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 , and ending

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

Name of foundation		A Employer identification number
THE SAND COUNTY FOUNDATION, INC.		39-6089450
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
16 N CARROLL ST	450	608-663-4605
City or town, state, and ZIP code		C If exemption application is pending, check here ▶ [ ]
MADISON, WI 53703-2784		D 1 Foreign organizations, check here ▶ [ ]
		2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization. [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 8,589,795.

J Accounting method [ ] Cash [X] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

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

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))

		(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	2,713,179.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,679.	7,679.	7,679.	STATEMENT 1
	4 Dividends and interest from securities	150,834.	150,834.	150,834.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,927.			
	b Gross sales price for all assets on line 6a 2,148,102.				
	7 Capital gain net income (from Part IV, line 2)		20,927.		
	8 Net short-term capital gain			402.	
	9 Income modifications			35,000.	
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	28,130.	0.	28,130.	STATEMENT 3
	12 **Total** Add lines 1 through 11	2,920,749.	179,440.	222,045.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	95,227.	0.	0.	95,227.
	14 Other employee salaries and wages	327,871.	0.	0.	327,871.
	15 Pension plans, employee benefits	93,086.	0.	0.	93,086.
	16a Legal fees STMT 4	39,156.	0.	0.	39,156.
	b Accounting fees STMT 5	68,930.	0.	0.	68,930.
	c Other professional fees STMT 6	574,283.	27,071.	0.	547,212.
	17 Interest				
	18 Taxes STMT 7	10,391.	0.	0.	10,391.
	19 Depreciation and depletion	7,364.	0.	7,364.	
	20 Occupancy	90,309.	0.	0.	90,309.
	21 Travel, conferences, and meetings	126,582.	0.	0.	126,582.
	22 Printing and publications	17,639.	0.	0.	17,639.
	23 Other expenses STMT 8	274,126.	0.	0.	274,126.
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,724,964.	27,071.	7,364.	1,690,529.
	25 Contributions, gifts, grants paid	467,789.			467,789.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,192,753.	27,071.	7,364.	2,158,318.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	727,996.			
	b **Net investment income** (if negative, enter -0-)		152,369.		
	c **Adjusted net income** (if negative, enter -0-)			214,681.	

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15230712 788028 10485-1AU01 2010.03060 THE SAND COUNTY FOUNDATION, 10485-11

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		105,223.	105,223.
	2 Savings and temporary cash investments	1,471,554.	1,428,236.	1,428,236.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 1,215,113.			
	Less allowance for doubtful accounts ▶	1,203,954.	1,215,113.	1,215,113.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,216.	1,258.	1,258.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 10	4,273,331.	5,127,777.	5,127,777.
	c Investments - corporate bonds			
	11 Investments - land buildings and equipment basis ▶ 554,027.			
	Less accumulated depreciation STMT 11 ▶	554,027.	554,027.	554,027.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment. basis ▶ 203,268.			
	Less accumulated depreciation STMT 12 ▶ 45,107.	79,261.	158,161.	158,161.
	15 Other assets (describe ▶ DEPOSITS ON LAND)	95,599.	0.	0.
	16 Total assets (to be completed by all filers)	7,682,942.	8,589,795.	8,589,795.
Liabilities	17 Accounts payable and accrued expenses	143,489.	71,219.	
	18 Grants payable	777,619.	392,149.	
	19 Deferred revenue	10,000.		
	20 Loans from officers directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable		27,229.	STATEMENT 13
	22 Other liabilities (describe ▶ STATEMENT 14)	0.	96,010.	
	23 Total liabilities (add lines 17 through 22)	931,108.	586,607.	
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	3,362,958.	3,541,968.	
	25 Temporarily restricted	3,388,876.	4,461,220.	
	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	6,751,834.	8,003,188.	
	31 Total liabilities and net assets/fund balances	7,682,942.	8,589,795.	

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	6,751,834.
2 Enter amount from Part I, line 27a	2	727,996.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	600,701.
4 Add lines 1, 2, and 3	4	8,080,531.
5 Decreases not included in line 2 (itemize) ▶ LOSS ON UNCONSUMMATED LAND PURCHASE	5	77,343.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,003,188.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr)
1a	MUTUAL FUNDS	P		
b	MUTUAL FUNDS	P		
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	2,094,928.		2,074,403.	20,525.
b	53,174.		52,772.	402.
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				20,525.
b				402.
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** 20,927.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** 402.

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) N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2009			
2008			
2007			
2006			
2005			

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [X] 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	N/A
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	0.
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	0.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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	0.
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	0.
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 instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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)? *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)*

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

Website address ▶ WWW.SANDCOUNTY.NET

14 The books are in care of ▶ CATHERINE JOY Telephone no ▶608-663-4605

Located at ▶16 N CARROLL ST STE 450, MADISON, WI ZIP+4 ▶53703-2784

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	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.

			Line	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		95,227.	23,807.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ALEX ECHOLS - 1451 BELLE HAVEN RD, ALEXANDRIA, VA 22307-1201	CONSERVATION CONSULTING	165,000.
JOHN LAUB - 1340 SILVER BEACH DR, LAC DU FLAMBEAU, WI 54538-9779	CONSERVATION CONSULTING	60,000.
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 SEE STATEMENT 16	1,035,254.
2 SEE STATEMENT 17	270,230.
3 THE SAND COUNTY FOUNDATION, FROM TIME TO TIME, EXPLORES AND UNDERTAKES NEW PROJECTS THAT ARE GENERALLY CAPTURED UNDER THE AREAS OF INTEREST PROGRAM CATEGORY.	148,872.
4 SEE STATEMENT 18	134,436.

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	4,703,987.
b	Average of monthly cash balances	1b	1,556,740.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,260,727.
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	6,260,727.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	93,911.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,166,816.
6	**Minimum investment return** Enter 5% of line 5	6	308,341.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	2,158,318.
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	2,158,318.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	2,158,318.

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)

N/A

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
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: ▶ $				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2010 distributable amount				
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 instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7				
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 instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶ 01/01/83

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	214,681.	75,677.	0.	169,990.	460,348.
b 85% of line 2a	182,479.	64,325.	0.	144,492.	391,296.
c Qualifying distributions from Part XII, line 4 for each year listed	2,158,318.	1,774,780.	2,243,385.	2,368,033.	8,544,516.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	2,158,318.	1,774,780.	2,243,385.	2,368,033.	8,544,516.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter: (1) Value of all assets	8,589,795.	7,682,942.	6,193,538.	8,373,989.	30,840,264.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	205,561.	163,973.	177,604.	195,625.	742,763.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 19

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

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*				
SEE STATEMENT 20				
Total			▶ 3a	467,789.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513 or 514 (c) Exclusion code	Excluded by section 512, 513 or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a RENTAL INCOME					20,450.
b OTHER PROGRAM SERVICES					7,680.
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	7,679.	
4 Dividends and interest from securities			14	150,834.	
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	20,927.	
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.		179,440.	28,130.

13 **Total** Add line 12, columns (b), (d), and (e) 13 207,570.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
1A	RENTAL OF FARM PROPERTY AND LAND
1B	INCOME FROM NEW PROJECTS IN AREAS OF INTEREST TO THE FOUNDATION

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Brent M. Haglund — 22 July 2011 — PRESIDENT

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
BRUCE MAYER, CPA, CFP	Br Mayer, CPA	7/14/11		

Firm's name ▶ WEGNER LLP — Firm's EIN ▶

Firm's address ▶ 2110 LUANN LN MADISON, WI 53713-3098 — Phone no. 608-274-4020

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization: THE SAND COUNTY FOUNDATION, INC.

Employer identification number: 39-6089450

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ENCANA CORPORATION 370 17TH ST STE 1700 DENVER, CO 80202-5632	$ 12,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	PIONEER HI-BRED 6900 NW 62ND AVE JOHNSTON, IA 50131-2936	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	DAVID HANSON 1 S PINCKNEY ST MADISON, WI 53703-2892	$ 8,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	ED WARNER 1625 LARIMER ST APT 2005 DENVER, CO 80202-1534	$ 115,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	GREG ALEXANDER 305 W 86TH ST NEW YORK, NY 10024-3110	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6	GEORGE KENNEDY 789 HUMBOLDT AVE WINNETKA, IL 60093-1948	$ 40,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	MONAGHAN FOUNDATION 14120 E EVANS AVE AURORA, CO 80014-1431	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
8	JOHN UMLAUF 95 WATER ST WILLIAMSON, MA 01267-2848	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
9	THE NORMAN BASSETT FOUNDATION 201 WAUBESA ST MADISON, WI 53704-5728	$ 20,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
10	PEABODY ENERGY 701 MARKET ST SAINT LOUIS, MO 63101-1830	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
11	LEE AND RAMONA BASS 1989 COLONIAL PKWY FORT WORTH, TX 76110-6640	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
12	REED COLEMAN 201 WAUBESA ST MADISON, WI 53704-5728	$ 18,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	S. D. BECHTEL, JR. FOUNDATION 199 FREMONT ST SAN FRANCISCO, CA 94105-2245	$ 20,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
14	MILLERCOORS 3939 W HIGHLAND BLVD MILWAUKEE, WI 53208-2816	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
15	PAUL AND MIMI FRANCIS 2916 OAKBROOK HILLS RD OAK BROOK, IL 60523-1632	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
16	SOUTH DAKOTA DEPARTMENT OF ENVIRONMENT AND NATURAL RESOURCES 805 W SIOUX AVE PIERRE, SD 57501-1858	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
17	AMERICAN TRANSMISSION COMPANY W234N2000 RIDGEVIEW PARKWAY CT WAUKESHA, WI 53188-1022	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
18	WESTERN AGCREDIT 10980 S JORDAN GTWY SOUTH JORDAN, UT 84095-4125	$ 24,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
19	THE MEADOWS FOUNDATION 3003 SWISS AVE DALLAS, TX 75204-6049	$ 75,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
20	SILVER EAGLE DISTRIBUTIONS 7777 WASHINGTON AVE HOUSTON, TX 77007-1037	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
21	FARM CREDIT COUNCIL SERVICES, INC. 7951 E MAPLEWOOD AVE STE 225 GREENWOOD VILLAGE, CO 80111-4767	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
22	FARM CREDIT SERVICES OF AMERICA 5015 S 118TH ST OMAHA, NE 68137-2210	$ 9,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
23	WISCONSIN FARM BUREAU FOUNDATION, INC. 1241 JOHN Q HAMMONS DR MADISON, WI 53717-1929	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
24	RURAL MUTUAL INSURANCE 1241 JOHN Q HAMMONS DR MADISON, WI 53717-1929	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
25	THE NATURE CONSERVANCY 201 MISSION ST SAN FRANCISCO, CA 94105-1831	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
26	SOUTH DAKOTA GRASSLAND COALITION 221 N MAIN ST PRESHO, SD 57568-5426	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
27	SOUTH DAKOTA DEPARTMENT OF AGRICULTURE 523 E CAPITOL AVE PIERRE, SD 57501-3392	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
28	SOUTH DAKOTA FARM BUREAU FEDERATION 2225 DAKOTA AVE S HURON, SD 57350-4312	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
29	SOUTH DAKOTA DEPARTMENT OF GAME, FISH AND PARKS 523 E CAPITOL AVE PIERRE, SD 57501-3181	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
30	THE LYNDE AND HARRY BRADLEY FOUNDATION, INC. 1241 N FRANKLIN PL MILWAUKEE, WI 53202-2901	$ 675,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization: THE SAND COUNTY FOUNDATION, INC.

Employer identification number: 39-6089450

Part I Contributors (see instructions)

(a) No	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
31	UNITED STATES DEPARTMENT OF AGRICULTURE 8030 EXCELSIOR DR STE 200 MADISON, WI 53717-2913	$ 702,721.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
32	WALTON FAMILY FOUNDATION 125 W CENTRAL AVE RM 217 BENTONVILLE, AR 72712-5248	$ 605,999.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
33	UNITED STATES FISH AND WILDLIFE SERVICE 4511 HELGESEN DR MADISON, WI 53718-6747	$ 27,520.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE SAND COUNTY FOUNDATION, INC.	39-6089450

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: THE SAND COUNTY FOUNDATION, INC.

Employer identification number: 39-6089450

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis*	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	BUILDINGS											
	BUILDING AND BUILDING IMPROVEMEN			.000	16	4,370.			4,370.	1,749.		146.
	* 990-PF PG 1 TOTAL BUILDINGS					4,370.		0.	4,370.	1,749.	0.	146.
	FURNITURE & FIXTURES											
	FURNITURE AND EQUIPMENT			.000	16	77,379.			77,379.	28,940.		5,666.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTUR					77,379.		0.	77,379.	28,940.	0.	5,666.
	TRANSPORTATION EQUIPMENT											
	VEHICLES			.000	16	38,099.			38,099.	7,054.		1,552.
	* 990-PF PG 1 TOTAL TRANSPORTATION EQU					38,099.		0.	38,099.	7,054.	0.	1,552.
	LAND											
	LAND			.000	16	554,027.			554,027.			0.
	LAND			.000	16	83,420.			83,420.			0.
	* 990-PF PG 1 TOTAL LAND					637,447.		0.	637,447.	0.	0.	0.
	* GRAND TOTAL 990-PF PG 1 DEPR					757,295.		0.	757,295.	37,743.	0.	7,364.

028102
05-01-10

(D) - Asset disposed

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

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

SOURCE	AMOUNT
FIRST BUSINESS BANK	6,277.
JOHNSON BANK	1,175.
MORGAN STANLEY	227.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	7,679.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TD AMERITRADE	99,309.	0.	99,309.
TRUST COMPANY OF THE WEST	47,200.	0.	47,200.
VENTURE INVESTORS	4,325.	0.	4,325.
TOTAL TO FM 990-PF, PART I, LN 4	150,834.	0.	150,834.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
RENTAL INCOME	20,450.	0.	20,450.
OTHER PROGRAM SERVICES	7,680.	0.	7,680.
TOTAL TO FORM 990-PF, PART I, LINE 11	28,130.	0.	28,130.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	39,156.	0.	0.	39,156.
TO FM 990-PF, PG 1, LN 16A	39,156.	0.	0.	39,156.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	68,930.	0.	0.	68,930.
TO FORM 990-PF, PG 1, LN 16B	68,930.	0.	0.	68,930.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	27,071.	27,071.	0.	0.
OTHER PROFESSIONAL FEES	547,212.	0.	0.	547,212.
TO FORM 990-PF, PG 1, LN 16C	574,283.	27,071.	0.	547,212.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	10,391.	0.	0.	10,391.
TO FORM 990-PF, PG 1, LN 18	10,391.	0.	0.	10,391.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	244,827.	0.	0.	244,827.
ADVERTISING AND PROMOTION	4,245.	0.	0.	4,245.
INSURANCE	11,079.	0.	0.	11,079.
INFORMATION TECHNOLOGY	13,975.	0.	0.	13,975.
TO FORM 990-PF, PG 1, LN 23	274,126.	0.	0.	274,126.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
NET UNREALIZED GAINS ON INVESTMENTS	565,701.
RESCINDED GRANTS PAYABLE	35,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	600,701.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	5,053,802.	5,053,802.
VENTURE CAPITAL INVESTMENT	3,975.	3,975.
C&H PREFERRED STOCK	70,000.	70,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,127,777.	5,127,777.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	554,027.	0.	554,027.
TOTAL TO FM 990-PF, PART II, LN 11	554,027.	0.	554,027.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	83,420.	0.	83,420.
BUILDING AND BUILDING IMPROVEMENTS	4,370.	1,895.	2,475.
FURNITURE AND EQUIPMENT	77,379.	34,606.	42,773.
VEHICLES	38,099.	8,606.	29,493.
TOTAL TO FM 990-PF, PART II, LN 14	203,268.	45,107.	158,161.

FORM 990-PF	OTHER NOTES AND LOANS PAYABLE	STATEMENT 13

LENDER'S NAME	TERMS OF REPAYMENT	SECURITY PROVIDED BY BORROWER
TOYOTA FINANCIAL SERVICES	MONTHLY	VEHICLE

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN
09/07/10	09/22/14	29,045.	1.90%	VEHICLE PURCHASE

RELATIONSHIP OF LENDER

NONE

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
CASH	29,045.	27,229.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B		27,229.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FUNDS HELD FOR OTHERS	0.	96,010.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	96,010.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRENT HAGLUND 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	PRESIDENT 40.00	95,227.	23,807.	0.
REED COLEMAN 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	CHAIRMAN 5.00	0.	0.	0.
DAVID HANSON 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	SECRETARY 5.00	0.	0.	0.
INDY BURKE 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
MIKE GREBE 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
GEORGE KENNEDY 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
SCOTT KLUG 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
DAVID LANGFORD 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
TERRY MULCAHY 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
STANLEY TEMPLE 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
CHARLES THOMPSON 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.

JOHN UMLAUF 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
ED WARNER 16 N CARROLL ST STE 450 MADISON, WI 53703-2784	DIRECTOR 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		95,227.	23,807.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY ONE

THE SAND COUNTY FOUNDATION'S AGRICULTURAL INCENTIVES PROGRAM FOCUSES ON IMPROVING WATER QUALITY BY REDUCING NUTRIENT LOSSES FROM AGRICULTURE. THE OVERARCHING GOAL OF THE PROGRAM IS TO DEFINE AND DEMONSTRATE, WITH TANGIBLE DATA, THE RELATIONSHIP BETWEEN CHANGES IN AGRICULTURAL LAND MANAGEMENT PRACTICES AND IMPROVEMENTS IN WATER QUALITY.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	1,035,254.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 17

ACTIVITY TWO

THE LEOPOLD CONSERVATION AWARDS RECOGNIZE LANDOWNERS ACTIVELY COMMITTED TO A LAND ETHIC. WORKING WITH PROMINENT CONSERVATION PARTNERS IN EIGHT STATES, THE SAND COUNTY FOUNDATION PRESENTS THE ANNUAL AWARDS, WHICH CONSIST OF $10,000 AND A LEOPOLD CRYSTAL, IN SETTINGS THAT SHOWCASE THE LANDOWNERS' ACHIEVEMENTS AMONG THEIR PEERS.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 2	270,230.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 18

ACTIVITY FOUR

THE LEOPOLD MEMORIAL RESERVE IS LOCATED IN SAUK COUNTY IN SOUTH CENTRAL WISCONSIN AND COMPRISES ABOUT 1,900-ACRES OF PRIVATE LAND, ROUGHLY HALF OF WHICH THE SAND COUNTY FOUNDATION OWNS. THE RESERVE REPRESENTS A COOPERATIVE PARTNERSHIP BETWEEN THE SAND COUNTY FOUNDATION AND OTHER PRIVATE LANDOWNERS IN AND AROUND THE ORIGINAL ALDO LEOPOLD FARM AND SHACK WRITTEN ABOUT IN "A SAND COUNTY ALMANAC." FOR NEARLY FORTY YEARS THE VARIOUS HABITATS ON THE RESERVE'S PRIVATE LANDS HAVE BEEN DEDICATED TO CONSERVATION IMPROVEMENT, LANDOWNER ENJOYMENT, SUPPORT OF PEER-REVIEWED QUALITY RESEARCH, LONG-TERM MONITORING OF SAVANNAS AND GRASSLANDS, UNDERSTANDING OF FLOODPLAIN ECOLOGY, AND SUPPORT OF INCENTIVE-BASED EFFORT TO IMPROVE THE DEER HERD AND ITS HABITAT.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 4	134,436.

FORM 990-PF PART XV - LINE 1A STATEMENT 19
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

REED COLEMAN
GEORGE KENNEDY
ED WARNER

FORM 990-PF — GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR — STATEMENT 20

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADELMEYER FARMS, LTD. W421 W BEND RD THERESA, WI 53091-9745	N/A AGRICULTURAL INCENTIVES GRANT	CORPORATIO	1,062.
JIM BILL ANDERSON 16601 MARSHALL DR CANADIAN, TX 79014-4941	NONE LEOPOLD CONSERVATION AWARD	N/A	10,000.
DENNIS BALLWEG 6790 TWIN LANE RD SUN PRAIRIE, WI 53590-9672	NONE AGRICULTURAL INCENTIVES GRANT	N/A	4,307.
DANE COUNTY LAND AND WATER RESOURCES DEPARTMENT 1 FEN OAK CT STE 208 MADISON, WI 53718-8812	N/A AGRICULTURAL INCENTIVES GRANT	PUBLIC CHARITY	25,000.
DELLA RANCHES 11850 N GROUSE CREEK RD GROUSE CREEK, UT 84313	N/A LEOPOLD CONSERVATION AWARD	CORPORATIO	10,000.
DODGE COUNTY LAND CONSERVATION DEPARTMENT 127 E OAK ST JUNEAU, WI 53039-1329	N/A AGRICULTURAL INCENTIVES GRANT	PUBLIC CHARITY	4,267.
DOUD RANCH LLC 23766 SD HIGHWAY 34 MIDLAND, SD 57552-4009	N/A LEOPOLD CONSERVATION AWARD	CORPORATIO	10,000.
RYAN FIELDGROVE 1570 TIPPERARY RD BUFFALO, WY 82834-1799	NONE LEOPOLD CONSERVATION AWARD	N/A	1,000.

GAR-RAE'S DAIRY, LLC W1439 COUNTY ROAD HH BROWNSVILLE, WI 53006-1410	N/A AGRICULTURAL INCENTIVES GRANT	CORPORATIO	3,582.
CHARLES HAMMER W7503 COUNTRY DR BEAVER DAM, WI 53916-9394	NONE AGRICULTURAL INCENTIVES GRANT	N/A	2,484.
RON AND LINDA HEWARD 7E RANCH SHIRLEY BASIN, WY 82615	NONE LEOPOLD CONSERVATION AWARD	N/A	10,000.
JIM HURTGEN W7226 W CLYMET RD WATERTOWN, WI 53098-3804	NONE AGRICULTURAL INCENTIVES GRANT	N/A	270.
CHRIS KALKOWSKI 4627 N 139TH AVE OMAHA, NE 68614-6118	NONE LEOPOLD CONSERVATION AWARD	N/A	10,000.
NATHAN LINDSEY 2611 US HIGHWAY 14 CLEARMONT, WY 82835-9709	NONE LEOPOLD CONSERVATION AWARD	N/A	1,000.
MOLDENHAUER BROTHERS, LLC N5601 BUCHANAN RD HARTFORD, WI 53027-9323	N/A AGRICULTURAL INCENTIVES GRANT	CORPORATIO	1,427.
BRIAN MOLDENHAUER N5447 ASTOR RD IRON RIDGE, WI 53035-9751	NONE AGRICULTURAL INCENTIVES GRANT	N/A	756.
ANDY OECHSNER N7548 HIGHWAY 67 MAYVILLE, WI 53050-2402	NONE AGRICULTURAL INCENTIVES GRANT	N/A	328.
STEVE PERRY W9667 CTH F FOX LAKE, WI 53933-9729	NONE AGRICULTURAL INCENTIVES GRANT	N/A	400.

POOPLE CONSULTING, LLC 14248 10TH ST OSSEO, WI 54758-7696	N/A AGRICULTURAL INCENTIVES GRANT	CORPORATIO	62,850.
DALE SCHWANTES N6065 W HORSESHOE RD HORICON, WI 53032-9798	NONE AGRICULTURAL INCENTIVES GRANT	N/A	378.
STANKO RANCH 39650 COUNTY ROAD 33 STEAMBOAT SPRINGS, CO 80487-9717	N/A LEOPOLD CONSERVATION AWARD	CORPORATIO	10,000.
JEROME STERR N9758 SUNNYVIEW RD MAYVILLE, WI 53050-2060	NONE AGRICULTURAL INCENTIVES GRANT	N/A	774.
JIM VANEGTERN W8249 BOXELDER RD FOX LAKE, WI 53933-9743	NONE AGRICULTURAL INCENTIVES GRANT	N/A	699.
JOHN WADDEL 1044 SUN PRAIRIE RD MARSHALL, WI 53559-9439	NONE AGRICULTURAL INCENTIVES GRANT	N/A	1,782.
KIRK WARMKA W8949 BREEZY POINT RD BEAVER DAM, WI 53916-9488	NONE AGRICULTURAL INCENTIVES GRANT	N/A	540.
RON WISKERCHEN W1036 COUNTY ROAD N RUBICON, WI 53078-9748	NONE AGRICULTURAL INCENTIVES GRANT	N/A	203.
CURT ZIMMERMAN N104233 BUCKHORN RD FOX LAKE, WI 53933-9765	NONE AGRICULTURAL INCENTIVES GRANT	N/A	150.
WYOMING STOCK GROWERS ASSOCIATION 113 E 20TH ST CHEYENNE, WY 82001-3701	N/A SPONSOR RANCH TOUR	PUBLIC CHARITY	5,000.

UNIVERSITY OF ILLINOIS DEPARTMENT OF AGRICULTURE AND BIOLOGICAL ENGINEERING - 1304 W PENNSYLVANIA AVE URBANA, IL 61801-4797	N/A RESEARCH STUDY	PUBLIC CHARITY	42,400.
INTERNATIONAL CRANE FOUNDATION, INC. E11376 SHADY LANE RD BARABOO, WI 53913-9445	N/A CONSERVATION OF NATURAL HABITAT	PUBLIC CHARITY	25,000.
RIVEREDGE NATURE CENTER, INC. 4458 W HAWTHORNE DR NEWBURG, WI 53060	N/A CONSERVATION OF NATURAL HABITAT	PUBLIC CHARITY	25,000.
TALLGRASS LEGACY ALLIANCE 868 ROAD 290 AMERICUS, KS 66835-9536	N/A CONSERVATION OF NATURAL HABITAT	PUBLIC CHARITY	10,165.
ALDO LEOPOLD FOUNDATION, INC. E13701 LEVEE RD BARABOO, WI 53913-9727	N/A LAND PURCHASE	PUBLIC CHARITY	8,656.
AMERICAN FARMLAND TRUST 1200 18TH ST NW STE 800 WASHINGTON, DC 20036-2524	N/A LAND PURCHASE	PUBLIC CHARITY	2,000.
CALIFORNIA FOUNDATION FOR AGRICULTURE IN THE CLASSROOM 2300 RIVER PLAZA DR SACRAMENTO, CA 95833-4236	N/A LEOPOLD CONSERVATION AWARD	PUBLIC CHARITY	2,000.
CALIFORNIA POLYTECHNIC STATE UNIVERSITY CENTER FOR SUSTAINABILITY - 1 GRAND AVE SAN LUIS OBISPO, CA 93407-0001	N/A LEOPOLD CONSERVATION AWARD	PUBLIC CHARITY	2,000.
SUSTAINABLE CONSERVATION 98 BATTERY ST STE 302 SAN FRANCISCO, CA 94111-5512	N/A LEOPOLD CONSERVATION AWARD	PUBLIC CHARITY	2,000.
UNIVERSITY OF WISCONSIN DISCOVERY FARMS 40195 WINSAND DR PIGEON FALLS, WI 54760	N/A AGRICULTURAL INCENTIVES GRANT	PUBLIC CHARITY	170,309.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			467,789.

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization	Employer identification number
	THE SAND COUNTY FOUNDATION, INC.	39-6089450
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 16 N CARROLL ST, NO. 450	
	City, town or post office, state, and ZIP code For a foreign address, see instructions MADISON, WI 53703-2784	

Enter the Return code for the return that this application is for (file a separate application for each return) [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990 T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ CATHERINE JOY
16 N CARROLL ST STE 450 - MADISON, WI 53703-2784
Telephone No ▶ 608-663-4605 FAX No ▶ 608-663-4617
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] calendar year 2010 or
▶ [ ] tax year beginning ______, and ending ______

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Form 990 BL, 990 PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 0.
b	If this application is for Form 990-PF, 990 T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2011)

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01-03-11