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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

2009Department 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 7/01, 2009, and ending 6/30, 2010

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
InstructionsWagner-Essman Care Foundation, Inc.
W1285 Spring Prairie Rd
Burlington, WI 53105

A Employer identification number

26-1405199

B Telephone number (see the instructions)

262-763-1654

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

\$ 2,032,957.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc. received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

17.

17.

17.

4 Dividends and interest from securities

52,495.

52,495.

52,495.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

13,120.

b Gross sales price for all assets on line 6a 178,187.

7 Capital gain net income (from Part IV, line 2)

13,120.

8 Net short-term capital gain

20,325.

9 Income modifications

10a Gross sales less return and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total Add lines 1 through 11

65,632.

65,632.

72,837.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 1

525.

525.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instr)

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 2

6,111.

6,111.

24 Total operating and administrative expenses. Add lines 13 through 23

6,636.

6,636.

25 Contributions, gifts, grants paid Stmt 3

49,475.

49,475.

26 Total expenses and disbursements. Add lines 24 and 25

56,111.

0.

0.

56,111.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

9,521.

b Net investment income (if negative, enter -0-)

65,632.

c Adjusted net income (if negative, enter -0-)

72,837.

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	940.	6,372.	6,372.
	2 Savings and temporary cash investments	622,809.	11,865.	11,865.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)	1,379,996.	1,992,454.	2,013,419.
	11 Investments – land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe See Statement 4)	1.	1,301.	1,301.
	16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	2,003,746.	2,011,992.	2,032,957.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUNDS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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			
NET ASSETS OR FUND BALANCES	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,003,746.	2,011,992.	
	30 Total net assets or fund balances (see the instructions)	2,003,746.	2,011,992.	
	31 Total liabilities and net assets/fund balances (see the instructions)	2,003,746.	2,011,992.	

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	2,003,746.
2 Enter amount from Part I, line 27a	2	9,521.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	2,013,267.
5 Decreases not included in line 2 (itemize) See Statement 5	5	1,275.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,011,992.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Various Stock Sales - See Schedule		P	Various	Various
b Various Stock Sales - See Schedule		P	Various	3/17/10
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 73,134.		80,339.	-7,205.
b 105,053.		84,728.	20,325.
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-7,205.
b			20,325.
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	13,120.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8]	3	20,325.

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.

(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 (column (b) divided by column (c))
2008	41,661.	1,861,018.	0.022386
2007	3,112.	164,286.	0.018943
2006			
2005			
2004			

2 Total of line 1, column (d)	2	0.041329
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	0.020665
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,023,697.
5 Multiply line 4 by line 3	5	41,820.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	656.
7 Add lines 5 and 6	7	42,476.
8 Enter qualifying distributions from Part XII, line 4	8	56,111.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	656.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	656.
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	656.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,300.	
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	1,300.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	644.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	0.	
		644.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) WI		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>Marcia Essman</u> Telephone no <u>262-763-1654</u>			
Located at <u>W1285 Spring Prairie Rd Burlington WI</u> ZIP + 4 <u>53105</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	N/A	<input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year		<u>15</u>		N/A

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	1b N/A
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions)		2b N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	<u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	
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)		3b N/A
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)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 6		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE'.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services 0**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See 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	1,799,423.
b Average of monthly cash balances	1b	255,092.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,054,515.
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	2,054,515.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,818.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,023,697.
6 Minimum investment return. Enter 5% of line 5	6	101,185.

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	101,185.
2a Tax on investment income for 2009 from Part VI, line 5	2a	656.	
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	656.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	100,529.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	100,529.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	100,529.

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	56,111.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	56,111.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	656.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	55,455.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				100,529.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			55,163.	
b Total for prior years. 20 ____, 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 56,111.				
a Applied to 2008, but not more than line 2a			55,163.	
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				948.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				99,581.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

N/A

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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)				
a Paid during the year				
Total				3 a
b Approved for future payment				
Total				3 b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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					17.
4	Dividends and interest from securities					52,495.
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					13,120.
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)					65,632.
13	Total. Add line 12, columns (b), (d), and (e)					65,632.

(See worksheet in the instructions for line 13 to verify calculations)

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

[illegible]

THE WAGNER-ESSMAN CARE FOUNDATION, INC.

FMV of Investments - RW Baird

Holdings:	Shares	Cost	SOLD in 10	Value 6/30/09	Value 6/30/10
1/7/2003 GE Capital Corp 5 75 1/15/20	300000	300000 00		291234 00	303101 4
7/21/2008 Ishares MSCI EAFE Index Fund	795	43430 96	5620 93	40999 95	37177 77
7/21/2008 Ishares Russell 2000 Index Fund	397	21096 77		20278 76	24179 53
7/21/2008 Ishares Russell 1000 Index Fund	1060	65114 68		50445 40	57462 6
7/21/2008 Ishares Russell 1000 Growth Index Fund	2255	109982 17		92522 65	103747 2
7/21/2008 Ishares Russell Midcap Index Fund	415	28483 07	12099 90	36030 50	33378 45
7/21/2008 Ivy FDS Inc Asset Strategy Fund	856 596	16405.32	10599 08	25619 47	17705 83
7/21/2008 Keeley Funds Small Cap Value Fund	0	0 00	25976.54	19500 52	
7/21/2008 Mander Ser TR Mid Cap Core Growth	0	0 00	47080 18	35543 75	
7/21/2008 Oppenheimer International Growth	2599 651	60438 95		52123 00	58880 82
7/21/2008 T Rowe Price Growth Stock	3203 87	83439 20	25270 63	90612 77	81227 45
3/31/2009 Johns Hopkins 5 25 07/01/19	150000	149625 00		156280 50	168129
05/11/2009 Goldman Sachs 6 75 05/15/19	100000	100000 00		101937 00	102024
5/18/2009 Homestead Funds Inc Value Fund	2493 517	55507 26		55172 96	64246 57
5/18/2009 Leuthold Funds Inc Asset Allocation	1829 281	14396 78	13970 63	25566 29	16811 09
06/04/2009 Bottling Grp 5 125 01/15/19	100000	100559 00		102309 00	111108 7
06/16/2009 Pepperdine 5 45 08/01/19	100000	100750 00		103687 00	111260
08/13/09 Jauss Inv Fd Overseas	1538 267	59706 90			63099 71
08/13/09 Homestead Fds Inc Value Fund	606 875	15135 46	9863 40		15574 93
08/13/09 Ivy FDS Inc Asset Strategy Fund	0 00	0 00	5532 17		
08/13/09 Oppenheimer International Growth	117 668	2677.31			2560 04
08/13/09 Pimco Fds Pac Inv Mgm Commdty	3010 195	23370 28	8180 00		22152 22
08/13/09 Royce Fd Premier Series	2009 377	30000 00			31452 1
08/13/09 Royce Fd Value Fund	2841 53	26000 00			27741 05
08/14/09 Keeley Funds Small Cap Value Fund	0	0 00	9483 04		
08/14/09 Leuthold Funds Inc Asset Allocation	0	0 00	4510 41		
08/14/09 T Rowe Price Growth Stock	956 839	23001 92			23890 43
12/09/09 Okaloosa Fl 4 7 10/01/18	100000	100000 00			99993 00
2/05/10 Lawrence Ks 5 25 09/01/24	135000	137182 95			139499 55
03/17/10 Ishares S&P 500 Value	644	36366 17			31981 04
03/17/10 MVC Capital Inc	3085	42553 71			39858 20
03/17/10 Plum Creek Timber Company	380	14424 02			13121 40
03/17/10 T Rowe Price High Yield Fund	6346 802	42044 02			40931 45
03/17/10 Royce Fund Premier Series	3499 258	61000 00			55914 85
03/17/10 Royce Fund Value Fund	3734 827	40000 00			36773 01
03/29/10 Homestead Fds Inc Value Fund	687 285	20000 00			17521 79
03/29/10 Ishares MSCI EAFE Index Fund	300	16757 97			13750 68
03/29/10 Ishares S&P Midcap 400	65	5136.30			4622 80
03/29/10 Ishares Russell 2000 Index Fund	74	5049 76			4605 63
03/29/10 Ishares Russell 1000 Growth Index Fund	347	18071 73			15502 46
03/29/10 Oppenheimer International Growth	118 343	3000 00			2560 03
03/29/10 Pimco Fds Pac Inv Mgm Commdty	642 674	5745 99			5538 05
03/29/10 T Rowe Price Growth Stock	558 854	16000 00			14334 25

Cost of items disposed of

Ending Cost

Ending fair market value

\$	1,992,453.65	\$	178,186.91	\$	1,299,863.52	\$	2,013,419.08
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\$	1,992,453.65
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2,013,419.08 NET

\$ 1,299,863.52

11,864.81 CASH

2,025,283.89 TOTAL

WAGNER-ESSMAN CARE FOUNDATION, INC. 7/1/09-6/30/10

ITEM	GAIN OR LOSS ON SALE		SALES PRICE	COST	GAIN OR LOSS	ACCRUED INT
	DATE BOUGHT	DATE SOLD				
Homestead Fds	Various	3/17/10	9863 40	8543 25	1320.15	0 00
Ishares Trust MSCI	7/21/08	3/17/10	5620.93	6721 74	-1100 81	
Ishares Trust Russell Midcap	7/21/08	3/17/10	12099 90	12519 90	-420 00	
Ivy Fds Inc Asset Strategy	Various	3/17/10	16131 25	16367 48	-236 23	
Keeley Funds Inc Small Cap	Various	3/17/10	35459 58	31136.63	4322 95	
Leuthold Funds Inc	Various	3/17/10	18481 04	14696.71	3784 33	
Munder Ser Tr Midcap	Various	3/17/10	47080 18	41178 22	5901 96	
Pimco Fds Pac Invt	Various	3/17/10	8180 00	7825 32	354 68	
T Rowe Price Growth	7/21/08	3/17/10	25270 63	26077 81	-807 18	
					0 00	
					0 00	
TOTAL			178186 91	165067 06	13119.85	0 00

WAGNER-ESSMAN CARE FOUNDATION, INC.

Burlington Pool Corporation	\$3,500.00
Catholic Central High School	\$26,000 00
CFA Support Services	\$100 00
NAMI - Racine County	\$500 00
Smiles	\$2,500.00
St. Elizabeth Parish	\$1,000 00
St. Mary's Parish	\$8,500 00
St. Paul of Tarsus Catholic Church	\$1,000 00
The Cathedral of St. John	\$1,000 00
Transitional Living Center	\$375 00
Walworth County Fair	\$5,000 00
Total	<div style="border: 1px solid black; padding: 2px;">\$49,475.00</div>

2009

Federal Statements

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Client ESSMAN

Wagner-Essman Care Foundation, Inc.

26-1405199

9/15/10

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 525.			\$ 525.
Total	\$ 525.	\$ 0.	\$ 0.	\$ 525.

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Fees	\$ 6,101.			\$ 6,101.
Licenses	10.			10.
Total	\$ 6,111.	\$ 0.	\$ 0.	\$ 6,111.

Statement 3
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:

Donee's Name: Burlington Community Pool
 Donee's Address: 441 Milwaukee Ave
 Burlington, WI 53105
 Relationship of Donee: None

Organizational Status of Donee:
 Amount Given: \$ 3,500.

Class of Activity:

Donee's Name: Catholic Central High School
 Donee's Address: 148 McHenry St
 Burlington, WI 53105
 Relationship of Donee: None

Organizational Status of Donee:
 Amount Given: 26,000.

Class of Activity:

Donee's Name: National Alliance on Mental Illness
 Donee's Address: 4233 W. Beltline Hwy
 Madison, WI 53711
 Relationship of Donee: None

Organizational Status of Donee:
 Amount Given: 500.

Class of Activity:

Donee's Name: St. Mary's Parish
 Donee's Address: 108 McHenry St.
 Burlington, WI 53105
 Relationship of Donee: None

Client ESSMAN

Wagner-Essman Care Foundation, Inc.

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Statement 3 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Organizational Status of Donee:
Amount Given:

\$ 8,500.

Class of Activity:

Donee's Name:

Donee's Address:

Transitional Living Center

482 S. Pine St.

Burlington, WI 53105

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

375.

Class of Activity:

Donee's Name:

Donee's Address:

The Cathedral of St. John

812 N. Jackson St

Milwaukee, WI 53202

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

1,000.

Class of Activity:

Donee's Name:

Donee's Address:

Smiles

N2666 County Road K

Darien, WI 53114

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

2,500.

Class of Activity:

Donee's Name:

Donee's Address:

Walworth County Fair

411 E. Court St

Elkhorn, WI 53121

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

5,000.

Class of Activity:

Donee's Name:

Donee's Address:

CFA Support Services

23400 Michigan Ave

Dearborn, MI 48124

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

100.

Class of Activity:

Donee's Name:

Donee's Address:

St. Paul of Tarsus Catholic Church

41300 Romeo Plank Rd

Clinton Township, MI 48038

Relationship of Donee:

None

Organizational Status of Donee:

Amount Given:

1,000.

Class of Activity:

Donee's Name:

Donee's Address:

St. Elizabeth Parish

506 N. Union St.

Tecumseh, MI 49286

Relationship of Donee:

None

Organizational Status of Donee:

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Statement 3 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given: \$ 1,000.

Total \$ 49,475.

Statement 4
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Prepaid Tax	\$ 1,300.	\$ 1,300.
Rounding	1.	1.
Total	\$ <u>1,301.</u>	\$ <u>1,301.</u>

Statement 5
Form 990-PF, Part III, Line 5
Other Decreases

Federal Income Tax

Total \$ 1,275.

Statement 6
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP & DC</u>	<u>Expense Account/Other</u>
Kenneth R. Essman W1285 Spring Prairie Rd. Burlington, WI 53105	Vice President 0	\$ 0.	\$ 0.	\$ 0.
Marcia E. Essman W1285 Spring Prairie Rd. Burlington, WI 53105	President 0	0.	0.	0.
Adam J. Essman 1006 E. State St. Apt. 5 Milwaukee, WI 53202	Treasurer 0	0.	0.	0.
Emily E. LaBadie W1285 Spring Prairie Rd. Burlington, WI 53105	Director 0	0.	0.	0.

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Wagner-Essman Care Foundation, Inc.

26-1405199

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Statement 6 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Abbey M. Essman W1285 Spring Prairie Rd. Burlington, WI 53105	Director 0	\$ 0.	\$ 0.	\$ 0.
	Total	\$ 0.	\$ 0.	\$ 0.