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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning **MAR 1, 2010**, and ending **FEB 28, 2011**

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

Name of foundation THE PISTONS-PALACE FOUNDATION		A Employer identification number 38-2858649
Number and street (or P.O. box number if mail is not delivered to street address) 6 CHAMPIONSHIP DRIVE	Room/suite	B Telephone number 248 377-0100
City or town, state, and ZIP code AUBURN HILLS, MI 48326		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 ☐
H Check type of organization: ☒ 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) \$ 802,431. (Part I, column (d) must be on cash basis)	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
1 Contributions, gifts, grants, etc., received		97,569.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,123.	1,123.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		94,644.	0.	94,644.	STATEMENT 2
12 Total. Add lines 1 through 11		193,336.	1,123.	94,644.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		500.	0.	0.	250.
c Other professional fees STMT 4		4,150.	0.	0.	4,500.
17 Interest					
18 Taxes STMT 5		<845.>	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		62,089.	1,792.	0.	52,664.
24 Total operating and administrative expenses. Add lines 13 through 23		65,894.	1,792.	0.	57,414.
25 Contributions, gifts, grants paid		94,218.			83,718.
26 Total expenses and disbursements. Add lines 24 and 25		160,112.	1,792.	0.	141,132.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		33,224.			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				94,644.	

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LHA For Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	231,254.	751,845.	745,747.
	2 Savings and temporary cash investments	483,304.		
	3 Accounts receivable ▶ 14,224.			
	Less: allowance for doubtful accounts ▶	48,309.	14,224.	14,224.
	4 Pledges receivable ▶ 42,460.			
	Less: allowance for doubtful accounts ▶		42,460.	42,460.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	762,867.	808,529.	802,431.
	17 Accounts payable and accrued expenses	13,241.	18,679.	
	18 Grants payable	50,000.	57,000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	63,241.	75,679.	
Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted	608,208.	646,322.	
	25 Temporarily restricted	91,418.	86,528.	
	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	699,626.	732,850.		
31 Total liabilities and net assets/fund balances	762,867.	808,529.		

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	699,626.
2 Enter amount from Part I, line 27a	2	33,224.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	732,850.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	732,850.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b NONE				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	75,874.	178,700.	.424589
2008	195,266.	367,758.	.530963
2007	170,395.	308,981.	.551474
2006	216,576.	389,919.	.555438
2005	171,648.	323,159.	.531156
2 Total of line 1, column (d)			2 2.593620
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 .518724
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 686,245.
5 Multiply line 4 by line 3			5 355,972.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.
7 Add lines 5 and 6			7 355,972.
8 Enter qualifying distributions from Part XII, line 4			8 141,132.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	0.
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► PISTONS.COM	13	X	
14	The books are in care of ► ROB JOHNSON Telephone no. ► 248 377-0100 Located at ► 6 CHAMPIONSHIP DRIVE, AUBURN HILLS, MI ZIP+4 ► 48326			
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			
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? See page 20 of the instructions for exceptions and filing requirements for Form TDF 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? If "Yes," list the years ►	☐ Yes ☒ No	
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	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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 7		0.	0.	0.

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

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

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

☒ 0

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	696,695.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	696,695.
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	696,695.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,450.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	686,245.
6	Minimum investment return. Enter 5% of line 5	6	34,312.

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

1	Minimum investment return from Part X, line 6	1	34,312.
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	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	34,312.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	34,312.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	34,312.

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	141,132.
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	141,132.
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	141,132.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				34,312.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	155,490.			
b From 2006	197,169.			
c From 2007	155,323.			
d From 2008	177,043.			
e From 2009	66,939.			
f Total of lines 3a through e	751,964.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	141,132.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				34,312.
e Remaining amount distributed out of corpus	106,820.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	858,784.			
b Prior years' undistributed income: Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	155,490.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	703,294.			
10 Analysis of line 9:				
a Excess from 2006	197,169.			
b Excess from 2007	155,323.			
c Excess from 2008	177,043.			
d Excess from 2009	66,939.			
e Excess from 2010	106,820.			

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

THE PISTONS-PALACE FOUNDATION

Employer identification number

38-2858649

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	QUICKEN LOANS 20555 VICTOR PARKWAY 2ND FLOOR LIVONIA, MI 48152	\$ 17,410.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	TICKETMASTER 550 W. VANBUREN 13TH FLOOR CHICAGO, IL 60607	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	NATIONAL BASKETBALL ASSOCIATION 645 FIFTH AVE NEW YORK, NY 10022	\$ 34,466.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	BELLE TIRE 3500 ENTERPRISE DRIVE ALLEN PARK, MI 48101	\$ 9,350.	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

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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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
INTEREST SHORT TERM CASH INVESTMENT	1,123.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,123.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	94,644.	0.	94,644.
TOTAL TO FORM 990-PF, PART I, LINE 11	94,644.	0.	94,644.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEE	500.	0.	0.	250.
TO FORM 990-PF, PG 1, LN 16B	500.	0.	0.	250.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEE	4,150.	0.	0.	4,500.
TO FORM 990-PF, PG 1, LN 16C	4,150.	0.	0.	4,500.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	<845.>	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	<845.>	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	1,792.	1,792.	0.	0.
FUNDRAISING EXPENSE	3,987.	0.	0.	3,987.
AUCTIONS EXPENSE	1,191.	0.	0.	2,616.
BLACK HISTORY MONTH EXPENSES	8,765.	0.	0.	8,461.
PROGRAM EXPENSES	45,659.	0.	0.	37,600.
DUES & SUBSCRIPTIONS	535.	0.	0.	0.
LICENSE & PERMITS	20.	0.	0.	0.
MEETINGS EXPENSE	140.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	62,089.	1,792.	0.	52,664.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 7
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KAREN DAVIDSON 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	CHAIR 0.25	0.	0.	0.
ETHAN DAVIDSON 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	VICE CHAIR 0.25	0.	0.	0.
JOHN O'REILLY 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	TREASURER 0.25	0.	0.	0.
SUSAN GREENFIELD 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	SECRETARY 0.25	0.	0.	0.
JOE DUMARS 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
DAN HAUSER 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
MARILYN HAUSER 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
BOB KENNEDY 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
ALAN OSTFIELD 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
ELI SAULSON 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
MARLA DAVIDSON 6 CHAMPIONSHIP DRIVE AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DENNIS SAMPIER
6 CHAMPIONSHIP DRIVE
AUBURN HILLS, MI 48326

TELEPHONE NUMBER

248 377-0100

FORM AND CONTENT OF APPLICATIONS

PREPRINTED FORMS ARE AVAILABLE AT THE ABOVE ADDRESS

ANY SUBMISSION DEADLINES

APPLICATIONS MUST BE SUBMITTED BY AUGUST 1 OF THE YEAR IMMEDIATELY
PRECEEDING THE YEAR IN WHICH THE GRANT OR AWARD WOULD BE USED.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GENERALLY RESTRICTED TO AGENCIES SERVING YOUTH AND ADULTS, PREFERENCE IS
GIVEN TO AGENCIES SERVING THE DETROIT AND SOUTHEASTERN MICHIGAN AREA.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	9
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALS ASSOCIATION, MI CHAPTER 675 E BIG BEAVER TROY, MI 48083	N/A GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
THE GIVING BACK FUND 6033 WES CENTURY BLVD, SUITE 350 LOS ANGELES, CA 90045	N/A GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
AUTISM SPEAKS 5455 WILSHIRE BLVD LOS ANGELES, CA 90036	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,000.
BOYS & GIRLS CLUB OF GREATER FLINT 3701 N. AVERILL AVE FLINT, MI 48056	N/A GENERAL OPERATIONS	PUBLIC CHARITY	500.
BROOKSIE WAY 2100 PONTIAC LAKE ROAD WATERFORD, MI 48328	N/A GENERAL OPERATIONS	PUBLIC CHARITY	2,500.
CATCH 3011 WEST GRAND BLVD. DETROIT, MI 48202	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,250.
D-MAN FOUNDATION 1701 NORTHFIELD DRIVE ROCHESTER HILLS, MI 48309	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,500.
HILLEL JEWISH STUDENT CENTER 360 CHARLES STREET E LANSING, MI 48823	N/A GENERAL OPERATIONS	PUBLIC CHARITY	500.

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KELSER INC 30400 FOREST DRIVE FRANKLIN, MI 48025	N/A SPORTS SCHOLARSHIP	INDIVIDUAL	1,000.
KOMEN DETROIT RACE FOR THE CURE 110 E WARREN DETROIT, MI 48201	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,000.
LIGHTHOUSE 46156 WOODWARD AVE PONTIAC, MI 48342	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,000.
MICHIGAN YOUTH APPRECIATION FOUNDATION 27700 HOOVER ROAD WARREN, MI 48093	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,000.
MICHIGAN COMMUNITY SERVICE FOUNDATION 1048 PIERPONT LANSING, MI 48913	N/A GENERAL OPERATIONS	PUBLIC CHARITY	1,000.
MICHIGAN KIDS INC 615 W LAFAYETTE DETROIT, MI 48226	N/A EDUCATION	PUBLIC CHARITY	2,000.
BSP/CORNERSTONE 3001 WEST BIG BEAVER TROY, MI 48084	N/A EDUCATION	SCHOOLS	1,500.
SAMARITAN'S FEET 6075 LAKESIDE BLVD INDIANAPOLIS, IN 46278	N/A GENERAL OPERATIONS	PUBLIC CHARITY	4,500.
SCDAA, MICHIGAN CHAPTER 18516 JAMES COUZENS DETROIT, MI 46278	N/A GENERAL OPERATIONS	PUBLIC CHARITY	2,500.
MELVINDALE NORHTERN ALLEN PARK 18530 PROSPECT MELVINDALE, MI 48122	N/A EDUCATION	SCHOOL	500.

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CHATTERTON MIDDLE SCHOOL 24333 RYAN RD WARREN, MI 48091	N/A EDUCATION	SCHOOL	150.
JACKSON HIGH SCHOOL 544 WILDWOOD JACKSON, MI 49201	N/A EDUCATION	SCHOOL	350.
OAKBROOK ELEMENTARY 12060 GREENWAY DR STERLING HEIGHTS, MI 48312	N/A EDUCATION	SCHOOL	200.
WARREN WOODS MIDDLE SCHOOL 13400 12 MILE RD WARREN, MI 48088	N/A EDUCATION	SCHOOL	200.
DIBBLE ELEMENTARY 3450 KIBBT RD JACKSON, MI 49203	N/A EDUCATION	SCHOOL	200.
HUNT ELEMENTARY 1143 BROWN ST JACKSON, MI 49202	N/A EDUCATION	SCHOOL	200.
STEVENSON MIDDLE SCHOOL 38501 PALMER WESTLAND, MI 48186	N/A EDUCATION	SCHOOL	200.
COOLEY ELEMENTARY SCHOOL 2000 HIGHFIELD WATERFORD, MI 48329	N/A EDUCATION	SCHOOL	300.
DETROIT EDISON PUBLIC SCHOOL 1903 WILLIAMS ST DETROIT, MI 48207	N/A EDUCATION	SCHOOL	400.
BOYS & GIRLS CLUB OF MICHIGAN 26777 HALSTED, SUITE 100 FARMINGTON HILLS, MI 48331	N/A GENERAL OPERATIONS	PUBLIC CHARITY	27,100.

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CORNERSTONE SCHOOLS 8000 WWOODWARD AVE DETROIT, MI 48202	N/A EDUCATION	SCHOOL	1,500.
GRANT EDUCATION - ALEXIS ACKRIDGE - WILLIAMS COLLEGE WILLIAMSTOWN, MA 01267	N/A EDUCATION	INDIVIDUAL	10,000.
GRANT EDUCATION - ASHLEY ALORE - ALMA COLLEGE 614 WEST SUPERIOR STREET ALMA, MI 48801	N/A EDUCATION	INDIVIDUAL	2,000.
GRANT EDUCATION - SIMWENYI MOHAMMAD - WAYNE COUNTY COMMUNITY COLLEGE - 801 W FORT STREET DETROIT, MI 48226	N/A EDUCATION	INDIVIDUAL	1,000.
FOOD BANK COUNCIL OF MICHIGAN 501 N WALNUT STREET LANSING, MI 48933	N/A GENERAL OPERATIONS	PUBLIC CHARITY	6,668.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

83,718.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
REACHING HIGHER 8609 WEST GRAND RIVER BRIGHTON , MI 48116	N/A GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
GRANT EDUCATION - SHANTELL WILLIAMS	N/A EDUCATION	INDIVIDUAL	2,500.
GRANT EDUCATION - DERTICE HUBBARD - MACOMB COMMUNITY COLLEGE - 1400 E 12 MILE RD WARREN, MI 48080	N/A EDUCATION	INDIVIDUAL	5,000.
GRANT EDUCATION - KRYSTAL HOLMES - UNIVERSITY OF MICHIGAN 2500 SAB E JEFFERSON STREET ANN ARBOR, MI 48109	N/A EDUCATION	INDIVIDUAL	10,000.
GRANT EDUCATION - BRANDON WRIGHT - MICHIGAN STATE UNIVERSITY 1407 HARRISON E LANSING, MI 48823	N/A EDUCATION	INDIVIDUAL	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			25,000.