Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 THE TODD AND BETIANA SIMON FOUNDATION		A Employer identification number 47 0820673
	Number and street (or P O box number if mail is not delivered to street address) 11030 O STREET	Room/suite	B Telephone number (see page 10 of the instructions) 402 597 8115
	City or town, state, and ZIP code OMAHA, NE 68137-2346		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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2296198

J Accounting method: ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	13783	13783		
	4	Dividends and interest from securities	17235	17235		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	(93468)			
	b	Gross sales price for all assets on line 6a 907651				
	7	Capital gain net income (from Part IV, line 2)		-0-		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	(62450)	31018	N/A	
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)	83			83
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	8456	8456		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	440	440		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	38	18		20
	24	**Total operating and administrative expenses.** Add lines 13 through 23	9017	8914		103
	25	Contributions, gifts, grants paid	322508			322508
	26	**Total expenses and disbursements.** Add lines 24 and 25	331525	8914		322611
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(393975)			
	b	**Net investment income** (if negative, enter -0-)		22104		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	1897576	749671	749671
	3 Accounts receivable ▶ 4205			
	Less: allowance for doubtful accounts ▶ 0	94	4205	4205
	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 16 of the instructions)	70		
	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)			
	b Investments—corporate stock (attach schedule)	792433	1542322	1615940
	c Investments—corporate bonds (attach schedule)			
	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)	2690173	2296198	2369816
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)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	100	100	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2690073	2296098	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	2690173	2296198	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2690173	2296198	

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	2690173
2	Enter amount from Part I, line 27a	2	(393975)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2296198
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2296198

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			
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	907540		1001118	(93578)
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	(93578)
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	265290	2488444	.106609
2007	178427	2108946	.084605
2006	184587	1321177	.139714
2005	69030	514274	.134228
2004	27500	41913	.656121

2	**Total** of line 1, column (d)	2	1.121277
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	.224255
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2349487
5	Multiply line 4 by line 3	5	526884
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	221
7	Add lines 5 and 6	7	527105
8	Enter qualifying distributions from Part XII, line 4	8	322611

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	442
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	442
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	442
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 923		
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	923
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	481
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax ▶** 481 **Refunded ▶**	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
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		✓
	*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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
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	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

		Line	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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶

14 The books are in care of ▶ TODD D SIMON Telephone no. ▶ 402 597 8115

Located at ▶ 11030 O STREET, OMAHA, NE ZIP+4 ▶ 68137 2346

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

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		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 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___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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

		Yes	No
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**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		✓
	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**		

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
TODD D SIMON 9709 ASCOT DR., OMAHA, NE 68114	PRES & TREAS < 5	-0-	-0-	-0-
BARBARA GOLDSTEIN 1349 S 101ST ST., OMAHA, NE 68124	SECRETARY < 1	-0-	-0-	-0-
JOANNA FRENCH 4722 16TH ST, BOULDER, CO 80304	VICE PRES < 1	-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 ▶

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 . . . . ▶

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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	632151
b	Average of monthly cash balances	1b	1753038
c	Fair market value of all other assets (see page 24 of the instructions)	1c	77
d	**Total** (add lines 1a, b, and c)	1d	2385266
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2385266
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see page 25 of the instructions)	4	35779
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2349487
6	**Minimum investment return.** Enter 5% of line 5	6	117474

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	117474
2a	Tax on investment income for 2009 from Part VI, line 5	2a	442		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	442
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	117032
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	117032
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	117032

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	322611
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	322611
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	322611

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				117032
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 25404				
b	From 2005 43736				
c	From 2006 119888				
d	From 2007 74649				
e	From 2008 141545				
f	**Total** of lines 3a through e	405222			
4	Qualifying distributions for 2009 from Part XII, line 4: ► $ 322611				
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				117032
e	Remaining amount distributed out of corpus	205579			
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	610801			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0
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)	25404			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	585397			
10	Analysis of line 9:				
a	Excess from 2005 43736				
b	Excess from 2006 119888				
c	Excess from 2007 74649				
d	Excess from 2008 141545				
e	Excess from 2009 205579				

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 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).)

NONE

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

NONE

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

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

c Any submission deadlines:

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

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*				
SEE ATTACHED SCHEDULE				
Total . . . . ▶ **3a**				322508
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (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	13783	
4 Dividends and interest from securities			14	17235	
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					
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)				31018	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 31018

(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 29 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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 3-12-10 | Title PRESIDENT

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)
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no.	

THE TODD AND BETIANA SIMON FOUNDATION E.I.N. 47-0820673
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PART I, LINE 16a, LEGAL FEES:

Fraser Stryker PC LLO	Legal Consultation	$83

PART I, LINE 16c, OTHER PROFESSIONAL FEES:

Credit Suisse	Investment management fee	$2,129
Neuberger Berman	Investment management fee	$6,327
		$8,456

PART I, LINE 18, TAX EXPENSE:

Credit Suisse	foreign tax on dividends	$336
Neuberger Berman	foreign tax on dividends	$104
		$440

PART I, LINE 23, OTHER EXPENSES:

Nebraska Secretary of State	Filing fee	$20
Credit Suisse	ADR fees on foreign dividends	$8
Neuberger Berman	ADR fees on foreign dividends	$10
	Total	$38

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PART II, LINE 10b, INVESTMENTS - SECURITIES

Corporate Name	No of Shares	Book Value	Fair market value
BARCLAYS BK PLC IPATH INDEX LKD TC	1200	$48,489	$50,676
CALAMOS CONVERTIBLE FD CL C	2747 253	$50,005	$51,456
ISHARES TR MSCI EAFE INDEX FD	2750	$148,972	$152,020
NEW WORLD FD CL A	1130 487	$50,639	$53,359
OPPENHEIMER SENIOR FLOATING RATE	6561 68	$50,005	$51,181
PIMCO TOTAL RETURN FUND	4574 565	$50,005	$49,405
S & P DEPOSITARY RECEIPTS	1650	$174,369	$183,876
TCW TOTAL RETURN BOND FD CL N	9425 071	$100,000	$96 607
TEMPLETON GLOBAL BOND FD CL C	4009 623	$50,005	$51,083
US TREAS NTS INFLATION INDEXED MA	75000	$75,393	$75,337
VANGUARD REIT INDEX FD	3958 657	$50,848	$58,746
ABBOTT LABS	190	$9,640	$10,258
ALLSTATE CORP	310	$9,315	$9,312
BP PLC SPONS ADR	130	$7,515	$7,536
CHEVRON CORP	120	$9,294	$9,239
DIAGEO PLC SPONS ADR	145	$9,600	$10,064
DOMINION RES INC VA	275	$9,506	$10,703
FAMILY DOLLAR STORES	190	$5,317	$5,288
INTEL CORP	390	$7,522	$7,956
KIMBERLY CLARK	150	$9,253	$9,557
KINDER MORGAN MGMT LLC	200	$9,516	$10,928
KRAFT FOODS INC	340	$9 353	$9,241
LOCKHEED MARTIN CORP	140	$9,723	$10,549
MCDONALDS CORP	160	$9,507	$9,990
NOKIA CORP	720	$9,374	$9 252
NOVARTIS AG SPONS ADR	170	$8,956	$9 253
PAYCHEX INC	260	$7,506	$7 966
PEARSON PLC SPONS ADR	680	$9,539	$9,765
PEPSICO INC	150	$9,201	$9,120
PFIZER INC	540	$9,428	$9,823
PHILIP MORRIS INTL	190	$9 239	$9,156
TAIWAN SEMICONDUCTOR MFG	760	$7 410	$8,694
TEEKAY CORP	290	$6 328	$6,731
VERIZON COMMUNICATIONS COM	320	$9 501	$10 602
WASTE MGMT INC	310	$9,553	$10 481
ABB LTD SPONS ADR	190	$3,511	$3,629
ALLIANZ SE SPONS ADR	510	$5,845	$6,412
ASTRAZENECA PLC SPONS ADR	110	$4,949	$5,163
AXA SA SPONS ADR	300	$7,496	$7,104
BAYER AG	100	$6 945	$8,062
BNP PARIBAS SPONS ADR	180	$6 928	$7 218
BP PLC SPONS ADR	130	$7 320	$7,536
BRITISH AMERN TOB PLC	130	$8,317	$8,406
CHUNGHWA TELECOM CO LTD	560	$9,682	$10 399
COMPANHIA ENERGETICA DE MINAS GE	460	$7,231	$8,308
COMPANHIA SIDERURGICA NACIONAL	180	$5,858	$5,747
DIAGEO PLC	100	$6,523	$6 941
ENERPLUS RES FD TR UNIT SER G	220	$4,801	$5,051
ENI SPA	70	$3,473	$3,543
FOSTERS BREWING GRP	1470	$7,203	$7,271
GDF SUEZ	160	$6,782	$6,952
HOPEWELL HLDGS LTD	800	$2 568	$2,590
HSBC HLDGS PLC	130	$7 315	$7,422
ITAU UNIBANCO HLDG SA NS	120	$2 286	$2,741
MUNICH RE GROUP	340	$5 406	$5 311
NESTLE SA	190	$8,862	$9,227
NINTENDO LTD	160	$4,990	$4,735
NOKIA CORP	290	$3,973	$3 727
NOVARTIS AG	140	$7,294	$7,620
PETROCHINA CO LTD	50	$6,021	$5,948
PRIMARIS RETAIL REAL ESTATE INVT TF	170	$2,476	$2,605
RIOCAN REAL ESTATE INVESTMENT TR	360	$6 122	$6,785
RWE AG	110	$9 706	$10,768
SILICONWARE PRECISION INDS LTD	350	$2 331	$2,454
SINGAPORE TELECOMMUNICATIONS	350	$7 298	$7,753
TAIWAN SEMICONDUCTOR MFG	690	$6 534	$7,894
TELEFONICA S A ADR	90	$7 565	$7,517
TOTAL S A	120	$7,171	$7,685
TSAKOS ENERGY NAVIGATION LTD	230	$3,549	$3,376
UNILEVER NV NEW YORK	280	$8,649	$9,052
UNITED OVERSEAS BK	230	$5,624	$6,455
VERMILLION ENERGY TR	230	$6,127	$7,079
VODAFONE GROUP PLC	280	$6,219	$6,465
VOLVO AKTIEBOLAGET	450	$4,253	$3,873
ADVENT SOFTWARE	138	$5 231	$5,621
ALBEMARLE CORP	314	$9 963	$11,420
ALEXANDER & BALDWIN INC	375	$10 016	$12,836
ALLEGHANY CORP	21	$5 361	$5,796
ATWOOD OCEANICS	209	$7 494	$7,493
BRINKS CO	310	$7,474	$7,545
BRINKS HOME SEC HLDGS	258	$8,002	$8,421
CABELAS INC	704	$8,734	$10 039
CARMAX INC	249	$4,893	$6,038
CORRECTIONS CORP AMER	378	$9,486	$9 280
EATON VANCE CORP	186	$5,239	$5 656
ENERGIZER HLDGS	141	$7,550	$8,640
FORCE PROTIN	1407	$7,595	$7,330
HASBRO INC	368	$9,973	$11,734
HATTERAS FINL CORP	188	$5,241	$5,256
IMS HEALTH INC	133	$2,237	$2,801
KINDER MORGAN MGMT LLC	194	$8,998	$10,600
KNOLL INC	784	$7 476	$8,099
KORN / FERRY INTL	356	$5 756	$5,874
LANCE INC	351	$8 256	$9,231
MARKEL CORP	8	$2 603	$2,720
MONTPELIER RE HOLDINGS LTD	567	$8,986	$9,820
NEWMARKET CORP	127	$12,477	$14,576
OWENS AND MINOR INC	203	$8 231	$8,715
PRICESMART INC	399	$7 761	$8,156
SERVICE CORP INTL	1222	$8,248	$10 008
STURM RUGER & CO	362	$3,978	$3,511
SYNAPTICS INC	230	$5,234	$7,050
TEION RANCH CO	246	$6 223	$7 188
TENET HEALTHCARE	1206	$6,486	$6,500
TREDEGAR CORP	580	$7,763	$9,176
UDR INC	470	$6,739	$7,727
UNIVERSAL CORP VA	90	$3,745	$4,105
VULCAN MATERIALS CO	53	$2 397	$2,792
WESCO FINL CORP	17	$5,540	$5,831
WHITE MOUNTAINS INSURANCE GROUF	19	$5 907	$6,321
		$1,542 322	$1,615,940

THE TODD AND BETIANA SIMON FOUNDATION E.I.N. 47-0820673
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PART XV SUPPLEMENTARY INFORMATION
3 a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALLIANCE OF ARTISTS COMMUNITIES PROVIDENCE, RI 02903	N/A	PUBLIC	PROVIDE SUPPORT FOR ARTISTS' COMMUNITIES	5,000
AMAZON CONSERVATION TEAM ARLINGTON, VA 22203	N/A	PUBLIC	SUPPORT CONSERVATION EFFORTS IN THE AMAZON BASIN	1,000
AMERICAN DANCE FESTIVAL STUDENT SCHOLARSHIP FUND DURHAM, NC 27708	N/A	PUBLIC	SUPPORT EDUCATION PROGRAMS IN DANCE	500
ANTI-DEFAMATION LEAGUE OMAHA, NE 68154	N/A	PUBLIC	SUPPORT THE FIGHT TO STOP THE DEFAMATION OF JEWISH PEOPLE	1,000
ARTPACE SAN ANTONIO, TX 78205	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	250
ARTS FOR ALL, INC OMAHA, NE 68107	N/A	PUBLIC	SUPPORT ART EDUCATION CLASSES	1,000
ASPEN ART MUSEUM ASPEN, CO 81611	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	500
BEMIS CENTER FOR CONTEMPORARY ARTS OMAHA, NE 68102	N/A	PUBLIC	SUPPORT ARTISTS-IN-RESIDENCE PROGRAM	45,000
BIG BROTHERS BIG SISTERS OF THE MIDLANDS OMAHA, NE 68132	N/A	PUBLIC	PROVIDE SUPPORT OF HELPING CHILDREN REACH FULL POTENTIAL	31,200
BOYS AND GIRLS CLUBS OF THE MIDLANDS OMAHA, NE 68131	N/A	PUBLIC	SUPPORT YOUTH DEVELOPMENT PROGRAMS	5,000
BUFORD FOUNDATION OMAHA, NE 68137	N/A	PUBLIC	SUPPORT NATURE PROGRAMS	500
CAMP FIRE USA OMAHA, NE 68131	N/A	PUBLIC	AFTER SCHOOL PROGRAMS DIRECTED AT DISADVANTAGED CHILDREN	1,500
CHILDREN'S SCHOLARSHIP FUND OF OMAHA OMAHA, NE 68104	N/A	PUBLIC	HELP PROVIDE EDUCATION FOR DISADVANTAGED CHILDREN	2,000
CHRISTIAN URBAN EDUCATION SERVICE OMAHA, NE 68110	N/A	PUBLIC	SUPPORT YOUTH DEVELOPMENT PROGRAMS	500
COUNCIL FOR SECULAR HUMANISM AMHERST, NY 14226	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	250
CYSTIC FIBROSIS FOUNDATION - NE CHAPTER OMAHA, NE 68144	N/A	PUBLIC	SUPPORT RESEARCH FOR A CURE	500
DESIGN ALLIANCE OMAHA OMAHA, NE 68154	N/A	PUBLIC	SUPPORT ARCHITECTURAL PROGRAMS	1,000
DOUGLAS COUNTY HEALTH CARE FOUNDATION OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PROVISION OF MEDICAL SERVICES TO INDIGENT INDIVIDUALS	500
DURHAM WESTERN HERITAGE MUSEUM OMAHA, NE 68108	N/A	PUBLIC	SUPPORT PROVISION OF CULTURAL RESOURCE WITHIN THE COMMUNITY	1,000

THE TODD AND BETIANA SIMON FOUNDATION E.I.N. 47-0820673
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EVANGEL UNIVERSITY - MISSIONS SPRINGFIELD, MO	N/A	PUBLIC	SUPPORT RELIGIOUS EDUCATION	150
FILM STREAMS OMAHA, NE	N/A	PUBLIC	SUPPORT FILM AS ART EXHIBITIONS	29,750
GIRLS, INC OMAHA, NE 68104	N/A	PUBLIC	SUPPORT PROGRAMS FOR DISADVANTAGED GIRLS	2,500
GRANTMAKERS IN THE ARTS SEATTLE, WA 98119	N/A	PUBLIC	SUPPORT IMPROVEMENT OF ARTS PHILANTHROPY	400
HEARTLAND FAMILY SERVICE OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PROTECTION FROM DOMESTIC VIOLENCE	2,500
HEARTLAND HOLOCAUST EDUCATIONAL FUND OMAHA, NE 68131	N/A	PUBLIC	SUPPORT EDUCATIONAL EFFORTS	5,000
HEINRICH-OLSEN SCHOLARSHIP FUND BLAIR, NE 68008	N/A	PUBLIC	SUPPORT PUBLIC EDUCATION	250
HIKE TO HELP REFUGEES, INC PACIFIC JUNCTION, IA	N/A	PUBLIC	SUPPORT PERFORMING ARTISTS	200
INSTITUTE FOR HOLOCAUST EDUCATION OMAHA, NE 68154	N/A	PUBLIC	SUPPORT YOUTH MUSIC PROGRAM	10,000
INSTITUTE FOR JUSTICE WASHINGTON, DC 20006	N/A	PUBLIC	SUPPORT PROTECTION OF CONSUMER RIGHTS	1,000
INTERNATIONAL SCULPTURE CENTER HAMILTON, NJ 08619	N/A	PUBLIC	SUPPORT ART PROGRAMS	2,000
JCC MACCABI GAMES OMAHA, NE 68154	N/A	PUBLIC	SUPPORT PROGRAMS FOR DISADVANTAGED YOUTHS	7,500
JEWISH FAMILY SERVICES OMAHA, NE 68154	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	1,000
JOSLYN ART MUSEUM OMAHA, NE 68102	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	2,000
JOSLYN CASTLE TRUST OMAHA, NE 68131	N/A	PUBLIC	SUPPORT PRESERVATION OF THE JOSLYN CASTLE	500
JUVENILE DIABETES RESEARCH FOUNDATION OMAHA, NE	N/A	PUBLIC	PROMOTE JUVENILE DIABETES HEALTH RESEARCH	500
KANEKO OMAHA, NE 68102	N/A	PUBLIC	SUPPORT ART EDUCATION PROGRAMS	1,000
KENT BELLOWS STUDIO OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PUBLIC ART EXHIBITION	500
KRIPKE JEWISH FEDERATION LIBRARY OMAHA, NE 68154	N/A	PUBLIC	SUPPORT LIBRARY OPERATIONS	250

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RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAURITZEN GARDENS OMAHA, NE 68108	N/A	PUBLIC	SUPPORT AREA BOTONICAL CENTER	1,000
MARWEN FOUNDATION CHICAGO, IL 60610	N/A	PUBLIC	SUPPORT ARTS PROGRAMS	1,000
MERRYMAKERS ASSOCIATION OMAHA, NE 68154	N/A	PUBLIC	SUPPORT MUSICAL PROGRAMS FOR THE ELDERLY	500
METROPOLITAN COMMUNITY COLLEGE FOUNDATION OMAHA, NE 68103	N/A	PUBLIC	SUPPORT GREAT PLAINS THEATRE CONFERENCE FUND	3,000
MUSEUM OF MODERN ART NEW YORK, NY 10019	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	60
NATIONAL TRUST FOR HISTORIC PRESERVATION DENVER, CO 80202	N/A	PUBLIC	SUPPORT FIGHT TO SAVE ENDANGERED HISTORIC PLACES	5,000
NATURE CONSERVANCY IN NEBRASKA OMAHA, NE 68102	N/A	PUBLIC	SUPPORT THE SAFEGUARDING OF PRECIOUS LANDS AND WATERS	3,500
NEBRASKA INNOCENCE PROJECT OMAHA, NE 68124	N/A	PUBLIC	SUPPORT EXONERATION OF INNOCENT INMATES	10,000
NEBRASKA SHAKESPEARE FESTIVAL OMAHA, NE 68178	N/A	PUBLIC	SUPPORT PERFORMING ARTISTS	2,000
OMAHA CREATIVE INSTITUTE OMAHA, NE 68102	N/A	PUBLIC	SUPPORT PERFORMING ARTS EDUCATION	1,000
OMAHA HOSPICE HOUSE OMAHA, NE 68124	N/A	PUBLIC	SUPPORT PROVISION OF END-OF-LIFE HELP	500
OMAHA PUBLIC SCHOOLS, KIOS-FM OMAHA, NE 68131	N/A	PUBLIC	SUPPORT PUBLIC RADIO BROADCASTING	500
PLANNED PARENTHOOD OF NE AND COUNCIL BLUFFS OMAHA, NE 68132	N/A	PUBLIC	FOR REPRODUCTIVE HEALTH CARE AND SEXUAL EDUCATION	15,000
PSI UPSILON FOUNDATION INDIANAPOLIS, IN 46240	N/A	PUBLIC	SUPPORT SCHOLARSHIP AND EDUCATIONAL PROGRAM	500
RENAISSANCE SOCIETY AT THE UNIVERSITY OF CHICAGO CHICAGO, IL 60637	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	2,500
RESPECT OMAHA, NE 68114	N/A	PUBLIC	SUPPORT EDUCATIONAL EFFORTS FOR SAFER RELATIONSHIPS	10,000
SALVATION ARMY OMAHA, NE 68131	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	1,500
SOCIETY FOR CONTEMPORARY ART CHICAGO, IL	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	475
SOLOMON R GUGGENHEIM FOUNDATION NEW YORK, NY 10128	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	1,248

THE TODD AND BETIANA SIMON FOUNDATION E.I.N. 47-0820673
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STANDING TALL NEW YORK, NY 10069	N/A	PUBLIC	SUPPORT PROGRAMS FOR MOTOR-IMPAIRED CHILDREN	500
SUSAN G KOMEN FOR THE CURE PAPILLION, NE 68046	N/A	PUBLIC	PROMOTE BREAST CANCER HEALTH RESEARCH	500
TELLURIDE FILM FESTIVAL BERKELEY, CA 94710	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	12,500
TEMPLE ISRAEL OMAHA, NE 68132	N/A	PUBLIC	SUPPORT FIGHT AGAINST MALARIA	1,000
UNITED STATES ARTISTS LOS ANGELES, CA 90036	N/A	PUBLIC	PROVIDE SUPPORT FOR ARTISTS	50,000
UNITED WAY OF THE MIDLANDS OMAHA, NE 68154	N/A	PUBLIC	SUPPORT COMMUNITY RELIEF EFFORTS	25,000
USA FOR UNHCR WASHINGTON, DC 20006	N/A	PUBLIC	PROVIDE SUPPORT FOR EMERGENCY ASSISTANCE IN DARFUR	3,000
VOICES FOR CHILDREN IN NEBRASKA OMAHA, NE 68127	N/A	PUBLIC	SUPPORT PROGRAMS FOR DISADVANTAGED CHILDREN	2,500
WHITNEY MUSEUM OF AMERICAN ART NEW YORK, NY 10021	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	225
WHY ARTS OMAHA, NE 68154	N/A	PUBLIC	SUPPORT ARTS PROGRAMS	500
WESTSIDE FOUNDATION / VMPA HALL OF FAME OMAHA, NE 68124	N/A	PUBLIC	SUPPORT SCHOOL MUSIC PROGRAM	1,000
WESTSIDE FOUNDATION / WHS DRAMA OMAHA, NE 68124	N/A	PUBLIC	SUPPORT SCHOOL THEATRE PROGRAM	1,000
YWCA OMAHA, NE 68144	N/A	PUBLIC	ASSIST WOMEN REENTRYING THE WORK FORCE	300
			TOTAL GRANTS AND CONTRIBUTIONS	322,508