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 , 2010, and ending , 20

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [X] Name change

Name of foundation: WILLIAM & SANDY HEITZ FAMILY FOUND aka STEPHANIE FLEMING

A Employer identification number: 39-1799844

Number and street (or P O box number if mail is not delivered to street address): 10800 N HADDONSTONE PLACE — Room/suite:

B Telephone number (see page 10 of the instructions): (262)377-3970

City or town, state, and ZIP code: MEQUON, WI 53092

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) ▶ $ 2,265,803

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) (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)
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	190	190	190	
4	Dividends and interest from securities	86,886	86,886	86,886	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	30,051			
b	Gross sales price for all assets on line 6a 258,303				
7	Capital gain net income (from Part IV, line 2)		22,013		
8	Net short-term capital gain			8,038	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STM106	1,755	1,755	1,755	
12	**Total.** Add lines 1 through 11	118,882	110,844	96,869	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,027	1,027	1,027	1,027
22	Printing and publications				
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	1,027	1,027	1,027	1,027
25	Contributions, gifts, grants paid	96,874			96,874
26	**Total expenses and disbursements.** Add lines 24 and 25	97,901	1,027	1,027	97,901
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	20,981			
b	**Net investment income** (if negative, enter -0-)		109,817		
c	**Adjusted net income** (if negative, enter -0-)			95,842	

Revenue

Operating and Administrative Expenses

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E2-627
IRS-OSC

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For Paperwork Reduction Act Notice, see page 30 of the instructions. EEA Form 990-PF (2010)

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	56,064	49,515	49,515
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) STM137	736,852	947,216	947,216
c	Investments - corporate bonds (attach schedule) STM138	1,279,094	1,269,072	1,269,072
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)	2,072,010	2,265,803	2,265,803
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	2,072,010	2,265,803	
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)	2,072,010	2,265,803	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,072,010	2,265,803	

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	2,072,010
2	Enter amount from Part I, line 27a	2	20,981
3	Other increases not included in line 2 (itemize) ▶ STM115	3	203,709
4	Add lines 1, 2, and 3	4	2,296,700
5	Decreases not included in line 2 (itemize) ▶ STM116	5	30,897
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,265,803

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 (yr , mo , day)	(d) Date sold (yr , mo , day)
1a	See STM~134			
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	258,303		228,252	30,051
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				30,051
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** 22,013

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** 8,038

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	96,181	1,925,108	0.049961
2008	85,317	2,087,295	0.040874
2007	81,950	2,154,536	0.038036
2006	91,850	1,975,952	0.046484
2005	94,244	1,913,976	0.04924

2 **Total** of line 1, column (d)	2	0.224596
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	0.044919
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,132,766
5 Multiply line 4 by line 3	5	95,802
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,098
7 Add lines 5 and 6	7	96,900
8 Enter qualifying distributions from Part XII, line 4	8	97,901

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

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,098
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	1,098
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	1,098
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 1,098		
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	1,098
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	
11	Enter the amount of line 10 to be **Credited to 2011 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 page 19 of the 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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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?	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 page 19 of 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? 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? 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 page 20 of the 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 ▶ STEPHANIE FLEMING Telephone no ▶ 262-377-3970

Located at ▶ 10800 N HADDONSTONE PLACE MEQUON, WI ZIP+4 ▶ 53092

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

			Yes	No
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?	16		X
	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 ▶			

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 22 of the instructions)?	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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 page 22 of the instructions)	2b		X
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 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		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 2010?	4b		X

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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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)? **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? [ ] 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 [X] 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 [X] No

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
SANDRA HEITZ 8111 BAY COLONY DRIVE UNIT 903, FL 34108	PRESIDENT 5	0	0	0
STEPHANIE FLEMING 10800 N HADDONSTONE PLACE, WI 53092	TREASURER 5	0	0	0
GREG HEITZ 5301 W RIVER TRAIL DRIVE, WI 53092	SECRETARY 1	0	0	0

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 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Total number of others receiving over $50,000 for professional services ▶		

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 CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS	91,831
2 CONTRIBUTIONS TO EDUCATIONAL ORGANIZATIONS	6,043
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See page 24 of the instructions 3 STM142	0
Total. Add lines 1 through 3 ▶	

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	2,109,193
b	Average of monthly cash balances	1b	56,052
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,165,245
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,165,245
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	32,479
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,132,766
6	**Minimum investment return.** Enter 5% of line 5	6	106,638

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	106,638
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,098		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,098
3	Distributable amount before adjustments Subtract line 2c from line 1			3	105,540
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	105,540
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	105,540

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	97,901
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	97,901
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	1,098
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	96,803

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				105,540
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			16,251	
b	Total for prior years ______, ______, ______				
3	Excess distributions carryover, if any, to 2010				
a	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 97,901				
a	Applied to 2009, but not more than line 2a			16,251	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2010 distributable amount				81,650
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				23,890
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)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2006				
b	Excess from 2007				
c	Excess from 2008				
d	Excess from 2009				
e	Excess from 2010				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a 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 page 28 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))

Sandra Heitz,

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

990APP

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: 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				
QUEST EDUCATIONAL FOUNDATION QUEST Milwaukee WI 53201	NONE	EXEMPT	EDUCATION	995
STARS STRIPES HONOR FLIGHT STARS STRIPES Milwaukee WI 53201	NONE	EXEMPT	HONOR VETERANS	400
CROHNS COLITIS FOUNDATION CROHNS COLITIS Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	1,500
CENTER FOR DEAF BLIND CENTER FOR DEAF BLIND Milwaukee WI 53201	NONE	EXEMPT	CARE FOR DEAF OR BLIND	2,000
COLUMBIA ST MARY FOUNDATION COLUMBIA ST MARYS HOSPITAL Milwaukee WI 53201	NONE	GENERAL	BUILDING FUNDS	25,000
MEQUON THEINSVILLE EDUC FOUND MEQUON SCHOOL DISTRICT Thiensville WI 53092	NONE	EXEMPT	STUDENT EDUCATION	500
JUNIOR ACHIEVEMENT JUNIOR ACHIEVEMENT Milwaukee WI 53201	NONE	EXEMPT	YOUTH BUSINESS EDUCATION	1,000
CHARLES KUBLY FOUNDATION KUBLY FOUNDATION Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	5,000
Total ▶ 3a				
b Approved for future payment				
Total ▶ 3b				

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				
SERVICE CLUB OF MILWAUKEE SERVICE CLUB Milwaukee WI 53201	NONE	EXEMPT	COMMUNITY SERVICE	300
AMERICAN CANCER SOCIETY MILWAUKEE CENTER Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	120
FOX POINT LUTHERAN LUTHERAN CHURCH Milwaukee WI 53217	NONE	EXEMPT	BUILDING PROGRAM	2,500
CYSTIC FIBROSIS FOUNDATION MILWAUKEE DIVISION Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	500
ZOOLOGICAL SOCIETY MILWAUKEE COUNTY ZOO Milwaukee WI 53201	NONE	EXEMPT	YOUTH EDUCATION	3,000
MEQUON THIENSVILLE EDUCATION MEQUON-THIENSVILLE FOUNDATION Thiensville WI 53092	NONE	EXEMPT	YOUTH EDUCATION	548
PORTAL INDUSTRIES CEDAR CREEK ROAD Grafton WI 53024	NONE	EXEMPT	AID TO HANDICAP	2,000
AMERICAN HEART ASSOCIATION MILWAUKEE DIVISION Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	2,500
Total ▶ 3a				
b Approved for future payment				
Total ▶ 3b				

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				
SAYAIRIE FAMILY PEACE CENTER MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	GENERAL	1,000
MAKE A WISH FOUNDATION MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	YOUTH SERVICES	5,000
RONALD MCDONALD HOUSE MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	FAMILY AID	1,500
LUMEN CHRISTI MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	GENERAL	1,500
KATHYS HOUSE MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	GENERAL	2,500
SCHLITZ AUDUBON MILWAUKEE LOCATION Milwaukee WI 53217	NONE	EXEMPT	YOUTH ADULT EDUCATION	1,000
SYDNEY TABAKIN MEMORIAL FUND MEQUON DIVISION Thiensville WI 53092	NONE	EXEMPT	GENERAL	1,500
BEST BUDDIES INTERNATIONAL MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	YOUTH ADVISING	250
Total ▶ 3a				
b Approved for future payment				
Total ▶ 3b				

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				
BOYS GIRLS CLUB MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	YOUTH PROGRAMS	261
FROEDERT HOSPITAL FOUNDATION MILWAUKEE LOCATION Milwaukee WI 53201	NONE	EXEMPT	RESEARCH PROGRAMS	25,000
MUSCULAR DYSTROPHY ASSOCIATION MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	10,000
WISCONSIN OVARIAN CANCER FOUND MILWAUKEE CHAPTER Milwaukee WI 53201	NONE	EXEMPT	RESEARCH	500
Total ▶ 3a				97,874
b Approved for future payment				
Total ▶ 3b				

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 (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		190	14		
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		190			

13 **Total.** Add line 12, columns (b), (d), and (e) 13 190

(See worksheet in line 13 instructions on page 29 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) (See page 29 of the instructions)

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

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

STEPHANIE FLEMING Stephanie Fleming 3/30/11 TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DANIEL R LINSLEY	DANIEL R LINSLEY	03-30-2011		

Firm's name ▶ DANIEL R LINSLEY CPA — Firm's EIN ▶

Firm's address ▶ PO BOX 24 GRAFTON WI 53024-0024 — Phone no 262-377-3970

Federal Supporting Statements	2010 PG 01
Name(s) as shown on return: WILLIAM & SANDY HEITZ FAMILY FOUND	FEIN: 39-1799844

Statement #115

Form 990PF, Part III, Line 3
Other Increases Schedule

GAIN ON MARKET VALUE OF INVESTMENTS	183,744
BOOK GAIN ON SALE OF INVESTMENTS	19,157
PARTNERSHIP CASH DISTRIBUTIONS	808
Total	203,709

PG 01
Statement #116

Form 990PF, Part III, Line 5
Other Decreases Schedule

EXCISE TAX	860
TAX GAIN ON SALE OF INVESTMENTS	30,037
Total	30,897

STATMENT LD

Name(s) as shown on return: WILLIAM & SANDY HEITZ FAMILY FOUND

FEIN: 39-1799844

Statement #137

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Category	BOY	Book Value	EOY FMV
ALTRIA GROUP	25,519	32,006	32,006
AMERIGAS PARTNERSHIP	39,330	48,810	48,810
APPLE COMUTER	168,586	258,048	258,048
ASSOCIATED ESTATE REALTY	11,270		
ASTORIA FINANCIAL	13,051	14,606	14,606
BLUE RIBBON INCOME FUND		41,238	41,238
BOSTON PROPERTIES	16,768		
ELAN CORP	1,304	1,146	1,146
ENERGY INCOME AND GROWTH	42,066	48,384	48,384
EXELON	17,105	14,574	14,574
FUNDAMENTAL INVESTORS FUND	26,535	30,020	30,020
GENERAL ELECTRIC	15,130	18,290	18,290
EAGLE INTERNATIONAL FUND	69,268	73,746	73,746
INTEGRYS ENERGY	41,990		
JOHNSON AND JOHNSON	12,882	49,480	49,480
KRAFT FOODS	24,435	28,327	28,327
MERCK	7,308	30,634	30,634
NATIONWIDE HEALTH PROP	35,180	36,380	36,380
NOVARTIS	16,329	17,685	17,685
PHILIP MORRIS	62,647	76,089	76,089
SERIES S 1 INCOME FUND	34,689		
XCEL ENERGY	31,830	35,325	35,325
FIRSTENERGY CORP		51,828	51,828
BANK AMERICA PFD	23,630		
SCANA CORP		40,600	40,600
Totals	736,852	947,216	947,216

Name(s) as shown on return: WILLIAM & SANDY HEITZ FAMILY FOUND

FEIN: 39-1799844

Statement #138

Form 990PF, Part II, Line 10(c)
Investments: Corporate Bond Schedule

Category	BOY	Book Value	EOY FMV
EATON VANCE BOND FUND		60,028	60,028
CAPMARK BANK	30,410	31,627	31,627
NORTHSHORE COMMUNITY BANK	51,153		
XCEL ENERGY	52,695		
ASSOCIATED BANC CORP	74,212	76,252	76,252
WASHINGTON MUTUAL BANK	99,164	97,553	97,553
GE MONEY BANK	51,860	51,604	51,604
SBC COMMUNICATIONS	32,350	31,583	31,583
SUMMIT COMMUNITY BANK	77,922	79,184	79,184
UNION NATIONAL BANK	35,420	36,059	36,059
BMW NAMK	41,707	42,641	42,641
INTERVEST BANK	72,322	75,734	75,734
DISCOVER BANK	51,393	53,105	53,105
COMMUNITY BANK AND TRUST	51,344	52,884	52,884
LEHMAN BROTHERS	75,973	76,046	76,046
DISCOVER BANK	36,627	38,928	38,928
GOLDMAN SACHS	67,544	72,257	72,257
PROTECTIVE LIFE	46,794	49,731	49,731
CAPITAL ONE BANK	70,491	75,770	75,770
GE CAPITAL FINAMCIAL	40,000	42,102	42,102
GE CAPITAL FINANCIAL	51,305	56,611	56,611
ALLSTATE CORP	54,030	52,672	52,672
GENERAL ELECTRIC	63,737	64,138	64,138
CAPMARK BANK	50,641	52,563	52,563
Totals	1,279,094	1,269,072	1,269,072

PG 01
Statement #142

Form 990PF, Part IX-B, Line 3
All Other Program-Related Investments

Description	Amount
NONE	0

Federal Supporting Statements

Name(s) as shown on return: WILLIAM & SANDY HEITZ FAMILY FOUND

Your Social Security Number: 39-1799844

Form 990PF, Part I, Line 11 - Other Income Schedule

Statement #106

Description	Revenue and expenses	Net investment	Adjusted net income
AMERIGAS PARTNERSHIP INCOME	1,755	1,755	1,755
Totals	1,755	1,755	1,755

PG 01

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
ASSOCIATED ESTATE REALTY GROUP	P	1998-06-04	2010-08-19	13,112		19,181	(6,069)	(6,069)
BOSTON PROPERTIES INC	P	2001-09-21	2010-08-19	20,529		9,172	11,357	11,357
INTEGRYS ENERGY CORP	P	1999-03-04	2010-09-21	50,516		30,767	19,749	19,749
NICOR INC	P	2010-08-19	2010-12-09	19,567		16,916	2,651	2,651
ONEOK INC	P	2010-09-27	2010-12-23	30,098		24,711	5,387	5,387
BANK AMERICA PFD STOCK	P	2003-10-28	2010-04-29	24,467		26,580	(2,113)	(2,113)
NORTHSHORE COMMUNITY BANK	P	2005-09-09	2010-09-21	50,000		50,000		
XCEL ENERGY	P	2001-12-20	2010-12-01	50,000		50,925	(925)	(925)
AMERIGAS PARTNERS SEC 1231 GAIN	P	1998-04-14	2010-12-30	14			14	14
Total				258,303		228,252	30,051	30,051

	Federal Supporting Statements	2010 PG 01
Name(s) as shown on return		Your Social Security Number
WILLIAM & SANDY HEITZ FAMILY FOUND		39-1799844

Form 990PF, Part XV, Line 2
Application Submission Information

990APP

Grant Program
GENERAL GRANTS

Applicant Name
STEPHANIE FLEMING

Address
10800 N HADDONSTONE PLACE MEQUON WI 53092

Telephone
262-377-3970

Form & Content
PURPOSE OF ORGANIZATION AND REQUEST
AMOUNT REQUESTED

Submission Deadline
NONE

Restrictions on Award
NONE

STM LD