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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

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 MAY 1, 2009, and ending APR 30, 2010

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 <b>JOHN MICHAEL JEFFERS MEMORIAL FUND</b>		A Employer identification number <b>23-7425043</b>
	C/O CITIZENS BANK WEALTH MANAGEMENT, N.A.		B Telephone number <b>(989) 776-7368</b>
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
	<b>325 S SAGINAW STREET M/C 001065</b>		
City or town, state, and ZIP code <b>FLINT, MI 48502</b>		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>2,541,720.</b> (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))				N/A	
1	Contributions, gifts, grants, etc. received				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	108.	108.		STATEMENT 1
4	Dividends and interest from securities	58,227.	58,227.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-98,164.			
b	Gross sales price for all assets on line 6a	1,483,198.			
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)				
11	Other income				
12	Total. Add lines 1 through 11	-39,829.	58,335.		
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 3	177.	0.		177.
c	Other professional fees STMT 4	25,516.	22,964.		2,552.
17	Interest				
18	Taxes STMT 5	443.	443.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications	1,055.	0.		1,055.
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	27,191.	23,407.		3,784.
25	Contributions, gifts, grants paid	114,000.			114,000.
26	Total expenses and disbursements. Add lines 24 and 25	141,191.	23,407.		117,784.
27	Subtract line 26 from line 12	-181,020.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		34,928.		
c	Adjusted net income (if negative, enter -0-)			N/A	

D-20

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		34,775.	102,229.	102,229.
	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				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock STMT 7	1,640,249.	1,316,487.	1,494,480.	
	c	Investments - corporate bonds STMT 8	820,936.	914,582.	945,011.	
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ )					
16	Total assets (to be completed by all filers)		2,495,960.	2,333,298.	2,541,720.	
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	1,849,765.	1,867,769.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	646,195.	465,529.		
30	Total net assets or fund balances	2,495,960.	2,333,298.			
31	Total liabilities and net assets/fund balances	2,495,960.	2,333,298.			

**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	2,495,960.
2	Enter amount from Part I, line 27a	2	-181,020.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	18,358.
4	Add lines 1, 2, and 3	4	2,333,298.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,333,298.

**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.)
<b>1a SHORT TERM GAIN/LOSS SEE ATTACHED</b>	P	VARIOUS	VARIOUS
<b>b LONG TERM GAIN/LOSS SEE ATTACHED</b>	P	VARIOUS	VARIOUS
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

(a) 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)
<b>a 241,385.</b>		<b>187,661.</b>	<b>53,724.</b>
<b>b 1,238,586.</b>		<b>1,393,701.</b>	<b>-155,115.</b>
<b>c 3,227.</b>			<b>3,227.</b>
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			<b>53,724.</b>
<b>b</b>			<b>-155,115.</b>
<b>c</b>			<b>3,227.</b>
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	<b>-98,164.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	<b>3</b>	<b>N/A</b>

**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	148,351.	2,310,299.	.064213
2007	143,985.	3,046,965.	.047255
2006	115,893.	2,854,370.	.040602
2005	136,920.	2,727,704.	.050196
2004	128,191.	2,600,604.	.049293

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.251559</b>
<b>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</b>	<b>3</b>	<b>.050312</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>	<b>4</b>	<b>2,337,840.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>117,621.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>349.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>117,970.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>117,784.</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	699.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	699.
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	699.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	400.	
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	400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	299.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2010 estimated tax. Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 type="checkbox"/> \$ 0. (2) On foundation managers <input 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 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?		
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 type="checkbox"/> MI		
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

N/A

**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 ► N/A	13	X	
14 The books are in care of ► <b>CITIZENS BANK WEALTH MANAGEMENT, NA</b> Telephone no ► <b>(989) 776-7368</b> Located at ► <b>101 N WASHINGTON AVENUE, SAGINAW, MI</b> ZIP+4 ► <b>48607</b>				
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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? 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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

**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)? ☐ Yes ☒ No **N/A** 5b

Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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 **N/A**

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? ☐ Yes ☒ No 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? ☐ Yes ☒ No **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
CITIZENS BANK WEALTH MANAGEMENT, N.A. TRUSTEE 328 S SAGINAW STREET FLINT, MI 48502	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	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2009)

**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	2,373,442.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,373,442.
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	2,373,442.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,602.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,337,840.
6	Minimum investment return. Enter 5% of line 5	6	116,892.

**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	116,892.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	699.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	699.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	116,193.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	116,193.
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	116,193.

**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	117,784.
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	117,784.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	117,784.

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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				116,193.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008	22,878.			
<b>f</b> Total of lines 3a through e	22,878.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 117,784.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				116,193.
<b>e</b> Remaining amount distributed out of corpus	1,591.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,469.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	24,469.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008	22,878.			
<b>e</b> Excess from 2009	1,591.			

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

1 a 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 ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a 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 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 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

HELEN JAMES, C/O CITIZENS BANK WEALTH MANAGEMENT, N.A., 989-776-7368  
101 N WASHINGTON AVENUE, SAGINAW, MI 48607

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

GUIDELINES ARE AVAILABLE

c Any submission deadlines

NONE

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

CHARITABLE ORGANIZATIONS OF SAGINAW COUNTY

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> SEE ATTACHED LIST OF CHARITABLE RECIPIENTS	NONE	501(C)(3) CHARITIES	GRANT PAYMENTS	114,000.
<b>Total</b>				<b>▶ 3a</b> 114,000.
<b>b</b> <i>Approved for future payment</i>  NONE				
<b>Total</b>				<b>▶ 3b</b> 0.

**Part XVI-A**

- 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
- 4 Dividends and interest from securities
- 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)	0.	-39,829.	0.
13 Total. Add line 12, columns (b), (d), and (e)		13	-39,829.

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

Line No.

[illegible]



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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
INTEREST ON MONEY MARKETS	108.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	108.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENT INCOME	61,454.	3,227.	58,227.
TOTAL TO FM 990-PF, PART I, LN 4	61,454.	3,227.	58,227.

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FORM 990-PF ACCOUNTING FEES STATEMENT 3

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	177.	0.		177.
TO FORM 990-PF, PG 1, LN 16B	177.	0.		177.

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FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CITIZENS BANK WEALTH MANAGEMENT - TRUSTEE FEES	25,516.	22,964.		2,552.
TO FORM 990-PF, PG 1, LN 16C	25,516.	22,964.		2,552.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	443.	443.		0.
TO FORM 990-PF, PG 1, LN 18	443.	443.		0.

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FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
RETURN OF CAPITAL DIVIDEND	354.
TRANSACTIONS POSTED AFTER YEAR END	209.
IRS REFUND	17,795.
TOTAL TO FORM 990-PF, PART III, LINE 3	18,358.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - EQUITIES	1,316,487.	1,494,480.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,316,487.	1,494,480.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - FIXED	914,582.	945,011.
TOTAL TO FORM 990-PF, PART II, LINE 10C	914,582.	945,011.

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FROM 05/01/2009  
TO 04/30/2010

CITIZENS BANK WEALTH MANAGEMENT, N.A.  
STATEMENT OF CAPITAL GAINS AND LOSSES  
JOHN MICHAEL JEFFERS FUND

PAGE 32

RUN 05/10/2010  
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TRUST YEAR ENDING 04/30/2010

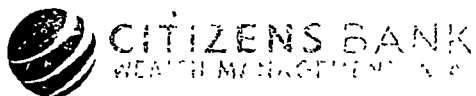
TAX PREPARER SC  
TRUST ADMINISTRATOR HMJ  
INVESTMENT OFFICER HJZ

LEGEND F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
254 0340 ASTON MONTAG & CALDWELL GTH FD CL I - 00078H281 - MINOR = 3505						
SOLD		10/15/2009	5560 80			
ACQ	254 0340	02/13/2008	5560 80	6190 81	-630 01	LT15
6937 2190 ASTON MONTAG & CALDWELL GTH FD CL I - 00078H281 - MINOR = 3505						
SOLD		01/19/2010	159486 66			
ACQ	1057 6870	02/13/2008	24316 22	25775 84	-1459.62	LT15
	5879 5320	02/01/2008	135170 44	141108 77	-5938.33	LT15
933 7460 COLUMBIA VALUE AND RESTRUCTURING FUND CLASS Z - 19765Y514 - MINOR = 3503						
SOLD		10/15/2009	39534 81			
ACQ	933 7460	02/01/2008	39534 81	51412 63	-11877 82	LT15
3857 2280 COLUMBIA VALUE AND RESTRUCTURING FUND CLASS Z - 19765Y514 - MINOR = 3503						
SOLD		01/19/2010	171993 80			
ACQ	3297 9540	02/01/2008	147055 77	181587 37	-34531.60	LT15
	559.2740	02/13/2008	24938 03	30547 84	-5609.81	LT15
3062 4720 DFA INTERNATIONAL CORE EQUITY - 233203371 - MINOR = 3503						
SOLD		10/15/2009	32309 08			
ACQ	3062.4720	12/10/2008	32309 08	21621 05	10688 03	ST
17 3040 JENNDY FUNDS - DRYDEN SMALL CAP CORE EQUITY CLASS Z - 26249A400 - MINOR = 3505						
SOLD		10/15/2009	252 29			
ACQ	17 3040	02/05/2009	252 29	196 40	55 89	ST
11793 2690 JENNDY FUNDS - DRYDEN SMALL CAP CORE EQUITY CLASS Z - 26249A400 - MINOR = 3505						
SOLD		11/24/2009	164516 10			
ACQ	11793 2690	02/05/2009	164516 10	133853.60	30662.50	ST
508 9830 HARBOR INTERNATIONAL FD-INST - 411511306 - MINOR = 3503						
SOLD		10/15/2009	28141 67			
ACQ	316 2790	02/01/2008	17487 07	20871 28	-3384 21	LT15
	28 6420	02/13/2008	1583 62	1845 12	-261 50	LT15
	164 0620	12/10/2008	9070 99	6441 08	2629.91	ST
1442 2370 HARBOR INTERNATIONAL PD-INST - 411511306 - MINOR = 3503						
SOLD		01/19/2010	81371 01			
ACQ	252 7060	12/10/2008	14257 67	9921 24	4336 43	LT15
	65 3850	02/05/2009	3689 02	2342 76	1346 26	ST
	330 4900	03/07/1994	18646 25	8182 92	10463 33	LT15
	793.6560	07/05/1994	44778 07	18920 76	25857 31	LT15
1142 0550 JP MORGAN U S REAL ESTATE FUND - SEL - 4812C0613 - MINOR = 3505						
SOLD		10/15/2009	12893 80			
ACQ	1142.0550	03/20/2008	12893 80	20853 93	-7960 13	LT15
2621.2780 JP MORGAN U S REAL ESTATE FUND - SEL - 4812C0613 - MINOR = 3505						
SOLD		01/19/2010	32530 06			
ACQ	2621 2780	03/20/2008	32530 06	47864 54	-15334 48	LT15
3765 3720 PIMCO HIGH YIELD FUND CL I #108 - 693390841 - MINOR = 3506						
SOLD		10/15/2009	32156 28			
ACQ	3765 3720	07/29/2003	32156 28	34942 65	-2786.37	LT15
19927 1590 PIMCO REAL RETURN FUND CLI #122 - 693391104 - MINOR = 3506						
SOLD		10/15/2009	215412 59			
ACQ	12493 1510	03/14/2006	135050 96	136745 57	-1694 61	LT15
	938 0860	08/16/2007	10140 71	10000 00	140 71	LT15
	5095 0000	12/13/2007	55076 95	55076 95	0 00	LT15
	1400 9220	02/01/2008	15143 97	15970 51	-826 54	LT15
14097 7010 PIONEER CULLEN VALUE FUND CLASS Y - 72387X406 - MINOR = 3505						
SOLD		01/19/2010	241211.66			
ACQ	10964 0610	02/01/2008	187595 08	227613 90	-40018 82	LT15
	2746.1660	02/13/2008	46986 90	55417 62	-8430 72	LT15
	94 9490	10/15/2009	1624 58	1569 51	55 07	ST
	292 5250	02/05/2009	5005 10	3829.15	1175.95	ST
1799 4570 T ROWE PRICE INTERNATIONAL BOND FUND #76 - 77956H104 - MINOR = 3503						
SOLD		10/15/2009	18300 48			
ACQ	1799 4570	07/29/2003	18300 48	17724 65	575 83	LT15
1144 2720 TRANSAMERICA PREMIER INSTITUTIONAL EQUITY FUND - 893509349 - MINOR = 3505						
SOLD		10/15/2009	10618 84			
ACQ	1144 2720	02/01/2008	10618 84	14120 32	-3501 48	LT15
27203.8960 TRANSAMERICA WMC DIVERSIFIED GROWTH I - 893962225 - MINOR = 3505						
SOLD		01/19/2010	233681 47			
ACQ	18892 8660	02/01/2008	162289 72	203879 68	-41589 96	LT15
	5218 3340	02/13/2008	44825 49	55126 41	-10300 92	LT15
	191.8630	02/22/2008	1648 10	2000 00	-351 90	LT15
	2900.8330	02/05/2009	24918 16	17808 24	7109 92	ST
TOTALS			1479971.40	1581363.10		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	53723.53	0 00	-155115 23	0 00	0 00	0.00*
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	1681 50	0 00	1545 20			0 00
	55405 03	0.00	-153570.03	0.00	0.00	0.00



JOHN J JEFFERS MEM FD

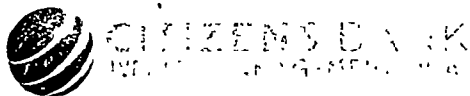
23-7425043

Statement Period:

04/01/10 - 04/30/10

**Asset Position As of 04/30/10**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
<b>Cash Equivalents</b>				
Marshall Prime Money Market CI I #90	95,092.970	95,092.97 95,092.97	164.00 13.89	0.17%
Marshall Prime Money Market CI I #90 (Invested Income)	7,135.450	7,135.45 7,135.45	12.00 1.25	0.17%
<b>Total Cash Equivalents</b>		<b>\$ 102,228.42 \$ 102,228.42</b>	<b>176.00 15.14</b>	<b>0.17%</b>
<b>Equities</b>				
Aston Montag & Caldwell Gth Fd CI I	3,203.801	74,328.18 76,891.23	374.00	0.50%
Baron Asset Fd Small Cap Fd #583	3,715.428	79,584.47 72,130.02	0.00	0.00%
Bridgeway Ultra-Small Company Mkt Fd	5,959.280	82,476.44 72,029.98	1,030.00	1.25%
Columbia Value and Restructuring Fund Class Z	1,653.176	74,756.62 58,661.42	780.00	1.04%
DFA International Core Equity	20,707.790	214,946.86 169,902.89	4,038.00	1.88%
DFA US Core Equity 1 Portfolio	51,813.472	531,606.22 500,000.00	6,165.00	1.16%
DFA Emerging Markets Core Equity Fund	3,693.931	70,517.14 70,000.00	890.00	1.26%
Harbor Fd Intl Fd Inst	1,303.659	70,919.05 31,079.24	919.00	1.30%
JP Morgan U.S. Real Estate Fund - Sel	6,008.449	86,581.75 65,792.36	1,538.00	1.78%
Vanguard Total Stock Market Index Fund - SG #1341	7,301.956	208,762.92 200,000.00	3,658.00	1.75%
<b>Total Equities</b>		<b>\$ 1,494,479.65 \$ 1,316,487.14</b>	<b>19,392.00 0.00</b>	<b>1.30%</b>



# JOHN J JEFFERS MEM FD

Statement Period: 04/01/10 - 04/30/10

## Asset Position As of 04/30/10

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
<b>Fixed Income</b>				
Pimco Fds Total Return Fd Inst #35	24,735 195	275,302.72 262,040.34	8,028 00 655.38	2.92%
Pimco High Yield Fund Cl I #108	5,751 465	52,740 93 52,060 01	4,496 00 332.25	8 53%
T Rowe Price International Bond Fund #76	4,805 093	46,273 05 47,064 04	1,154.00 97 51	2 49%
Vanguard Total Bond Market Index Fund - Sig #1351	44,771 266	470,546.01 455,297 96	16,502 00 1,412 41	3 51%
Vanguard Inflation-Protected Securities Fund-IV #119	7,799 682	100,147.92 98,120 00	2,137 00	2 13%
<b>Total Fixed Income</b>		<b>\$ 945,010.63 \$ 914,582.35</b>	<b>32,317.00 2,497.55</b>	<b>3.42%</b>
<b>Cash</b>				
Cash		0 00 0 00	0 00	0 00%
<b>Total Cash</b>		<b>\$ 0.00 \$ 0.00</b>	<b>0.00 0.00</b>	<b>0.00%</b>
<b>Total Market Value</b>		<b>\$ 2,541,718.70 \$ 2,333,297.91</b>	<b>51,885.00 2,512.69</b>	<b>2.04%</b>

**MICHAEL JEFFERS MEMORIAL FUND****EIN 23-7425043****ACCOUNTING PERIOD 5/1/2009 THROUGH 4/30/2010**

DATE PAID	ORGANIZATION	AMOUNT	ADDRESS
11/18/2009	TEEN CHALLENGE OF SAGINAW, INC	\$ 9,000 00	ATTN: REV. SALVADOR M FLORES, JR 818 S MICHIGAN AVE. SAGINAW, MI 48602
11/19/2009	DELTA COLLEGE FOUNDATION	\$ 17,500.00	ATTN PAMELA CLARK 1961 DELTA RD UNIVERSITY CENTER, MI 48710
11/19/2009	EMMAUS HOUSE OF SAGINAW, INC	\$ 13,000 00	ATTN. SISTER MARIETTA FRITZ 733 S 14TH ST SAGINAW, MI 48601
11/24/2009	SAGINAW COMMUNITY FOUNDATION FBO LEGACY CTR FOR STUDENT SUCCESS	\$ 30,000 00	3200 JAMES SAVAGE RD , SUITE 5 MIDLAND, MI 48642
11/20/2009	UNITED WAY OF SAGINAW COUNTY	\$ 20,000 00	ATTN CHERRIE BENCHLEY 100 S JEFFERSON AVE , 3RD FLOOR SAGINAW, MI 48607
12/14/2009	COVENANT HEALTHCARE FOUNDATION	\$ 10,000 00	ATTN CAROL COTTRELL 1447 NORTH HARRISON SAGINAW, MI 48602
1/13/2010	SAGINAW COUNTY CHAMBER	\$ 10,000 00	ATTN LESLIE SHERIDAN 515 N WASHINGTON AVE , 2ND FLOOR SAGINAW, MI 48607
3/9/2010	SAGINAW COMMUNITY FOUNDATION FBO SAGINAW CO SPELLING BEE	\$ 2,500 00	ATTN. TIM PARSON 710 POWLEY DR FREELAND, MI 48623
4/13/2010	FRIENDS OF THE RAUCHHOLZ MEM LIBRARY	\$ 2,000 00	ATTN BILLIEJO BLUEMER 1140 N HEMLOCK RD HEMLOCK, MI 48626
	TOTAL	\$ 114,000 00	