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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions

Name of foundation

Rogers Foundation

Number and street (or P.O. box number if mail is not delivered to street address)

1311 M Street, Suite A

Room/suite

City or town, state, and ZIP code

Lincoln, NE 68508-2539

A Employer identification number

47-6026897

B Telephone number

(402) 477-3725

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)

\$ 9,516,112.

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).)(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			N/A	
	2	Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	10,861.	10,861.		Statement 1
	4	Dividends and interest from securities	436,191.	436,191.		Statement 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<13,602.>			
	b	Gross sales price for all assets on line 6a	866,367.			
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss)					
11	Other income	<27,975.>	23.		Statement 3	
12	Total. Add lines 1 through 11	405,475.	433,473.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees Stmt 4	31,832.	15,916.		15,916.
	c	Other professional fees				
	17	Interest				
	18	Taxes Stmt 5	4,053.	0.		0.
	19	Depreciation and depletion	15.	15.		0.
	20	Occupancy	6,600.	6,600.		0.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses Stmt 6	2,533.	2,175.		358.
	24	Total operating and administrative expenses. Add lines 13 through 23	45,033.	24,706.		16,274.
	25	Contributions, gifts, grants paid	534,520.			534,520.
26	Total expenses and disbursements. Add lines 24 and 25	579,553.	24,706.		550,794.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	<174,078.>				
b	Net investment income (if negative, enter -0-)		408,767.			
c	Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	723,501.	529,817.	529,817.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use	6,000.	6,000.	6,000.
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 7	665,403.	1,167,958.	1,131,290.
	b Investments - corporate stock Stmt 8	2,176,484.	2,172,179.	5,283,597.
	c Investments - corporate bonds Stmt 9	2,481,384.	2,071,761.	1,982,257.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 10	35,826.	<30,119.>	581,077.	
14 Land, buildings, and equipment: basis ▶ 1,894.				
Less accumulated depreciation Stmt 11 ▶ 1,873.	37.	21.	21.	
15 Other assets (describe ▶ Statement 12)	6,141.	2,053.	2,053.	
16 Total assets (to be completed by all filers)	6,094,776.	5,919,670.	9,516,112.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,444,233.	2,444,233.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	3,650,543.	3,475,437.		
30 Total net assets or fund balances	6,094,776.	5,919,670.		
31 Total liabilities and net assets/fund balances	6,094,776.	5,919,670.		

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	6,094,776.
2 Enter amount from Part I, line 27a	2	<174,078.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,920,698.
5 Decreases not included in line 2 (itemize) ▶ Nondeductible Partnership expenses	5	1,028.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,919,670.

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			
b See Attached Statement			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 866,367.		879,969.	<13,602.>

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			<13,602.>

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 <13,602.>

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).
If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	546,548.	11,102,546.	.049227
2007	546,554.	12,659,988.	.043172
2006	513,077.	11,089,827.	.046266
2005	464,146.	10,376,773.	.044729
2004	416,757.	9,435,777.	.044168

2 Total of line 1, column (d)	2	.227562
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	.045512
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,296,407.
5 Multiply line 4 by line 3	5	423,098.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,088.
7 Add lines 5 and 6	7	427,186.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	550,794.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	4,088.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	4,088.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	4,088.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	6,141.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6d	
b Exempt foreign organizations - tax withheld at source		7	6,141.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	2,053.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 2,053. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Richard W Agee</u> Telephone no. ► <u>402-477-3725</u> Located at ► <u>1311 M Street, Suite A, Lincoln, NE</u> ZIP+4 ► <u>68508</u>			
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		N/A

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► _____ , _____ , _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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. ► _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	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)

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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

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?

N/A

☐ 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

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?

N/A

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.

(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
Richard W Agee	President & Treasurer			
2541 Woodleigh Lane				
Lincoln, NE 68502	5.00	0.	0.	0.
Eloise R Agee	Vice-President & Secretary			
2541 Woodleigh Lane				
Lincoln, NE 68502	1.00	0.	0.	0.
Rex Marquart	Vice-President			
4130 Normal Blvd				
Lincoln, NE 68506	1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,869,324.
b	Average of monthly cash balances	1b	568,653.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	9,437,977.
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	9,437,977.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	141,570.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,296,407.
6	Minimum investment return. Enter 5% of line 5	6	464,820.

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

1	Minimum investment return from Part X, line 6	1	464,820.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,088.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,088.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	460,732.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	460,732.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	460,732.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	550,794.
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	
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	550,794.
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	5	4,088.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	546,706.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				460,732.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			534,495.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 550,794.				
a Applied to 2008, but not more than line 2a			534,495.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				16,299.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				444,433.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XVII

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



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

[illegible]

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

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

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

Sign Here	 Signature of officer or trustee		3-19-2010 Date		V. President Title	
	Paid Preparer's Use Only	Preparer's signature 			Date 3-19-10	
Firm's name (or yours if self-employed), address, and ZIP code DANA F. COLE & COMPANY, LLP 1248 O STREET, SUITE 500 LINCOLN, NE 68508				Check if self-employed <input type="checkbox"/>		
				Preparer's identifying number 000249554		
				EIN <input type="checkbox"/>		
				Phone no. 402-479-9300		

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	Federal Home Loan Banks	P	06/23/08	03/05/09
b	Federal Home Loan Banks	P	09/09/08	04/24/09
c	Federal Farm Cr Bks Cons	P	05/05/08	04/27/09
d	Provident Bank	P	08/13/08	04/30/09
e	Federal Home Ln Mtg Corp	P		07/29/09
f	Mid American Fdg Inc	P	08/05/08	09/16/09
g	Federal Home Ln Mtg Corp	P	09/05/08	09/28/09
h	Delphi Corp	P		11/04/09
i	Capital Loss from passthrough AllianceBernstein H	P		12/31/09
j	Capital Loss from passthrough AllianceBernstein H	P		12/31/09
k	Section 1231 loss from passthrough Kinder Morgan	P		12/31/09
l				
m				
n				
o				

(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 100,000.		100,543.	<543.>
b 100,000.		101,021.	<1,021.>
c 200,000.		205,139.	<5,139.>
d 100,000.		101,731.	<1,731.>
e 200,000.		200,005.	<5.>
f 106,275.		107,893.	<1,618.>
g 60,000.		58,688.	1,312.
h		4,305.	<4,305.>
i		611.	<611.>
j		33.	<33.>
k 92.			92.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<543.>
b			<1,021.>
c			<5,139.>
d			<1,731.>
e			<5.>
f			<1,618.>
g			1,312.
h			<4,305.>
i			<611.>
j			<33.>
k			92.
l			
m			
n			
o			

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	<13,602.>
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
First National Bank and Trust Company	10,861.
Total to Form 990-PF, Part I, line 3, Column A	10,861.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Interest and Dividends from passthrough K-1 AllianceBernstein Holding LP	250.	0.	250.
Interest and Dividends from passthrough K-1 Kinder Morgan Energy Partners LP	3,060.	0.	3,060.
Interest and Dividends from Smith Hayes Financial Services	432,881.	0.	432,881.
Total to Fm 990-PF, Part I, ln 4	436,191.	0.	436,191.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Settlement Income	23.	23.	
Kinder Morgan Energy Partners LP	<23,510.>	0.	
AllianceBernstein Holding LP	<4,488.>	0.	
Total to Form 990-PF, Part I, line 11	<27,975.>	23.	

Form 990-PF	Accounting Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
R.H. Rogers Investment Co.	27,600.	13,800.		13,800.
Dana F. Cole and Company LLP	4,232.	2,116.		2,116.
To Form 990-PF, Pg 1, ln 16b	31,832.	15,916.		15,916.

Form 990-PF	Taxes			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax expense	<35.>	0.		0.
Excise tax expense	4,088.	0.		0.
To Form 990-PF, Pg 1, ln 18	4,053.	0.		0.

Form 990-PF	Other Expenses			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office supplies and postage	515.	258.		257.
Telephone	202.	101.		101.
Investment fees	886.	886.		0.
Insurance	930.	930.		0.
To Form 990-PF, Pg 1, ln 23	2,533.	2,175.		358.

Form 990-PF	U.S. and State/City Government Obligations	Statement	7
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Saunders Cnty NE Sch Dist No 1		X	121,656.	122,424.
Univ of NE Rev Bonds		X	155,797.	142,734.
Federal Home Ln Mtg Corp	X		251,887.	245,211.
Federal Home Loan Banks	X		195,006.	191,750.
Federal Natl Mtg Assn	X		343,606.	334,796.
Federal Natl Mtg Assn Notes	X		100,006.	94,375.
Total U.S. Government Obligations			890,505.	866,132.
Total State and Municipal Government Obligations			277,453.	265,158.
Total to Form 990-PF, Part II, line 10a			1,167,958.	1,131,290.

Form 990-PF	Corporate Stock	Statement	8
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Description	Book Value	Fair Market Value
1452 Shares Vodafone Group PLC	3,815.	33,527.
11984 Shares BP Amoco PLC	47,969.	694,712.
22000 Shares Citigroup Inc	61,284.	72,820.
4950 Shares Dow Chemical Company	74,816.	136,769.
4000 Shares Edison International	36,875.	139,120.
12000 Shares Exxon Mobile Corp	41,675.	818,280.
1000 Shares Motors Liq Co Com	21,017.	471.
5920 Shares JP Morgan Chase & Co	24,850.	246,686.
2350 Shares OGE Energy Corp	49,637.	86,692.
12000 Shares Altria Group	61,085.	235,560.
5533 Shares Potlatch Corporation	116,083.	177,030.
2100 Pepco Hldgs Inc	50,082.	35,385.
2624 Shares Universal Manufacturing Co.	17,056.	10,496.
9874 Shares Aegon NV Ord	46,995.	64,638.
63 Shares Raytheon Co	991.	3,246.
3629 Shares Qwest Communications Intl	29,907.	15,278.
2346 Shares Verizon Communications	19,914.	77,723.
6600 Shares AES Corp	85,725.	87,846.
8000 Shares Citigroup Capital VIII	200,001.	166,000.
6500 Shares National Fuel Gas Co	149,502.	325,000.
1256 Shares St Paul Travelers Inc	4,166.	62,624.
735 Shares Bank of America	34,181.	11,069.
15675 Shares AT&T Corp New	132,284.	439,370.
334 Shares Whirlpool Corp	30,548.	26,940.
54864 Shares Windstream	40,044.	602,955.
250000 PRUDENTIAL FINL INC	250,005.	245,640.

127 LSI LOGIC CORP	1,365.	763.
8304 KRAFT FOODS INC	19,115.	225,703.
5000 BARCLAY'S BK	125,000.	119,150.
445 Great Plains Energy Inc	142,476.	8,629.
7500 General Electric Co	253,716.	113,475.
Total to Form 990-PF, Part II, line 10b	2,172,179.	5,283,597.

Form 990-PF	Corporate Bonds	Statement	9
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Description	Book Value	Fair Market Value
John Hancock Signature	150,005.	151,868.
GE Capital Internotes	100,005.	103,239.
American Express Centurion Mtn	100,212.	106,943.
US Bank Natl Assn	99,224.	106,061.
Wells Fargo Bank Ntl Assn	96,733.	101,969.
Trustreet Pptys Inc	75,208.	77,558.
MBNA Corp	201,039.	203,870.
Anheuser Busch Cos Inc	96,820.	102,156.
Toyota Motor Credit Corp	100,005.	96,060.
General Electric Co	102,475.	102,186.
GE Capital Internotes	300,005.	286,032.
GE Capital Internotes	100,005.	99,871.
Lehman Bros Holdings	150,005.	29,250.
Westernbank	100,005.	102,472.
Rocky Mountain Bank	100,005.	104,239.
Capital One Natl Assn	100,005.	103,508.
Goldman Sachs Bank USA	100,005.	104,975.
Total to Form 990-PF, Part II, line 10c	2,071,761.	1,982,257.

Form 990-PF	Other Investments	Statement	10
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Description	Valuation Method	Book Value	Fair Market Value
2450 Units AllianceBernstein Holding LP	COST	60,864.	68,845.
8400 Units Kinder Morgan Energy Partners	COST	<90,983.>	512,232.
Total to Form 990-PF, Part II, line 13		<30,119.>	581,077.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 11

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Copier	288.	288.	0.
Typewriter & File Cabinet	1,059.	1,059.	0.
Furnishings	440.	440.	0.
Manager chair	107.	85.	22.
Total To Fm 990-PF, Part II, ln 14	1,894.	1,872.	22.

Form 990-PF Other Assets Statement 12

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Excise tax refundable	6,141.	2,053.	2,053.
To Form 990-PF, Part II, line 15	6,141.	2,053.	2,053.

Form 990-PF	Grant Application Submission Information	Statement 13
	Part XV, Lines 2a through 2d	

Name and Address of Person to Whom Applications Should be Submitted

Mr. Richard W Agee
1311 M Street, Suite A
Lincoln, NE 68508

Telephone Number

(402) 477-3725

Form and Content of Applications

A proposal including a plan of the project or program, all activities, all objectives, benefits to whom, how, where, when and why should be included. The total cost of the project along with the amount requested from us should be included along with a listing of other sources approached to fund the project and those sources responses. In addition, the latest annual statement, budget for the current year, present sources of income, a copy of the IRS Exempt Status Letter and a listing of the members of the Board of Directors should be included.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 14

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Abendmusik: Lincoln 2000 D Street Lincoln, NE 68502	None Charitable Contribution	Exempt	2,500.
Alzheimers Association 5601 South 27th Street, Ste 201 Lincoln, NE 68512	None Charitable Contribution	Exempt	15,000.
American Lung Association 215 Centennial Mall South Lincoln, NE 68508	None Charitable Contribution	Exempt	12,000.
American Red Cross 220 Oakcreek Drive Lincoln, NE 68518	None Charitable Contribution	Exempt	10,000.
Audubon Nebraska 22700 SW 100th Street Denton, NE 68339	None Charitable Contribution	Exempt	10,000.
Boy Scouts of America - Cornhusker Council 600 S 120th Street PO Box 269 Walton, NE 68461	None Charitable Contribution	Exempt	5,000.
Bright Lights, Inc 5561 South 48th Street, Ste 206 Lincoln, NE 68506	None Charitable Contribution	Exempt	25,000.
Bryan LGH Foundation 1600 S 48th Street Lincoln, NE 68506	None Charitable Contribution	Exempt	27,500.

Rogers Foundation

47-6026897

Capital Humane Society 2320 Park Blvd Lincoln, NE 68502	None Charitable Contribution	Exempt	10,000.
Cedars Home for Children Foundation 6601 Pioneers Blvd Lincoln, NE 68506	None Charitable Contribution	Exempt	10,000.
Christian Heritage Children's Home 14880 Old Cheney Road, Box 245 Walton, NE 68461	None Charitable Contribution	Exempt	5,000.
City Impact Reading Center 400 N 27th Street Lincoln, NE 68503	None Charitable Contribution	Exempt	5,000.
Contributions from Passthrough K-1 AllianceBernstein Holding LP 1345 Avenue of the Americas New York, NY 10105	None Charitable Contribution	Exempt	20.
CrimeStoppers, Inc 233 South 10th Street Lincoln, NE 68508	None Charitable Contribution	Exempt	10,000.
Culver Educational Foundation 1300 Academy Road Culver, IN 46511	None Charitable Contribution	Exempt	10,000.
Emma Willard Foundation 285 Pawling Avenue Troy, NY 12180	None Charitable Contribution	Exempt	10,000.
Food Bank of Lincoln 4840 Doris Bair Circle, Ste A Lincoln, NE 68504	None Charitable Contribution	Exempt	30,000.
Foundation for Lincoln Public Schools/The Landing Fund PO Box 82889 5901 O St Lincoln, NE 68501	None Charitable Contribution	Exempt	7,000.

Friendship Home PO Box 85358 Lincoln, NE 68501	None Charitable Contribution	Exempt	10,000.
Good Neighbor Community Center 2617 'Y' Street Lincoln, NE 68503	None Charitable Contribution	Exempt	10,000.
Groundwater Foundation 5561 South 48th Street, Ste 209 Lincoln, NE 68516	None Charitable Contribution	Exempt	10,000.
Kearney County Medical Foundation 727 E First Street Minden, NE 68959	None Charitable Contribution	Exempt	15,000.
Lifeline Pilots 6100 West Dirksen Parkway, Ste 302 Peoria, IL 61607	None Charitable Contribution	Exempt	10,000.
Lighthouse 2530 'N' Street Lincoln, NE 68510	None Charitable Contribution	Exempt	10,000.
Lincoln Children's Museum 1420 'P' Street Lincoln, NE 68508	None Charitable Contribution	Exempt	20,000.
Lincoln Children's Zoo 1222 South 27th Street Lincoln, NE 68502	None Charitable Contribution	Exempt	30,000.
Lincoln Community Foundation 215 Centennial Mall #100 Lincoln, NE 68508	None Charitable Contribution	Exempt	1,500.
Lincoln Community Playhouse 2500 S 56th Street Lincoln, NE 68506	None Charitable Contribution	Exempt	6,600.

Rogers Foundation

47-6026897

Lincoln Crisis Pregnancy Center 4247 O Street Lincoln, NE 68510	None Charitable Contribution	Exempt	5,000.
Lincoln Municipal Band 216 North 11st Street, Ste 202 Lincoln, NE 68508	None Charitable Contribution	Exempt	8,000.
Lincoln Symphony Orchestra 233 South 10th Street, Ste B102 Lincoln, NE 68508	None Charitable Contribution	Exempt	6,500.
Lux Center for the Arts 2601 N 48th Street Lincoln, NE 68504	None Charitable Contribution	Exempt	5,000.
Madeline Island Wilderness Preserve PO Box 28 LaPointe, WI 54850	None Charitable Contribution	Exempt	5,000.
Madonna Foundation 2200 South 52nd Street Lincoln, NE 68506	None Charitable Contribution	Exempt	15,000.
Matt Talbot Kitchen 1911 'R' Street Lincoln, NE 68508	None Charitable Contribution	Exempt	25,000.
Mayo Clinic Foundation 200 First Street SW Rochester, MN 55905	None Charitable Contribution	Exempt	10,000.
Milkworks 5930 South 58th Street, Ste W Lincoln, NE 68516	None Charitable Contribution	Exempt	10,000.
Minden Opera House PO Box 1 322 E Fifth Street Minden, NE 68959	None Charitable Contribution	Exempt	2,200.

Nebraska Brass 216 No 11th Street, Ste 202 Lincoln, NE 68508	None Charitable Contribution	Exempt	6,500.
Nebraska Jazz Orchestra 216 No 11th Street, Ste 202 Lincoln, NE 68508	None Charitable Contribution	Exempt	6,500.
Nebraska Trumpet Ensemble 216 No 11th Street, Ste 202 Lincoln, NE 68508	None Charitable Contribution	Exempt	2,000.
Nebraska Wesleyan University 5000 St. Paul Ave Lincoln, NE 68504	None Charitable Contribution	Exempt	5,700.
People's City Mission 110 'Q' Street Lincoln, NE 68508	None Charitable Contribution	Exempt	20,000.
Prarie Hill Learning Center 17705 S 12th Street Roca, NE 68430	None Charitable Contribution	Exempt	5,000.
Raptor Recovery Nebraska 27320 Adams Elmwood, NE 68349	None Charitable Contribution	Exempt	5,000.
Salk Institute 10010 North Torrey Pine Road La Jolla, CA 92037	None Charitable Contribution	Exempt	5,000.
St. Elizabeth Foundation 555 S 70th Street Lincoln, NE 68510	None Charitable Contribution	Exempt	20,000.
St. Monica's 120 Wedgewood Drive Lincoln, NE 68510	None Charitable Contribution	Exempt	10,000.

Rogers Foundation47-6026897

Tabitha Foundation 4720 Randolph Street Lincoln, NE 68510	None Charitable Contribution	Exempt	<u>15,000.</u>
The Child Advocacy Center 3200 Sumner Lincoln, NE 68502	None Charitable Contribution	Exempt	5,000.
The Salvation Army 2625 Potter Street Lincoln, NE 68503	None Charitable Contribution	Exempt	10,000.

Total to Form 990-PF, Part XV, line 3a

534,520.