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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052 **2011**

Department of the Treasury Internal Revenue Service

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

For cal	lendar year 2011, or tax year beginning	, 2011	, and ending	, ,	
THE	BROOKHILL FOUNDATION W23755 STONE RIDGE DRIVE #2	50	Α	Employer identification num 20-5818635	nber
	ESHA, WI 53188	30	B	Telephone number (see the	instructions)
			c	If exemption application is	pending, check here 🕨 🔲
G Che	eck all that apply: Initial return	Initial Return of a for	mer public charity D	1 Foreign organizations, chec	k here .
	Final return Address change	Amended return Name change		2 Foreign organizations meet	
H C		01(c)(3) exempt private t		here and attach computation If private foundation status	<u> </u>
	Section 4947(a)(1) nonexempt charitable air market value of all assets at end of year J A	counting method: X C		under section 507(b)(1)(A)	
<i>(f</i> ► \$	from Part II, column (c), line 16)	Other (specify) I, column (d) must be of	F	If the foundation is in a 60- under section 507(b)(1)(B)	
	Analysis of Revenue and	<u> </u>	I		
1,2,441, 4,2	Expenses (The total of amounts in	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable
	columns (b), (c), and (d) may not neces sarily equal the amounts in column (a) (see instructions))				purposes (cash basis only)
	1 Contributions, gifts, grants, etc, received (att sch)		NEWSCOTT STEELS	PROPERTY AND	Western being
	2 Ck X if the foundn is not req to att Sch B	AND CONTRACTOR			
~3	3 Interest on savings and temporary cash investments	61.	61.		
2012	4 Dividends and interest from securities .	434,843.	434,843.		/ %_200 0000045000000
ထ	5a Gross rents	-coals, sint a feet or Nation States.	Constitutions of the Landschitt		
	or (loss)	717,553.			
Ě	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 4,734,605	717,333.			
	assets on line 6a 7 Capital gain net income (from Part IV, line 2).	40.00	717,553.		
<u>E</u> M	8 Net short-term capital gain		ASSESSMENT OF	12,171.	
	9 Income modifications .				A CANCAL ACTION OF THE
SCANNET NOT T	10 a Gross sales less returns and allowances.				
(S)	b Less Cost of goods sold			1 (4 × 1 × 1 × 1 × 1 × 1 × 1 × 1 × 1 × 1 ×	
<u>ښ</u> ;	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT	14,214.	14,214.	1	
	12 Total. Add lines 1 through 11	1,166,671.	1,166,671.	12,171.	
	13 Compensation of officers, directors, trustees, etc	0.	=/==-/		
	14 Other employee salaries and wages	152,655.			152,655.
	15 Pension plans, employee benefits	4,500. 2, 5,281.	2,640.		4,500. 2,641.
A D	16a Lega res (affach schedule) SEE ST :		4,800.		4,800.
M	Other prof fees (attach sch) SEE ST		42,138.	· - · -	
0 I	177 Intelesty W 7 Chic				
P S T R	Taxes (attach schedule)(see instrs) SEE STM	21,153.	10,839.		10,314.
RATI	9 Depreciation (attach	2,108.			
Ņ V G E	20 Occupancy 21 Travel, conferences, and meetings	_15,867.			15,867.
	22 Printing and publications .	15,867.	<u> </u>		15,607.
A N D E	23 Other expenses (attach schedule) SEE STATEMENT	126,494.	21,470.		105,024.
N S E	24 Total operating and administrative				
S	expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid STMT 7	379,796. 1,111,900.	81,887.	De Marchael Marchael	295,801. 1,111,900.
	26 Total expenses and disbursements. Add lines 24 and 25.		81,887.	0.	1,407,701.
	27 Subtract line 26 from line 12:	212 - 20 - 20 - 20 - 20 - 20 - 20 - 20 -			
	a Excess of revenue over expenses and disbursements	-325,025.			
	b Net investment income (if negative, enter -0-)		1,084,784.		
	C Adjusted net income (if negative, enter -0-)	30.27 (#1.00 to 1.00 t	可能是为1967年	12,171.	Y W W W Y Y Y

Page 2

Dak	4513	Balance Sheets	Attached schedules and amounts in the column should be for end-of year amounts.	description	Beginning of year	End o	f year
Гат	<u>(11.3</u>	Dalalice Sileets	(See instructions)	ints only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-	-bearing				
	2	Savings and tempora	ary cash investments .	•	247,460.	203,218.	203,218.
	3,	Accounts receivable	►	101,253.			Marie Carrie Marie
	}	Less allowance for o	doubtful accounts		13,125.	101,253.	101,253.
	4	Pledges receivable	. ▶				多数深度少 宝宝
		Less: allowance for o	doubtful accounts ►				
	5	Grants receivable					
	6	Receivables due from offic	ers, directors, trustees, and other				
		disqualified persons (attac	th schedule) (see instructions).				
	7	Other notes and loans rece	eivable (attach sch)		4		
Ą		Less allowance for o	doubtful accounts				
Š	8	Inventories for sale of	or use				
A S E T	9	Prepaid expenses an	nd deferred charges .				
Ś	10a	Investments – U.S.	and state government				
		obligations (attach so	chedule)	•	3,062,259.	3,202,396.	3,396,661.
	l t	Investments — corporate s	stock (attach schedule)		13,395,530.	12,816,742.	13,206,124.
	C	: Investments — corporate b	oonds (attach schedule)	•	1,950,484.	2,042,899.	1,831,686.
	11	Investments - land,	buildings, and			all the second	
	ĺ	equipment: basis	-				
	ļ	Less: accumulated depreciation (attach schedule)	ation				
	12	Investments - mortg			 		
	1	Investments – other	•		7,711,475.	7,706,542.	6,543,727.
	1	Land, buildings, and e	•	17,831.	CONTRACTOR OF CO	7,700,342.	
	'*	-		17,031	97030.032.433.434.344.331.436.4		A State of the Sta
		Less: accumulated deprecial (attach schedule).	SEE STMT 8 -	14,668.	5,271.	3,163.	3,163.
	15	Other assets (describ				·	
		Total assets (to be o	completed by all filers -		0.5 0.0 5 0.0 4	05 075 010	25 225 222
		•	Also, see page 1, item I)	·	26,385,604.	26,076,213.	25,285,832.
Ī	17	Accounts payable an	d accrued expenses	• •		<u> </u>	
À	18	Grants payable		•	<u></u>		
B	19	Deferred revenue					
Ļ	20	•	ors, trustees, & other disqualified pers	sons.			
Ţ	21	Mortgages and other notes					
<u>i</u> ,	22	Other liabilities (descri	be ► SEE STATEMENT	9;	19,312.	34,946.	
E S	23	Total liabilities (add	lines 17 through 22)	,	19,312.	34,946.	
			low SFAS 117, check here	▶ [1		
		and complete lines 2	24 through 26 and lines 30 an	d 31. 🗀	1		
N F	24	Unrestricted					
ΕU	25	Temporarily restricted	 d				
T N	26	Permanently restricted					
		-	not follow SFAS 117, check I	here ► X		****	
S B S A		and complete lines 2	77 through 31.				
EL	27	Capital stock trust or	rincipal, or current funds		26, 366, 292.	26,041,267.	
T A S N	28	•	or land, building, and equipment fund	\	20,000,2321	20,012,201.	14553
С	29		lated income, endowment, or other fu				k it is the second of
O E R S	30		und balances (see instruction		26, 366, 292.	26,041,267.	
•		Total liabilities and r	net assets/fund balances	.5)			
		(see instructions)			26,385,604.	26,076,213.	SEXTENS SILVERING
Part		Analysis of Chang	ges in Net Assets or Fu	nd Baland	ces		
1	Total	net assets or fund ba	lances at beginning of year -	- Part II, col	umn (a), line 30 (must a	agree with	
	end-c	of-year figure reported	l on prior year's return)	,		1	26,366,292.
		amount from Part I, I				2	-325,025.
		ncreases not included in lin	e 2 (itemize)			3	
		ines 1, 2, and 3				4	26,041,267.
		ses not included in line 2 (i				5	
_6	Total	net assets or fund ba	lances at end of year (line 4	minus line 5	b) - Part II, column (b),	line 30 6	26,041,267.

Partive Capital Gains and	Losses for Tax on Investment				
(a) List and describ 2-story brick warehou	e the kınd(s) of property sold (e.g., re se; or common stock, 200 shares ML		(b) How acqu P — Purcha D — Donatio	se (month, day, year)	
1a NORTHERN TRUST			P	VARIOUS	VARIOUS
b NORTHERN TRUST			P	VARIOUS	VARIOUS
c GROSVENOR K-1			P	1/01/11	12/31/11
d GROSVENOR K-1			P	1/01/10	12/31/11
e CAPITAL GAIN DIVIDE	INDS		<u> </u>		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	s	(h) Gain oi (e) plus (f) n	(loss) ninus (g)
a 1,543,277.		1,530	,723.		12,554.
b 2,953,166.		2,478	,079.		475,087.
c			383.		-383.
d		7	,867.		-7,867.
e					
Complete only for assets show	ing gain in column (h) and owned by	the foundation on 12/31/69		(I) Gains (Co	lumn (h)
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (over column (j), if any	(i) y	gain minus column (than -0-) or Losses (k), but not less
a					12,554.
					475,087.
С				·	-383.
d					<u>-7,867.</u>
e					238,162.
2 Capital gain net income or (ne	If gain, also of the first transfer of the f	enter in Part I, line 7 er -0- in Part I, line 7		2	717,553.
3 Net short-term capital gain or ((loss) as defined in sections 1222(5)	and (6):			
•	e 8, column (c) (see instructions) If (
in Part I, line 8	· ·	1033), eriter -0-		3	12,171.
Part V Qualification Under	Section 4940(e) for Reduced	Tax on Net Investmen	nt Incom	e	
	tion 4942 tax on the distributable amounty under section 4940(e). Do not con		period?	Yes	X No
 Enter the appropriate amount i 	n each column for each year, see the	e instructions before making	any entrie	S	
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use asse	ets ((d) Distributio (column (b) divided	
2010	1,653,470.	25,556	,092.		0.064700
2009	1,639,303.	24,066			0.068116
2008	1,549,048.	30,421			0.050920
2007	431,977.	33,681			0.012825
2006			,068.		
		····			
2 Total of line 1, column (d)				2	0.196561
3 Average distribution ratio for th	e 5-year base period – divide the tot	tal on line 2 by 5, or by the			·
number of years the foundation	has been in existence if less than 5	years	-	3	0.039312
4 Enter the net value of nonchar	table-use assets for 2011 from Part)	X, line 5		4 2	6,781,986.
5 Multiply line 4 by line 3			-	5	1,052,853.
6 Enter 1% of net investment inc	ome (1% of Part I, line 27b)			6	10,848.
7 Add lines 5 and 6				7	1,063,701.
8 Enter qualifying distributions from	om Part XII, line 4			8	1,407,701.
If line 8 is equal to or greater the Part VI instructions.	nan line 7, check the box in Part VI, I	line 1b, and complete that p	art using a	1% tax rate. See	the

Pa	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction	s)		
1.	a Exempt operating foundations described in section 4940(d)(2), check here > and enter 'N/A' on line 1.	1. 12. 12	. 3	4
	Date of ruling or determination letter: (attach copy of letter if necessary — see instrs)			
	Domestic foundations that meet the section 4940(e) requirements in Part V,		10,8	48.
	check here ► X and enter 1% of Part I, line 27b	e zakriji	r Spr	Bridg.
ı	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			ke ou
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0.
3	Add lines 1 and 2		10,8	48.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		10,8	48.
6	Credits/Payments.	31		學和數
;	a 2011 estimated tax pmts and 2010 overpayment credited to 2011			
1	Exempt foreign organizations – tax withheld at source 6b			J. 14
	Tax paid with application for extension of time to file (Form 8868) 6c			第 . 单
	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d.		35 <u>,</u> 2	10.
8	Enter any penalty for underpayment of estimated tax. Check here			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . • 10		24,3	<u> 62.</u>
11	Enter the amount of line 10 to be. Credited to 2012 estimated tax. 24, 362. Refunded			0.
Pai	tWII-A Statements Regarding Activities	·····		
1:	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
•	participate or intervene in any political campaign?	1 a		X
ı	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1ь		х
	If the answer is 'Yes' to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	41		
	Did the foundation file Form 1120-POL for this year?	1 c		X
·	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	72.3		
	(1) On the foundation . ►\$ 0. (2) On foundation managers . ►\$ 0.			198
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	•	X
	If 'Yes,' attach a detailed description of the activities	44		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	26.0		
	of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes .	3		X
4 8	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Х
	If 'Yes,' has it filed a tax return on Form 990-T for this year?	4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5 SSSC 10	Sc 2000. s	X
	If 'Yes,' attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	41		
	By language in the governing instrument, or			
	 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	Х	
8 <i>a</i>	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	WI			
t	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G? If 'No,' attach explanation</i> .	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.	10		Х
RΔΔ		orm 99	0-PF	(2011)

Ŗa	社級相談 Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		<u> </u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	<u> </u>	
14	The books are in care of ► JAMES L. MOHR & ASSOCIATES LLP Telephone no ► (414)	302	-402	<u> </u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A	-	
	and enter the amount of tax-exempt interest received or accrued during the year		Vaal	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			系列
Pă	TWIEB Statements Regarding Activities for Which Form 4720 May Be Required		·	
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	4.	Yes	No
18	a During the year did the foundation (either directly or indirectly):	4.14		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disgualified person? . Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		\$ × \$	93
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X No			
ŧ	o If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N	/A
	Organizations relying on a current notice regarding disaster assistance check here			
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	الانسان الانسان	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		*	
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes X No			
	If 'Yes,' list the years 20, 20, 20			
t	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)	2b	N	/A
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	► 20 , 20 , 20 , 20	1		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.			
t	olf 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N	/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X_
ŧ	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4 b	11.45 A	X
BAA		orm 9 9	0-PF	(2011)

Partivil BI Statements Regarding Activit	ios for Which Form	A720 May Re Peg	uired (continued)		<u> </u>
		14/20 May be Key	uneu (c	<u>Jornaliaeu)</u>	-	
5a During the year did the foundation pay or inct(1) Carry on propaganda, or otherwise attem	=	on (section 4945(e))?		Yes X] No	
(2) Influence the outcome of any specific put	olic election (see section	n 4955); or to carry] No	
on, directly or indirectly, any voter registr. (3) Provide a grant to an individual for travel.		purposes?		Yes X	No No	
(4) Provide a grant to an organization other t	han a charitable, etc. o	rganization described			1	
in section 509(a)(1), (2), or (3), or section	n 4940(d)(2)? (see instri	uctions)	•	∐ Yes X	No	
(5) Provide for any purpose other than religion educational purposes, or for the prevention	on of cruelty to children	or animals?		Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53.4945 or ii (see instructions)?	the transactions fail to a current notice regard	qualify under the excep ding disaster assistance	tions ·	_	_	5b N/A
Organizations relying on a current notice rega	arding disaster assistan	ce check here		▶ _		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure response if 'Yes,' attach the statement required by Reg	isibility for the grant?		.N/.A	Yes	No	
6a Did the foundation, during the year, receive a			S		7	3 - F.G. F.
on a personal benefit contract? b Did the foundation, during the year, pay prem	 nums, directly or indirec	tly, on a personal bene	 fit contra		No	6b X
If 'Yes' to 6b, file Form 8870.	,,	, , , , , , , , , , , , , , , , , , , ,				
7a At any time during the tax year, was the foun					No	
b If 'Yes,' did the foundation receive any proces	eds or have any net inco	ome attributable to the	transaction		N/A	7b
Partivilla Information About Officers, D and Contractors	irectors, Trustees,	Foundation Manag	gers, ni	gniy Paid	Embi	oyees,
1 List all officers, directors, trustees, foundation	on managers and their	compensation (see inst	ructions)).		
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	`emplo plans a	ntributions to yee benefit and deferred pensation	(e) E	Expense account ther allowances
MARICA K. PETERSON	TRUSTEE	0.	Com	0.		
N14 W23755 STONERIDGE DRIVE	0					
WAUKESHA, WI 53188					_	
	-					
	1					
				- · · · · · · · · · · · · · · · · · · ·	-	
	-					
2 Compensation of five highest-paid employee	ns (other than those ine	cluded on line 1— see is	etruction	ns) If none	enter 'l	NONE '
(a) Name and address of each employee	(b) Title, and average			ntributions to		Expense account
paid more than \$50,000	hours per week devoted to position			yee benefit and deferred	of	ther allowances
GDD CEARCHENE 10	devoted to position			pensation		
SEE STATEMENT 10	-				1	
		150,000.		20,134	•	0
			ł			
					 	
Total number of other employees paid over \$50,00					<u> </u>	000 BE (001
BAA	TEEA0306L	12/05/11			F	orm 990-PF (201

	20-58186	
Information About Officers, Directors, Trustees, Foundation Managers, Highly and Contractors (continued)	Paid Emp	loyees,
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NO	NE.	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(6	c) Compensation
NONE .		
Total number of others receiving over \$50,000 for professional services	. •	0
Part IX-AX Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1 <u>N/A</u>		
2		
3		
4		
Part X-B. Summary of Program-Related Investments (see instructions)		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and	d 2	Amount
1 N/A	-	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<u> </u>	0.

TEEA0307L 09/01/11

Form **990-PF** (2011)

BAA

	see instructions.)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:	(A) (C)	05 610 073
	A Average monthly fair market value of securities	1 a	26,610,973.
	Average of monthly cash balances	1b	578,860.
	c Fair market value of all other assets (see instructions)	1c	
	d Total (add lines 1a, b, and c)	1d	27,189,833.
•	Reduction claimed for blockage or other factors reported on lines 1a and 1c		
	(attach detailed explanation)	1	
2	Acquisition indebtedness applicable to line 1 assets	2	<u> </u>
3	Subtract line 2 from line 1d	3	27,189,833.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	407,847.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,781,986.
6	Minimum investment return. Enter 5% of line 5.	6	1,339,099.
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private oper	ating 1	oundations
	and certain foreign organizations check here ► and do not complete this part.)	_	
1	Minimum investment return from Part X, line 6	1	1,339,099.
2:	Tax on investment income for 2011 from Part VI, line 5. 2a 10,848.		
1	Income tax for 2011 (This does not include the tax from Part VI)		
•	Add lines 2a and 2b	2 c	10,848.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,328,251.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,328,251.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,328,251.
Pai	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1 1 a	1,407,701.
t	Program-related investments – total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	**	
a	Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required)	3a	
t	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,407,701.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	10,848.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,396,853.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years.	er the fo	
DAA			Form 900 PF (2011)

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI,		And the second of the second o		1 220 251
•	Undistributed income, if any, as of the end of 2011:		4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4		1,328,251.
	a Enter amount for 2010 only.	KINE KONSTANT		525,235.	Extra Extra
	b Total for prior years: 20 , 20 , 20		0.	Service of the servic	1.2.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1
3	Excess distributions carryover, if any, to 2011:	E CONTRACTOR AND	如今天大大小學 真中教育中華。	·····································	公童美国总统公司
-	a From 2006			新香港公司的企业	[後記》於新大学刊
1	b From 2007				
•	c From 2008			19-12 1 1 5 - A 4 - D C	
•	d From 2009			Mark Artist Control	- 13 18 15 18 10 18 19
•	e From 2010		检文 社會公產		
	Total of lines 3a through e .	0.			
4	Qualifying distributions for 2011 from Part				(1) (1) (1) (1) (1) (1) (1) (1) (1) (1)
	XII, line 4. ► \$ 1,407,701.				
ě	Applied to 2010, but not more than line 2a		1. 18. 18. 18. 18. 18. 18. 18. 18. 18. 1	525,235.	
ŧ	Applied to undistributed income of prior years (Election required – see instructions)		0.	14 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
(Treated as distributions out of corpus (Election required – see instructions)	0.			
	d Applied to 2011 distributable amount				882,466.
	Remaining amount distributed out of corpus	0.		ALMINE LIE ME	第二人类的基础设备。 第二人类的基础设备。
5	Excess distributions carryover applied to 2011	0.	1 (18) (W. 1 1 1/1) (M. 1)		0.
	(If an amount appears in column (d), the same amount must be shown in column (a))				
6	Enter the net total of each column as indicated below:				
5	a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
			× 42 %		
	Prior years' undistributed income. Subtract line 4b from line 2b		0.		
Ċ	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section		^		
	4942(a) tax has been previously assessed .		0.	25 M	2. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.
C	Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
			表。自身的the 的情報	A CORPA	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be				
	distributed in 2012				445,785.
7	Amounts treated as distributions out of		1000		
	corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		网络大大学等的	The state of the state of the	
	(see instructions).	0.	CONTRACTOR OF THE STATE OF THE		1 40 1 2 4 7 7 7 7 7 7 8 8 1 1 1 1 1 1 1 1 1 1 1 1
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions).	0.			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			The second of the second
10	Analysis of line 9.	Sign Price was a second	240 E 200	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	10000000000000000000000000000000000000
	Excess from 2007				
ŧ	Excess from 2008				Maria Maria
c	Excess from 2009		L. S. S. L. L. S. Y. L.		
	Excess from 2010				
e	Excess from 2011 .	ANTER BURNE	\$4. CA. S. L. B. CAS. I.	· · · · · · · · · · · · · · · · · · ·	V. 10 0 . S. 4 * 110
BAA					Form 990-PF (2011)

Form 990-PF (2011) THE BROOKHILL FOU Part XIV		uctions and Par	t VII-A guestion	20-581863	N/A Page 10
1a If the foundation has received a ruling or de					II/A
is effective for 2011, enter the date of the r	uling .			· <u>·</u>	
b Check box to indicate whether the foundation		erating foundation o		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2011	(b) 2010	Prior 3 years (c) 2009	(d) 2008	(e) Total
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt settings.					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter					
(1) Value of all assets			 		
section 4942(j)(3)(B)(i)					
minimum investment return shown in Part X, line 6 for each year listed		<u> </u>			
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income			<u> </u>	1.65.000	
Part XV Supplementary Information (assets at any time during the	Complete this	s part only if the	organization na	aa şə,uuu or mo	ore III
Information Regarding Foundation Manage List any managers of the foundation who had close of any tax year (but only if they have MARICA K. PETERSON	ave contributed n contributed more	than \$5,000) (See	e section 507(d)(2))		
b List any managers of the foundation who of a partnership or other entity) of which the f	wn 10% or more oundation has a	of the stock of a co 10% or greater inter	rporation (or an equ rest.	ally large portion of	f the ownership of
2 Information Regarding Contribution, Grant Check here ► X if the foundation only m requests for funds. If the foundation makes complete items 2a, b, c, and d.	akes contribution gifts, grants, etc	s to preselected cha , (see instructions)	arıtable organızatıon to ındıvıduals or org	anızatıons under ot	ept unsolicited her conditions,
a The name, address, and telephone number	of the person to	whom applications	should be addresse	d·	
b The form in which applications should be s	ubmitted and info	rmation and materi	als they should inclu	ude	
c Any submission deadlines:					
d Any restrictions or limitations on awards, si	uch as by geogra	phical areas, charita	able fields, kinds of	institutions, or othe	r factors
BAA		EEA0310L 07/14/11			Form 990-PF (2011)

Page 11

3 Grants and Contributions Paid During the Yo	ear or Approved for Fut If recipient is an individual,	ure Paymen		T
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
	substantial contributor	recipient		
a Paid during the year	substantial contributor			
	<u>l</u>	l		
Total		- · · · · · · · · · · · · · · · · · · ·	<u> </u>	<u> </u>
b Approved for future payment Total				

Part XVI A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income	by section 512, 513, or 514	(e)	
Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)
a				_	
b					
С	1				
d		· -			
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	.[14	61.	
4 Dividends and interest from securities .			14	434,843.	
5 Net rental income or (loss) from real estate:	18 8 8 1		107		
a Debt-financed property .		-			
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	717,553.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory		_			
11 Other revenue	**** **	*****	P 79 %	CANAL CANAL	********
a GROSVENOR K-1			1	9,412.	
b MISCELLANEOUS INCOME			1	3,165.	
c NORTHERN TRUST			1	1,637.	
d					
e					
Subtotal. Add columns (b), (d), and (e)	11 fg		5 * *	1,166,671.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,166,671

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

Form 990-PF (2011) THE BROOKHILL FOUNDATION 20-5818635 PartixvIII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

d€	escribe	organization directed in section 501(to political organi	c) of the Code (c	engage other tha	in any of an section	the followir n 501(c)(3)	ng with a organiza	ny oth tions)	er organizatio or in section 5	n 527,			Yes No
		s from the report		a none	charitable	exempt org	ganizatio	n of:				- 13a	a district
) Casl	•					-					1a(1)	X
(2) Othe	er assets										1a (2)	X
b Of	ther tra	ansactions.											8 Y K
(1)) Sale	s of assets to a r	noncharitable exe	empt or	ganızatıcı	n						1 b (1)	X
	-	hases of assets t		•	~							1b(2)	<u> </u>
	•	tal of facilities, ed										1 b (3)	X
•	•	nbursement arran					•					1b (4)	X
	•	ns or loan guaran	•						•	•	·	1b (5)	X
	•	ormance of service				ı solıcıtatıor	1 5		• •			1b (6)	X
٠.	•	of facilities, equip		•	_	•		•	•••	•		1c	<u> </u>
0 01	aring	or racinges, equip	ment, maning ii	313, 0111	CI 033CI3	, or paid en	ipioyees	•	•	•			
d If the an	the an e good ny tran	swer to any of the ls, other assets, of saction or sharing	e above is 'Yes,' or services given g arrangement, s	comple by the show in	ete the fol reporting column (llowing scho foundation d) the value	edule. Co . If the fo e of the g	olumn oundat joods,	(b) should alw ion received for other assets,	ays show t ess than fa or services	he fair r ir marke receive	narket valı t value ın d	ue of
(a) Line	no.	(b) Amount involved	(c) Name	of noncha	ırıtable exen	npt organizatio	n	(d) D	escription of tran	sfers, transact	ions, and	sharing arran	gements
N/A											-		
								-					
													
	_												
							-						
				_			_						
	+												
	+												
													
									-				
			l										
de	scribe	undation directly d in section 501(d complete the following to the following the follo	c) of the Code (o	ated wo	ith, or rela an sectior	ated to, one n 501(c)(3))	or more or in se	tax-e ction 5	xempt organiz 27?	zations		Yes	XNo
		Name of organiz		T	(b) Type	e of organiz	ation	T	(c) Description	n of rela	ationship	
N/A	\-/	- to to garna			(2) .) [o or organiz				<u> </u>		- 1.9.1.1.1	
				 									
				<u> </u>									
				†				_					
		· · · · · · · · · · · · · · · · · · ·											
Т	Under ne	enalties of perium. I de	clare that I have exam	uned this	return inclin	ding accompani	vina schedu	les and	statements, and to	the best of my	knowledge	e and belief i	t is true.
[-	correct,	enalties of perjury, I de and complete Declarat	tion of preparer (other	than taxp	ayer) is base	ed on all inform	ation of wh	ich prep	arer has any know	ledge	omoug		
Sign	. ,	<u>-</u>	. 0			,	1		^			May the I	RS discuss n with the
Here		huera K	. Leteras	20		16/29	12012		Trust	ie		preparer	shown below ructions)?
	Signal	ure of officer or trustee				Date		Title	;				Yes No
		Print/Type preparer's	name		Preparer's	signature			Date	Check	X if	PTIN	
Paid		JAMES L. M	OHR		JAMES	L. MOH	R		10/24/12	self-emp		P00513	3134
	40 F	Firm's name		MOHR		CIATES				Firm's EIN			
Prepar		Firm's address	10700 RESI							3 Ent	<u> </u>	-02100	
Use O	nıy	i iiii s audress	MILWAUKEE,			<u>.,</u>	<u> </u>			Phone no	(<u>4</u> 1 /) 302-	4020
BAA		l	MADINE ,	, 114	55220					1. Hone no	1374		0-PF (2011)

2011	FEDERAL STATEMENTS	PAGE 1
CLIENT BRO500	THE BROOKHILL FOUNDATION	20-5818635
10/24/12 STATEMENT 1 FORM 990-PF, PART I, LINE 11 OTHER INCOME	· ·	09:21AM
GROSVENOR K-1 MISCELLANEOUS INCOME NORTHERN TRUST	(A) (B) NET REVENUE INVESTMENT PER BOOKS INCOME \$ 9,412.\$ 9,412 3,165. 3,165 1,637. 1,637 TOTAL \$ 14,214.\$ 14,21	NET INCOME
STATEMENT 2 FORM 990-PF, PART I, LINE 16A LEGAL FEES		
LEGAL FEES	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTE PER BOOKS INCOME NET INCO \$ 5,281. \$ 2,640. \$ TOTAL \$ 5,281. \$ 2,640. \$	
STATEMENT 3 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES		
TAX SERVICES	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTE PER BOOKS INCOME NET INCO \$ 9,600. \$ 4,800. \$ 9,600. \$ 4,800. \$	
STATEMENT 4 FORM 990-PF, PART I, LINE 16C OTHER PROFESSIONAL FEES		
INVESTMENT SERVICES NORTHERN TRUST AGENCY FEES WILLIAM BLAIR INVESTMENT FE	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTE PER BOOKS INCOME NET INCO \$ 12,500. \$ 12,500. 9,840. 9,840. ES 19,798. 19,798. TOTAL \$ 42,138. \$ 42,138. \$	

γ	4
/	1

FEDERAL STATEMENTS

PAGE 2

CLIENT BRO500

THE BROOKHILL FOUNDATION

20-5818635

10/24/12

09:21AM

STATEMENT 5 FORM 990-PF, PART I, LINE 18 **TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED <u>NET INCOME</u>	(D) CHARITABLE PURPOSES
FICA . FOREIGN TAXES - NORTHERN TRUST	\$ 7,851. 10,839.	\$ 10,839.		\$ 7,851.
MEDICARE TOTAL	2,463. \$ 21,153.	\$ 10,839.	<u>\$ 0.</u>	2,463. \$ 10,314.

STATEMENT 6 **FORM 990-PF, PART I, LINE 23** OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKS AND SUBSCRIPTIONS	\$ 2,155.			\$ 2,155.
BUSINESS REGISTRATION FEES	. 10.			10.
COMPUTER EXPENSES	2,830.			2,830.
EMPLOYEE BENEFIT EXPENSE - DE	FERRED COMP			
	15,634.			15,634.
GROSVENOR K-1	21,470.	\$ 21,470.		
INSURANCE	5,448.			5,448.
MATHEMATICS PROGRAM	42,304.			42,304.
MEMBERSHIPS AND DUES	365.			365.
OUTSIDE CONTRACT SERVICES	350.			350.
PAYCHEX FEES	1,521.			1,521.
POSTAGE .	. 161.			161.
RENTAL EXPENSES.	26,455.			26,455.
STAFF DEVELOPMENT	241.			241.
STAFF MEETINGS	27.			27.
SUPPLIES	5,304.			5,304.
TELEPHONE & INTERNET .	2,219.			2,219.
•	TOTAL \$ 126,494.	\$ 21,470.	\$ 0.	\$ 105,024.

STATEMENT 7 FORM 990-PF, PART I, LINE 25 **CONTRIBUTIONS, GIFTS, AND GRANTS**

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

SEE ATTACHED

RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

\$ 1,111,900.

TOTAL \$ 1,111,900.

THE BROOKHILL FOUNDATION 20-5818635 31, December 2011

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RM 990-F	RT XV	ntnbution
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Date	<u>Amount</u>	Name	Purpose	Purpose	Status	Address
20-Dec-11	50,000 00	Association of Boards of Theological Education	Education	Governance/Mentor Program	501(c)3	See Attached
21-Jun 31-Aug	70,000 00 12,000 00	Association of Mathematics Teacher Educators - AMTE Association of Mathematics Teacher Educators - AMTE	Mathematics/EMS Mathematics/CCSS	EMS States Certification Conference CCSSM Task Force	501(c)3	See attached
20-Dec	30,000 00	The Boys & Girls Club of Greater Milwaukee	Education	After School Programs	501(c)3	See Attached
31-Aug	55,000 00	Conference Board of Mathematical Sciences - CBMS	Mathematics/CCSS	National Forum/Teaching Teachers Era CC 501(c)3	C 501(c)3	See Attached
24-Jan	45,000 00	Church Resource Ministries	Education	Professional Training Ctr The Harbor	501 (c)3	See Attached
20-Dec	250,000 00	Marquette University	STEM Education	College of Engineering Building Fund	501(c)3	See Attached
20-Dec	100,000 00	McDaniel College	Mathematics/EMS	Elementary Math Specialist & Teacher	501(c)3	See Attached
4-Aug	100,000 00	National Council on Teacher Quality - NCTQ	Education	Education School Survey	501(c)3	See Attached
22-Feb	500.00	Philanthropy Roundtable	General	Policy/advocacy	501(c)3	See Attached
20-Dec	100,000 00	RLM Foundation	Education	Pastoral leadership training	501(c)3	See Attached
4-Aug	150,000.00	St. Thomas More High School	Education	Scholarship Program	501(c)3	See Attached
13-May	4,400 00	Union College	Mathematics	In-Service Teacher Math PD	501(c)3	See Attached
31-Aug	15,000.00	University of Arizona Foundation	Mathematics/CCSS	Progressions for CCSSM	501(c)3	See Attached
10-Jan 14-Oct	10,000 00 20,000 00	University of Wisconsin Foundation University of Wisconsin Foundation	Education/Mathematic	Education/Mathematics Award fund for Elementary Ed Dual Math/Science Minor	501(c)3	See Attached
21-Jun	100,000 00	Wisconsin Lutheran College	Education	General Support	501(c)3	See Attached

\$1,111,900.00

THE	BBOOKHII I						
	PROOKHILL	FOUNDAT	ION				20-581863
					-		09 21A
NT							
	BASIS						R MARKET VALUE
\$	8,776.	\$ 6 7	,583.	\$	1,193.	\$	3,163. 0. 0.
L <u>\$</u>	17,831.	\$ 14	,668.	\$	3,163.	\$	3,163.
-PAID	EMPLOYEES				<u> </u>		
	AVERAGE	HOURS			BUTION	OT	EXPENSE ACCOUNT/ OTHER
#250		DIRECTOR 40.00	1	50,000.	20,	134.	0
		TOTAL	\$ 1	50,000.	\$ 20,	134.	\$ 0
	\$ L \$ ITY	## BASIS \$ 8,831. 8,776. 224. L \$ 17,831. ITY -PAID EMPLOYEES AVERAGE PER WEEK	#250 ACCUMDEPRE ACCUMDEPRE	#250 ACCUM. DEPREC. ACCUM. A	BASIS DEPREC. VALUE	BASIS DEPREC. BOOK VALUE	BASIS ACCUM. BOOK FAI

011	FEDERAL SUPPORTING DETAIL		PAG
LIENT BRO500	THE BROOKHILL FOUNDATION		20-581
D/24/12 BALANCE SHEET SAVINGS AND TEMPORARY	CASH INVESTMENTS		09
NORTHERN TRUST BANK . NORTHERN TRUST.		TOTAL	166, 263.
BALANCE SHEET OTHER (FORM 990-PF)[O]			
GROSVENOR INSTITUTIONAL ARCHSTONE OFFSHORE FUND BAILARD REIT	PARTNERS LP	 TOTAL	\$ 1,554,577. 1,646,554. 4,505,411. \$ 7,706,542.
FMV OF ASSETS (990-PF) SAVINGS AND TEMPORARY	CASH INVESTMENTS		
NORTHERN TRUST BANK NORTHERN TRUST .		TOTAL	\$ 36,955. 166,263. \$ 203,218.
FMV OF ASSETS (990-PF) OTHER [O]			
GROSVENOR INSTITUTIONAL ARCHSTONE OFFSHORE FUND BAILARD REIT	PARTNERS LP	TOTAL	\$ 1,705,702. 1,704,794. 3,133,231. \$ 6,543,727.

12/31/11	2	011 F	EDER/	AL B	00 X	(DEP	2011 FEDERAL BOOK DEPRECIATION SCHEDULE	TION	SCHE	DULE				/ d	PAGE 1
CLIENT BRO500				표	BRO(OKHILL	THE BROOKHILL FOUNDATION	TION						, 50 -1	20-5818635
10/24/12 NO. DESCRIPTION	DATE ACQUIRED	DATE	COST/ BASIS	BUS.	CUR 179 BONUS	SPECIAL DEPR. ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC. BAL DEPR.	SALVAG /BASIS REDIJCT	DEPR. BASIS	PRIOR DEPR.	METHOD_LIFE_RATE	ä		09:20AM CURRENT DEPR.
1 990/990-PI] I	
FURNITURE AND FIXTURES															
1 OFFICE FURNITURE	4/05/07		2,200							2,200	1,513	200DB HY	7	.08930	196
2 OFFICE FURNITURE	4/10/07		263							263	181	200DB HY	7	.08930	23
3 OFFICE FURNITURE	4/11/07		2,195							2,195	1,510	200DB HY	7	.08930	196
4 OFFICE FURNITURE	5/18/07		1,800							1,800	1,238	200DB HY	7	.08930	191
5 OFFICE FURNITURE	20/90/9		2,057							2,057	1,415	200DB HY	7	.08930	₹
7 OFFICE FURNITURE	6/20/07	·	316	ŀ						316	216	200DB HY	7	.08930	28
TOTAL FURNITURE AND FIXTURE			8,831		0	0	0	0	0	8,831	6,073				788
MACHINERY AND EQUIPMENT															
6 COMPUTER EQUIPMENT	20/20/9		3,487							3,487	2,885	200DB HY	ıs.	.11520	402
8 COMPUTER EQUIPMENT	7/11/07		984							984	814	200DB HY	s.	.11520	113
9 COMPUTER EQUIPMENT	9/04/07		250							250	207	200DB HY	. 2	.11520	53
10 COMPUTER EQUIPMENT	10/16/08		1,124							1,124	739	200DB MQ	2	.13680	75.
13 HP LASERJET PRINTER	2/23/09		1,000							1,000	520	200DB HY	S	.19200	192
14 COMPUTER EQUIPMENT REMAINI	5/22/07		1,237							1,237	1,024	200DB HY		.11520	143
15 PROJECTOR	9/30/10	·	694	I						694	139	200DB HY	S.	.32000	222
TOTAL MACHINERY AND EQUIPME			8,776		0	0	0	0	0	8,776	6,328				1,255
MISCELLANEOUS															
11 SOFTWARE	10/14/08		174							174	123	S/L MQ	3	.29170	51
	11/28/08		20	,						20	38	S/L MQ	es ~	29170	14
TOTAL MISCELLANEOUS			224		0	0	0	0	0	224	159				65
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1/2/31/11 2011 FEDERAL BOOK DEPRECIATION SCHEDULE PAGE 2 CLEAN BROSCO	8	335	MA -	2,108	2,108	
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Form **8868** (Rev January 2012)

Department of the Treasury

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

File a separate application for each return.

Internal Revenu	e Service	File a Se	parate appl	cation for each return.					
• If you ar	re filing for an	Automatic 3-Month Extension, co	mplete only	Part I and check this box			► X		
- ,	-			n, complete only Part II (on page 2 of th					
Do not com	ıplete Part II ur	<i>lless</i> you have already been grant	ed an auton	natic 3-month extension on a previously t	iled Fo	orm 8868.			
request an e Associated V	required to file extension of tir With Certain Po	Form 990-T), or an additional (no ne to file any of the forms listed in	ot automatic n Part I or P nust be sent	d a 3-month automatic extension of time) 3-month extension of time. You can ele art II with the exception of Form 8870, In to the IRS in paper format (see instruct Charities & Nonprofits	ctronic	cally file Fol tion Return	rm 8868 to for Transfers		
				nit original (no copies needed).					
				-month extension – check this box and	comple	ete Part I o	nly		
•	rporations (incl			nd trusts must use Form 7004 to reques Enter filer's identi	t an ex	ctension of	tıme to file		
	Name of exempt	organization or other filer, see instructions		Enter mer 3 tuenta			n number (EIN) or		
Type or									
print	THE BROO	X 2	X 20-5818635						
File by the		THE BROOKHILL FOUNDATION Number, street, and room or suite number If a P O box, see instructions							
due date for filing your	N14 W237	55 STONE RIDGE DRIVE	#250		lп	П			
return. See instructions.		City, town or post office, state, and ZIP code For a foreign address, see instructions							
	WAUKESHA	, WI 53188							
Enter the Re			or (file a sep	parate application for each return)	•		. 04		
Application Is For			Return Code	Application Is For			Return Code		
Form 990			01	Form 990-T (corporation))				
Form 990-Bl	L		02	Form 1041-A			08		
Form 990-E2	 Z		01	Form 4720			09		
Form 990-PF	F		04	Form 5227			10		
Form 990-T	(section 401(a) or 408(a) trust)	05	Form 6069					
Form 990-T	(trust other tha	n above)	06	Form 8870			12		
Telephon If the org If this is check the exter I I reque	e No. ►_(414) ganization does for a Group Re is box hision is for est an automate 8/15	c 3-month (6 months for a corpor, 20 12, to file the exempt or	FAX Notes and the radigit Group check this between the radion requires	o. ► <u>(414)</u> <u>302-4030</u>					
► X ► 2 If the ta	calendar year tax year begii	nning, 20 d in line 1 is for less than 12 mon			nal retu	ırn			
3a If this a	application is fundable credits	or Form 990-BL, 990-PF, 990-T, 4 See instructions	1720, or 6069	9, enter the tentative tax, less any	3a	\$	21,763.		
payme	nts made. Incl	ude any prior year overpayment a		3b	\$	35,210.			
				with this form, if required, by using	3 c		0.		
Caution. If y payment inst	ou are going to tructions.	o make an electronic fund withdra	awal with this	s Form 8868, see Form 8453-EO and Fo	rm 887	79-EO for			

	8 (Rev 1-2012)	all Calanda	n complete only Bort II and about	ok this boy	Page 2 ► X				
	are filing for an Additional (Not Automatic) 3-Mor				т				
	are filing for an Automatic 3-Month Extension, co			ously mour orm occor					
	Additional (Not Automatic) 3-Month Ext			(no copies neede	d).				
And the second second				's identifying number,					
	Name of exempt organization or other filer, see Instructions.			Employer identification nu	ployer identification number (EIN) or				
Type or									
print	THE BROOKHILL FOUNDATION	X 20-5818635							
File by the	Number, street, and room or suite number. If a P.O. box, see in:	structions.		Social security number (SSN)					
File by the extended due date for									
filing the return. See	N14 W23755 STONE RIDGE DRIVE #	!							
instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions.								
	WAUKESHA, WI 53188								
				_					
Enter the I	Return code for the return that this application is t	for (file a se	parate application for each return	i)	04				
A		1	T		Detum				
Applications S For	n	Return Code	Application is For		Return Code				
orm 990		01							
orm 990-l	સ	02	Form 1041-A	<u> </u>	08				
orm 990-l		01	Form 4720		09				
orm 990-l		04	Form 5227		10				
	(section 401(a) or 408(a) trust)	05	Form 6069		11				
	(trust other than above)	06	Form 8870		12				
Telepho If the or If this is thole group	ks are in care of. JAMES L. MOHR & AS one No. (414) 302-4020 rganization does not have an office or place of but for a Group Return, enter the organization's found, check this box If it is for part of the green extension is for.	FAX No. Lusiness in the radigit Group	e United States, check this box . Exemption Number (GEN)	<u></u>	f this is for the				
5 For ca 6 If the Ca 7 State	est an additional 3-month extension of time until alendar year 2011, or-other-tax year beginning tax year entered in line 5 is for less than 12 months angle in accounting period in detail why you need the extension. TAXEMER INFORMATION NECESSARY TO FI	ng iths, check r	, 20 , and ending eason: Initial return	Final return ADDITIONAL TIM					
nonref	application is for Form 990-BL, 990-PF, 990-T, 4 undable credits. See instructions.	<u></u>	<u></u>	8a \$	21,763.				
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.									
c Baland EFTPS	ce due. Subtract line 8b from line 8a. Include you (Electronic Federal Tax Payment System). See	ur payment instructions	with this form, if required, by using	ng 8c \$	0.				
	Signature and Verific	ation mu	st be completed for Part II	only.					
	of perjury, I declare that I have examined this form, including acceptee, and that I are authorized to prepare this form.	companying sch	edules and statements, and to the best of m $\mathcal{D}\mathcal{A}$	my knowledge and belief, it is t Date ►	ne, 8/6/12				
nature -	Title	FIFZ0502L	07/29/11	Form 8	368 (Rev 1-2012				
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