00
D. Federal Farm Credit 6/12/18 – 31331YW63	6/10/09	$330,000.00	$337,346.14	$342,064.80
E. Federal Farm Credit 9/10/19 – 31331YV31	8/25/09	$500,000.00	$500,000.00	$496,565.00
F. Federal Home Loan 6/10/19 – 3133XTSW7	6/10/09	$500,000.00	$500,000.00	$497,345.00
G. Federal Natl Mtg 8.25% PFD	4/4/08	$48,600.00	$48,600.00	$2,200.00
H. US Treasury Bond	5/1/09	$1,000,000.00	$993,193.88	$1,079,927.17
I. Bellevue Sports 12/15/19 – 079238AJ0	12/3/09	$115,000.00	$115,000.00	$111,625.90
J. Bellevue Sports 12/15/20 – 079238AK7	12/3/09	$235,000.00	$235,000.00	$231,519.65
K. Bellevue Sports 12/15/21 - 079238AL5	12/3/09	$110,000.00	$110,000.00	$106,174.20
L. Imperial Econ – 8/15/15 -	8/13/09	$35,000.00	$35,000.00	$34,481.30

Issuer/Name	Date Acquired	Amount	Book Value	FMV 12/31/09
45289TAFO				
M. Imperial Econ – 8/15/16 - 45289TAG8	8/3/09	$35,000.00	$35,000.00	$34,259.40
N. Imperial Econ – 8/15/17 - 45289TAH6	8/13/09	$40,000.00	$40,000.00	$39,012.80
O. Univ NE – 7/1/29 – 914641M28	8/27/09	$325,000.00	$325,000.00	$309,257.00
P. UNL – Bld Amer – 6/1/29 – 914641P74	11/4/09	$700,000.00	$700,000.00	$670,635.00
Q. Saunders County, NE UTGO Transferred to Corp. (6.15% due 12/15/2018)(Davidson)	10/19/06	$100,000.00	$99,150.00	$84,585.00
R. Thurston Co. SD – T88609PBQ6	3/17/09	$200,000.00	$200,000.00	$206,666.00
S. Hall Cty – 12/15/23 – 406036FP3	11/12/09	$385,000.00	$385,000.00	$366,181.20
T. Finney Cnty – 9/1/29 – 318045LW9	7/1/09	$500,000.00	$500,000.00	$517,060.00
U. NE St Education Assn 6/6/28	06/06/08	$503,011.94	$489,360.13	$480,865.65
			$6,697,350.15	$6,682,252.57

4. **Part II, Line 10b:** **Investments – Corporate Stock:**

Corporate Name	Date Acquired	No. of Shares	Book Value	FMV at 12/31/2009
A. Wells Fargo Bank Co. (SB)	5/14/1999	3,636	$55,241.00	$98,135.64
B. Wells Fargo Bank Co. (SB)	10/13/1999	6,364	$74,799.00	$171,764.36
C. Tyson Foods, Inc. (Piper Jaffrey)	7/25/01	12,000	$70,665.70	$147,240.00
D. Windstream Corp. (Piper Jaffrey)	10/06/06 (donated)	1,108	$3,500.89	$12,176.92
E. Ei Dupont (Piper Jaffrey)	12/13/07 (donated)	550	$7,787.20	$18,518.50
F. Linsco/Private Ledger:				
i. AmCap Fund A (AMCPX)	Miscellaneous	13,680.763	$247,377.89	$229,867.72
ii. Capital World Growth & Income Fund Inc CL A (CWGIX)	Miscellaneous	5,274.566	$163,217.25	$185,347.76
iii. Euro Pacific Growth FD CL A (AEPGX)	Miscellaneous	2,575.012	$79,983.85	$100,324.28
iv. Growth Fund Amer Inc CL A (AGTHX)	Miscellaneous	9,466.399	$248,690.71	$260,725.44
v. New Perspective FD Inc CL A (ANWPX)	Miscellaneous	5,000.723	$132,391.54	$129,755.76
vi. Small Cap World FD Inc CL A (SMCWX)	Miscellaneous	3,873.447	$116,244.64	$122,889.47

LEROY THOM, JEAN THOM & T-L FOUNDATION, INC.
EIN 47-0776789
Schedule of Information for 2009
Form 990PF

Corporate Name	Date Acquired	No. of Shares	Book Value	FMV at 12/31/2009
vii. Wash Mult Invs FD CL A (AWSHX)	Miscellaneous	13,002.688	$395,114.25	$331,238.13
viii. New Economy Fund	Miscellaneous	7,866.148	$177,146.76	$177,784.46
G. I Shares S & P 500 Index (Piper Jaffrey)(IVV)	6/8/06	750		
	6/13/06	750		
	8/3/07	400		
	9/15/08	1,000		
	11/19/08	1,000		
	1/20/09	1,000		
	3/5/09	1,000		
		5,900	$600,502.92	$659,679.00
H. I Shares MSCI (Piper Jaffrey) (EAFE)	6/8/06	1,000		
	8/3/07	400		
	9/15/08	1,000		
	3/5/09	1,000		
		3,400	$180,999.80	$187,952.00
I. I Shares S & P Midcap 400 (Piper Jaffrey) (IJH)	6/8/06	1,000		
	8/3/07	500		
	2/20/09	500		
		2,000	$138,368.80	$144,820.00
J. I Shares Russell 1000 (Piper Jaffrey) (IWD)	6/13/06	1,000		
	8/3/07	1,200		
	9/15/08	1,000		
	1/20/09	1,000		
		4,200	$278,666.92	$241,080.00
K. I Shares Russell 2000 (Piper Jaffrey) (IWM)	6/8/06	1,000		
	8/3/07	400		
	2/20/09	1,000		
		2,400	$139,145.14	$149,856.00
L. I Shares Australia (Piper Jaffrey)	1/23/08	3,000		
	10/6/08	2,000		
	11/19/08	2,000		
	2009	4,000		
		11,000	$176,339.80	$251,240.00
M. S & P Dividend EFT	1/20/09	2,000	$103,478.60	$138,750.00
	3/2/09	1,000		

LEROY THOM, JEAN THOM & T-L FOUNDATION, INC.
EIN 47-0776789
Schedule of Information for 2009
Form 990PF

Corporate Name	Date Acquired	No. of Shares	Book Value	FMV at 12/31/2009
		3,000		
N. American International Group - PFD (Piper Jaffrey)	12/14/07		$100,000.00	$61,880.00
O. Barclays Bank PLC PFD (Piper Jaffrey)	11/30/07		$100,000.00	$95,320.00
P. ING Groep PFD (Piper Jaffrey)	11/15/07		$95,612.00	$77,000.00
Q. USB Capital Trust PFD (Piper Jaffrey)	11/15/07		$86,552.00	$96,760.00
R. Bank America Corp PFD	5/20/08		$100,000.00	$96,680.00
S. Aegon Perpetual Cap	01/14/08		$97,080.00	$75,520.00
T. Credit Suisse GU PFD	03/25/08		$100,000.00	$102,720.00
U. Deutsche Cap PFD	01/14/08		$92,960.00	$83,120.00
V. JP Morgan PFD	05/05/08		$100,000.00	$107,440.00
W. Metlife Inc PFD	01/16/08		$94,720.00	$96,000.00
			$4,356,586.66	$4,651,585.44

5. **Part II, Line 10c:** **Investments – Corporate Bonds:**

Corporation Name	Date Acquired	Face Amount	Book Value	FMV at 12/31/09
A. First National Bank of Omaha Note 7.32% due 12/01/2010 (Piper Jaffrey)		$400,000.00	$419,252.00	$403,700.00
B. First National Bank of Omaha Note (Piper Jaffrey)			$306,150.00	$302,775.00
C. Royal Bank of Scotland	01/16/08		$99,400.00	$57,760.00
D. Wells Fargo Cap	03/05/08		$100,000.00	$102,680.00
E. Xcel Energy Inc.	01/16/08		$100,000.00	$106,400.00
			$1,024,802.00	$973,315.00

6. **Part IV:** **Capital Gains and Losses for Tax on Inestment Income**
Line 1a: **Publicly Trade STOCK**

SEE Gain/Loss Schedule Attached

7. **Part VII-A, Line 10:** **2009 Substantial Contributors:**

SEE Schedule of Contributors (Schedule B, Form 990PF)

8. **Part VIII:** **Information about Officers, Directors, Etc. (continued):**

Name and Address	Title, Average Hours	Contributions to Employee Plans, Deferred Compensation	Expense Account	Compensation
JAMES THOM 5130 Osborne Drive East Hastings, NE 68901	V.P. Finance ½ hour	-0-	-0-	-0-
ROBERT LUBKEN Rt 1, Box 60C Trumbull, NE 68980	Director ½ hour	-0-	-0-	-0-
DAVID H. FISHER PO Box 1044 Hastings, NE 68902-1044	Director, Gen. Counsel ½ hour	-0-	-0-	Hourly at $165.00 as required

2009 - Foundation - Gain/Loss on Sale of Investments

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
D.A. Davidson	Lower Brule Sioux Tribe	700	6/29/2005	5/15/2009	$ 70,000.00	$ 70,000.00	$ -
Piper Jaffray	Citigroup CAP XX 7.875% PFD	4,000 00	11/20/2007	10/6/2009	$ 89,537.69	$ 100,000.00	$ (10,462.31)
Piper Jaffray	Freddie Mac 8.375% Preferred	2,000.00	4/1/2008	8/13/2009	$ 3,779.90	$ 49,440 00	$ (45,660.10)
Piper Jaffray	Freddie Mac 8 375% Preferred	2,000.00	4/1/2008	8/27/2009	$ 4,439.88	$ 49,440.00	$ (45,000.12)
Piper Jaffray	Fed Farm Crdt 4/8/16-31331YC81	bond	4/2/2008	1/15/2009	$ 500,000.00	$ 500,000.00	$ -
Piper Jaffray	Fed Natl Mtg Assoc 8.25% Pfd	2,000.00	4/4/2008	9/2/2009	$ 4,439.88	$ 48,600.00	$ (44,160.12)
Piper Jaffray	Fed Farm Crdt 6/5/15-31331YV31	bond	6/5/2008	6/5/2009	$ 500,000.00	$ 500,000.00	$ -
Piper Jaffray	Fed Frm Crdt-6/18/18-31331YX70	bond	6/18/2008	6/18/2009	$ 500,000.00	$ 500,000.00	$ -
Piper Jaffray	Fed Farm Crd 12/3/18 31331GFM6	bond	11/18/2008	12/3/2009	$ 500,000.00	$ 500,000.00	$ -
Piper Jaffray	Fed Home 6/26/18 3133XRJ76	bond	2/23/2009	6/26/2009	$ 380,000.00	$ 380,000.00	$ -
Wells Fargo	NE St Eductation Assn Bond 6/6/28				$ 12,963.07	$ 12,963.07	
	Return of Capital						
					$ 2,565,160.42	$ 2,710,443.07	$ (145,282.65)