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 JUL 1, 2010 , and ending JUN 30, 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: EDSEL AND ELEANOR FORD HOUSE

A Employer identification number: 38-2218274

Number and street (or P O box number if mail is not delivered to street address): 1100 LAKE SHORE ROAD
Room/suite:

B Telephone number: (313) 884-4222

City or town, state, and ZIP code: GROSSE POINTE SHORES, MI 48236

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: [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) ▶$ 105,449,414.

J Accounting method [X] Cash ☐ 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 ▶ ☐

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	73,089.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1.	1.	1.	STATEMENT 3
	4 Dividends and interest from securities	2,176,687.	2,176,687.	2,176,687.	STATEMENT 4
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,104,746.			STATEMENT 2
	b Gross sales price for all assets on line 6a 20,902,797.				
	7 Capital gain net income (from Part IV, line 2)		2,080,932.		
	8 Net short-term capital gain			238,246.	
	9 Income modifications				
	10a Gross sales less returns and allowances 95,100.				STATEMENT 5
	b Less Cost of goods sold 43,711.				
	c Gross profit or (loss)	51,389.		51,389.	
	11 Other income	428,996.	48,446.	428,996.	STATEMENT 6
	12 **Total.** Add lines 1 through 11	4,834,908.	4,306,066.	2,895,319.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	209,554.	20,955.	0.	188,599.
	14 Other employee salaries and wages	2,038,621.	0.	101,931.	1,936,690.
	15 Pension plans, employee benefits	545,477.	5,084.	24,732.	515,661.
	16a Legal fees STMT 7	55,097.	5,510.	2,755.	46,832.
	b Accounting fees STMT 8	22,897.	2,290.	1,145.	19,462.
	c Other professional fees STMT 9	536,637.	536,637.	0.	0.
	17 Interest				
	18 Taxes STMT 10	49,901.	0.	0.	0.
	19 Depreciation and depletion	596,301.	0.	0.	
	20 Occupancy	223,445.	22,345.	0.	201,101.
	21 Travel, conferences, and meetings	14,688.	0.	0.	14,688.
	22 Printing and publications	30,837.	0.	0.	30,837.
	23 Other expenses STMT 11	926,550.	40,000.	0.	886,550.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	5,250,005.	632,821.	130,563.	3,840,420.
	25 Contributions, gifts, grants paid	15,020.			15,020.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,265,025.	632,821.	130,563.	3,855,440.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-430,117.			
	b **Net investment income** (if negative, enter -0-)		3,673,245.		
	c **Adjusted net income** (if negative, enter -0-)			2,764,756.	

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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		33,844.	35,337.	35,337.
2 Savings and temporary cash investments				
3 Accounts receivable ▶	22,906.			
Less allowance for doubtful accounts ▶		31,776.	22,906.	22,906.
4 Pledges receivable ▶				
Less allowance for doubtful accounts ▶				
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		64,992.	69,347.	69,347.
9 Prepaid expenses and deferred charges		42,562.	34,295.	34,295.
10a Investments - U S and state government obligations				
b Investments - corporate stock	STMT 13	36,176,855.	38,424,179.	38,424,179.
c Investments - corporate bonds	STMT 14	13,181,268.	10,713,263.	10,713,263.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 15	25,017,854.	37,965,944.	37,965,944.
14 Land, buildings, and equipment basis ▶	26,056,615.			
Less accumulated depreciation STMT 16▶	10,019,482.	16,349,554.	16,037,133.	16,037,133.
15 Other assets (describe ▶ STATEMENT 17)		2,147,010.	2,147,010.	2,147,010.
16 **Total assets** (to be completed by all filers)		93,045,715.	105,449,414.	105,449,414.
Liabilities 17 Accounts payable and accrued expenses		496,750.	454,300.	
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ STATEMENT 18)		774,009.	728,862.	
23 **Total liabilities** (add lines 17 through 22)		1,270,759.	1,183,162.	
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		91,774,956.	104,266,252.	
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg , and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 **Total net assets or fund balances**		91,774,956.	104,266,252.	
31 **Total liabilities and net assets/fund balances**		93,045,715.	105,449,414.	

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	91,774,956.
2 Enter amount from Part I, line 27a	2	-430,117.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	12,921,413.
4 Add lines 1, 2, and 3	4	104,266,252.
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	104,266,252.

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	SEE ATTACHED STATEMENTS			
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	20,902,797.		19,136,274.	2,080,932.

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				
b				
c				
d				
e				2,080,932.

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 — 2,080,932.

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 — 238,246.

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	4,085,262.	75,259,074.	.054283
2008	4,232,734.	68,706,161.	.061606
2007	3,945,927.	91,702,304.	.043030
2006	3,630,373.	90,740,816.	.040008
2005	3,725,818.	85,057,248.	.043804

2	Total of line 1, column (d)	2	.242731
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	.048546
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	82,712,372.
5	Multiply line 4 by line 3	5	4,015,355.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	36,732.
7	Add lines 5 and 6	7	4,052,087.
8	Enter qualifying distributions from Part XII, line 4	8	3,948,565.

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	73,465.
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	73,465.
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	73,465.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 72,668.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 5,000.		
d	Backup withholding erroneously withheld	6d 33.		
7	Total credits and payments Add lines 6a through 6d		7	77,701.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,236.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 4,236.	Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Line	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?	4b	X	
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) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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)*

			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.FORDHOUSE.ORG

14 The books are in care of ▶ ROBERT P. SEESTADT Telephone no ▶313-884-4222

Located at ▶1100 LAKE SHORE ROAD, GROSSE POINTE, MI ZIP+4 ▶48236

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	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

Form **990-PF** (2010)

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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 [X] No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes [X] No

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes [X] No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes [X] No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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 19		209,554.	19,694.	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
ROBERT SEESTADT - 1100 LAKE SHORE ROAD, GROSSE POINTE SHORES, MI 48236	VICE PRESIDENT, FINANCE & ADMIN 40.00	126,800.	7,416.	0.
ANN FITZPATRICK - 1100 LAKE SHORE ROAD, GROSSE POINTE SHORES, MI 48236	VICE PRESIDENT, COMMUNICATIONS 40.00	97,779.	6,087.	0.
DEBORAH GRIFFITH - 1100 LAKE SHORE ROAD, GROSSE POINTE SHORES, MI 48236	HUMAN RESOURCES DIRECTOR 40.00	76,517.	11,555.	0.
DONNA BUCHANAN - 1100 LAKE SHORE ROAD, GROSSE POINTE SHORES, MI 48236	GROUP SALES DIRECTOR 40.00	73,922.	13,981.	0.
MICHAEL SLATER - 1100 LAKE SHORE ROAD, GROSSE POINTE SHORES, MI 48236	BUILDING MAINTENANCE DIRECTOR 40.00	78,077.	7,962.	0.

Total number of other employees paid over $50,000 ▶ 9

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
BODMAN, LLP 1901 ST. ANTOINE, STE 6, DETROIT, MI 48226	LEGAL	158,365.
IRIDIAN ASSET MANAGEMENT, LLC 276 POST ROAD WEST, WESTPORT, CT 06880	INVESTMENT SERVICES	62,082.
EAGLE CAPITAL MANAGEMENT, LLC 499 PARK AVENUE, NEW YORK, NY 10022	INVESTMENT SERVICES	52,773.
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 20	3,494,686.
2 YOUTH AND ADULT PROGRAMMING INCLUDING BIRD WALKS, WILDFLOWER WALKS, LECTURES, AND EXHIBITS THROUGHOUT THE YEAR. 7,100 VISITORS.	266,418.
3 SEE STATEMENT 21	79,316.
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.

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	83,936,985.
b	Average of monthly cash balances	1b	34,966.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	83,971,951.
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	83,971,951.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,259,579.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	82,712,372.
6	**Minimum investment return.** Enter 5% of line 5	6	4,135,619.

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	3,855,440.
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	93,125.
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	3,948,565.
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	3,948,565.

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 ▶ 07/28/01

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	Prior 3 years			
	(a) 2010	(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	2,764,756.	2,192,737.	2,680,037.	3,602,559.	11,240,089.
b 85% of line 2a	2,350,043.	1,863,826.	2,278,031.	3,062,175.	9,554,076.
c Qualifying distributions from Part XII, line 4 for each year listed	3,948,565.	4,100,079.	4,253,563.	3,945,927.	16,248,134.
d Amounts included in line 2c not used directly for active conduct of exempt activities	15,020.	15,145.	15,145.	17,074.	62,384.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	3,933,545.	4,084,934.	4,238,418.	3,928,853.	16,185,750.
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					0.
(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	2,757,079.	2,508,636.	2,290,205.	3,056,743.	10,612,663.
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))

NONE

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				
CITY OF ST. CLAIR SHORES 27600 JEFFERSON CIRCLE DRIVE ST. CLAIR SHORES, MI 48080	NONE	MUNICIPALI	IN RECOGNITION OF SERVICES PROVIDED TO NON-PROFIT OR	1,176.
LUTHERAN WOMEN'S MISSIONARY LEAGUE PO BOX 411993 ST. LOUIS, MO 63141	NONE	PUBLIC CHARITY	GENERAL PURPOSE GRANT	50.
VILLAGE OF GROSSE POINTE SHORES 795 LAKE SHORE DRIVE GROSSE POINTE SHORES, MI	NONE	MUNICIPALI	IN RECOGNITION OF SERVICES PROVIDED TO NON-PROFIT OR	13,744.
CAPUNCHIN SOUP KITCHEN 1820 MT. ELLIOTT DETROIT, MI 48207	NONE	PUBLIC CHARITY	GENERAL PURPOSE GRANT	50.
Total			▶ 3a	15,020.
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	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue					
a ITOUCH TOURS					1,470.
b HOUSE ACTIVITIES					325,481.
c SHARED EVENT					49,228.
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1.	
4 Dividends and interest from securities			14	2,176,687.	
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	900099	4,371.	14	48,446.	
8 Gain or (loss) from sales of assets other than inventory	900099	23,814.	18	2,080,932.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					51,389.
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		28,185.		4,306,066.	427,568.

13 Total. Add line 12, columns (b), (d), and (e) 13 4,761,819.

(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,B	THE TOURS, PROGRAMS, AND USE OF THE FACILITIES HELP TO FURTHER THE UNDERSTANDING OF EDSEL AND ELEANOR FORD HOUSE AND HOW THE "AUTO BARONS" LIVED, THUS INCREASING THE UNDERSTANDING OF THE HISTORY OF THE AREA.
1C	EVENT RELATED TO THE SUMMER DETROIT SYMPHONY ORCHESTRA CONCERT AT THE EDSEL AND ELEANOR FORD HOUSE.
10	BOOKS RELATED TO THE FORD FAMILY, UNIQUELY DESIGNED ARTWORK THAT FOLLOWS THE INTERESTS OF EDSEL AND ELEANOR FORD, AND LOGO MERCHANDISE.

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

Signature of officer or trustee | Date 3-30-12 | Title PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNNE M. HUISMANN	Lynne M. Huismann	MAR 13 2012		

Firm's name ▶ PLANTE & MORAN, PLLC — Firm's EIN ▶

Firm's address ▶ 2601 CAMBRIDGE CT., SUITE 500
AUBURN HILLS, MI 48326 — Phone no (248) 375-7100

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

EDSEL AND ELEANOR FORD HOUSE

Employer identification number

38-2218274

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	[X] 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

[X] 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	Employer identification number
EDSEL AND ELEANOR FORD HOUSE	38-2218274

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MOTORCITIES NATIONAL HERITAGE ASSOCIATION 200 RENAISSANCE CENTER, SUITE 3148 DETROIT, MI 48243	$ 17,179.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	POLK AUTOMOTIVE 26533 EVERGREEN RD. SOUTHFIELD, MI 48076	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	HENRY FORD HEALTH SYSTEM 2799 W. GRAND BLVD. DETROIT, MI 48202	$ 5,000.	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
EDSEL AND ELEANOR FORD HOUSE	38-2218274

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	Employer identification number
EDSEL AND ELEANOR FORD HOUSE	38-2218274

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

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	PUBLIC TRADED SECURITIES	P		
b	WELLINGTON TRUST COMPANY K-1			
c	WELLINGTON TRUST COMPANY K-1			
d	BRUSH STREET H FUND K-1			
e	BRUSH STREET H FUND K-1			
f	SPRUCEGROVE US INTERNATIONAL INVESTMENT FUND K-1			
g	SPRUCEGROVE US INTERNATIONAL INVESTMENT FUND K-1			
h	MONDRIAN INTERNATIONAL FIXED INCOME FUND K-1			
i	MONDRIAN INTERNATIONAL FIXED INCOME FUND K-1			
j	WELLINGTON TRUST COMPANY GLOBAL K-1			
k	WELLINGTON TRUST COMPANY GLOBAL K-1			
l	PUBLIC TRADED SECURITIES	P		
m	BRUSH STREET H FUND K-1			
n	BRUSH STREET H FUND K-1			
o				

	(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	19,202,873.		17,384,770.	1,818,103.
b				89,955.
c				59,843.
d				109,830.
e				-89,402.
f				-777.
g				21,120.
h				-18,820.
i				6,375.
j				109,638.
k				26,647.
l	1,699,924.		1,751,504.	-51,580.
m				0.
n				0.
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				1,818,103.
b				** 89,955.
c				59,843.
d				** 109,830.
e				-89,402.
f				** -777.
g				21,120.
h				** -18,820.
i				6,375.
j				** 109,638.
k				26,647.
l				** -51,580.
m				** 0.
n				0.
o				

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	2,080,932.
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	238,246.

023591
05-01-10

** (SHORT-TERM)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 2

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLIC TRADED SECURITIES			

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,202,873.	17,384,770.	0.	0.	1,818,103.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLINGTON TRUST COMPANY K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	89,955.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLINGTON TRUST COMPANY K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	59,843.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BRUSH STREET H FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	109,830.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BRUSH STREET H FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-89,402.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPRUCEGROVE US INTERNATIONAL INVESTMENT FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-777.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPRUCEGROVE US INTERNATIONAL INVESTMENT FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	21,120.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MONDRIAN INTERNATIONAL FIXED INCOME FUND K-1				PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-18,820.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MONDRIAN INTERNATIONAL FIXED INCOME FUND K-1				PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	6,375.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLINGTON TRUST COMPANY GLOBAL K-1				PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	109,638.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLINGTON TRUST COMPANY GLOBAL K-1				PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	26,647.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLIC TRADED SECURITIES	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,699,924.	1,751,504.	0.	0.	-51,580.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BRUSH STREET H FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-7,841.	0.	0.	7,841.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BRUSH STREET H FUND K-1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	-15,973.	0.	0.	15,973.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	2,104,746.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 3

SOURCE	AMOUNT
INTEREST INCOME	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 4

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME - ENDOWMENT	1,698,214.	0.	1,698,214.
INTEREST INCOME - ENDOWMENT	478,473.	0.	478,473.
TOTAL TO FM 990-PF, PART I, LN 4	2,176,687.	0.	2,176,687.

FORM 990-PF — INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10 — STATEMENT 5

INCOME		
1. GROSS RECEIPTS	95,100	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		95,100
4. COST OF GOODS SOLD (LINE 15)	43,711	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		51,389
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		51,389
COST OF GOODS SOLD		
8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED		
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS	43,711	
13. ADD LINES 8 THROUGH 12		43,711
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)		43,711

FORM 990-PF OTHER INCOME STATEMENT 6

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PORTFOLIO INCOME FROM SPRUCEGROVE INTERNATIONAL IVESTMENT FUND K-1	3,988.	3,988.	3,988.
PORTFOLIO INCOME FROM WELLINGTON INVESTMENT FUND K-1	-144.	-144.	-144.
OTHER INCOME FROM WELLINGTON TRUST COMPANY K-1	18.	18.	18.
OTHER INCOME FROM BRUSH STREET H FUND K-1	38,626.	38,626.	38,626.
OTHER INCOME FROM MONDRIAN INTERNATIONAL FIXED INCOME FUND K-1	6,032.	6,032.	6,032.
PORTFOLIO INCOME FROM WELLINGTON TRUST COMPANY K-1	86.	86.	86.
OTHER INCOME FROM WELLINGTON TRUST COMPANY K-1	-808.	-808.	-808.
OTHER INVESTMENT INCOME	648.	648.	648.
OTHER INCOME FROM BRUSH STREET H FUND K-1	4,371.	0.	4,371.
ITOUCH TOURS	1,470.	0.	1,470.
HOUSE ACTIVITIES	325,481.	0.	325,481.
SHARED EVENT	49,228.	0.	49,228.
TOTAL TO FORM 990-PF, PART I, LINE 11	428,996.	48,446.	428,996.

FORM 990-PF LEGAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	55,097.	5,510.	2,755.	46,832.
TO FM 990-PF, PG 1, LN 16A	55,097.	5,510.	2,755.	46,832.

FORM 990-PF ACCOUNTING FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	22,897.	2,290.	1,145.	19,462.
TO FORM 990-PF, PG 1, LN 16B	22,897.	2,290.	1,145.	19,462.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	536,637.	536,637.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	536,637.	536,637.	0.	0.

FORM 990-PF TAXES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX EXPENSE	49,901.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	49,901.	0.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 11

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAINTENANCE - BUILDING & GROUNDS, EQUIP, ACQUISITIONS, & CONSERVATION	341,976.	18,500.	0.	323,476.
HEAT, LIGHT, AND WATER	3,914.	10,000.	0.	-6,086.
TELEPHONE	9,354.	2,000.	0.	7,354.
TRANSPORTATION EQUIPMENT - FUEL AND REPAIRS	22,880.	0.	0.	22,880.

OFFICE EXPENSE	252,103.	7,500.	0.	244,603.
PAYROLL PROCESSING FEES	5,314.	0.	0.	5,314.
INSURANCE	84,526.	2,000.	0.	82,526.
FUNCTIONS, TOURS, AND EXHIBITS	51,205.	0.	0.	51,205.
EMPLOYMENT COSTS	33,573.	0.	0.	33,573.
MISCELLANEOUS - INCLUDES DUES, SUBSCRIPTIONS, SEMINAR COSTS, & LIBRARY	19,898.	0.	0.	19,898.
STRATEGIC PLANNING	12,980.	0.	0.	12,980.
SUPPLIES	37,557.	0.	0.	37,557.
PUBLIC RELATIONS/EVENTS	51,270.	0.	0.	51,270.
TO FORM 990-PF, PG 1, LN 23	926,550.	40,000.	0.	886,550.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 12

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	12,877,171.
PENSION ADJUSTMENT	11,007.
ACCRUAL TO CASH ADJUSTMENT	33,235.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,921,413.

FORM 990-PF CORPORATE STOCK STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
377,020 SHS - FORD MOTOR CO	5,199,106.	5,199,106.
FORD MOTOR CO ACCRUED INCOME	1,909,093.	1,909,093.
309 SHS - NORTEL NETWORKS CORP	15.	15.
79,295 SHS - ISHARES MSCI EAFE INDEX	4,768,801.	4,768,801.
74,170 SHS - ISHARES RUSSELL 1000	5,480,421.	5,480,421.
0 SHS - ISHARES RUSSELL 2000 GROWTH	0.	0.
69,419 SHS - VANGUARD EMERG MKTS STOCK EFT	3,375,152.	3,375,152.
0 SHS - VANGUARD SECTOR INDEX FDS ENERGY	0.	0.
0 SHS - WTC-CTF EMERG COS PORTFOLIO	0.	0.
330 SHS - ALLEGHANY CORP NEW	109,926.	109,926.
5,100 SHS - ALTERA CORP	236,385.	236,385.
4,600 SHS - AON CORP	235,980.	235,980.
1,200 SHS - APACHE CORP	148,068.	148,068.
5,800 SHS - BERKLEY W R	188,152.	188,152.
1,000 SHS - CIMAREX ENERGY CO	89,920.	89,920.
4,500 SHS - COCA COLA CO	302,805.	302,805.
12,600 SHS - COMCAST CORP SPECIAL CL A	305,298.	305,298.
0 SHS - DRESSER-RAND GROUP INC	0.	0.

4,000 SHS - ECOLAB INC	225,520.	225,520.
0 SHS - EDUCATION MGMT CORP NEW	0.	0.
2,100 SHS - FIDELITY NATL INFORMATION SVCS	64,659.	64,659.
850 SHS - GOLDMAN SACHS GROUP INC	113,127.	113,127.
220 SHS - GOOGLE INC CL A	111,404.	111,404.
5,400 SHS - KRAFT FOODS INC CL A	190,242.	190,242.
0 SHS - L-3 COMMUNICATIONS HLDGS INC	0.	0.
8,793 SHS - LIBERTY GLOBAL INC	375,461.	375,461.
0 SHS - LIBERTY MEDIA HLDG CORP SER A	0.	0.
2,800 SHS - LOEWS CORP	117,852.	117,852.
800 SHS - MCDONALDS CORP	67,456.	67,456.
10,900 SHS -MICROSOFT CORP	283,400.	283,400.
2,800 SHS - MOLEX INC CL A	60,144.	60,144.
3,900 SHS - NATIONAL INSTRUMENTS CORP	115,830.	115,830.
2,100 SHS - NEWFIELD EXPLORATION CO	142,842.	142,842.
10,500 SHS - NEWS CORP INC CL A	185,850.	185,850.
3,100 SHS - PEPSICO INC	218,333.	218,333.
2,300 SHS - PRAXAIR INC	249,297.	249,297.
5,500 SHS - PROGRESSIVE CORP	117,590.	117,590.
2,500 SHS - THERMO FISHER SCIENTIFIC INC	160,975.	160,975.
2,500 SHS - 3M CO	237,125.	237,125.
4,500 SHS - UNITEDHEALTH GROUP INC	232,110.	232,110.
5,200 SHS - WAL-MART STORES INC	276,328.	276,328.
4,700 SHS - WASTE MANAGEMENT INC	175,169.	175,169.
0 SHS - YAHOO, INC.	0.	0.
0 SHS - WILLIS GROUP HOLDINGS PLC	0.	0.
0 SHS - ENSCO INTL LTD ADR	0.	0.
1,700 SHS - NESTLE SA SPONSORED ADR REPSTG	105,494.	105,494.
1,200 SHS - TEVA PHARMACEUTICAL INDS LTD ADR	57,864.	57,864.
5,700 SHS - VODAFONE GROUP PLC ADR	152,304.	152,304.
3,960 SHS - AOL INC	78,646.	78,646.
1,040 SHS - AGILENT TECHNOLOGIES INC	53,154.	53,154.
2,220 SHS - AMGEN INC	129,537.	129,537.
3,240 SHS - AON CORP	166,212.	166,212.
0 SHS - ARCH COAL INC	0.	0.
0 SHS - ATLAS ENERGY INC	0.	0.
4,280 SHS - ATMEL CORP	60,220.	60,220.
930 SHS - AUTOZONE INC	274,211.	274,211.
7,520 SHS - BALL CORP	289,219.	289,219.
4,040 SHS - BAXTER INTL INC	241,148.	241,148.
0 SHS - BIOGEN IDEC INC	0.	0.
0 SHS - BLOCK H & R INC	0.	0.
0 SHS - CELERA CORP	0.	0.
0 SHS - CHEMED CORP	0.	0.
4,900 SHS - COMPUTER SCIENCES CORP	186,004.	186,004.
6,470 SHS - CONVANTA HLDG CORP	106,690.	106,690.
7,630 SHS - CROWN HOLDINGS INC	296,197.	296,197.
0 SHS - DST SYSTEMS INC	0.	0.
2,680 SHS - DEVON ENERGY CORPORATION	211,211.	211,211.
1,793 SHS - DRESSER-RAND GROUP INC	96,374.	96,374.
570 SHS - DUN & BRADSTREET CORP	43,058.	43,058.
2,550 SHS - EASTMAN CHEMICAL CO	260,278.	260,278.
6,210 SHS - ENZON PHARMACEUTICALS INC	62,410.	62,410.
4,070 SHS - EXTRERRAN HLDGS INC	80,708.	80,708.

3,540 SHS - GENERAL DYNAMICS CORP	263,801.	263,801.
4,768 SHS - HEALTH NET INC	153,005.	153,005.
3,070 SHS - HUMAN GENOME SCIENCES INC	75,338.	75,338.
5,290 SHS - INTERPUBLIC GROUP COS INC	66,125.	66,125.
0 SHS - L-1 IDENTITY SOLUTIONS INC	0.	0.
26,508 SHS - LSI LOGIC CORP	188,737.	188,737.
2,960 SHS - LEAP WIRELESS INTL INC	48,041.	48,041.
1,780 NII HOLDINGS INC CL B	75,436.	75,436.
2,680 SHS - NVIDIA CORP	42,706.	42,706.
8,790 SHS - OMNICARE INC	280,313.	280,313.
3,090 SHS - OWENS CORNING NEW	115,412.	115,412.
5,890 SHS - PACKAGING CORP OF AMERICA	164,861.	164,861.
0 SHS - PRAXAIR INC	0.	0.
500 SHS - PRECISION CASTPARTS	82,325.	82,325.
690 SHS - RAYTHEON COMPANY	34,397.	34,397.
1,970 SHS - RENT A CTR INC NEW	60,203.	60,203.
1,070 SHS - ROCKWELL COLLINS	66,008.	66,008.
4,210 SHS - ROCKWOOD HLDGS INC	232,771.	232,771.
4,260 SHS - SAFEWAY INC	99,556.	99,556.
5,380 SHS - SARA LEE CORPORATION	102,166.	102,166.
490 SHS - SHERWIN WILLIAMS CO	41,096.	41,096.
2,740 SHS - TEMPLE-INLAND INC	81,488.	81,488.
3,430 TENNECO INC	151,160.	151,160.
2,960 SHS - THERAVANCE INC	65,742.	65,742.
6,528 SHS - VALEANT PHARMACEUTICALS INTL	339,195.	339,195.
4,840 SHS - VALSPAR CORP	174,530.	174,530.
9,050 SHS - WYNDHAM WORLDWIDE CORP	304,533.	304,533.
0 SHS - GLOBAL GROSSING LTD	0.	0.
0 SHS - TECK COMINCO LIMITED CL B	0.	0.
3,060 SHS - AMDOCS LTD	92,993.	92,993.
3,760 SHS - INGERSOLL-RAND PLC	170,742.	170,742.
11,250 SHS - SEAGATE TECHNOLOGY	181,800.	181,800.
5,020 SHS - TE CONNECTIVITY LTD	184,535.	184,535.
2,830 SHS - TYCO INTERNATIONAL LTD	139,887.	139,887.
0 SHS - TYCO ELECTRONICS	0.	0.
1,330 SHS - TEEKAY CORP	41,070.	41,070.
9,500 SHS - BED BATH & BEYOND INC	554,515.	554,515.
7,450 SHS - CARDINAL HEALTH INC	338,379.	338,379.
6,200 SHS - CLOROX CO	418,128.	418,128.
11,575 SHS - COMCAST CORP CL A	293,311.	293,311.
5,200 SHS - ECOLAB INC	293,176.	293,176.
0 SHS - FASTENAL CO	0.	0.
19,650 SHS - MICROSOFT CORP	510,900.	510,900.
8,400 SHS - NIKE INC CL B	755,832.	755,832.
19,800 SHS - PAYCHEX INC	608,256.	608,256.
29,050 SHS - PROGRESSIVE CORP	621,089.	621,089.
2,450 SHS - UNITED PARCEL SERVICE	178,678.	178,678.
2,050 SHS - WALTERS CORP	196,267.	196,267.
18,350 SHS - WELLS FARGO & CO NEW	514,901.	514,901.
TOTAL TO FORM 990-PF, PART II, LINE 10B	38,424,179.	38,424,179.

FORM 990-PF	CORPORATE BONDS	STATEMENT 14

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
710,388.17 SHS - PIMCO TOTAL RETURN FD INSTL	7,807,166.	7,807,166.
243,400.793 SHS - PIMCO DEVELOPING LOCAL MKT FD	2,694,447.	2,694,447.
204,000 SHS - CAPITALSOURCE INC	211,650.	211,650.
TOTAL TO FORM 990-PF, PART II, LINE 10C	10,713,263.	10,713,263.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 15

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
320,224.93 SHS - SPRUCEGROVE DEL TR US INTL FD	FMV	13,074,944.	13,074,944.
1 SHARE MONDRIAN INTERNATIONAL FIXED INCOME FUND LP	FMV	5,440,167.	5,440,167.
1 SHARE BRUSH STREET H FUND LLC	FMV	12,521,520.	12,521,520.
385,444.769 SHS - WELLINGTON CTF GLOBAL NATURAL RESOURCES	FMV	4,667,736.	4,667,736.
1 SHARE CHILTON GLOBAL NATURAL RESOURCES II LTD	FMV	2,261,577.	2,261,577.
TOTAL TO FORM 990-PF, PART II, LINE 13		37,965,944.	37,965,944.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 16

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ADDITIONS TO COLLECTION	1,875,591.	0.	1,875,591.
REAL ESTATE - ORIGINAL PROPERTY	4,430,000.	0.	4,430,000.
COLLECTIONS AUTOMOBILE - LINCOLN	136,180.	0.	136,180.
NON-DEPRECIABLE PERSONAL PROPERTY	16,000.	0.	16,000.
NON-DEPRECIABLE EXHIBIT ITEMS	116,250.	0.	116,250.
NON-DEPRECIABLE LANDSCAPE	50,901.	0.	50,901.
LANDSCAPE IMPROVEMENTS	531,594.	160,737.	370,857.
REAL ESTATE IMPROVEMENTS	1,912,463.	1,864,178.	48,285.
ACTIVITIES BUILDING	4,453,032.	2,329,539.	2,123,493.
GATEHOUSE, GARAGE, WORK BLDG, PLAYHOUSE	1,618,308.	637,665.	980,643.

POOL AND POWERHOUSE RENOVATION	1,492,174.	490,324.	1,001,850.
ACTIVITY BUILDING IMPROVEMENT	167,072.	50,794.	116,278.
PLAYHOUSE RENOVATION	96,235.	15,318.	80,917.
GROUNDS	8,678.	5,719.	2,959.
EQUIPMENT	733,287.	645,532.	87,755.
ACTIVITIES BUILDING EQUIPMENT	176,686.	139,991.	36,695.
OFFICE EQUIPMENT & FURNITURE	470,141.	396,977.	73,164.
HOUSE FURNISHING ADDITIONS	810,020.	763,840.	46,180.
ACTIVITIES BUILDING FURNISHINGS	645,924.	553,784.	92,140.
MAIN HOUSE RESTORATION	5,315,726.	1,365,150.	3,950,576.
SOUTH COTTAGE DISPLAY	342,971.	138,560.	204,411.
GATELODGE IMPROVEMENTS	15,788.	13,281.	2,507.
VEHICLES	194,982.	181,448.	13,534.
PLANNING AND DEVELOPMENT COSTS	101,294.	48,647.	52,647.
FORD HOUSE VIDEO TAPE & GUEST AMENITIES	269,606.	162,804.	106,802.
SITE MAP	6,947.	5,804.	1,143.
INVESTMENT IN PHYSICAL STRUCTURE PLANNING	44,742.	32,906.	11,836.
ART REPRODUCTIONS	24,023.	11,477.	12,546.
INTERIM DEPRECIATION RESERVE	0.	5,007.	-5,007.
TOTAL TO FM 990-PF, PART II, LN 14	26,056,615.	10,019,482.	16,037,133.

FORM 990-PF — OTHER ASSETS — STATEMENT 17

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ORIGINAL HOUSE FURNISHING	2,147,010.	2,147,010.	2,147,010.
TO FORM 990-PF, PART II, LINE 15	2,147,010.	2,147,010.	2,147,010.

FORM 990-PF — OTHER LIABILITIES — STATEMENT 18

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
UNFUNDED PENSION LIABILITY	726,963.	424,008.
DEFERRED EXCISE TAX	47,046.	304,854.
TOTAL TO FORM 990-PF, PART II, LINE 22	774,009.	728,862.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KATHLEEN STISO MULLINS 1100 LAKE SHORE ROAD GROSSE POINTE SHORES, MI 48236	PRESIDENT 40.00	209,554.	19,694.	0.
EDSEL B. FORD II 2000 BRUSH ST, STE 440 DETROIT, MI 48226	CHAIRMAN & TRUSTEE 5.00	0.	0.	0.
DAVID HEMPSTEAD C/O BODMAN, LLP 1901 ST. ANTOINE STREET DETROIT, MI 48226	SECRETARY & TRUSTEE 5.00	0.	0.	0.
WILLIAM CLAY FORD 2000 BRUSH ST, STE 440 DETROIT, MI 48226	HONORARY TRUSTEE 1.00	0.	0.	0.
MARTHA F. FORD 2000 BRUSH ST, STE 440 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
LYNN F. ALANDT 2000 BRUSH ST, STE 440 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
BENSON FORD JR. 2000 BRUSH ST, STE 440 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
LINDSEY FORD BUHL 2000 BRUSH ST, STE 440 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
MRS. ELEANOR B. FORD 2000 BRUSH ST, STE 440 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		209,554.	19,694.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 20

ACTIVITY ONE

HOUSE MUSEUM, RELATED BUILDINGS, GARDENS AND GROUNDS: MAINTAINED SO THAT VISITORS CAN LEARN ABOUT THE HISTORIC PERIOD DURING WHICH EDSEL AND ELEANOR FORD LIVED. INDIVIDUALS, SCHOOL GROUPS, AND OTHER SPECIAL GROUPS CAN TOUR THE PROPERTY. INCLUDES BULIDING PRESERVATION AND MAINTENANCE OF GROUNDS. 25,000 TOTAL VISITORS.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	3,494,686.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 21

ACTIVITY THREE

NONPROFIT ORGANIZATIONS AND OTHER SPECIAL FUNCTIONS ON GROUNDS ACTIVITY CENTER, INCLUDING THE DETROIT INSTITUTE OF OPHTHALMOLOGY CAR SHOW, MICHIGAN HUMANE SOCIETY MUTT MARCH BENEFIT, SIGMA GAMMA FUNDRAISER TO BENEFIT CHILDREN, AND DETROIT SYMPHONY ORCHESTRA CONCERT ON THE GROUNDS. 22,900 VISITORS.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 3	79,316.