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 JUL 1, 2009 , and ending JUN 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: The Margaret & Martha Thomas Foundation

Number and street (or P O box number if mail is not delivered to street address): 2205 N 6th Street — Room/suite: 10A

City or town, state, and ZIP code: Beatrice, NE 68310

A Employer identification number: 20-3652030

B Telephone number: 402-645-3346

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: [X] 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) ▶$ 2,366,708.

J Accounting method: [X] 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))

	Line		(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	32,705.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	45,691.	45,691.		Statement 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	736,126.			
	b	Gross sales price for all assets on line 6a 1,951,298.				
	7	Capital gain net income (from Part IV, line 2)		736,126.		
	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	2,890.	2,890.		Statement 2
	12	**Total** Add lines 1 through 11	817,412.	784,707.		
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 Stmt 3	1,089.	1,089.		0.
	b	Accounting fees Stmt 4	995.	995.		0.
	c	Other professional fees Stmt 5	25,281.	25,281.		0.
	17	Interest				
	18	Taxes Stmt 6	1,214.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses Stmt 7	350.	0.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,929.	27,365.		0.
	25	Contributions, gifts, grants paid	89,400.			89,400.
	26	**Total expenses and disbursements.** Add lines 24 and 25	118,329.	27,365.		89,400.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	699,083.			
	b	**Net investment income** (if negative, enter -0-)		757,342.		
	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

		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	1,484,904.	76,250.	76,250.
	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 8	186,805.	0.	0.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	0.	2,295,742.	2,290,458.
	14 Land, buildings, and equipment basis ▶ 4,417.			
	Less accumulated depreciation Stmt 10 ▶ 4,417.			
	15 Other assets (describe ▶)	1,200.	0.	0.
	16 **Total assets** (to be completed by all filers)	1,672,909.	2,371,992.	2,366,708.
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 ▶ ☐ 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,672,909.	2,371,992.	
	30 **Total net assets or fund balances**	1,672,909.	2,371,992.	
	31 **Total liabilities and net assets/fund balances**	1,672,909.	2,371,992.	

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	1,672,909.
2	Enter amount from Part I, line 27a	2	699,083.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,371,992.
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	2,371,992.

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 Statements			
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	1,951,298.		1,215,172.	736,126.

	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) 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	
a				
b				
c				
d				
e				736,126.

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	736,126.
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	85,968.	1,619,588.	.053080
2007	40,285.	1,726,684.	.023331
2006	89,351.	620,182.	.144072
2005	18,000.	229,017.	.078597
2004			

2 Total of line 1, column (d)	2	.299080
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	.074770
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,045,372.
5 Multiply line 4 by line 3	5	152,932.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,573.
7 Add lines 5 and 6	7	160,505.
8 Enter qualifying distributions from Part XII, line 4	8	89,400.

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 ▶ ☐ 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	15,147.
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	15,147.
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	15,147.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	821.		
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	821.
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	14,326.
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 ▶	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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ Michael E. Willet Telephone no ▶402-228-3424

Located at ▶2205 N 6th St, #10A, Beatrice, NE ZIP+4 ▶68310

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?	☐ 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)?	N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
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?	☐ 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)*	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

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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** No: 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
Martha E. Thomas 519 N 11th Street Wymore, NE 68466	President 1.00	0.	0.	0.
Margaret A. Thomas 519 N 11th Street Wymore, NE 68466	Vice President 1.00	0.	0.	0.
Michael E. Willet 2205 N 6th St, Suite 10A Beatrice, NE 68310	Secretary/Treasurer 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

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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.

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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	1,969,338.
b	Average of monthly cash balances	1b	107,182.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,076,520.
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	2,076,520.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,148.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,045,372.
6	**Minimum investment return** Enter 5% of line 5	6	102,269.

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	102,269.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 15,147.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	15,147.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	87,122.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	87,122.
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	87,122.

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	89,400.
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	89,400.
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	89,400.

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

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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					87,122.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years ____, ____, ____			0.		
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005					
c From 2006	44,588.				
d From 2007					
e From 2008	5,368.				
f Total of lines 3a through e		49,956.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 89,400.					
a Applied to 2008, but not more than line 2a				0.	
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					87,122.
e Remaining amount distributed out of corpus		2,278.			
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		52,234.			
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					0.
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		52,234.			
10 Analysis of line 9					
a Excess from 2005					
b Excess from 2006	44,588.				
c Excess from 2007					
d Excess from 2008	5,368.				
e Excess from 2009	2,278.				

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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))

See Statement 11

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

Margaret & Martha Thomas Foundation, 402-228-3424
2205 N 6th St, Suite 10A, Beatrice, NE 68310

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

Please see attached application form

c Any submission deadlines

None

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

Wymore & Blue Springs, NE, including Gage County, NE Geographic Area.

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				
American Red Cross Beatrice, NE 68310	None	501(c)(3)	General Purpose	31,000.
Big Indian Archers Beatrice, NE 68310	None	501(c)(3)	General Purpose	10,000.
Wymore Legion Baseball Wymore, NE 68466	None	501(c)(3)	General Purpose	2,500.
City of Wymore Wymore, NE 68466	None	501(c)(3)	General Purpose	40,000.
Welsch Heritage & Culture Center Beatrice, NE 68310	None	501(c)(3)	General Purpose	5,900.
Total			▶ 3a	89,400.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	45,691.	
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			01	2,890.	
8 Gain or (loss) from sales of assets other than inventory			18	736,126.	
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.		784,707.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 784,707.

(See worksheet in line 13 instructions 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)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Michael E Miller 11-15-10 Secretary - Treasurer
Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature	CPA	Date 11/12/10	Check if self-employed ☐	Preparer's identifying number
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		EIN	
			Phone no 402-479-9300	

923622
02-02-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
The Margaret & Martha Thomas Foundation	20-3652030

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: The Margaret & Martha Thomas Foundation

Employer identification number: 20-3652030

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MARTHA E. THOMAS 519 NORTH 11TH STREET WYMORE, NE 68466	$ 23,821.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2	MARGARET A. THOMAS 519 NORTH 11TH STREET WYMORE, NE 68466	$ 8,884.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: The Margaret & Martha Thomas Foundation

Employer identification number: 20-3652030

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	23821 SHARES OF US BANCORP DEL STOCK	$ 536,211.	12/31/09
2	8884 SHARES OF US BANCORP DEL STOCK	$ 208,685.	02/11/10
		$	
		$	
		$	
		$	

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	LOOMIS SAYLES BOND	P	07/01/09	07/30/09
b	BANK OF AMERICA CORP	P	Various	07/01/09
c	MONSANTO CO NEW	P	Various	07/01/09
d	LILLY ELI & CO	P	07/01/09	07/30/09
e	POWERSHARES DYNAMIC LARGE CAP GROWTH PORFOLIO	P	07/01/09	07/30/09
f	VANGUARD INDEX FUNDS VANGUARD GROWTH EFT	P	07/01/09	07/30/09
g	AIM EUROPEAN GROWTH FUND CLASS A	P	07/01/09	07/30/09
h	AMERICAN FUNDS EURO PACIFIC FUND CLASS F	P	07/01/09	07/30/09
i	DWS SHORT DURATION PLUS FUND CLASS A	P	07/01/09	07/30/09
j	PIMCO TOTAL RETURN FUND CLASS A	P	07/01/09	07/30/09
k	VAN KAMPEN EMERGING MARKETS FUND CLASS A	P	07/01/09	07/30/09
l	VAN KAMPEN HARBOR FUND CL A	P	07/01/09	07/30/09
m	ALLIANZ NACM PACIFIC RIM FUND CLASS A	P	Various	12/23/09
n	AMERICAN FUNDS EURO PACIFIC FUND CLASS F	P	07/01/09	12/23/09
o	BLACKROCK INTERNATIONAL OPPORTUNITIES A	P	07/30/09	12/23/09

	(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	8,923.		8,608.	315.
b	17,252.		74,430.	<57,178.>
c	74,563.		112,375.	<37,812.>
d	6,387.		6,301.	86.
e	13,756.		12,789.	967.
f	13,870.		12,963.	907.
g	60,776.		58,774.	2,002.
h	40,449.		37,978.	2,471.
i	12,127.		11,996.	131.
j	11,916.		11,792.	124.
k	31,346.		29,387.	1,959.
l	13,335.		12,524.	811.
m	71,854.		62,672.	9,182.
n	28,516.		23,488.	5,028.
o	4,264.		3,892.	372.

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				315.
b				<57,178.>
c				<37,812.>
d				86.
e				967.
f				907.
g				2,002.
h				2,471.
i				131.
j				124.
k				1,959.
l				811.
m				9,182.
n				5,028.
o				372.

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	
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	

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	CREDIT SUISSE COMMODITY RETURN STRATEGY FUND CLAS	P	07/01/09	12/23/09
b	DWS SHORT DURATION PLUS FUND CLASS A	P	07/01/09	12/23/09
c	HARTFORD MID CAP FUND CLASS A	P	07/01/09	12/23/09
d	LAZARD EMERGING MARKET PORTFOLIO-OPEN SHARES	P	07/30/09	12/23/09
e	OOMIS SAYLES BOND FUND CLASS RETAIL	P	07/01/09	12/23/09
f	PIMCO TOTAL RETURN FUND CLASS A	P	07/01/09	12/23/09
g	THORNBURG INTERNATIONAL VALUE FUND CLASS A	P	07/30/09	12/23/09
h	VAN KAMPEN HARBOR FUND CL A	P	07/01/09	12/23/09
i	VAN KAMPEN SMALL CAP GROWTH FUND CLASS A	P	07/01/09	12/23/09
j	ANADARKO PETROLEUM CORP	P	07/01/09	12/23/09
k	AT&T INC	P	07/01/09	12/23/09
l	COCA COLA CO COM	P	07/01/09	12/23/09
m	CVS CAREMARK CORP	P	07/01/09	12/23/09
n	EQT CORP	P	07/01/09	12/23/09
o	EXXON MOBIL CORP	P	07/01/09	12/23/09

	(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	5,889.		5,286.	603.
b	55.		53.	2.
c	1,059.		863.	196.
d	5,758.		4,945.	813.
e	25,096.		22,217.	2,879.
f	693.		670.	23.
g	4,655.		4,227.	428.
h	5,896.		4,872.	1,024.
i	17,382.		14,693.	2,689.
j	15,446.		11,004.	4,442.
k	9,155.		8,222.	933.
l	15,971.		13,796.	2,175.
m	11,843.		11,734.	109.
n	6,806.		5,422.	1,384.
o	19,766.		20,503.	<737.>

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				603.
b				2.
c				196.
d				813.
e				2,879.
f				23.
g				428.
h				1,024.
i				2,689.
j				4,442.
k				933.
l				2,175.
m				109.
n				1,384.
o				<737.>

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	
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	

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04-24-09

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	HEWLETT PACKARD CO	P	07/01/09	12/23/09
b	INTEL CORP	P	07/01/09	12/23/09
c	INTL BUSINESS MACH	P	07/01/09	12/23/09
d	JOHNSON & JOHNSON COM	P	07/30/09	12/23/09
e	MCDONALDS CORP	P	07/01/09	12/23/09
f	NOVARTIS AG SPON ADR	P	07/01/09	12/23/09
g	PEPSICO INC	P	07/01/09	12/23/09
h	PRAXAIR INC	P	07/01/09	12/23/09
i	TEVA PHARMACEUTICALS IND LTD ISRAEL ADR	P	07/01/09	12/23/09
j	UNTD TECHNOLOGIES CORP	P	07/01/09	12/23/09
k	FINANCIAL SECTOR SPDR TRUST ETF	P	07/01/09	12/23/09
l	HEALTH CARE SELECT SECTOR SPDR FUND	P	07/01/09	12/23/09
m	ISHARES BARCLAYS TIPS BOND FUND	P	07/01/09	12/23/09
n	POWERSHARES DYNAMIC LARGE CAP GROWTH PORFOLIO	P	07/01/09	12/23/09
o	US BANCORP DEL (NEW)	D	Various	01/07/10

	(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	17,863.		13,482.	4,381.
b	13,508.		11,616.	1,892.
c	22,444.		18,282.	4,162.
d	6,592.		6,345.	247.
e	9,954.		9,226.	728.
f	9,282.		7,031.	2,251.
g	15,791.		14,686.	1,105.
h	9,378.		8,481.	897.
i	12,932.		11,570.	1,362.
j	28,730.		21,698.	7,032.
k	30,086.		25,098.	4,988.
l	19,880.		16,632.	3,248.
m	28,257.		27,402.	855.
n	8,174.		6,639.	1,535.
o	575,024.		23,821.	551,203.

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				4,381.
b				1,892.
c				4,162.
d				247.
e				728.
f				2,251.
g				1,105.
h				897.
i				1,362.
j				7,032.
k				4,988.
l				3,248.
m				855.
n				1,535.
o				551,203.

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	
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	

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	US BANCORP DEL (NEW)	P	12/15/81	02/16/10
b	ISHARES BARCLAYS TIPS BOND FUND	P	Various	06/15/10
c	POWERSHARES DYNAMIC LARGE CAP VALUE PORFOLIO	P	07/01/09	06/15/10
d	POWERSHARES DYNAMIC LARGE CAP GROWTH PORFOLIO	P	07/01/09	06/15/10
e	VANGUARD INDEX FUNDS VANGUARD VALUE ETF	D	07/01/09	06/15/10
f	VANGUARD INDEX FUNDS VANGUARD GROWTH EFT	P	07/01/09	06/15/10
g	ABERDEEN EQUITY LONG SHORT FUND CLASS A	P	07/01/09	06/15/10
h	BLACKROCK GLOBAL ALLOCATION FUND INC A	P	07/01/09	06/15/10
i	CREDIT SUISSE COMMODITY RETURN STRATEGY FUND CLAS	P	Various	06/15/10
j	DWS DREMAN SMALL CAP VALUE FUND CLASS A	P	12/23/09	06/15/10
k	DWS SHORT DURATION PLUS FUND CLASS A	P	Various	06/15/10
l	EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND A	P	12/23/09	06/15/10
m	FT TEMMPLETON GLOBAL BOND A	P	12/23/09	06/15/10
n	HARTFORD MID CAP FUND CLASS A	P	07/01/09	06/15/10
o	INVESCO VAN KAMPEN HARBOR FUND CLASS A	P	07/01/09	06/15/10

	(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	209,145.		8,884.	200,261.
b	24,797.		23,993.	804.
c	4,614.		3,951.	663.
d	2,177.		1,809.	368.
e	4,373.		3,639.	734.
f	3,428.		2,847.	581.
g	2,059.		1,972.	87.
h	1,941.		1,762.	179.
i	116,144.		121,149.	<5,005.>
j	1,133.		1,101.	32.
k	49,956.		48,871.	1,085.
l	4,998.		4,983.	15.
m	4,299.		4,164.	135.
n	1,990.		1,528.	462.
o	4,285.		3,516.	769.

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				200,261.
b				804.
c				663.
d				368.
e				734.
f				581.
g				87.
h				179.
i				<5,005.>
j				32.
k				1,085.
l				15.
m				135.
n				462.
o				769.

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	
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	

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	JP MORGAN CORE BOND FUND	P	Various	06/15/10
b	JP MORGAN HIGHBRIDGE STAT MARKET NEUTRAL FUND A	P	07/01/09	06/15/10
c	LAZARD EMERGING MARKET PORTFOLIO-OPEN SHARES	P	07/30/09	06/15/10
d	LOOMIS SAYLES BOND FUND CLASS RETAIL	P	07/01/09	06/15/10
e	OPPENHEIMER DEVELOPING MARKETS FUND CL A	P	07/23/09	06/15/10
f	OPPENHEIMER INTL BOND FD CL A	P	Various	06/15/10
g	PIMCO TOTAL RETURN FUND CLASS A	P	07/01/09	06/15/10
h	PRINCIPAL HIGH YIELD FUND CLASS A	P	07/01/09	06/15/10
i	VIRTUS ALPHA SECTOR ROTATION FUND CLASS A	P	12/23/09	06/15/10
j	Capital Gains Dividends			
k				
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	50,959.		49,284.	1,675.
b	2,544.		2,662.	<118.>
c	3,269.		2,803.	466.
d	9,805.		8,513.	1,292.
e	2,913.		2,854.	59.
f	72,277.		73,780.	<1,503.>
g	4,015.		3,787.	228.
h	6,643.		6,063.	580.
i	759.		772.	<13.>
j	76.			76.
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				1,675.
b				<118.>
c				466.
d				1,292.
e				59.
f				<1,503.>
g				228.
h				580.
i				<13.>
j				76.
k				
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	736,126.
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

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	Organization Fees	070505	248a	12M	43	4,417.			4,417.	4,417.		0.
	* Total 990-PF Pg 1 Depr & Amort					4,417.		0.	4,417.	4,417.	0.	0.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
UBS Financial Financial Services, Inc.	45,767.	76.	45,691.
Total to Fm 990-PF, Part I, ln 4	45,767.	76.	45,691.

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Fee Rebate	2,890.	2,890.	
Total to Form 990-PF, Part I, line 11	2,890.	2,890.	

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	1,089.	1,089.		0.
To Fm 990-PF, Pg 1, ln 16a	1,089.	1,089.		0.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	995.	995.		0.
To Form 990-PF, Pg 1, ln 16b	995.	995.		0.

Form 990-PF	Other Professional Fees	Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	25,281.	25,281.		0.
To Form 990-PF, Pg 1, ln 16c	25,281.	25,281.		0.

Form 990-PF	Taxes	Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax	14.	0.		0.
Excise Tax	1,200.	0.		0.
To Form 990-PF, Pg 1, ln 18	1,214.	0.		0.

Form 990-PF	Other Expenses	Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Contribution Fee	350.	0.		0.
To Form 990-PF, Pg 1, ln 23	350.	0.		0.

Form 990-PF	Corporate Stock	Statement 8

Description	Book Value	Fair Market Value
1500 Shrs Merrill Lynch & Co	0.	0.
1000 Shrs Monsanto Co New	0.	0.
Total to Form 990-PF, Part II, line 10b	0.	0.

Form 990-PF Other Investments Statement 9

Description	Valuation Method	Book Value	Fair Market Value
Powershares Dynamic Large Cap Value Portfolio	COST	86,963.	87,537.
Powershares Dynamic Large Cap Growth Portfolio	COST	83,815.	85,427.
Vanguard Index Funds Vanguard Value ETF	COST	85,801.	87,003.
Vanguard Index Funds Vanguard Growth ETF	COST	85,529.	86,385.
Euro Pacific Fund Class F	COST	111,983.	113,546.
Blackrock International Opportunities	COST	97,136.	90,828.
DWS Dreman Small Cap Value Fund Class A	COST	23,489.	22,151.
Hartford Mid Cap Fund Class A	COST	20,013.	22,197.
Invesco Van Kampen Harbor Fund Class A	COST	63,204.	68,756.
Lazard Emerging Market Portfolio-Open Shares	COST	65,338.	68,727.
Oppenheimer Developing Markets Fund Class A	COST	70,916.	68,688.
Thornburg International Value Fund Class A	COST	116,566.	114,781.
Virtus Alpha Sector Rotation Fund Class A	COST	147,058.	132,582.
Alliancebernstein Global Bond Fund Inc	COST	70,424.	71,113.
Eaton Vance Global Macro Absolute Return Fund A	COST	70,168.	70,475.
FT Templeton Global Bond A	COST	46,076.	46,626.
Hartford Floating Rate Fund Class A	COST	46,935.	46,935.
Loomis Sayles Bond Fund Class Retail	COST	108,714.	117,662.
Pimco Total Return Fund Class A	COST	44,907.	47,572.
Principal High Yield Fund Class A	COST	89,821.	94,630.
Virtus Multi-Sector Short Term Bond Fund Class A	COST	70,403.	71,014.
Aberdeen Equity Long Short Fund Class A	COST	70,490.	69,259.
JP Morgan Highbridge Stat Market Neutral Fund A	COST	96,804.	93,821.
Rydex/SGI Managed Futures Strategy Fund A	COST	174,856.	165,661.
DWS Enhanced Commodity Strategy Fund Class A	COST	117,338.	115,989.
Blackrock Global	COST	114,443.	115,214.
Ivy Asset Strategy Fund Class A	COST	116,552.	115,879.
Total to Form 990-PF, Part II, line 13		2,295,742.	2,290,458.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 10

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Organization Fees	4,417.	4,417.	0.
Total To Fm 990-PF, Part II, ln 14	4,417.	4,417.	0.

Form 990-PF Part XV - Line 1a Statement 11
List of Foundation Managers

Name of Manager

Martha E. Thomas
Margaret A. Thomas

MARGARET & MARTHA THOMAS FOUNDATION
GRANT GUIDELINES

Martha Thomas, President
Margaret Thomas, Vice President
Michael E. Willet, Secretary - Treasurer
2205 North 6th Street, Suite 10A
P.O. Box 218
Beatrice, NE 68310-0218
Telephone: (402) 228-3424
Fax: (402) 228-3465

NOT TO BE USED AS AN APPLICATION, GUIDELINES ONLY

We fund or provide funds only to organizations operating in Wymore, Blue Springs, and Gage County, Nebraska, or to organizations based outside that area if significant benefits to the citizens of that area can be demonstrated, which have either been determined to be both exempt from tax under Internal Revenue Code (501(c)(3) and classified as a public charity under I.R.C. 509(a)(1), (2), or (3), or classified as a governmental entity as described in I.R.C. 170(c)(1). **WE DO NOT FUND OR PROVIDE FUNDS FOR:** any other types of organizations; individuals; private foundations (whether operating or non-operating); carrying on of propaganda; attempting to influence legislation of any nature; attempting to influence the outcome of any specific public election; carrying on, directly or indirectly, any voter registration drives; travel; testing for public safety; or the promotion of any religion. Further, the Foundation does not make loans.

1. <u>MARGARET & MARTHA THOMAS FOUNDATION FUNDING OBJECTIVES</u>

To support organizations and projects which benefit the citizens of the cities of Wymore and Blue Springs, Nebraska and the surrounding area, including Gage County, Nebraska. Highest priority is given to the Wymore and Blue Springs area.

2. <u>MARGARET & MARTHA THOMAS FOUNDATION FUNDING PRIORITIES</u>

_____ **Human Services:** Our priority is to address areas of greatest need, which are supported by the communities, and which will benefit the greatest number. We place emphasis on joint efforts by agencies serving these communities to avoid duplication. Emphasis is also placed upon activities which may ultimately reduce the need for individual reliance upon program assistance.

_____ **Education:** Our priority is toward educational programs in Local History, Business, Art and Agriculture, including development and preservation of local library resources.

_____. **Economic Development:** Our priority is to assist in activities which have a broad effect in economic development. and which will have a lasting impact on. the communities of Wymore and Blue Springs and the surrounding area.

_____. **Grant Area:** Grants will be made only to qualified organizations operating in the Wymore. Blue Springs and Gage County areas. or to qualified organizations based outside that area if significant benefits to citizens in the Wymore or Blue Springs area can be demonstrated.

_____. **Type of Funding:** Emphasis is on grants for program funding A low priority is assigned to grant requests for general operating support

_____. **Grant Amounts:** Most grants are for amounts less than $25.000 00 While grants for amounts in excess of $25.000.00 can be approved. grant approval in excess of that amount must reflect a high correlation with our priorities. There must be clear evidence of community need and community support.

3. GRANT APPLICATION GUIDELINES:

A. **Problem Definition:** It is essential that a convincing case is presented for the proposed project. why it is needed. and how it will meet the needs identified Brevity and clarity are important

B **Applicant Qualifications:** Evidence must be presented of the organization's experience. expertise. and qualifications to undertake the proposed project

C. **Financial Qualifications:** Evidence must be presented of financial ability. stability, and planning. We are interested in the size and capacity of the organizational budget in relationship to the project budget: the development plan in relation to existing and proposed needs: appropriate levels and use of reserve funds; and the ability to sustain the project after the grant period Accuracy is important

D **Collaboration:** Collaboration. when appropriate. generally strengthens an application. The role of. commitment by, and benefit to each organization and to the objective must be identified.

E. **Evaluation**: An evaluation strategy must be presented defining a rational criteria. and method of measuring the proposal's effectiveness during the grant period

F. **Model Programs:** The way in which a program will serve as a catalyst or blueprint for others, and how funding and management will be sustained beyond the grant period must be demonstrated. Simply stating that a program can be replicated is not enough.

4. GRANT APPLICATION PROCESS:

A. **Submission Schedule:** Inquiries about our priorities, the application process, and the review schedule should be made well before the beginning of the project. Although the board meets quarterly, applications are not reviewed at every meeting. Accepted applications are generally reviewed within 1 to 3 months of receipt.

B. **Payment Schedule:** Grant checks generally are issued four times a year: April, July, October and December. Applications must indicate when funds will be needed.

C. **Re-application:** We do not accept applications from organizations which have had proposals approved or declined in the preceding 12 months. This policy applies to lead organization, but not to the cooperating organizations. in a collaborative proposal.

COMPLETE AND ACCURATE SUBMISSION OF REQUESTED INFORMATION IS ESSENTIAL IN ALL REQUESTS. INCOMPLETE GRANT APPLICATIONS WILL NOT BE CONSIDERED

GRANT APPLICATION FORM

MARGARET & MARTHA THOMAS FOUNDATION

c/o Willet & Carothers
2205 North 6th Street, Suite 10A
P.O Box 218
Beatrice, NE 68310-0218

Telephone: (402) 228-3424
Fax: (402) 228-3465

The objective of this form is to simplify the grant process and clarify Your proposal.

Please use either a computer or typewriter to prepare this form. Provide the information in the order in which it is requested, and restate the headings. Submit only one copy, and do not put it in a binder, notebook or other presentation package. Please do not send additional materials (articles, brochures, letters, etc.) unless they contribute to our understanding in an important way. Call, write or fax if you have any questions.

NOTE: PLEASE USE OUR COVER SHEET TO COMPLETE "SUMMARY OF BUDGET FOR THIS PROPOSAL" AND "INCOME & EXPENSE SUMMARIES FOR THE ORGANIZATIONS". A TYPEWRITER SHOULD BE USED WHEN ENTERING IN THE INFORMATION FOR THESE TWO SECTIONS.

***SUBMITTING THIS APPLICATION IS NO ASSURANCE OF APPROVAL

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

COVER SHEET

Application Date ____________________, 20____
Federal Tax ID Number ____________________
For ____________________________________
(Organization)

I. ORGANIZATION INFORMATION:

Organization name. If it is a collaborative application, list the fiscal agent.
Date organization actually came into existence
Address with 9-digit Zip Code
Telephone Number, Fax Number, E-Mail Address
Chief Executive Officer
Contact Person and Title if other than Chief Executive
Purpose of Request: A one paragraph summary of the amount being requested and its purpose
List above information on a separate cover sheet - ONE PAGE ONLY-
Type in the following information using this sheet. (VERY IMPORTANT)

Summary of Budget for this Proposal

A. Applicant's Contribution from Operating Funds	$____________
B. Applicant's Contribution from Reserve Funds	$____________
C. Amount of This Request	$____________
D. Amount of Other Pending Requests	$____________
E. ***Amount of Other Confirmed Requests***	$____________
F. Total Proposal Income (a+b+c+d+e=f)	$____________
G. ***Total Proposal Expense:***	$____________
H. Balance	$____________

(Explain positive or negative balances under II C.3 referenced on the following page)

Income & Expense Summaries for the Organization:

	Income and Expense Summary for Most Recent Complete Fiscal Year Ending: ____________, 20___	Income and Expense Budget for Current Fiscal Year Ending: ____________, 20___
Income	$____________	$____________
Expense	$____________	$____________
Net	$____________	$____________
Fund Balance	$____________	$____________

____________________________ (Signature of Chairperson of the Board)

____________________________ (Signature of the Chief Executive Officer)

____________________________ (Print Name)

____________________________ (Print Name)

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

II. PROPOSAL NARRATIVE:

<u>10 Pages Maximum. Clarity and brevity are encouraged</u>

A. BACKGROUND:

1. A brief description of your agency's history and mission.
2. The needs, problems or opportunities your organization addresses.
3. Current programs and accomplishments emphasizing achievements of the past year.
4. The population your agency serves, including numbers, location, socioeconomic status, race, ethnicity, gender, sexual orientation, age, physical ability and language
5. Number and composition (racial-ethnic-gender) of full-time and part-time staff, board and volunteers.
6. Your organization's formal relationships with agencies working toward the same objectives or providing similar services and the ways your organization differs from those agencies.

B. FUNDING REQUEST:

Provide a clear, concise statement of the amount you are requesting and its purpose. Be sure to include.

1. The need, problem or opportunity you are seeking to address.
2. The change that will occur as a result of your proposal.
3. The population you plan to serve.
4. Strategies you will employ to implement the project, including collaborations with other agencies.
5. The effect your action will have on need, problem or opportunity.
6. The names and qualifications of those who will direct the project.
7. Your work plan including key dates and actions.

C. FINANCIAL PLAN:

1. State the amount requested, when it would be needed, and if multiple annual payments would be appropriate.
2. List sources and amount of income and their status, confirmed, pending, or not yet applied for. Identify in-kind funding.
3. If you show a positive or negative balance under I. H. on the cover sheet, explain it here.
4. State your development plan for securing funding for this proposal now and, if applicable, in the future.

Present evidence of financial ability, stability, and planning with reference to the project budget, operating budget, and the organization's long-range development plan.

D. EVALUATION:

1. Define the criteria and plan for measuring the proposed objectives during the grant period.
2. Who will be involved in evaluation?
3. How will the results be used?

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

III. ATTACHMENTS: <u>**Please label all attachments.**</u>

A. FINANCIAL INFORMATION- Please provide the dates covered by each document.

1. IRS Form990 (including Schedule A) for the most recent complete fiscal year. If you do not file with the IRS indicate why.

B. OTHER SUPPORTING MATERIALS

1. A list of your Board of Directors, including addresses, phone numbers and affiliations.
2. Completion of Certification Of Exempt Status, which form is supplied with this Grant Application form and attachment thereto of your most recent IRS letter confirming your organization's tax exempt status. If the applicant is a governmental organization as defined in Section 170(c)(1) of the Internal Revenue Code, then it should complete the Certification Of Governmental status, which form is supplied with this Grant Application form.

Please do not include additional materials (articles, brochures, letters, etc.) unless they will contribute to our understanding of the proposal in an important way.