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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
2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
DAVID A BRANDON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
660 BARTON SHORE DRIVE

Room/suite

City or town, state, and ZIP code
ANN ARBOR, MI 48105

A Employer identification number
38-2750356

B Telephone number (see page 10 of the instructions)
(734) 327-7139

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)☐\$ 1,040,823

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 page 11 of 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 (attach schedule)	6,520			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	168	168		
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	239,186			
	b Gross sales price for all assets on line 6a _____ 239,186				
	7 Capital gain net income (from Part IV , line 2)		239,186		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	245,874	239,354	0	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	2,210	2,210	0	0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,500	2,500	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	20	20	0	0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	4,730	4,730	0	0
	25 Contributions, gifts, grants paid	76,494			76,494
	26 Total expenses and disbursements. Add lines 24 and 25	81,224	4,730	0	76,494
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	164,650			
	b Net investment income (if negative, enter -0-)		234,624		
	c Adjusted net income (if negative, enter -0-)			0	

Part II

Balance Sheets

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

		Beginning of year	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	319,498	484,148
	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 page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule)  _____ Less allowance for doubtful accounts  _____		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)	803,432 	479,325
	c	Investments—corporate bonds (attach schedule)		556,675
	11	Investments—land, buildings, and equipment basis  _____ Less accumulated depreciation (attach schedule)  _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)		
	14	Land, buildings, and equipment basis  _____ Less accumulated depreciation (attach schedule)  _____		
	15	Other assets (describe  _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,122,930	963,473
Liabilities	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe  _____)		
	23	Total liabilities (add lines 17 through 22)	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	1,122,930	963,473
	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		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see page 17 of the instructions)	1,122,930	963,473
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,122,930	963,473

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	1,122,930
2	Enter amount from Part I, line 27a	2	164,650
3	Other increases not included in line 2 (itemize)  _____	3	0
4	Add lines 1, 2, and 3	4	1,287,580
5	Decreases not included in line 2 (itemize)  _____ 	5	324,107
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	963,473

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)
1 a	15,000 SHS DOMINO'S PIZZA INC		2007-12-27	2010-12-22
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 239,186			239,186
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			239,186
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	239,186
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	102,783	716,628	0 143426
2008	940,056	830,688	1 131660
2007	278,627	2,069,706	0 134622
2006	951,421	2,238,702	0 424988
2005	293,560	599,132	0 489975

2	Total of line 1, column (d).	2	2 324671
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 464934
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	932,728
5	Multiply line 4 by line 3.	5	433,657
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,346
7	Add lines 5 and 6.	7	436,003
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18	8	76,494

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,692
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	4,692
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	4,692
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	5,016	
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	5,016
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	324
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 324 Refunded		11	0

Part VII-A Statements Regarding Activities				
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?			Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.		1a		No
c Did the foundation file Form 1120-POL for this year?.		1b		No
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		1c		No
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		No
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		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5		No
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	Yes	
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	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MI				
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of DAVID A BRANDON Telephone no (734) 327-7139 Located at 660 BARTON SHORE DRIVE ANN ARBOR MI ZIP+4 48105			
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.			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	15		
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.		16		No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 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 2010.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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 page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	646,308
b	Average of monthly cash balances.	1b	300,624
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	946,932
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	946,932
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	14,204
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	932,728
6	Minimum investment return. Enter 5% of line 5.	6	46,636

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	46,636
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	4,692
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,692
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	41,944
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	41,944
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	41,944

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	76,494
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	76,494
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	76,494
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				41,944
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.			0	
b	Total for prior years 20__, 20__, 20__		0		
3	Excess distributions carryover, if any, to 2010				
a	From 2005.				273,058
b	From 2006.				840,450
c	From 2007.				188,581
d	From 2008.				898,522
e	From 2009.				73,927
f	Total of lines 3a through e.	2,274,538			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 76,494				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2010 distributable amount.				41,944
e	Remaining amount distributed out of corpus	34,550			
5	Excess distributions carryover applied to 2010 (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	2,309,088			
b	Prior years' undistributed income Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	273,058			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,036,030			
10	Analysis of line 9				
a	Excess from 2006. . . .				840,450
b	Excess from 2007. . . .				188,581
c	Excess from 2008. . . .				898,522
d	Excess from 2009. . . .				73,927
e	Excess from 2010. . . .				34,550

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

DAVID A BRANDON

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

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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 See Additional Data Table				
Total			3a	76,494
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(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			14	168	
4 Dividends and interest from securities.					
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	239,186	
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		239,354	0
13 Total. Add line 12, columns (b), (d), and (e).			13		239,354

[illegible]

Part XVII

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

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)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

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

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

2011-06-30

Date

Title

Paid Preparer's Use Only

Preparer's Signature

MICHAEL A LOCRICCHIO CPA

Firm's name

METZLER LOCRICCHIO SERRA & CO PC

Firm's address

TROY, MI 48084

Date

1800 W BIG BEAVER - STE 100

TROY, MI 48084

Check if self-employed

PTIN

Firm's EIN

Phone no (248) 822-9010

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 38-2750356
Name: DAVID A BRANDON FOUNDATION

Form 990PF Part VIII Line 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
DAVID A BRANDON	PRESIDENT/TREASURER 0 00	0	0	0
660 BARTON SHORE DRIVE ANN ARBOR, MI 48105				
WILLIAM W BRANDON	VICE PRESIDENT 0 00	0	0	0
9326 SILVERSIDE DRIVE SOUTH LYON, MI 48178				
JAN A BRANDON	SECRETARY 0 00	0	0	0
660 BARTON SHORE DRIVE ANN ARBOR, MI 48105				
ARTHUR W FEDIUK	DIRECTOR 0 00	0	0	0
46023 AMESBURY PLYMOUTH, MI 48170				
CHRISTOPHER W BRANDON	DIRECTOR 0 00	0	0	0
173 KINGSBROOK AVE ANN ARBOR, MI 48103				
NICHOLAS A BRANDON	DIRECTOR 0 00	0	0	0
45308 THORNHILL RD CANTON, MI 48188				

Form 990PF Part XV Line 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				
ACTIVE FAITH COMMUNITY SERVICES PO BOX 188 SOUTH LYON,MI 48178	N/A	PUBLIC	GENERAL SUPPORT	650
AMERICAN CANCER SOCIETY 20450 CIVIC CENTER DR SOUTHFIELD,MI 48076	N/A	PUBLIC	GENERAL SUPPORT	100
AMERICAN FOOTBALL COACHES FOUNDATION 100 LEGENDS LANE WACO,TX 76706	N/A	PUBLIC	GENERAL SUPPORT	2,500
ANGELA HOSPICE 14100 NEWBURGH RD LIVONIA,MI 48154	N/A	PUBLIC	GENERAL SUPPORT	1,000
ANN ARBOR YMCA 400 W WASHINGTON ST ANN ARBOR,MI 48103	N/A	PUBLIC	GENERAL SUPPORT	1,000
BELLE ISLE WOMEN'S COMMITTEE PO BOX 79 BIRMINGHAM,MI 48012	N/A	PUBLIC	GENERAL SUPPORT	250
CARE RESEARCH MAYO CLINIC ARIZONA PO BOX 3740 CAREFREE,AZ 85377	N/A	PUBLIC	GENERAL SUPPORT	750
CANCER INSTITUTE FOUNDATION PO BOX 5038 SANTA FE,NM 87502	N/A	PUBLIC	GENERAL SUPPORT	1,000
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS,CO 80921	N/A	PUBLIC	GENERAL SUPPORT	1,500
CORNERSTONE SCHOOLS 6861 E NEVADA DETROIT,MI 48234	N/A	PUBLIC	GENERAL SUPPORT	3,250
DEKERS BLUE LINE CLUB PO BOX 2065 ANN ARBOR,MI 48106	N/A	PUBLIC	GENERAL SUPPORT	1,400
DIXBORO UNITED METHODIST CHURCH 5221 CHURCH RD ANN ARBOR,MI 48105	N/A	PUBLIC	GENERAL SUPPORT	500
EDUCATION EXCELLENCE FUND 201 MONROE AVE NW SUITE 350 GRAND RAPIDS,MI 49503	N/A	PUBLIC	GENERAL SUPPORT	660
ELE'S PLACE 355 SOUTH ZEEB RD ANN ARBOR,MI 48103	N/A	PUBLIC	GENERAL SUPPORT	5,000
FAMILIES UNITED PO BOX 65494 WASHINGTON,DC 20035	N/A	PUBLIC	GENERAL SUPPORT	1,000
Total  3a				76,494

Form 990PF Part XV Line 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				
FIRST STEP SAFE HOME CAMPAIGN 44567 PINETREE DRIVE PLYMOUTH,MI 48170	N/A	PUBLIC	GENERAL SUPPORT	8,334
FIRST UNITED METHODIST CHURCH OF PLYMOUTH 45201 NORTH TERRITORIAL ROAD PLYMOUTH,MI 48170	N/A	PUBLIC	GENERAL SUPPORT	500
FOOD GATHERERS PO BOX 131037 ANN ARBOR,MI 48113	N/A	PUBLIC	GENERAL SUPPORT	250
GERALD R FORD FOUNDATION 303 PEARL STREET NW GRAND RAPIDS,MI 49504	N/A	PUBLIC	GENERAL SUPPORT	1,000
GIRL SCOUT HEARTS OF MICHIGAN 1900 MANCHESTER RD ANN ARBOR,MI 48104	N/A	PUBLIC	GENERAL SUPPORT	500
GRIDIRON GREATS ASSISTANCE FUND 707 SKOKIE BLVD SUITE 600 NORTHBROOK,IL 60062	N/A	PUBLIC	GENERAL SUPPORT	500
HEINZ C PRECHTER BIPOLAR RESEARCH UNIVERSITY OF MICHIGAN ANN ARBOR,MI 48109	N/A	PUBLIC	GENERAL SUPPORT	2,500
JUVENILE DIABETES RESEARCH FOUNDATION INTERNATIONAL 427 BROAD ST MICHIGAN CENTER,MI 49254	N/A	PUBLIC	GENERAL SUPPORT	500
KEYSTONE COMMUNITY CHURCH 3375 SALINE-WATERWORKS RD SALINE,MI 48176	N/A	PUBLIC	GENERAL SUPPORT	500
MICHIGAN FROM THE HEART PO BOX 247 DEXTER,MI 48130	N/A	PUBLIC	GENERAL SUPPORT	500
NEW LIFE CENTER 521 N MILL ST SOUTH LYON,MI 48178	N/A	PUBLIC	GENERAL SUPPORT	1,000
SAFEHOUSE CENTER 4100 CLARK RD ANN ARBOR,MI 48105	N/A	PUBLIC	GENERAL SUPPORT	100
ST FRANCIS BREADLINE 135 WEST 31ST STREET NEW YORK,NY 10001	N/A	PUBLIC	GENERAL SUPPORT	250
ST JUDE CHILDREN'S HOSPITAL 501 ST JUDE PLACE MEMPHIS,TN 38105	N/A	PUBLIC	GENERAL SUPPORT	1,500
THE JEWISH FEDERATION 6705 HOOVER ROAD INDIANAPOLIS,IN 46260	N/A	PUBLIC	GENERAL SUPPORT	500
Total  3a				76,494

Form 990PF Part XV Line 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				
THE MICHAEL J FOX FOUNDATION FOR PARKINSON'S RESEARCH PO BOX 780 NEW YORK,NY 10008	N/A	PUBLIC	GENERAL SUPPORT	250
THE PURPLE ROSE THEATRE COMPANY 137 PARK STREET CHELSEA,MI 48118	N/A	PUBLIC	GENERAL SUPPORT	12,500
THERAPEUTIC RIDING INC 4715 E JOY RD ANN ARBOR,MI 48105	N/A	PUBLIC	GENERAL SUPPORT	5,000
UNITED WAY OF WASHTENAW COUNTY 2305 PLATT ROAD ANN ARBOR,MI 48104	N/A	PUBLIC	GENERAL SUPPORT	1,000
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE ST SUITE 8000 ANN ARBOR,MI 48109	N/A	PUBLIC	GENERAL SUPPORT, SCHOLARSHIPS, RESEARCH & ENDORSEMENTS	16,500
VARIETY CHILDREN'S CHARITY 30161 SOUTHFIELD RD SUITE 301 SOUTHFIELD,MI 48076	N/A	PUBLIC	GENERAL SUPPORT	500
WILLIAMS EDUCATIONAL FUND PO BOX 47927 WICHITA,KS 67201	N/A	PUBLIC	GENERAL SUPPORT	1,750
Total  3a				76,494

TY 2010 Accounting Fees Schedule

Name: DAVID A BRANDON FOUNDATION

EIN: 38-2750356

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION - MLS & CO	2,210	2,210	0	0

**TY 2010 All Other Program
Related Investments Schedule**

Name: DAVID A BRANDON FOUNDATION
EIN: 38-2750356

Category	Amount
NONE	0

**TY 2010 Investments Corporate
Stock Schedule**

Name: DAVID A BRANDON FOUNDATION
EIN: 38-2750356

Name of Stock	End of Year Book Value	End of Year Fair Market Value
35,000 SHS DOMINO'S PIZZA STOCK	479,325	556,675

TY 2010 Other Decreases Schedule

Name: DAVID A BRANDON FOUNDATION

EIN: 38-2750356

Description	Amount
DIFFERENCE BETWEEN BOOK AND TAX GAIN ON SALE OF SECURITIES	324,107

TY 2010 Other Expenses Schedule

Name: DAVID A BRANDON FOUNDATION

EIN: 38-2750356

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charit able Purposes
MICHIGAN NONPROFIT CORPORATION INFORMATION UPDATE	20	20	0	0

TY 2010 Taxes Schedule

Name: DAVID A BRANDON FOUNDATION

EIN: 38-2750356

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2010 FORM 990-PF	2,500	2,500	0	0