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Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation) The organization may have to use a copy of this return to satisfy state reporting requirements	OMB No 1545-0047 2010 Open to Public Inspection
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A For the 2010 calendar year, or tax year beginning 07-01-2010 and ending 06-30-2011		
B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization Heartland Foundation Doing Business As Number and street (or P O box if mail is not delivered to street address) 5325 FARAONRoom/suite City or town, state or country, and ZIP + 4 St Joseph, MO 64506	D Employer identification number 43-1262768 E Telephone number (816) 271-6611 G Gross receipts \$ 4,562,420
	F Name and address of principal officer JOHN P WILSON 5325 Faraon ST JOSEPH, MO 64506	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶
	I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀(insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	
	J Website: ▶ N/A	
	K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶	
L Year of formation 1982		M State of legal domicile MO

Part I		Summary	
Activities & Governance	1 Briefly describe the organization's mission or most significant activities THE ORGANIZATION HAS A VISION TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES THE ORGANIZATION'S MISSION IS TO EMPOWER CHILDREN AND ADULTS TO IMPROVE THEIR HEALTH AND QUALITY OF LIFE 		
	2 Check this box <input checked="" type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	21
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	20
	5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	30
	6 Total number of volunteers (estimate if necessary)	6	20
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	3,832,033	3,739,011
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0	0
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	458,582	593,677
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,686	30,060
		4,297,301	4,362,748
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	929,131	1,408,409
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	866,898	880,266
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b Total fundraising expenses (Part IX, column (D), line 25) <u>▶210,256</u>		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	912,870	774,000
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	2,708,899	3,062,675
	19 Revenue less expenses Subtract line 18 from line 12	1,588,402	1,300,073
Net Assets or Fund Balances		Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	20,876,802	23,495,234
	21 Total liabilities (Part X, line 26)	1,836,181	1,799,814
	22 Net assets or fund balances Subtract line 21 from line 20	19,040,621	21,695,420

Part II Signature Block					
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 officer) is based on all information of which preparer has any knowledge.					
Sign Here	***** Signature of officer			2012-05-15 Date	
	JOHN P WILSON CHIEF FINANCIAL OFFICER Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name	Michael J Engle	Preparer's signature	Michael J Engle	Date
	Firm's name ▶ BKD LLP				Check if self-employed <input type="checkbox"/>
	Firm's address ▶ 1201 Walnut Suite 1700 Kansas City, MO 641062246				PTIN Firm's EIN ▶ Phone no ▶ (816) 221-6300
May the IRS discuss this return with the preparer shown above? (see instructions) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No					

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐ Yes ☒ No

1

Briefly describe the organization's mission

SEE SCHEDULE O

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4

Describe the exempt purpose achievements for each of the organization's three largest program services by expenses

Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ 2,351,885 including grants of \$ 1,408,409) (Revenue \$ 0)

SEE SCHEDULE O

4b

(Code) (Expenses \$ including grants of \$) (Revenue \$)

4c

(Code) (Expenses \$ including grants of \$) (Revenue \$)

4d

Other program services (Describe in Schedule O)



















(Expenses \$ including grants of \$) (Revenue \$)

4e

Total program service expenses \$ 2,351,885

Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A.</i> 	1	Yes
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)? 	2	Yes
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i>	3	No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i>	4	No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>	5	
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I.</i> 	6	No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i> 	7	No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i> 	8	No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV.</i> 	9	No
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i> 	10	Yes
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> 	11a	Yes
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> 	11b	No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> 	11c	No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> 	11d	No
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> 	11e	Yes
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i> 	11f	Yes
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> 	12a	Yes
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i> 	12b	Yes
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>	13	No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Parts I and IV.</i>	14b	No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S ? <i>If "Yes," complete Schedule F, Parts II and IV.</i>	15	No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S ? <i>If "Yes," complete Schedule F, Parts III and IV.</i>	16	No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions).</i> 	17	No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i> 	18	Yes
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i> 	19	No
20a	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i>	20a	No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> . . .	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> . . .	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> . . .	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b–24d and complete Schedule K. If "No," go to line 25</i> . . .	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . .	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . .	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . .	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> . . .	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> . . .	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> . . .	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i> . . .	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . .	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . .	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> . . .	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> . . .	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> . . .	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> . . .	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> . . .	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i> . . .	34	Yes	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? . . .	35		No
a	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . .	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O . . .	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance			
Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/>			
		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a	16
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return.	2a	30
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	Yes
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	Yes
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?	9a	
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	
10	Section 501(c)(7) organizations. Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11	Section 501(c)(12) organizations. Enter		
a	Gross income from members or shareholders.	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c	Enter the amount of reserves on hand.	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b	

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

			Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	21		
b	Enter the number of voting members included in line 1a, above, who are independent	20		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		No
6	Does the organization have members or stockholders?	6	Yes	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	Yes	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
a	The governing body?	8a	Yes	
b	Each committee with authority to act on behalf of the governing body?	8b	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		No

Section B. Policies

(This Section B requests information about policies not required by the Internal Revenue Code.)

			Yes	No
10a	Does the organization have local chapters, branches, or affiliates?	10a		No
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11a	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	Yes	
13	Does the organization have a written whistleblower policy?	13	Yes	
14	Does the organization have a written document retention and destruction policy?	14	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	Yes	
b	Other officers or key employees of the organization	15b		No
	If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		No
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	MO
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request	
19	Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization.	JOHN P WILSON 5325 FARAON St Joseph, MO 64506 (816) 271-6611

Check if Schedule O contains a response to any question in this Part VII ☒

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

[illegible]

Part VII

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	228,299	16,082,678	369,162

2 Total number of individuals (including but not limited to those listed in Item 1) who received or were entitled to receive more than \$100,000 in reportable compensation from the organization. 1

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3 Yes	
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4 Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A)	(B)	(C)
Name and business address	Description of services	Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ►0

Part VIII

Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c	37,006			
	d	Related organizations	1d	3,321,035			
	e	Government grants (contributions)	1e	117,170			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	263,800			
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		3,739,011			
Program Service Revenue	2a		Business Code				
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		0			
	Other Revenue	3	Investment income (including dividends, interest and other similar amounts)		521,805		
4		Income from investment of tax-exempt bond proceeds . . .		0			
5		Royalties		0			
6a		Gross Rents	(i) Real 40,204	(ii) Personal			
b		Less rental expenses					
c		Rental income or (loss)	40,204				
d		Net rental income or (loss)		40,204			40,204
7a		Gross amount from sales of assets other than inventory	(i) Securities 250,000	(ii) Other			
b		Less cost or other basis and sales expenses	178,128				
c		Gain or (loss)	71,872				
d		Net gain or (loss)		71,872			71,872
8a		Gross income from fundraising events (not including \$ 37,006 of contributions reported on line 1c) See Part IV, line 18					
a			11,400				
b		Less direct expenses	b	21,544			
c		Net income or (loss) from fundraising events . . .		-10,144			-10,144
9a		Gross income from gaming activities See Part IV, line 19					
b		Less direct expenses					
c		Net income or (loss) from gaming activities . . .		0			
10a	Gross sales of inventory, less returns and allowances						
a							
b	Less cost of goods sold	b					
c	Net income or (loss) from sales of inventory . . .		0				
Miscellaneous Revenue			Business Code				
11a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d		0				
12	Total revenue. See Instructions		4,362,748	0	0	623,737	

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21	1,293,193	1,293,193		
2	Grants and other assistance to individuals in the U S See Part IV, line 22	115,216	115,216		
3	Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	243,662		194,930	48,732
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	476,961	192,450	162,559	121,952
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	34,723	12,694	15,898	6,131
9	Other employee benefits	91,571	33,118	46,360	12,093
10	Payroll taxes	33,349	14,820	9,538	8,991
a	Fees for services (non-employees)				
	Management	0			
b	Legal	1,089		1,089	
c	Accounting	9,246		9,246	
d	Lobbying	0			
e	Professional fundraising services See Part IV, line 17	0			
f	Investment management fees	0			
g	Other	87,576	74,518	8,376	4,682
12	Advertising and promotion	3,602	3,261	341	
13	Office expenses	152,474	135,470	14,714	2,290
14	Information technology	0			
15	Royalties	0			
16	Occupancy	44,194	35,916	8,278	
17	Travel	26,450	4,936	17,112	4,402
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	24,975	21,825	2,167	983
20	Interest	3,124		3,124	
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	385,158	385,158		
23	Insurance	0			
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	REPAIRS & MAINTENANCE	36,112	29,310	6,802	
b					
c					
d					
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	3,062,675	2,351,885	500,534	210,256
26	Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing			325,612	1	131,223
	2	Savings and temporary cash investments			223,226	2	64,828
	3	Pledges and grants receivable, net			20,141	3	141
	4	Accounts receivable, net				4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers, and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Schedule L				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges				9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	6,613,284			
	b	Less: accumulated depreciation	10b	1,902,900	4,735,625	10c	4,710,384
	11	Investments—publicly traded securities			15,470,520	11	18,483,904
	12	Investments—other securities. See Part IV, line 11				12	
	13	Investments—program-related. See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			101,678	15	104,754
	16	Total assets. Add lines 1 through 15 (must equal line 34)			20,876,802	16	23,495,234
Liabilities	17	Accounts payable and accrued expenses			130,551	17	120,048
	18	Grants payable				18	
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties			362,972	23	303,205
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities. Complete Part X of Schedule D			1,342,658	25	1,376,561
	26	Total liabilities. Add lines 17 through 25			1,836,181	26	1,799,814
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets			6,774,840	27	6,964,392
	28	Temporarily restricted net assets			3,813,052	28	5,753,280
	29	Permanently restricted net assets			8,452,729	29	8,977,748
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.						
	30	Capital stock or trust principal, or current funds				30	
	31	Paid-in or capital surplus, or land, building or equipment fund				31	
	32	Retained earnings, endowment, accumulated income, or other funds				32	
	33	Total net assets or fund balances			19,040,621	33	21,695,420
	34	Total liabilities and net assets/fund balances			20,876,802	34	23,495,234

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	4,362,748
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,062,675
3	Revenue less expenses Subtract line 2 from line 1	3	1,300,073
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	19,040,621
5	Other changes in net assets or fund balances (explain in Schedule O)	5	1,354,726
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	21,695,420

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input checked="" type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization Heartland Foundation	Employer identification number 43-1262768
--	--

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1

☐

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☒

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9

☐

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety See**section 509(a)(4).**
- 11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other
- e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?
- h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	4,432,606	3,324,045	2,092,232	3,832,033	3,739,011	17,419,927
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	4,432,606	3,324,045	2,092,232	3,832,033	3,739,011	17,419,927
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						17,381
6 Public Support. Subtract line 5 from line 4						17,402,546

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	4,432,606	3,324,045	2,092,232	3,832,033	3,739,011	17,419,927
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	523,322	473,698	463,598	515,256	562,008	2,537,882
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support (Add lines 7 through 10)						19,957,809
12 Gross receipts from related activities, etc (See instructions)					12	199,365
13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
14 Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))	14	87 197 %
15 Public Support Percentage for 2009 Schedule A, Part II, line 14	15	86 831 %
16a 33 1/3% support test—2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
b 33 1/3% support test—2009. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
17a 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization ▶		
b 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization ▶		
18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions ▶		




Part III

Support Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) 	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Section B. Total Support						
Calendar year (or fiscal year beginning in) 	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11 and 12)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section501(c)(3) organization, check this box and stop here 						

Section C. Computation of Public Support Percentage		
15 Public Support Percentage for 2010 (line 8 column (f) divided by line 13 column (f))	15	
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2010. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization 		
b 33 1/3% support tests—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization 		
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions 		

Part IV

Supplemental Information. Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

SCHEDULE D

(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.**
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization
Heartland Foundation

Employer identification number
43-1262768

Part I

Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit	
	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>	

Part II

Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or pleasure)

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a	
2b	
2c	
2d	

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ _____

4

Number of states where property subject to conservation easement is located ▶ _____

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes

☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ▶ _____

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

☐ Yes

☐ No

9

In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization’s financial statements that describes the organization’s accounting for conservation easements

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

1b

If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i)

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii)

Assets included in Form 990, Part X

▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2010

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3

Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance	7,657,004	6,305,907	6,951,371	
b	Contributions	1,895,701	1,391,146	12,221	
c	Investment earnings or losses	1,113,768	661,987	-216,876	
d	Grants or scholarships	0	0	0	
e	Other expenditures for facilities and programs	723,612	695,666	433,992	
f	Administrative expenses	7,828	6,370	6,817	
g	End of year balance	9,935,033	7,657,004	6,305,907	

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶ 0 %

b

Permanent endowment ▶ 88 250 %

c

Term endowment ▶ 11 750 %

3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations	3a(i)	No
(ii) related organizations	3a(ii)	No

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b

4

Describe in Part XIV the intended uses of the organization's endowment funds

Part VI

Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		153,750		153,750
b Buildings		5,309,730	1,456,099	3,853,631
c Leasehold improvements		14,795	7,658	7,137
d Equipment		97,375	80,101	17,274
e Other		1,037,634	359,042	678,592
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				4,710,384

Part XI

Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	4,362,748
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	3,062,675
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	1,300,073
4	Net unrealized gains (losses) on investments	4	1,354,726
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	1,354,726
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	2,654,799

Part XII

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	5,739,018
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	1,354,726
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	21,544
e	Add lines 2a through 2d	2e	1,376,270
3	Subtract line 2e from line 1	3	4,362,748
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	4,362,748

Part XIII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	3,084,219
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	21,544
e	Add lines 2a through 2d	2e	21,544
3	Subtract line 2e from line 1	3	3,062,675
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	3,062,675

Part XIV

Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
INTENDED USE OF ENDOWMENT FUNDS	SCHEDULE D, PART V, LINE 4	THE ORGANIZATIONS INTENDED USE OF THE ENDOWMENT FUNDS IS TO PROMOTE PROGRAMS DEDICATED TO EMPOWERING CHILDREN AND ADULTS TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES
UNCERTAIN TAX POSITIONS DISCLOSURE	SCHEDULE D, PART X, LINE 2	MANAGEMENT HAS EVALUATED THEIR INCOME TAX POSITIONS UNDER THE GUIDANCE INCLUDED IN ASC 740 BASED ON THEIR REVIEW, MANAGEMENT HAS NOT IDENTIFIED ANY MATERIAL UNCERTAIN TAX POSITIONS TO BE RECORDED OR DISCLOSED IN THE FINANCIAL STATEMENTS
RECONCILIATION OF REVENUE	SCHEDULE D, PART XII, LINE 2	SPECIAL EVENTS EXPENSE RECLASS \$ 21,544
RECONCILIATION OF EXPENSES	SCHEDULE D, PART XIII, LINE 2	SPECIAL EVENTS EXPENSE RECLASS \$ 21,544

Part II Fundraising Events.

Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		CATTLE BARON'S (event type)	(event type)	0 (total number)	(Add col (a) through col (c))
Revenue	1	Gross receipts	48,406		48,406
	2	Less Charitable contributions	37,006		37,006
	3	Gross income (line 1 minus line 2)	11,400		11,400
Direct Expenses	4	Cash prizes			
	5	Non-cash prizes	2,100		2,100
	6	Rent/facility costs			
	7	Food and beverages	14,030		14,030
	8	Entertainment	800		800
	9	Other direct expenses	4,614		4,614
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			21,544
	11	Net income summary Combine lines 3 and 10 in column (d). ▶			-10,144

Part III Gaming.

Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming
					(Add col (a) through col (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary Combine lines 1 and 7 in column (d) ▶			

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," Explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," Explain _____

11

Does the organization operate gaming activities with nonmembers?

☐ Yes ☐ No

12

Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

☐ Yes ☐ No

13

Indicate the percentage of gaming activity operated in

a	The organization's facility	13a
b	An outside facility	13b

14

Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

15a

Does the organization have a contract with a third party from whom the organization receives gaming revenue?

☐ Yes ☐ No

b

If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c

If "Yes," enter name and address

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer ☐ Employee ☐ Independent contractor

17

Mandatory distributions

a

Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

☐ Yes ☐ No

b

Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Complete this part to provide additional information for responses to question on Schedule G (see instructions.)

Identifier	ReturnReference	Explanation
------------	-----------------	-------------

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization
Heartland Foundation

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

OMB No 1545-0047

2010

Open to Public
Inspection

Employer identification number
43-1262768

Part I General Information on Grants and Assistance

1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No

2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed. ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2

Enter total number of section 501(c)(3) and government organizations

20

3

Enter total number of other organizations

2

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) SCHOLARSHIP GRANTS	128	115,216			

Part IV

Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS IN THE U S	PART I, LINE 2	THE ORGANIZATION IS COMMITTED TO THE DEVELOPMENT OF A HEALTHY COMMUNITY WHICH INCLUDES THE HEALTH OF INDIVIDUALS, AN ADEQUATE NUMBER OF JOBS FOR THE WORKFORCE AND SUCCESSFUL BUSINESSES TO BOOST THE LOCAL ECONOMY GRANTS ARE PROVIDED TO LOCAL GROUPS THAT ACHIEVE THESE OBJECTIVES GENERALLY RECIPIENT ORGANIZATIONS REPORT BACK TO HEARTLAND FOUNDATION HOW THE GRANT FUNDS WERE USED

Software ID:

Software Version:

EIN: 43-1262768

Name: Heartland Foundation

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MISSOURI WESTERN STATE UNIVERSITY FOUNDATION4525 DOWNS DRIVE ST JOSEPH,MO 64507	23-7035423	501C(3)	500,000				SPONSOR
HEARTLAND REGIONAL MEDICAL CENTER5325 FARAON ST JOSEPH,MO 64506	44-0545289	501C(3)	37,939				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HEALTHY COMMUNITIES 518 S 6TH ST JOSEPH,MO 64501	43-1262768	501C(3)	100,000				SUPPORT
YOUNG MEN'S CHRISTIAN ASSOCIATION OF ST JOSEPH315 S 6TH ST JOSEPH,MO 64501	44-0552491	501C(3)	100,000				CAPITAL IMPRVMT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SUCCESS BY SIXUNITED WAY118 S 5TH ST JOSEPH,MO 64501	44-0547802	501C(3)	50,000				SUPPORT
SOCIAL WELFARE BOARD 904 S 10TH ST STE A ST JOSEPH,MO 64503	44-6000455	BUCHANAN CTY,MO	35,470				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HEALTHY PARTNERSHIPS 518 S 6TH ST JOSEPH,MO 64501	43-1262768	501C(3)	35,000				SUPPORT
ST JOSEPH MUSEUMS INC PO BOX 8096 ST JOSEPH,MO 64502	43-6038202	501C(3)	35,000				SPONSOR

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PROJECT FIT SCHOOLS518 S 6TH ST JOSEPH,MO 64501	43-1262768	501C(3)	30,000				SPONSOR
INTERSERVE - COMMUNITY MISSIONS CORPORATION200 CHEROKEE ST JOSEPH,MO 64504	75-3197631	501C(3)	25,000				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
KANSAS STATE UNIVERSITY102 ANDERSON HALL MANHATTAN,KS 66506	48-0771751	KANSAS GOV'T	24,548				SUPPORT
AMERICAN RED CROSS401 N 12TH ST JOSEPH,MO 64501	44-0545909	501C(3)	20,000				DISASTER RELIEF

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MISSOURI HOSPITAL ASSOCIATION4712 COUNTRY CLUB DR JEFFERSON CITY,MO 65102	44-0610607	501C(6)	20,000				HERO FUND JOPLIN
FRIENDS OF THE PARK 1920 GRAND AVE ST JOSEPH,MO 64505	20-8175921	501C(3)	15,000				SPONSOR

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMMUNITY FOUNDATION OF NORTHWEST MISSOURI 1014 SAINT MAARTENS DR ST JOSEPH,MO 64506	27-0436182	501C(3)	15,000				SUPPORT
TRAILS WEST118 S 8TH ST ST JOSEPH,MO 64501	43-0810827	501C(3)	15,000				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALLIED ARTS FUND118 S 8TH ST ST JOSEPH,MO 64501	43-0810827	501C(3)	10,000				SUPPORT
AMERICAN CANCER SOCIETY1100 PENNSYLVANIA AVE KC,MO 64105	74-1185665	501C(3)	10,000				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
EXCELLENCE MO FOUNDATION514 E HIGH ST STE 31 JEFFERSON CITY,MO 65101	43-1605896	501C(3)	10,000				SUPPORT
INSTITUTE FOR INDUSTRIAL AND APPLIED LIFE SCIENCES4221 MITCHELL AVE ST JOSEPH,MO 64507	20-1215246	501C(3)	10,000				SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NATIONAL MS SOCIETY 7611 STATE LINE ROAD KANSAS CITY,MO 64114	44-0613436	501C(3)	10,000				SPONSOR
ST JOSEPH AREA CHAMBER OF COMMERCE 3003 FREDERICK AVENUE ST JOSEPH,MO 64506	44-0419460	501C(6)	14,000				SUPPORT

Additional Data

Software ID:

Software Version:

EIN: 43-1262768

Name: Heartland Foundation

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)							(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former				
MARK LANEY MD PRESIDENT,CHIEF EXECUTIVE OFFI	10	X		X				0	717,428	142,690	
DR LINDA GRAY SMITH DIRECTOR	10	X						0	0	0	
JOSEPH HOUTS JR DIRECTOR	10	X						0	0	0	
TOM BRODERICK DIRECTOR	10	X						0	0	0	
JEANNE DAFFRON DIRECTOR	10	X						0	0	0	
REED GRAVES DIRECTOR	10	X						0	0	0	
LAVELL RUCKER DIRECTOR	10	X						0	0	0	
SHARON EVERS DIRECTOR	10	X						0	0	0	
STET SCHANZE DIRECTOR	10	X						0	0	0	
PAT SPEISER DIRECTOR	10	X						0	0	0	
DAVID WALTEMATH DIRECTOR	10	X						0	0	0	
JOE KNEIB DIRECTOR	10	X						0	0	0	
DR NEIL NUTTALL EDD DIRECTOR	10	X						0	0	0	
R MICHAEL POLAND DIRECTOR	10	X						0	0	0	
MELODY SMITH EDD DIRECTOR	10	X						0	0	0	
ROBERT LEE STANTON DIRECTOR	10	X						0	0	0	
CAROL BURNS DIRECTOR	10	X						0	0	0	
DR GARY CLAPP PHD DIRECTOR	10	X						0	0	0	
JO EYBERG DIRECTOR	10	X						0	0	0	
LARRY KOCH DIRECTOR	10	X						0	0	0	
PAM YOUNG DIRECTOR	10	X						0	0	0	
DR JOHN JASINSKI DIRECTOR	10	X						0	0	0	
ROBERT BOB BLAIR DIRECTOR	10	X						0	0	0	
ANDREA FISCHER DIRECTOR	10	X						0	0	0	
DR CINDY HEIDER DIRECTOR	10	X						0	0	0	

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
STEVE JOHNSTON DIRECTOR	1 0	X						0	0	0
TIM KELLEY DIRECTOR	1 0	X						0	0	0
JUDY SABBERT CHIEF OPERATING OFFICER	60 0			X				228,299	0	50,582
JOHN P WILSON SECRETARY/TREASURER/CFO	1 0			X				0	483,767	82,278
DOUGLAS BRANDT ASSISTANT TREASURER	1 0			X				0	242,551	73,289
KAREN DITTEMORE ASSISTANT SECRETARY	1 0			X				0	51,189	17,744
LOWELL KRUSE FORMER DIRECTOR AND OFFICER							X	0	14,587,743	2,579

Schedule J
(Form 990)

Compensation Information

OMB No 1545-0047

2010

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization Heartland Foundation	Employer identification number 43-1262768
--	--

Part I

Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items		
<input type="checkbox"/> First-class or charter travel		
<input type="checkbox"/> Travel for companions		
<input type="checkbox"/> Tax idemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)		
1b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain		
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?		
3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply		
<input type="checkbox"/> Compensation committee		
<input type="checkbox"/> Independent compensation consultant		
<input type="checkbox"/> Form 990 of other organizations		
<input type="checkbox"/> Written employment contract		
<input type="checkbox"/> Compensation survey or study		
<input type="checkbox"/> Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization		
a Receive a severance payment or change-of-control payment from the organization or a related organization?		No
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	Yes	
c Participate in, or receive payment from, an equity-based compensation arrangement?		No
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III		
Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of		
a The organization?		No
b Any related organization?		No
If "Yes," to line 5a or 5b, describe in Part III		
6 For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of		
a The organization?		No
b Any related organization?		No
If "Yes," to line 6a or 6b, describe in Part III		
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III		No
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III		No
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) MARK LANEY MD	(i)	0	0	0	0	0	0	0
	(ii)	513,816	200,000	3,612	125,395	17,295	860,118	0
(2) JUDY SABBERT	(i)	156,230	59,878	12,191	29,964	20,618	278,881	0
	(ii)	0	0	0	0	0	0	0
(3) JOHN P WILSON	(i)	0	0	0	0	0	0	0
	(ii)	353,173	110,545	20,049	81,445	833	566,045	0
(4) DOUGLAS BRANDT	(i)	0	0	0	0	0	0	0
	(ii)	180,679	56,000	5,872	54,276	19,013	315,840	0
(5) LOWELL KRUSE	(i)	0	0	0	0	0	0	0
	(ii)	9,187	0	14,578,556	0	2,579	14,590,322	9,142,269
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								
(13)								
(14)								
(15)								
(16)								

Part IIISupplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
COMPENSATION PAID BY A RELATED ORGANIZATION	FORM 990, PART VII, & SCHEDULE J, PART II	FOR LOWELL C. KRUSE, DR. MARK LANEY, JOHN P. WILSON, DOUGLAS BRANDT, AND KAREN DITTEMORE THE COMPENSATION IS PROVIDED BY HEARTLAND REGIONAL MEDICAL CENTER, A RELATED ENTITY, FOR SERVICES TO ALL HEARTLAND ENTITIES INCLUDED IN THE DEFERRED COMPENSATION ARE EMPLOYER CONTRIBUTIONS INTO QUALIFIED PLANS AND NON-QUALIFIED DEFERRED COMPENSATION PLANS THAT ARE SUBJECT TO SUBSTANTIAL RISK OF FORFEITURE AND SEVERANCE THAT IS PROVIDED WITHIN THE EXECUTIVE'S EMPLOYMENT AGREEMENT THAT MAY NEVER BE PAID.
METHODS USED TO ESTABLISH COMPENSATION	SCHEDULE J, PART I, LINE 3	COMPENSATION IS ESTABLISHED BY HEARTLAND HEALTH, A RELATED ENTITY, USING THE FOLLOWING: A. COMPENSATION COMMITTEE; B. INDEPENDENT COMPENSATION CONSULTANT; C. WRITTEN EMPLOYMENT CONTRACT; D. COMPENSATION SURVEY OR STUDY; E. APPROVAL BY THE BOARD OR COMPENSATION COMMITTEE.
SUPPLEMENTAL NONQUALIFIED RETIREMENT PLAN	SCHEDULE J, PART I, LINE 4B	ACCRUED 6/30/11 ----- JOHN WILSON 71,645 DOUGLAS BRANDT 43,954 MARK LANEY 38,322 JUDY SABBERT 19,848 MARK LANEY, MD, JOHN P. WILSON AND DOUGLAS BRANDT ARE EMPLOYEES OF HEARTLAND REGIONAL MEDICAL CENTER. THEIR DUTIES INCLUDE FULFILLING THE POSITIONS OF PRESIDENT, SECRETARY/TREASURER AND ASSISTANT TREASURER, RESPECTIVELY, FOR HEARTLAND FOUNDATION. THOSE LISTED ABOVE HAVE SIGNED SUPPLEMENTAL EXECUTIVE RETIREMENT PLANS WHICH RECOGNIZE THE VALUE OF THE INDIVIDUAL AND THE MUTUAL BENEFIT OF CONTINUED EMPLOYMENT FOR AN EXTENDED PERIOD OF TIME BY ESTABLISHING A 457f PLAN. THE PLAN IS FUNDED YEARLY AS THE RESULT OF A CALCULATION DESCRIBED IN THE AGREEMENT WHICH WILL REWARD THE INDIVIDUALS WITH 100% VESTING AT NORMAL RETIREMENT AGE OR UPON DEATH OR UPON SEPARATION FROM SERVICE DUE TO DISABILITY OR UPON INVOLUNTARY SEPARATION FROM SERVICE WITHOUT CAUSE, WITH LUMP SUM PAYMENT WITHIN 90 DAYS OF EACH SITUATION TAKING INTO CONSIDERATION A NON-COMPETE COVENANT. SEPARATION WITH CAUSE MAKES SUPPLEMENTAL EXECUTIVE RETIREMENT AGREEMENT NULL AND VOID.
COMPENSATION REPORTED IN PRIOR FORM 990	SCHEDULE J, PART II, COLUMN F	COMPENSATION IS REPORTED ON THE FORM 990 IN THE YEAR THAT THE COMPENSATION IS EARNED BY OR AWARDED TO AN INDIVIDUAL, EVEN IF THE COMPENSATION IS NOT PAID TO THE INDIVIDUAL, IS NOT FULLY VESTED, OR IS SUBJECT TO SUBSTANTIAL RISK OF FORFEITURE. IF COMPENSATION IS EARNED OR AWARDED IN ONE YEAR BUT PAID IN A LATER YEAR, THEN THE COMPENSATION IS REPORTED A SECOND TIME ON THE FORM 990 IN THE YEAR THE COMPENSATION IS VESTED OR PAID TO THE INDIVIDUAL. IN THE EVENT OF RETIREMENT, ALL PREVIOUSLY ACCUMULATED BENEFITS ARE RECORDED IN THIS COLUMN, IN THE RETIREMENT YEAR AND REPRESENT ACCUMULATIONS DURING THE PERSON'S CAREER AT HEARTLAND.

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury

Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization

Heartland Foundation

Employer identification number

43-1262768

Identifier	Return Reference	Explanation
ORGANIZATION'S MISSION	FORM 990, PART III, LINE 1	HEARTLAND FOUNDATION HAS A VISION TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES THE ORGANIZATION'S MISSION IS TO EMPOWER CHILDREN AND ADULTS TO IMPROVE THEIR HEALTH AND QUALITY OF LIFE THE ORGANIZATION SERVES AS A CATALYST TO BRING PEOPLE, FROM ALL WALKS OF LIFE, TOGETHER TO WORK WITH DIVERSE PARTNERS AND ALL SECTORS TO FIND NEW AND INNOVATIVE SOLUTIONS TO MAKE THE GREATEST DIFFERENCE FOR THE FUTURE OF CHILDREN, THEIR FAMILIES, AND OUR REGION

Identifier	Return Reference	Explanation
PROGRAM SERVICE ACCOMPLISHMENTS	FORM 990, PART III, LINE 4A	<p>HEARTLAND FOUNDATION HAS A VISION TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES. THE ORGANIZATION'S MISSION IS TO EMPOWER CHILDREN AND ADULTS TO IMPROVE THEIR HEALTH AND QUALITY OF LIFE. THROUGH VARIOUS PROGRAMS AND ACTIVITIES, THE ORGANIZATION DRAWS THE COMMUNITY TOGETHER TO FOCUS ON THE ISSUES AND SOLUTIONS FOR CREATING A BETTER, STRONGER COMMUNITY. SOME OF THE HIGH POINTS OF THOSE ACTIVITIES ARE:</p> <ul style="list-style-type: none">COMMUNITY TRANSFORMATION FORUMS - COMMUNITY TRANSFORMATION FORUMS ARE AN ESSENTIAL PIECE OF BUILDING COMMUNITY CONSENSUS IN DETERMINING KEY ISSUES AND OPPORTUNITIES FOR CHANGE, SUPPORTING CONTINUOUS IMPROVEMENT, AND NURTURING INVOLVEMENT IN THE DEVELOPMENT OF HEALTHY COMMUNITIES.FORUMS BRING CITIZENS TO THE TABLE WITH EMPHASIS ON THE FOLLOWING OUTCOMES:<ul style="list-style-type: none">- TO BROADEN THE UNDERSTANDING OF HEALTHY COMMUNITIES- TO SUPPORT THE DEVELOPMENT OF TRANSFORMATIONAL LEADERS BY CHANGING THE WAY CITIZENS THINK ABOUT THEIR COMMUNITIES AND OPPORTUNITIES FOR WORKING TOGETHER- TO ESTABLISH AN ONGOING PERSONAL COMMITMENT FOR CREATING HEALTHIER COMMUNITIES- TO STIMULATE ACTION ON THE PART OF CROSS-SECTORAL TEAMS TO INITIATE NEW, INNOVATIVE EFFORTS THAT WILL IMPACT THE HEALTH AND QUALITY OF LIFE OF A COMMUNITY- TO ACHIEVE MEASURABLE IMPROVEMENTS, DEFINE COMMUNITY AND HEALTH STATUS INDICATORS- TO PROVIDE A SELF-PERPETUATING MODEL AS A COMMUNITY-BUILDING STRATEGYCULTURE OF CHARACTER - SELECTED AS ONE OF THE REGIONAL PRIORITIES BY THE HEALTHY COMMUNITIES REGIONAL INVESTOR COUNCIL, NORTHWEST MISSOURI REGIONAL CULTURE OF CHARACTER IS A COLLABORATIVE EFFORT OF SCHOOLS, BUSINESSES, INDUSTRIES, FAMILIES AND COMMUNITIES TO IMPROVE THE OVERALL CLIMATE OF OUR COMMUNITIES.CITIZENS OF NORTHWEST MISSOURI HAVE COLLABORATIVELY SELECTED 12 CHARACTER TRAITS THAT THEY ARE ESSENTIAL TO CREATING A CULTURE OF CHARACTER IN THIS REGION.THE NORTHWEST MISSOURI REGIONAL PROFESSIONAL DEVELOPMENT CENTER AND CHARACTERPLUS, ALONG WITH MANY BUSINESSES THROUGHOUT THE REGION, HAVE PARTNERED WITH PUBLIC SCHOOLS FOR THIS EXCITING INITIATIVE.SCHOLARSHIPS - STUDENTS FROM THROUGHOUT THE 30-COUNTY REGION ARE ELIGIBLE TO APPLY FOR FINANCIAL ASSISTANCE THROUGH A NUMBER OF SCHOLARSHIP PROGRAMS MANAGED BY HEARTLAND FOUNDATION:<ul style="list-style-type: none">- VELMA FLIES ANDERSON NURSING SCHOLARSHIP- HILLYARD TECHNICAL CENTER- DORIS HINES SCHOLARSHIP- JERRY MAKI SCHOLARSHIP- PATRICK L. NEWMAN MIC-O-SAY SCHOLARSHIP- MARY ANN REINERT NURSING SCHOLARSHIP- BILL AND MARY RUSSELL SCHOLARSHIP- MARY ALICE HARTIGAN SCHOLARSHIPTHINK AHEAD SUMMIT - THE THINK AHEAD SUMMIT IS AN ANNUAL EVENT DESIGNED TO CELEBRATE CITIZENS' EFFORTS TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES THROUGHOUT A 30-COUNTY REGION OF NORTHWEST MISSOURI AND BORDERING COUNTIES IN KANSAS, IOWA AND NEBRASKA.HOSTED BY HEARTLAND FOUNDATION AND THE HEALTHY COMMUNITIES INVESTORS, THE SUMMIT WELCOMES CITIZENS FROM ALL WALKS OF LIFE: STUDENTS, EDUCATORS, BUSINESS AND INDUSTRY, SOCIAL SERVICES AND AGRICULTURE.PAST MOTIVATIONAL SPEAKERS HAVE INCLUDED LEE KAISER, CULTURAL ANTHROPOLOGIST JENNIFER JAMES, U.S. SENATOR ELIZABETH DOLE, AUTHOR MARGARET WHEATLEY, CHICKEN SOUP FOR THE SOUL AUTHOR DAN CLARK, MT. EVEREST SUMMITTEER ALAN HOBSON, NATIONAL GEOGRAPHIC PHOTOGRAPHER DEWITT JONES, EDUCATOR CARL GLICKMAN, PERFORMANCE PSYCHOLOGIST DR. JIM LOEHR, BETTER TOGETHER AUTHOR ROBERT PUTNAM, NEXT GENERATION CONSULTANT REBECCA RYAN, SEARCH INSTITUTE PRESIDENT DR. PETER BENSON, ETHICS EXPERT PATRICK KUHSE, AND RUBY PAYNE, AUTHOR OF A FRAMEWORK FOR UNDERSTANDING POVERTY.THE 2010 SUMMIT FEATURED DR. ADEWALE TROUTMAN, DIRECTOR OF LOUISVILLE METRO PUBLIC HEALTH, EXPLORING SOCIAL INEQUALITIES IN HEALTH, DR. ANTHONY MUHAMMAD, EDUCATOR AND EDUCATIONAL CONSULTANT WHO HAS SUCCEEDED IN TURNING AROUND FAILING INNER CITY SCHOOLS, AND A RETURN APPEARANCE BY DR. PETER BENSON ON IGNITING THE HIDDEN STRENGTHS OF TEENAGERS.FOR A NUMBER OF YEARS, HEARTLAND FOUNDATION HAS PROMOTED REGION-WIDE INITIATIVES TO EMPOWER CHILDREN AND ADULTS TO BUILD HEALTHIER, MORE LIVABLE COMMUNITIES.FORMERLY KNOWN AS THE NORTHWEST MISSOURI P-20 COUNCIL, EDUCATION EMPOWERS (E2), A HEALTHY COMMUNITIES INITIATIVE, EMBRACES THE IMPORTANCE OF EDUCATIONAL ATTAINMENT AND LIFE-LEARNING IN ACHIEVING THIS VISION.E2 ACKNOWLEDGES IT IS IMPERATIVE THAT NORTHWEST MISSOURI REMAINS VIABLE IN ATTRACTING AND RETAINING JOBS IN A FIERCELY COMPETITIVE GLOBAL MARKET.WITHIN THE EDUCATION EMPOWERS STRATEGIC LEADERSHIP TEAM (FORMERLY P-20 COUNCIL), A CROSS-SECTION OF INDIVIDUALS HAVE FORMED TEAMS AND ARE WORKING TOGETHER TO FIND NEW, COLLABORATIVE SOLUTIONS THAT LEAD TO BETTER JOBS, BETTER WAGES, HEALTHIER PEOPLE AND THRIVING COMMUNITIES.TEAMS INCLUDE: EARLY LEARNING ACTION TEAM, K-12 ACTION TEAM, HIGHER ED ACTION TEAM, WORKFORCE DEVELOPMENT ACTION TEAM, COMMUNICATIONS ACTION TEAM AND A PERFORMANCE EXCELLENCE TEAM.YOUTH EMPOWERMENT EMPOWER ME - IN COLLABORATION WITH THE FIFTH JUDICIAL CIRCUIT, JUVENILE DIVISION, AND NORTHWEST MISSOURI STATE UNIVERSITY, EMPOWER ME IS A TRANSFORMATIONAL FORUM DESIGNED TO BRING SK

Identifier	Return Reference	Explanation
PROGRAM SERVICE ACCOMPLISHMENTS	FORM 990, PART III, LINE 4A	<p>ILLS, KNOWLEDGE, HOPE AND EMPOWERMENT TO YOUNG STATUS OFFENDERS EMPOWER PLANT & EMPOWERU IMMERSION - THROUGH THE EMPOWER PLANT CURRICULUM AND EMPOWERU IMMERSION, THE FOUNDATION HAS NOW "CHARGED UP" CLOSE TO 8,000 STUDENTS FROM OVER 100 AREA SCHOOLS TO SEE THEIR ROLE AS COMMUNITY PROBLEM SOLVERS BOTH RURAL AND URBAN SCHOOLS PARTICIPATE IN THE FULL CURRICULUM AND ATTEND THE ONE-DAY IMMERSION AT EMPOWERU EVALUATIVE RESEARCH SHOWS PROMISING RESULTS WITH A STATISTICALLY-SIGNIFICANT DIFFERENCE IN STUDENTS WHO ARE ENGAGED IN THIS PROGRAM JUMP STARTERS - WITH INITIAL SUPPORT OF LEARN & SERVE AMERICA, JUMP STARTERS GRANT FUNDING IS AVAILABLE FOR STUDENTS WHO TAKE ON REAL-LIFE COMMUNITY CHALLENGES FOLLOWING PARTICIPATION IN EITHER EMPOWER PLANT OR PUBLIC ACHIEVEMENT PROGRAMS STUDENT-LED INITIATIVES VARY, EXAMPLES OF PAST PROJECTS INCLUDE A GROUP THAT FORMED AN UNDERAGE DRINKING CAMPAIGN AND A NOTHER ORGANIZED A CITYWIDE CLEANUP OF DEBRIS LEFT FROM THE PREVIOUS WINTER'S ICE STORM PROJECT FIT AMERICA - OUR PARTNERSHIP WITH PROJECT FIT AMERICA CONTINUES TO ENABLE US TO KEEP OUR KIDS FIT OVER 12,000 STUDENTS FROM 48 PARTNER SCHOOLS NOW PARTICIPATE IN PROJECT FIT NOT ONLY ARE SCHOOLS SHOWING A CHANGE IN PHYSICAL FITNESS MEASURES LIKE BODY MASS INDEX, THOSE STUDENTS INVOLVED IN PROJECT FIT ARE MORE FOCUSED IN THE CLASSROOM, MISS FEWER DAYS OF SCHOOL, AND ARE HIGHER ACHIEVERS IN THEIR SCHOOL WORK PUBLIC ACHIEVEMENT - GUIDED BY VOLUNTEER COACHES, THE PUBLIC ACHIEVEMENT PROCESS INSPIRES YOUNG PEOPLE TO TACKLE EVERYDAY POLITICS BY ADDRESSING ISSUES IMPORTANT TO THEM A NUMBER OF SCHOOLS AND ORGANIZATIONS ARE NOW INVOLVED THE PUBLIC ACHIEVEMENT DEMOCRACY COUNCIL SERVES AS THE YOUTH-LED ADVISORY GROUP FOR ALL PUBLIC ACHIEVEMENT SITES WE SPONSOR READ FROM THE START - A PARTNERSHIP WITH MISSOURI HUMANITIES COUNCIL, READ FROM THE START IS CENTERED ON THE CONVICTION THAT PARENTS ARE CHILDREN'S FIRST AND FOREMOST TEACHERS IF PARENTS TAKE PLEASURE IN BOOKS, CHILDREN WILL ALSO LIKELY DEVELOP A LOVE FOR READING OUR PROGRAM PROVIDES A SMALL COLLECTION OF BOOKS APPROPRIATE FOR CHILDREN FROM INFANCY TO FIVE YEARS YOUTH SURVEY - THIS ASSESSMENT TOOL OFFERS INSIGHT TO THE ATTITUDES AND BEHAVIORS OF MIDDLE AND HIGH SCHOOL STUDENTS IN THE REGION STUDENTS ARE POLLED ABOUT ISSUES LIKE COMMUNITY INVOLVEMENT, RISKY BEHAVIORS, AND FUTURE PLANS</p>

Identifier	Return Reference	Explanation
NUMBER OF EMPLOYEES	FORM 990, PART V, LINE 2A	HEARTLAND FOUNDATION LEASES 30 EMPLOYEES FROM HEARTLAND REGIONAL MEDICAL CENTER HEARTLAND FOUNDATION IS DISCLOSING ON ITS 990 AS IF THE FOUNDATION EMPLOYED THESE INDIVIDUALS DIRECTLY AND NOT THROUGH A LEASING RELATIONSHIP

Identifier	Return Reference	Explanation
BUSINESS/FAMILY RELATIONSHIPS	FORM 990, PART VI, SECTION A, LINE 2	JOHN P. WILSON, DOUGLAS BRANDT, KAREN DITTEMORE, HAVE A BUSINESS RELATIONSHIP. THEY ARE OFFICERS OF LEWIS AND CLARK INFORMATION EXCHANGE, A RELATED NOT-FOR-PROFIT CORPORATION. JOHN P. WILSON, DOUGLAS BRANDT, KAREN DITTEMORE HAVE A BUSINESS RELATIONSHIP. THEY ARE OFFICERS OF REGIONAL EMERGENCY MEDICAL SERVICES AUTHORITY, A RELATED CORPORATION IN THE PROCESS OF FILING FOR NOT-FOR-PROFIT STATUS. JOHN P. WILSON, DOUGLAS BRANDT, KAREN DITTEMORE, MARK LANEY, M.D., HAVE A BUSINESS RELATIONSHIP. THEY ARE EITHER OFFICERS AND/OR DIRECTORS OF MIDWESTERN HEALTH MANAGEMENT, INC., COMMUNITY HEALTH PLAN, INC., COMMUNITY HEALTH PLAN INSURANCE COMPANY, HHS PROPERTIES, INC., UPTOWN HOUSING, INC., UPTOWN ST. JOSEPH REDEVELOPMENT CORPORATION WHICH ARE RELATED FOR PROFIT CORPORATIONS. JOHN P. WILSON, DOUGLAS BRANDT HAVE A BUSINESS RELATIONSHIP. THEY ARE TRUSTEES OF THE HEARTLAND DEFINED BENEFIT PLAN AND THE HEARTLAND HEALTH CARE PLAN.

Identifier	Return Reference	Explanation
MEMBERS OR STOCKHOLDERS	FORM 990, PART VI, SECTION A, LINE 6	HEARTLAND HEALTH, A MISSOURI NONPROFIT CORPORATION, IS THE SOLE MEMBER OF HEARTLAND FOUNDATION HEARTLAND HEALTH HAS THE RIGHT TO ELECT THE BOARD OF TRUSTEES OF HEARTLAND FOUNDATION HEARTLAND HEALTH IS NOT ENTITLED TO RECEIVE A SHARE OF HEARTLAND FOUNDATION'S PROFITS OR EXCESS DUES HEARTLAND HEALTH IS ENTITLED TO HEARTLAND FOUNDATION'S NET ASSETS UPON DISSOLUTION AS LONG AS HEARTLAND HEALTH IS EXEMPT UNDER SECTION 501(A) OR 501(C)(3) OF THE INTERNAL REVENUE CODE

Identifier	Return Reference	Explanation
MEMBERS OR STOCKHOLDERS MAY ELECT GOVERNING BODY	FORM 990, PART VI, SECTION A, LINE 7A	HEARTLAND HEALTH, BEING THE SOLE MEMBER OF HEARTLAND FOUNDATION, HAS THE RIGHT TO ELECT ALL THE BOARD OF TRUSTEES

Identifier	Return Reference	Explanation
GOVERNING BODY DECISIONS SUBJECT TO APPROVAL OF MEMBERS OR STOCKHOLDERS	FORM 990, PART VI, SECTION A, LINE 7B	THE CORPORATE BY LAWS OF HEARTLAND FOUNDATION IDENTIFY CERTAIN RIGHTS AND POWERS WHICH ARE RESERVED TO HEARTLAND HEALTH, THE SOLE MEMBER. IN EACH INSTANCE, THE RIGHTS AND POWERS RESERVED TO THE SOLE MEMBER MAY BE SUMMARIZED AS FOLLOWS: A. OVERALL STRATEGIC DIRECTION; B. ELECTION OF TRUSTEES; C. APPOINTMENT OF THE CHIEF EXECUTIVE OFFICER, OTHER SENIOR OFFICERS, AUDITORS, AND LEGAL COUNSEL; D. ESTABLISHMENT OF BANKING RELATIONSHIPS; E. MANAGEMENT OF CASH AND OTHER ASSETS; F. APPROVAL OF CHANGES TO THE ARTICLES OF INCORPORATION AND BYLAWS; G. LONG-RANGE PLANNING; H. ADOPTION OF ANNUAL OPERATING BUDGETS.

Identifier	Return Reference	Explanation
FORM 990 REVIEW PROCESS	FORM 990, PART VI, SECTION B, LINE 11B	AN INDEPENDENT ACCOUNTING FIRM PREPARES AND REVIEWS THE 990 THE CHIEF OPERATING OFFICER, THE TREASURER, AND THE ASSISTANT TREASURER REVIEW THE 990 THE 990 IS THEN POSTED TO A WEBSITE FOR ALL VOTING MEMBERS TO ACCESS BEFORE IT IS FILED

Identifier	Return Reference	Explanation
MONITORING THE CONFLICT OF INTEREST POLICY	FORM 990, PART VI, SECTION B, LINE 12C	UPON AGREEING TO FILL A BOARD POSITION, THE PROSPECTIVE MEMBER IS REQUIRED TO SIGN A CONFLICT OF INTEREST DOCUMENT WHICH DISCLOSES FAMILY AND BUSINESS RELATIONSHIPS THAT COULD BE CONSIDERED IN CONFLICT WITH THEIR POSITION ON THE BOARD. IN THIS DOCUMENT, THEY AGREE THAT THEY WILL DISCLOSE ANY ACTIVITIES IN WHICH THEY MAY NOT BE INDEPENDENT IN REGARDS TO A TRANSACTION. THIS DOCUMENT IS DISTRIBUTED AND HELD BY LEGAL COUNSEL. THE MEMBER ALSO SIGNS HEARTLAND'S CODE OF CONDUCT DOCUMENT IN WHICH THEY AGREE TO ETHICAL BEHAVIOR AND ADHERING TO CONFIDENTIALITY POLICIES. THIS DOCUMENT IS HELD BY THE CORPORATE COMPLIANCE OFFICE. ANNUALLY, THE CORPORATE COMPLIANCE OFFICER DISTRIBUTES A SURVEY TO EACH BOARD MEMBER TO FACILITATE DISCLOSURE OF ANY REPORTABLE ACTIVITIES. DURING THE COURSE OF BOARD MEETINGS, BOARD MEMBERS WILL DISMISS THEMSELVES FROM MEETINGS AND/OR ABSTAIN FROM VOTING DURING DISCUSSIONS OF ISSUES THAT RELATE TO THOSE SPECIFIC MEMBERS OR THE COMPANIES THAT THEY REPRESENT. ALL DISMISSALS AND ABSTENTIONS ARE RECORDED IN THE MINUTES OF THE BOARD MEETING. ANNUALLY, THE OFFICERS AND KEY EMPLOYEES ARE REQUIRED TO SIGN A CODE OF CONDUCT DOCUMENT IN WHICH THEY AGREE TO ETHICAL BEHAVIOR AND ADHERING TO CONFIDENTIALITY POLICIES. THEY ALSO RECEIVE A QUESTIONNAIRE WHICH FACILITATES THE DISCLOSURE OF ANY REPORTABLE ACTIVITIES TO THE CORPORATE COMPLIANCE OFFICER.

Identifier	Return Reference	Explanation
COMPENSATION REVIEW	FORM 990, PART VI, SECTION B, LINE 15A	<p>COMPENSATION STUDIES WERE CONDUCTED DURING CALENDAR 2009 AND CALENDAR 2010</p> <p>HEARTLAND FOUNDATION LEASES JUDY SABBERT FROM HEARTLAND REGIONAL MEDICAL CENTER A COMPENSATION COMMITTEE COMPRISED OF THE HEARTLAND HEALTH BOARD CHAIRMAN, HEARTLAND HEALTH BOARD VICE-CHAIRMAN AND THREE ADDITIONAL HEARTLAND HEALTH BOARD MEMBERS AND INDEPENDENT LEGAL COUNSEL, AS SCRIBE OVERSEE AN ANNUAL SALARY REVIEW PROCESS FOR OFFICERS FOR THE POSITIONS, THE FULL SCOPE OF DUTIES AND RESPONSIBILITIES, NUMBERS OF STAFF MANAGED, PROCESSES MANAGED, APPROXIMATE REVENUE, EXPENSE, OR CAPITAL DOLLARS MANAGED ARE PROVIDED TO A THIRD PARTY CONSULTANT THAT SPECIALIZES IN RESEARCH OF MARKET SALARY DATA OUR FACILITY SIZE, OUR NOT-FOR-PROFIT STATUS AND THE SCOPE OF EACH JOB POSITION IS COMPARED TO LIKE FACILITIES TO DETERMINE BASE COMPENSATION AND INCENTIVE COMPENSATION FOR EACH POSITION THE DATA GATHERED BY THE MARKET RESEARCH FIRM IS REVIEWED BY THE COMPENSATION COMMITTEE, OUTLIER ISSUES ARE RESOLVED AND BASED UPON PRESENT FINANCIAL INDICATORS, THE COMMITTEE MAKES THEIR DETERMINATION OF COMPENSATION LEVELS FOR THE NEXT PAY YEAR</p>

Identifier	Return Reference	Explanation
AVAILABILITY OF DOCUMENTS	FORM 990, PART VI, SECTION C, LINE 19	THE ORGANIZATION DOES NOT MAKE ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY OR FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC

Identifier	Return Reference	Explanation
RECONCILIATION OF NET ASSETS	FORM 990, PART XI, LINE 5	UNREALIZED GAIN/(LOSS) ON INVESTMENTS \$ 1,354,726

Identifier	Return Reference	Explanation
HOURS DEVOTED FOR RELATED ORGANIZATION	FORM 990 PART VII	NAME MARK LANEY , MD TITLE PRESIDENT,CHIEF EXECUTIVE OFFI HOURS 59

Identifier	Return Reference	Explanation
HOURS DEVOTED FOR RELATED ORGANIZATION	FORM 990 PART VII	NAME JOHN P WILSON TITLE SECRETARY/TREASURER/CFO HOURS 59

Identifier	Return Reference	Explanation
HOURS DEVOTED FOR RELATED ORGANIZATION	FORM 990 PART VII	NAME DOUGLAS BRANDT TITLE ASSISTANT TREASURER HOURS 59

Identifier	Return Reference	Explanation
HOURS DEVOTED FOR RELATED ORGANIZATION	FORM 990 PART VII	NAME KAREN DITTEMORE TITLE ASSISTANT SECRETARY HOURS 59

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Name of the organization
Heartland Foundation

Employer identification number
43-1262768

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) HEARTLAND REGIONAL MEDICAL CENTER 5325 FARAON ST JOSEPH, MO 64506 44-0545289	HEALTHCARE	MO	501(C)(3)	3	HH		
(2) HEARTLAND HEALTH 5325 FARAON ST JOSEPH, MO 64506 43-1283316	HEALTHCARE	MO	501(C)(3)	11A	NA		
(3) HEARTLAND LONG TERM ACUTE CARE HOSPITAL 5325 FARAON ST JOSEPH, MO 64506 26-1972987	SUPPORT	MO	501(C)(3)	3	HH		
(4) LEWIS AND CLARK INFORMATION EXCHANGE 5325 FARAON ST JOSEPH, MO 64506 32-0290671	HI EXCHANGE	MO	501(C)(3)	9	HH		
(5) REGIONAL EMERGENCY MEDICAL SERVICES 5325 FARAON ST JOSEPH, MO 64506 27-3923442	AMBULANCE SVC	MO	501(C)(3)	PENDING	HH		

Part III

Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) COMMUNITY HEALTH PLAN 137 W BELT ST JOSEPH, MO64506 43-1690582	INSURANCE	MO	HH	C CORP	0	0	0 %
(2) COMMUNITY HEALTH PLAN INSURANCE COMPANY 137 W BELT ST JOSEPH, MO64506 43-1210152	INSURANCE	MO	HH	C CORP	0	0	0 %
(3) MIDWESTERN HEALTH MANAGEMENT INC 5325 FARAON ST JOSEPH, MO64506 43-1264358	HEALTH CARE	MO	HH	C CORP	0	0	0 %
(4) HHS PROPERTIES INC 5325 FARAON ST JOSEPH, MO64506 43-1593799	INVESTMENT	MO	HH	C CORP	0	0	0 %
(5) UPTOWN HOUSING INC 5325 FARAON ST JOSEPH, MO64506 26-1416252	REDEVELOPMENT	MO	HH	C CORP	0	0	0 %
(6) UPTOWN ST JOSEPH REDEVELOPMENT CORP 5325 FARAON ST JOSEPH, MO64506 20-1742813	REDEVELOPMENT	MO	HH	C CORP	0	0	0 %
(7) HEALTH CARE BENEFIT TRUST 5325 FARAON ST JOSEPH, MO64506 43-1286484	HEALTH CARE	MO	HH	TRUST	0	0	0 %

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III or IV

1

During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a

Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to other organization(s)

c

Gift, grant, or capital contribution from other organization(s)

d

Loans or loan guarantees to or for other organization(s)

e

Loans or loan guarantees by other organization(s)

f

Sale of assets to other organization(s)

g

Purchase of assets from other organization(s)

h

Exchange of assets

i

Lease of facilities, equipment, or other assets to other organization(s)

j

Lease of facilities, equipment, or other assets from other organization(s)

k

Performance of services or membership or fundraising solicitations for other organization(s)

l

Performance of services or membership or fundraising solicitations by other organization(s)

m

Sharing of facilities, equipment, mailing lists, or other assets

n

Sharing of paid employees

o

Reimbursement paid to other organization for expenses

p

Reimbursement paid by other organization for expenses

q

Other transfer of cash or property to other organization(s)

r

Other transfer of cash or property from other organization(s)

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

No

No

Yes

No

No

No

No

No

Yes

No

No

Yes

No

No

Yes

No

No

No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

Schedule R (Form 990) 2010

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII **Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Identifier	Return Reference	Explanation
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Software ID:
Software Version:
EIN: 43-1262768
Name: Heartland Foundation

Form 990, Schedule R, Part IV - Identification of Related Organizations Taxable as a Corporation or Trust

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal Domicile (State or Foreign Country)	(d) Direct Controlling Entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income (\$)	(g) Share of end-of-year assets (\$)	(h) Percentage ownership
COMMUNITY HEALTH PLAN 137 WBELT ST JOSEPH, MO64506 43-1690582	INSURANCE	MO	HH	C CORP	0	0	0 %
COMMUNITY HEALTH PLAN INSURANCE COMPANY 137 WBELT ST JOSEPH, MO64506 43-1210152	INSURANCE	MO	HH	C CORP	0	0	0 %
MIDWESTERN HEALTH MANAGEMENT INC 5325 FARAON ST JOSEPH, MO64506 43-1264358	HEALTH CARE	MO	HH	C CORP	0	0	0 %
HHS PROPERTIES INC 5325 FARAON ST JOSEPH, MO64506 43-1593799	INVESTMENT	MO	HH	C CORP	0	0	0 %
UPTOWN HOUSING INC 5325 FARAON ST JOSEPH, MO64506 26-1416252	REDEVELOPMENT	MO	HH	C CORP	0	0	0 %
UPTOWN ST JOSEPH REDEVELOPMENT CORP 5325 FARAON ST JOSEPH, MO64506 20-1742813	REDEVELOPMENT	MO	HH	C CORP	0	0	0 %
HEALTH CARE BENEFIT TRUST 5325 FARAON ST JOSEPH, MO64506 43-1286484	HEALTH CARE	MO	HH	TRUST	0	0	0 %



2 0 1 1

Social Accountability Report

*Building Healthier,
More Livable Communities*



**heartland
foundation**

Ways To Invest

100% of your gift supports mission critical programming to build healthier, more livable communities.

ONLINE GIVING

You may make a gift securely online using your debit or credit card. Visit hfmarket.org.

GIFTS OF STOCK

By donating appreciated securities or mutual fund shares, you can provide a lasting contribution while receiving tax benefits, such as capital gains tax savings.

GIVE BY MAIL

Gifts made by check should be payable to Heartland Foundation and mailed to:
Heartland Foundation
518 S. 6th Street
St. Joseph, MO 64501

ESTATE PLANNING

To remember Heartland Foundation in your will or estate plan, be sure to name Heartland Foundation as beneficiary.

If you have already named the Foundation in your estate plan, please contact us so we can recognize your contribution.

THINK AHEAD SOCIETY

Creating the Future

We are honored to recognize new benefactors who belong to our Think Ahead Society with a contribution of \$750,000 or more to support our mission-critical work. A contribution may be pledged and paid over multiple years. Think Ahead Society members are recognized in perpetuity at emPowerU. In addition to the Think Ahead Society, major philanthropic gifts ranging from \$25,000 to \$749,999 may be recognized at one of the following levels:

Synergizer - \$500,000 to \$749,999
Catalyst - \$250,000 to \$499,999
Generator - \$100,000 to \$249,999
Transformer - \$50,000 to \$99,999
Tower - \$25,000 to \$49,999

DOCTORS OF HEARTLAND SOCIETY

The Doctors of Heartland Society recognizes physicians who make an annual contribution at one of the following levels:

MEMBER

\$1,000 minimum annual contribution
(*\$500 annual contribution for physicians in their first 5 years of practice)

LEADER

\$2,500 minimum annual contribution

FOUNDER

\$5,000 minimum annual contribution

To learn more about benefits of The Doctors of Heartland Society please go to www.heartlandfoundation.org.



Staying Connected and Thinking Ahead

Every week there is something exciting happening at emPowerU and here's how you can stay plugged in.

heartlandfoundation.org

Connect to www.heartlandfoundation.org to learn more about our programs and opportunities to support our **think ahead** initiatives.

hfmarket.org

Invest in innovation at hfmarket.org. This site allows you to invest in shares of a Foundation program or initiative. Visit www.hfmarket.org today to learn more about the exciting opportunities you can impact by making a contribution online.

Facebook & Twitter

Want to know what's happening daily and weekly at Heartland Foundation? Follow us on Twitter and Facebook. **You do not need to be a member of either site to stay current on Foundation activities.**

Follow us on Twitter at www.twitter.com/HeartlandFnd and Facebook at www.facebook.com/HeartlandFoundation. If you have a Facebook page, please become a fan of Heartland Foundation and share the excitement with your friends.

The innovation has just begun.

Connect to www.heartlandfoundation.org in the coming months as we continue to think ahead.

CONTACT US:

Heartland Foundation

518 S. 6th St. • St. Joseph, MO 64501

P: 816.271.7200 • TF: 1.800.447.1083 • F: 816.271.7269

A Letter to Our Investors

Heartland Foundation has a strong tradition of taking on new challenges. It began when our focus changed nearly 20 years ago to empower children and adults to build healthier, more livable communities. It has resulted in a commitment to work in collaboration, promoting civic leadership, innovation, and excellence in all that we do.

Along this journey, we have discovered that young people's voices are critical to shaping our future. They play a pivotal role in finding solutions that will spur economic recovery for our region and the nation. For this reason, we must encourage their ideas as they will face the consequences – positive or negative – of today's actions.

When we listen to youth talk about what they need to succeed, they mention caring adults who are willing to listen; an effective education to acquire knowledge, discover their abilities, and learn life skills; attractive jobs to keep them here; and opportunities to make a difference for their communities. For this to happen, we must continue to invest in their future.

Another Healthy Communities endeavor we facilitate engages people from all sectors across the region to explore ways to promote education and learning that leads to workforce-ready communities. Through the P-20 Council efforts, grassroots leaders are working to strategize actions to embrace education and entrepreneurialism as key investments that will enhance community revitalization, economic vitality, poverty reduction, and healthier lives.

With the challenges our communities and the nation face, the potential to build healthier places to live, learn, and work exists when people from diverse backgrounds come together. At emPowerU, we see the impact of young people and adults engaged in critical conversations that drive real change for their schools, businesses, and communities. Your investments in the Foundation's youth empowerment programs, P-20, and many other initiatives have made a difference in the lives of others and for our region.

We look forward to continuing this incredible journey with you. And, most of all, **we thank you for your investment** and support of Heartland Foundation. Your thoughts are always welcomed as we continue to think ahead about how we can better collaborate to continue to meet tomorrow's challenges.

In the service of our children and communities,



Judith K. Sabbert
Chief Operating Officer

Our Vision
Healthier, More Livable
Communities

Our Mission
To empower all children
and adults to continuously
improve their health
and quality of life.

Our Passion
Loving our kids and
our communities.

Heartland Foundation is committed to our children and communities. Founded in 1982, the Foundation was established as a 501(c)3 charitable organization. Working with local and national partners, we support projects most relevant to community needs. Our programs, which address youth, education, and healthier communities, are unique in the collaborative, inquiry-based learning approach we take through a number of innovative programs and practices.

We engage people from all walks of life and different perspectives to tackle the tough issues. They begin by having the critical conversations which inspire action to meaningfully address the root causes that drive the health and well-being of communities. In doing so, we transform lives and communities.

With the demands of the 21st century, our nation must address the social circumstances (education and income levels) that lead to healthier lives and thriving neighborhoods. According to research findings (Unnatural Causes, 2008; Overcoming Obstacles to Health, 2010, et al.), the social, economic, and physical environment in which we are born, live, and work determine how healthy we are – as much as our behaviors (smoking, diet, and exercise) and even more so than medical care.

Did you know that education is the single most effective intervention to improve health outcomes? Here are a few of the facts reported in these studies:

- Adults who do not complete high school are four times more likely to be in poor health compared to college graduates;
- College educated men live 6.8 years longer than men who have not graduated from high school; for women, it's more than 5 years;

- The median income for male college graduates was 60% higher than male high school graduates, and more than twice that for high school dropouts;
- Among teenagers, those who stay in school are less likely to engage in risky behaviors, become teen parents, and end up in low-paying jobs without career prospects; and,
- Early learning (birth – 5 years) stimulates brain development, intellect, and behavioral patterns.

These and other findings reported in the PBS Documentary Unnatural Causes show a clear connection between health and learning at all ages, from early childhood throughout adult life. Go to www.unnaturalcauses.org and www.commissiononhealth.org for more information.

Increasing education and income levels are the two social determinants that will make the greatest difference in building healthier, more livable communities.

Because strong and vibrant communities start with healthy and productive citizens, investments in educational attainment are crucial. Doing so will prepare a qualified workforce that leads to thriving businesses and an economy that supports better jobs and wages. This can have a profound impact on improving individual lives and society.

For this reason, Heartland Foundation works in collaboration with local, state, and national partners to leverage resources,

ideas, and new "think ahead" strategies. We're doing so by investing in a number of Foundation programs that promote educational attainment through youth empowerment and leadership, a P-20 "birth throughout life" Council, and other capacity building programs to transform and sustain communities.

This report offers stories, facts, and findings. We look forward to continuing this work with our partners in building a pathway to healthier, more livable communities. **Your investment counts!**



Healthy Communities

Launched in 1994, the Healthy Communities Investor Council, under the auspices of Heartland Foundation, was formed to bring non-traditional partners to the table to share resources, different perspectives, and new possibilities for building healthier, more livable communities. Now funded by Heartland Health, Missouri Western State University, North Central Missouri College, Northwest Missouri State University, St. Francis Hospital & Health Services, and Heartland Foundation donors, the council serves as a sounding board for a variety of collaborative efforts.

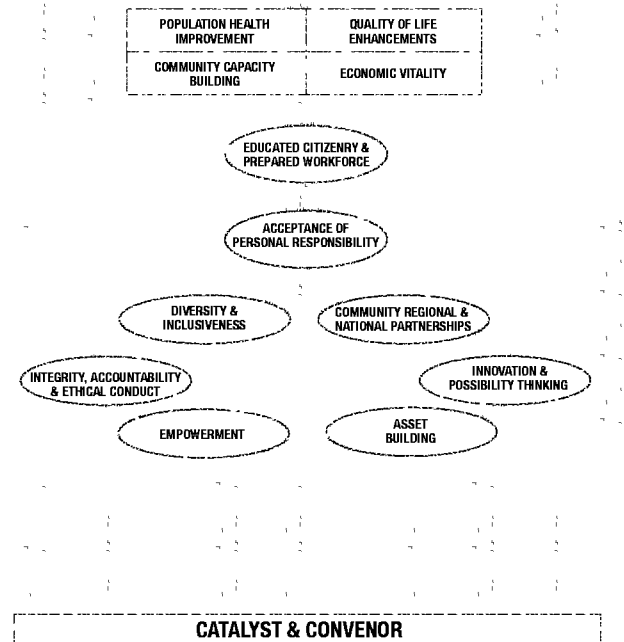
Diverse members include school administrators, community and economic developers, hospital administrators, technology experts, bank executives, and business partners. The initiative advocates for accountability systems (individual and community) that will facilitate the best answers that matter most. Over the past 15 years, data gathering and evaluation, networking summits, regional planning forums, and youth empowerment programs have evolved. For each initiative, a diverse group of regional citizens meets to address new innovations, collaborative partnerships, tools, and resources to promote mission-critical issues.

Since 2006, an outgrowth of the Healthy Communities Investor Council agenda has led to three regional strategic priorities:

- Forming a northwest Missouri Preschool-20 (P-20) Business and Education Council to advocate for higher levels of education
- Bringing public and private partners together to promote an affordable broadband infrastructure with access in even the most remote rural areas and develop an regional information exchange
- Promoting a Culture of Character in homes, schools, and businesses

think ahead emPowerU Leaders in Community Innovation

Vision: Healthy, Empowered Communities



Mission Empower all children & adults to continuously improve their health & quality of life

Heartland Foundation is a 501(c)(3) public charity dedicated to empowering children and adults to build healthier, more livable communities.



The difference in lifetime earnings between a high school dropout and a college graduate tops nearly \$1.4 million (An Excellent Education for America's Children)

Providing Opportunities To Make a Difference

P-20 Business and Education Council

Recent data shows the U.S. currently lags behind a number of other industrialized nations in terms of high school graduation (OECD, 2006). Educational attainment is the most important determinant of a person's life chances in terms of employment, income, health status, housing, and other amenities. Dropouts earn less and are less likely to be employed. The net economic effect has costly consequences for the larger society when education levels remain low. Lifetime earners make on average \$322,000 less as dropouts than male high school graduates. Additionally, the difference in lifetime earnings between a high school dropout and a college graduate tops nearly \$1.4 million (An Excellent Education for America's Children).

Among developed countries, the U.S. ranks 18th in high school graduation rates and 15th in college graduation rates. Far fewer American students are completing high school with diploma rates trending downward from 85% to only about seven in 10 students who are actually successful in finishing high school today.

For these reasons, the Northwest Missouri P-20 Council is committed to promoting strategic ideas and partnerships focused on educational attainment and job growth. Call 816.271.7200 to get involved.

Regional Technology Infrastructure

High-speed, affordable broadband is essential for our communities to communicate and do business in the 21st century. This demand will continue to grow rapidly as communities work to attract new business, new jobs and the right workforce.

As part of our Healthy Communities agenda, a Regional Technology Infrastructure Team was established to advocate for expanding connectivity, speed and access for broadband coverage in all parts of the state. This critical infrastructure is not just a pathway for economic growth; it's a prerequisite for economic survival. Quality education, health care and commerce depend on this resource.

With citizens from all walks of life and experts in all types of communication technology at the table, the regional team has made significant strides in championing to build this electronic bridge to economic vitality. The construction and allocation of state resources for this purpose will serve the best interest of all Missourians, so every citizen and business can communicate and do business to improve the overall health and quality of life for this region.



Character Building Programs

According to a new Josephson Institute survey, U.S. high school students are apathetic about ethical standards. Sixty-four percent of students reported cheating on a test in the past year, while 30% admitted to stealing from a store. Despite these findings, young people were satisfied with their personal ethics and character believing that "when it comes to doing what is right, I am better than most people I know." In fact, a 2008 Report Card on the Ethics of American Youth indicates that 98% of the youth respondents believe it's important "to be a person with good character."

At the 2004 Healthy Communities Regional Planning Forum, character education was lifted up as one of several strategic focuses for the region. Thoughtful and positive actions in promoting integrity and other character traits are now widespread throughout the region. Advocating the value of these characteristics, a strong and compelling message is delivered through a character education campaign reaching schools and businesses alike.

Healthy Partnerships/HEAL

Healthy Partnerships is an innovative funding program sponsored by Heartland Foundation, Heartland Health and North Kansas City Hospital. These funds have been established to encourage innovative initiatives that will assist northwest Missouri in achieving the vision of healthier, more livable communities. The partnership is currently awarding HEAL (Healthy Eating, Active Living) grants to projects that foster and support these types of changes. All funded projects must have one or more community partners.

Scholarships

As we continue to help launch many students on their path to higher education, Heartland Foundation is privileged to manage a number of educational scholarships. Students from throughout the 30-county region are eligible to apply for financial assistance through a number of scholarship opportunities, primarily in health-care fields. Since 2002, over 250 individuals have received assistance in achieving their educational goals through scholarship awards. For a complete list of scholarship opportunities available through HF, visit our website: www.heartlandfoundation.org.

Culture of Character Traits

January	Tolerance — acceptance of differences and the uniqueness of others and celebrating the common ground we share
February	Honesty — being truthful in what you say and do
March	Cooperation — working together toward a common goal
April	Perseverance — demonstrating determination and commitment to complete a task
May	Patience — ability to remain calm and to wait for what you want
June	Confidence — freedom from doubt and believing in yourself
July	Integrity — always doing the right thing even when no one else is watching
August	Responsibility — taking ownership of what you say and do
September	Respect — treating others with courtesy and honor
October	Self-control — having control over one's actions, words & emotions
November	Citizenship — being loyal to your school, community & country
December	Compassion — caring for others with kindness





Youth Agenda

Since 2005, Heartland Foundation has offered schools and communities unique, field-tested learning experiences with the intent of nurturing creativity along with developing civic and workforce development skills in young people. Located at emPowerU, this one-of-a-kind youth agenda focuses on each young person's ability to learn and be successful. Years of independent evaluative research tell us that this approach is working. Delivering both school and community-based programs, a combination of hands-on activities gives participants real world experiences in community problem-solving and project-based learning. The different methods of instruction promote:

- The ability to think creatively and innovatively
- The opportunity to collaborate and learn how to effectively work in teams
- An appreciation for diversity
- The ability to research and locate information
- Multiple learning pathways to accommodate different learning styles and abilities
- The advancement of technology skills
- Good decision-making
- Leadership qualities
- Linking core classes to meaningful experiential learning activities
- An understanding that each person can make a meaningful difference in building and sustaining communities
- Transformative learning

Since 2005, more than 15,000 young people have been a part of this youth empowerment agenda. These school- and community-based programs are experiencing good results with the last six months of satisfaction scores collected from youth, teachers, adult sponsors, and volunteers reaching an all time high of greater than 99%.

In addition, Kansas State University's E3 team gives a sharper picture by measuring the progress of these young people.



Youth who participate in Heartland Foundation Youth Empowerment Programs are more likely to:	Non-Participating	Participating
<i>be asked to be a leader</i>	57.8	65.1*
<i>to serve as a leader</i>	57.8	65.1*
<i>spend more time on homework</i>	24.7	27.7*
<i>be involved with clubs, teams, etc.</i>	49.9	65.0*
<i>volunteer in their community</i>	37.7	45.5*
<i>feel accepted as members of the community</i>	79.5	83.1*
<i>believe they can personally contribute to the future of their community</i>	80.1	84.6*
<i>see their success is linked to how hard they work</i>	84.0	88.2*
<i>participate in activities to make decisions about their communities</i>	55.8	61.6*
<i>help solve community issues</i>	59.0	67.9*
<i>make a positive difference in my community</i>	65.4	78.9*
<i>believe that adults in their communities value young people as problem solvers and decision makers</i>	61.4	69.1*
<i>believe adults in their communities view youth positively</i>	72.6	78.2*
<i>feel a responsibility to keep their communities clean</i>	87.5	100*

* Differences in pre and post percentages are statistically significant

The students who participate in emPowerU programs range from top performing students to those at-risk. As one juvenile offender from the emPowerMe program said so well, "It helps you get better at life skills... and not only are you helping...you're also learning." Another participant summed his experience up in this way, "Before I never spoke up and shared my ideas. Now I have confidence, and I'm not afraid to speak up. I know I have good ideas and can make a difference."

From those youth-led teams that championed a service-learning project, extraordinary stories were captured as a result of their participation in emPowerU programs. Addressing the needs of homeless youth and providing an open door for those in need of health care were just two major issues students addressed this past year. Through these real-world experiences, young people are realizing that one person can make a difference, and every one deserves that chance to do so.



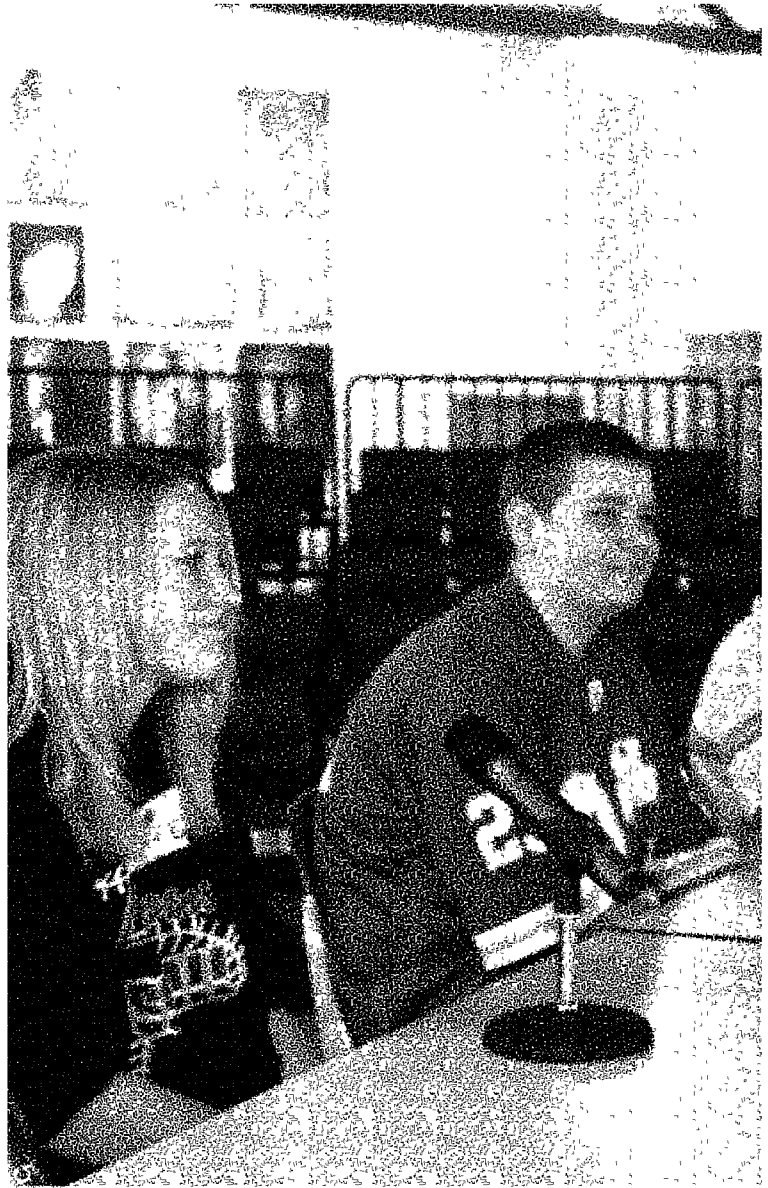
Learning Life Skills



think ahead emPowerU®

Heartland Foundation is always looking for ways to improve our programs. An experienced team is now working on a number of new opportunities to enrich what we do here. This enrichment is critical if we want to stay at the forefront in creating the next iteration of real world, hands-on learning. Creating healthier, more livable communities starts with education. At the same time, we must promote innovation and excellence in our communities and the region to assure that we provide the very best learning experiences for youth. Past successes and lessons learned will help us get there. From new problem-solving challenges and taking technology to the next level, Heartland Foundation hopes to incubate new pathways for learning and building healthier communities.

Recognizing the accomplishments of young people who have become involved in emPowerU programs is something all of us need to pay attention to...now and in the future. When our youth see the value of their education, realize the power of their own voice, can work successfully with others in finding solutions for important issues, and can count themselves as community contributors, our nation and our communities will become healthier. Education levels will rise. A prepared workforce will be in place. Qualified workers will attract quality jobs. The economy will thrive. And we will experience better health and a much better quality of life where we live, learn, work, and play.



**emPowerU programs:
Empowering Children and Adults**

Benchmarking Youth in Search Institute's 40 Developmental Assets National Asset Profile with Youth who Participate in Heartland Foundation's emPowerU® Initiatives

EXTERNAL ASSETS

Support		
Asset	National	emPowerU® participants
1 Family Support	68%	87%
2 Positive Family Communication	28%	80%
3 Other Adult Relationships	43%	84%
4 Caring Neighborhood	37%	58%
5 Caring School Climate	29%	63%
6 Parent Involvement in Schooling	29%	63%
Empowerment		
7 Community Values Youth	22%	81%
8 Youth as Resources	26%	69%
9 Service to Others ¹	48%	62%
10 Safety	51%	74%
Indicators of Boundaries and Expectations		
11 Family Boundaries	46%	84%
12 School Boundaries	52%	No Data
13 Neighborhood Boundaries	47%	88%
14 Adult Role Models	27%	73%
15 Positive Peer Influence	63%	69%
16 High Expectations	48%	82%
Indicators of Constructive Use of Time		
17 Creative Activities	21%	26%
18 Youth Programs	57%	80%
19 Religious Community	58%	62%
20 Time at Home ²	51%	63%

INTERNAL ASSETS

Commitment to Learning		
Asset	National	emPowerU® participants
21 Achievement Motivation	65%	90%
22 School Engagement	55%	72%
23 Homework	47%	57%
24 Bonding to School	52%	80%
25 Reading for Pleasure	22%	64%

¹ E3 Civic Survey (pre/post)

² HF Youth Survey question asks how often do you "just hang out" after school? (Response categories all the time, sometimes, never) No negative connotation is connected with the HF question, that is, the HF question neither specifies "with nothing special to do" nor the number of days/week



**Adults Who Are
Willing To Listen**



Effective Education

A Comparison of Search Institute's 40 Developmental Assets National Asset Profile with Heartland Foundation's emPowerU® Asset Profile

Asset	National	emPowerU® participants
26 Caring	50%	85%
27 Equality and Social Justice	52%	89%
28 Integrity	68%	83%
29 Honesty	66%	No Data
30 Responsibility	63%	81%
31 Restraint	45%	74%
Social Competencies		
32 Planning and Decision Making	29%	86%
33 Interpersonal Competence	45%	82%
34 Cultural Competence	43%	86%
35 Resistance Skills	41%	88%
36 Peaceful Conflict Resolution	40%	58%
Positive Identity		
37 Personal Power	42%	86%
38 Self-Esteem	48%	88%
39 Sense of Purpose	57%	91%
40 Positive View of Personal Future	72%	95%



emPowerMe

Heartland Foundation's mission is to empower children and adults to build healthier, more livable communities. One of the Foundation's youth empowerment programs is emPowerMe. Young status offenders participate in this intensive 12-week program designed to instill skills, knowledge, hope and responsibility. Since 2005, at-risk youth have learned to make positive choices that affect their lives and their communities through involvement in emPowerU. Participation in emPowerMe helps young people understand their personal strengths and learn to build upon them, see the impact they have on the world around them and realize that they can make a difference. The statements from these young people show the dramatic, lasting impact this program has made in their lives:

"I'm noticing things more. Like there's always a way to figure things out."

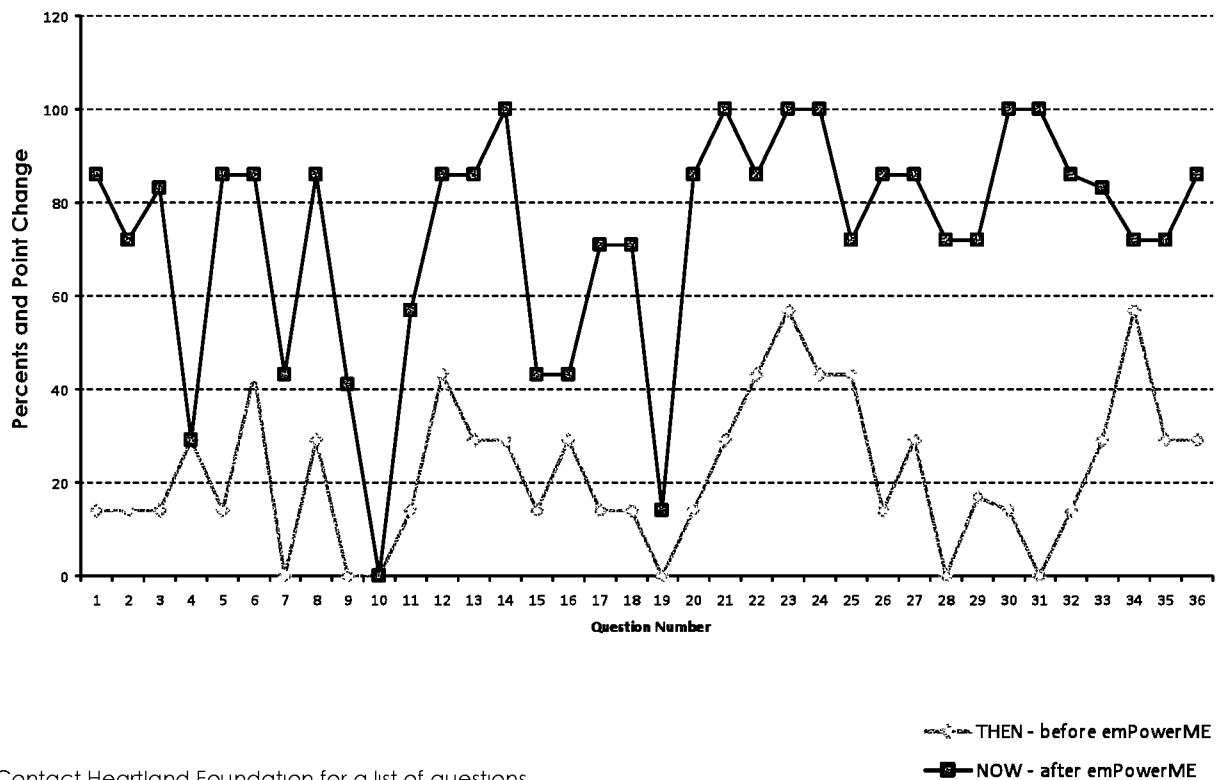
"We have dreams of what we want to change. Now we know we can make the difference."

"You learn more about the problems in the community, so it helps you not take things for granted."

"I've been in the program quite a while — almost a year, and I think I'm getting out soon. But I'm going to keep coming back until our project is finished. This project is very important to me."

"I've gotten better at understanding, and now I can use what I know to go out and help. It makes you feel good, knowing you are helping your community."

emPowerMe Survey Results: THEN and NOW





Heartland Foundation and Project Fit America®

Dedicated to Getting Kids Fit

As the founding regional sponsor of Project Fit America (PFA) since 1999, Heartland Foundation has pledged funding to provide training, curriculum and permanent outdoor and mobile fitness equipment to 51 schools (more than 13,000 students) located throughout the 30-county service region. Through a partnership with PFA, each year the Foundation is committed to securing additional funding to help more schools provide quality opportunities for children to be active, healthy and fit, while instilling lifelong fitness and good nutrition habits.

In addition to receiving state-of-the-art outdoor and indoor exercise equipment, instructors also receive on-site training and curriculum resource materials. In September 2010, PFA national trainers conducted a Midwest Conference Training Day, an interactive training session hosted by 2009 grant recipient St. James School in Liberty, MO, and attended by physical education instructors from HF sponsored Project Fit sites throughout the region.

In monitoring program effectiveness, pre- and post-tests are administered to track individual and school progress. After participating in Project Fit for a number of years, teachers at Pershing Elementary School indicated that "since that time our students did better in the classroom, attended school regularly and lowered their body mass index." Teachers often comment that the Project Fit students come directly from the program ready to learn. Parents say their children are ready to get out of bed and are excited to get to school just to participate in the program. This enthusiasm has resulted in area students achieving national record-holding status in 7 categories of the "Chart & Challenge" competition tracked by PFA.



PROJECT FIT AMERICA®
Heartland Foundation
Regional Testing Averages 2009-10

	PRE	POST	IMPROVEMENT
Flex Arm Hang (Upper Body)	0:14 sec.	0:16 sec.	19.05%
Pull Ups (Modified) (Upper Body)	18.55	24.00	29.39%
Pull Ups (Upper Body)	4.93	6.18	25.34%
Horizontal Ladder (Upper Body)	2.95	2.96	0.34%
Step Test (Cardiovascular)	35.91	41.95	16.83%
Sit Ups (Abdominal)	28.20	32.67	15.87%
Step Test (Cardiovascular)	29.83	34.53	15.73%
Vaults (Lower Body)	10.67	13.35	25.123%
½-Mile Run (Cardiovascular)	5:16 min.	4:57 min.	5.41%
Mile Run (Cardiovascular)	12:09 min.	10:56 min.	5.52%
Pacer Test (Cardiovascular)	30.94 sec.	36.58 sec.	18.24%

These results are based on the most common, measurable areas of assessment for the students that had both pre- and post-test scores. Results are reported by schools and are not the product of independent control studies.





Recognition Awards

Heartland Centre for Rehabilitation and the Foundation received the 1995 National Safety Council's third place award for Improvements in the Quality of Life for People with Disabilities for efforts in children's rehabilitation.

St. Joseph Preservation, Inc. recognized the Foundation for quality restoration efforts of the Hope House.

Missouri Humanities Council selected the Foundation as its first regional coordinator of READ from the START, an initiative that encourages reading to children from infancy.

The Healthy Communities initiative received two state-wide honors for innovative community-building efforts from the Missouri Association of Community Task Forces (MoACT) and the Governor's Award for Community Health.

Foundation named as the state founding sponsor and a national research coordinator for Project Fit America.

Healthy Communities for the Midwestern Four Corners was one of three projects showcased by the City of St. Joseph in the 1997 All-America City Awards competition. St. Joseph won the top honor from the National Civic League.

Foundation served as a beta test site for the national Accelerating Community Transformation Project's OUTCOMES Toolkit.

The University of Minnesota's Humphrey Center for Democracy named the Foundation as the managing partner for the first-ever regional rural partnership in Public Achievement. The program encourages elementary students to become good citizens and effective community decision-makers.

Healthy Communities for the Midwestern Four Corners was selected as one of ten communities across the country to dialogue "what creates healthier communities?"



Foundation received the Governor's Platinum Cornerstone Award for Fitness and Health Leadership to recognize our work with schools in sponsoring Project Fit and promoting healthier lifestyles.

Heartland Foundation and the Healthy Communities Summit were recognized in 2005 as a "promising practice" by the Southern Growth Policies Board in North Carolina.

Heartland Foundation was selected as one of 12 community-based organizations nationwide to receive a Learn & Serve America grant that supported a new program, Jump Starters, to encourage emPowerU students to take on community service projects.

At the November 2006 National EPA Brownfields Conference, Heartland Foundation was presented with the Environmental Protection Agency's Region VII Star Performer award for cleanup efforts at the emPowerU campus in the Brownfields district.

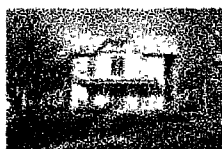
Governor Matt Blunt recognized Heartland Foundation for our youth empowerment work as a Show-me Solutions initiative.

2008 Awards included the Southern Growth Policies Board's Innovator Award for Youth Empowerment programs; designation by U.S. EPA Brownfields for Success in cultivating Sustainable Communities Award; and acknowledgment as a Spirit of Service National Award Finalist by Learn & Serve America and the Corporation for National & Community Service.

Together with Heartland Health, the Foundation accepted the 2009 Foster G. McGaw Prize for Excellence in Community Service. Of the five programs honored by this prize, four were HF sponsored programs.



Innovations Led by Heartland Foundation



A 19th century home in a historic district was restored as the Heartland House for families and patients to stay while receiving medical care

In 1990 **Healthy Partnerships** was created as a matching grants program to encourage community groups to collaborate and find innovative solutions to improve the health of the population

Project Youth was co-founded with Heartland Volunteer Services to mentor high school students and encourage them to explore healthcare careers; students earn scholarship assistance while volunteering



A second home, **Hope House**, was renovated in a historic district to provide hospice care to patients at the end of life

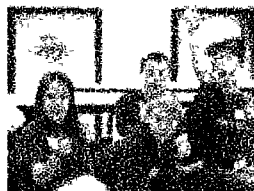
A partnership formed with the Missouri's Cattlemen Foundation to aid Missouri families with grants from the **MCA Children's Fund** to purchase adaptive equipment for their children



Trustees voted to accept a new role for Heartland Foundation as the catalyst and convenor for the **Healthy Communities for the Midwestern Four Corners** initiative. Northwest Missouri State University came on board as a facilitating partner

The first **Healthy Communities Transformation Forum** attracted 136 citizens from all walks of life to think about their community's future and how to plan for it

Healthy Communities for the Midwestern Four Corners was selected as one of six community-building efforts in the nation to codify best practices in leading healthier communities efforts



After several years of research, Heartland Foundation created the **emPower Plant** curriculum and immersion, a one-of-a-kind, inquiry-based learning program to engage young people in becoming active citizens

The **first incubator lab** was opened in 2005 to test the efficacy of the emPower Plant curriculum and immersion



In 2007 a dilapidated warehouse in the Brownfields district was restored as **emPowerU**, a unique, technology-rich research and solutions center to house a myriad of Foundation programs

The first **emPowerU Immersion** was held in August of 2007

Hope House now serves as a bereavement & loss center and houses several community services

emPowerMe was created in partnership with the Juvenile Justice system as a new prototype in working with first-time status offenders

The first **Jump Starters Summit** was held to showcase the work of young people involved

Created **Launchpad**, an interactive website to post service-learning projects of emPowerU youth



Education, business, and community partners are working together on the **P-20 Council** to advocate for higher levels of education and workforce-ready communities



Facts at a Glance

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FOUNDED 1982

HEADQUARTERS

emPowerU
518 S. 6th Street
Saint Joseph, MO 64506
816.271.7200

WEB ADDRESS

www.heartlandfoundation.org

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PROGRAMS & RESOURCES

- Healthy Communities: Culture of Character, Community Transformation Forums, Healthy Communities Regional Investor Council, P-20 Education Council, Regional Planning Forums, Regional Technology Infrastructure Task Force, Healthy Communities Summit
- Youth Empowerment: emPower Me, emPowerU school and community-based models.
- Resources: Scholarships, Healthy Partnerships, Heartland House, Hope House, Jump Starters, MCA Children's Fund, Touchstone, Heartland Charitable Trust Fund.

