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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 calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
FREY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
40 PEARL STREET NW NO 1100

Room/suite

City or town, state, and ZIP code  
GRAND RAPIDS, MI 495033028

A Employer identification number  
23-7094777

B Telephone number (see page 10 of the instructions)  
(616) 451-0303

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 127,170,329

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	158	158		
	4 Dividends and interest from securities. . . . .	3,147,455	3,080,846		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	5,517,146			
	b Gross sales price for all assets on line 6a 11,032,690				
	7 Capital gain net income (from Part IV, line 2) . . . .		5,506,631		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	<input type="checkbox"/> 283,484	288,549	0	
	12 Total. Add lines 1 through 11 . . . . .	8,948,243	8,876,184	0	
	13 Compensation of officers, directors, trustees, etc	345,163	76,872	0	268,291
	14 Other employee salaries and wages . . . . .	361,645	35,635	0	326,010
	15 Pension plans, employee benefits . . . . .	145,947	26,467	0	119,480
	16a Legal fees (attach schedule). . . . .	<input type="checkbox"/> 28,048	5,135	0	22,913
	b Accounting fees (attach schedule). . . . .	<input type="checkbox"/> 24,400	3,880	0	19,520
	c Other professional fees (attach schedule) . . . . .	<input type="checkbox"/> 1,051,042	826,246	0	156,660
	17 Interest . . . . .	31,047	0	0	31,047
	18 Taxes (attach schedule) (see page 14 of the instructions)	<input type="checkbox"/> 163,277	13,277	0	0
	19 Depreciation (attach schedule) and depletion . . .	<input type="checkbox"/> 2,478	496	0	
	20 Occupancy . . . . .	65,135	13,027	0	52,108
	21 Travel, conferences, and meetings . . . . .	85,983	19,757	0	66,226
	22 Printing and publications . . . . .	4,304	216	0	4,088
	23 Other expenses (attach schedule). . . . .	<input type="checkbox"/> 135,835	25,669	0	82,151
	24 Total operating and administrative expenses.				
	Add lines 13 through 23 . . . . .	2,444,304	1,046,677	0	1,148,494
	25 Contributions, gifts, grants paid . . . . .	3,478,159			4,673,607
	26 Total expenses and disbursements. Add lines 24 and 25	5,922,463	1,046,677	0	5,822,101
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,025,780			
	b Net investment income (if negative, enter -0-)		7,829,507		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	200	200	200
	2	Savings and temporary cash investments . . . . .	946,470	3,452,856	3,452,856
	3	Accounts receivable ▶ <u>24</u>			
		Less allowance for doubtful accounts ▶ _____		24	24
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ <u>45,000</u>			
		Less allowance for doubtful accounts ▶ _____ 0	2,159,476	45,000	45,000
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	7,445,592	6,193,941	6,193,941
	c	Investments—corporate bonds (attach schedule). . . . .			
	Liabilities	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____			
12		Investments—mortgage loans . . . . .			
13		Investments—other (attach schedule) . . . . .	126,298,014	117,011,032	117,011,032
14		Land, buildings, and equipment basis ▶ <u>582,824</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>133,871</u>	486,450	448,953	448,953
15		Other assets (describe ▶ _____)	26,668	18,323	18,323
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	137,362,870	127,170,329	127,170,329
17		Accounts payable and accrued expenses . . . . .	83,548	75,835	
18		Grants payable . . . . .	2,158,000	969,150	
19	Deferred revenue . . . . .				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule) . . . . .	2,106,905			
22	Other liabilities (describe ▶ _____)	0	9,362		
23	Total liabilities (add lines 17 through 22) . . . . .	4,348,453	1,054,347		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .	133,014,417	126,115,982	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	133,014,417	126,115,982	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	137,362,870	127,170,329	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	133,014,417
2	Enter amount from Part I, line 27a . . . . .	3,025,780
3	Other increases not included in line 2 (itemize) ▶ _____	3,417,645
4	Add lines 1, 2, and 3 . . . . .	139,457,842
5	Decreases not included in line 2 (itemize) ▶ _____	13,341,860
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	126,115,982

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,506,631
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	5,870,215	122,190,270	0 048042
2009	6,970,562	108,332,888	0 064344
2008	7,143,746	132,866,484	0 053766
2007	6,576,477	149,872,979	0 043880
2006	6,113,428	135,684,540	0 045056

2	Total of line 1, column (d). . . . .	2	0 255088
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . .	3	0 051018
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	132,062,671
5	Multiply line 4 by line 3. . . . .	5	6,737,573
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	78,295
7	Add lines 5 and 6. . . . .	7	6,815,868
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	5,822,101

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	156,590
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2. . . . .		3	156,590
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	156,590
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	173,397	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	173,397
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	1,533
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	15,274
11		Enter the amount of line 10 to be Credited to 2012 estimated tax  15,274	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ 0 (2) On foundation managers  \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)  MI _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>WWW GUIDESTAR ORG</b>	13	Yes	
14	The books are in care of <b>MS JOYCE A BOBOLTS</b> Telephone no <b>(616) 451-0303</b> Located at <b>40 PEARL ST NW SUITE 1100 GRAND RAPIDS MI</b> ZIP +4 <b>49503</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
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? If "Yes," list the years 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> )	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

Yes

No

(5)

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

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOYCE A BOBOLTS	DIRECTOR OF FINANCE	101,035	19,983	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
LYNNETTE J ROBINSON	PROGRAM OFFICER	89,665	19,429	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
TERESA J CRAWFORD	GRANTS MANAGER	60,110	20,179	0
40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	40 00			
KRISTEN L HUIZEN	PROGRAM OFFICER	58,955	10,038	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503	40 00			
DENISE J SIRONEN	OFFICE ADMINISTRATOR	51,880	16,834	0
40 PEARL STREET NW SUITE 1100 GRAND RPAIDS, MI 49503	40 00			
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
COMMONFUND CAPITAL INC	INVESTMENT MANAGEMENT	319,681
15 OLD DANBURY ROAD WILTON,CT 06897		
FUND EVALUATION GROUP	INVESTMENT CONSULTANT	114,803
201 EAST FIFTH STREET STE 1600 CINCINNATI,OH 45202		
WILLOWRIDGE PARTNERS INC	INVESTMENT MANAGEMENT	87,776
25 EAST 86TH STREET NEW YORK,NY 10028		
BLACKROCKQUELLOS	INVESTMENT MANAGEMENT	86,641
601 UNION STREET 56TH FLOOR SEATTLE,WA 98101		
DHR INTERNATIONAL INC	EXECUTIVE SEARCH FIRM	73,132
344 NORTH OLD WOODWARD AVE SUITE 304 BIRMINGHAM,MI 48009		
Total number of others receiving over \$ 50,000 for professional services. . . . .		3

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 BRIDGE LOAN TO THE LAND CONSERVANCY OF WEST MICHIGAN TO ASSIST IN THE LAND PURCHASE OF 171 ACRES ON THE SOUTH SIDE OF THE KALAMAZOO RIVER AT LAKE MICHIGAN. THE PROPERTY WILL BE TURNED INTO A PUBLIC PARK AND BE CALLED THE SAUGATUCK HARBOR NATURAL AREA. THE BRIDGE LOAN COVERED PART OF THE PUBLIC DOLLARS SCHEDULED FOR RELEASE OVER THE NEXT 4 YEARS. DURING 2011 THE BALANCE OF THE BRIDGE LOAN, \$2,114,476, WAS REPAID TO THE FOUNDATION.	0
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	134,055,127
b	Average of monthly cash balances. . . . .	1b	18,651
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	134,073,778
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	134,073,778
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	2,011,107
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	132,062,671
6	Minimum investment return. Enter 5% of line 5. . . . .	6	6,603,134

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	6,603,134
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	156,590
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	156,590
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	6,446,544
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	2,121,076
5	Add lines 3 and 4. . . . .	5	8,567,620
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	8,567,620

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	5,822,101
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,822,101
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 page 26 of the instructions). . . . .	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	5,822,101
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. . . . .			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2011			
a	From 2006. . . . .			
b	From 2007. . . . .			
c	From 2008. . . . .			
d	From 2009. . . . .			
e	From 2010. . . . .			
f	Total of lines 3a through e. . . . .			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 5,822,101			
a	Applied to 2010, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2011 distributable amount. . . . .			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . .			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a. . . . .			
10	Analysis of line 9			
a	Excess from 2007. . . . .			
b	Excess from 2008. . . . .			
c	Excess from 2009. . . . .			
d	Excess from 2010. . . . .			
e	Excess from 2011. . . . .			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 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	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 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					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
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					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

STEVEN M WILSON  
40 PEARL STREET NW SUITE 1100  
GRAND RAPIDS, MI 49503  
(616) 451-0303

b

The form in which applications should be submitted and information and materials they should include

STANDARD APPLICATION FORM AVAILABLE UPON REQUEST FROM ADDRESS ABOVE OR AT THE FOUNDATION'S WEBSITE  
WWW.FREYFDN.ORG

c

Any submission deadlines

DUE TWELVE WEEKS PRIOR TO SCHEDULED DATE OF BOARD FUNDING MEETING, USUALLY HELD IN FEBRUARY, MAY, AU

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

FOR COMMUNITY-BASED OR REGIONAL PROJECTS, THE FOUNDATION FOCUSES ON PROPOSALS FROM ORGANIZATIONS AND AGENCIES SERVING THE GREATER GRAND RAPIDS AREA PLUS EMMET OR CHARLEVOIX COUNTIES. THE FOUNDATION ALSO ACCEPTS PROPOSALS FROM CHARITABLE ORGANIZATIONS WITH A STATE-LEVEL PRESENCE OR STATE GOVERNMENT AGENCIES WHOSE PROPOSAL MAY HAVE A DIRECT IMPACT ON THE FREY FOUNDATION'S GEOGRAPHIC TARGETS.

### 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2011)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2011)

<b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets.	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets.	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements.	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees.	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations.	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

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

<b>b</b> If "Yes," complete the following schedule:		
<b>(a)</b> Name of organization	<b>(b)</b> Type of organization	<b>(c)</b> Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****		2012-11-14	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature ▶ JAMES G THOMPSON CPA	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00053844
		Firm's name ▶ PLANTE & MORAN PLLC 750 TRADE CENTRE WAY STE 300		Firm's EIN ▶ 38-1357951	
Firm's address ▶ PORTAGE, MI 49002		Phone no (269) 567-4500			

May the IRS discuss this return with the preparer shown above? See instructions . . . . . ☒ Yes ☐ No

**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 23-7094777  
**Name:** FREY FOUNDATION

**Form 990PF - Special Condition Description:**

<b>Special Condition Description</b>
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Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
ISHARES RUSSELL 1000 GROWTH	P		
FRANKLIN TEMPLETON GLOBAL BOND FUND	P		
WESTFIELD CAPITAL TRUST ACCOUNT	P		
BARROW HANLEY MEWHINNEY & STRAUSS	P		
BLACKROCK/QUELLOS	P		
COMMONFUND PRIVATE EQUITY PARTNERS IV	P		
COMMONFUND PRIVATE EQUITY PARTNERS VI	P		
COMMONFUND VENTURE PARTNERS V	P		
COMMONFUND VENTURE PARTNERS VII	P		
DFA - EMERGING MARKETS	P		
DFA - INTERNATIONAL SMALL CAP	P		
DFA - US SMALL CAP	P		
MARSICO CAPITAL	P		
METROPOLITAN -MREP VII	P		
SIGULER GUFF/DISTRESSED OPPORTUNITIES III	P		
WILLOWRIDGE/AMBERBROOK V	P		
COMMONFUND PRIVATE EQUITY PARTNERS IV	P		
COMMONFUND PRIVATE EQUITY PARTNERS VI	P		
COMMONFUND VENTURE PARTNERS V	P		
WILLOWRIDGE/AMBERBROOK V	P		
LESS ADJUSTMENT FOR UBI	P		



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,099,978		1,164,585	-64,607
24,358			24,358
5,368,868		4,350,959	1,017,909
44,458			44,458
75,881			75,881
465,182			465,182
27,514			27,514
230,521			230,521
35,982			35,982
70,996			70,996
107,512			107,512
82,168			82,168
3,023,339			3,023,339
863			863
66,396			66,396
298,159			298,159
4,336			4,336
103			103
3,083			3,083
2,993			2,993
		10,515	-10,515

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-64,607
			24,358
			1,017,909
			44,458
			75,881
			465,182
			27,514
			230,521
			35,982
			70,996
			107,512
			82,168
			3,023,339
			863
			66,396
			298,159
			4,336
			103
			3,083
			2,993
			-10,515

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID G FREY	CHAIRMAN 18 00	70,362	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
JOHN M FREY	VICE CHAIRMAN 5 00	30,450	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
EDWARD J FREY JR	SECRETARY/TREASURER 10 00	38,150	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MARY CAROLINE FREY	TRUSTEE EMERITUS 0 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MARY FREY BENNETT	NEXT GEN ADVISORY COMM 1 00	2,508	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
CAMPBELL W FREY	NEXT GEN ADVISORY COMM 1 00	1,250	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
DAVID G FREY JR	NEXT GEN ADVISORY COMM 1 00	1,500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
ELEONORA H FREY	NEXT GEN ADVISORY COMM 1 00	1,467	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
JOHANNES VH FREY	NEXT GEN ADVISORY COMM 1 00	500	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
KATRINE E FREY	NEXT GEN ADVISORY COMM 1 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
LAURA D FREY	NEXT GEN ADVISORY COMM 1 00	1,750	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
WILLIAM O FREY	NEXT GEN ADVISORY COMM 1 00	0	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
SARAH R FREY ROSE	NEXT GEN ADVISORY COMM 1 00	3,745	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
CYNTHIA A YOUNG	NEXT GEN ADVISORY COMM 1 00	2,250	0	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				
MILTON W ROHWER	PRESIDENT 40 00	191,231	21,832	0
40 PEARL STREET NW SUITE 1100 GRAND RAPIDS, MI 49503				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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
Name and address (home or business)				
<b>a</b> Paid during the year				
ALACHUA COUNTY PUBLIC SCHOOLS620 EAST UNIVERSITY AVE GAINESVILLE,FL 32601	NONE	509(A)(1)	SUPPORT FOR THE ARCHER ELEMENTARY SCHOOL'S EDUCATIONAL ENRICHMENT PROGRAMS	1,500
ALGOMA TOWNSHIP10531 ALGOMA AVE ROCKFORD,MI 49341	NONE	170(B)(1)(A)	SUPPORT TO CREATE ACCESSIBLE CONNECTION OF WHITE PINE TRAIL AND TWP PARK	3,500
ALPHAPOINTE ASSOCIATION FOR THE BLIND7501 PROSPECT AVE KANSAS CITY,MO 64132	NONE	509(A)(1)	SUPPORT FOR EDUCATION AND JOB TRAINING PROGRAMS	5,000
ARCHITECTURE FOR HUMANITY 848 FOLSOM STE 201 SAN FRANCISCO,CA 94107	NONE	509(A)(1)	FUNDS FOR EFFORTS ON US PROJECTS AND ESP IN THE MID-W/GREAT LAKES AREA	2,000
ARTISTS CREATING TOGETHER INC1140 MONROE AVE NW STE 4101 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	125
ARTISTS CREATING TOGETHER INC1140 MONROE AVE NW STE 4101 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	150
ARTPRIZE GRAND RAPIDS201 MONROE AVENUE NW STE 400 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR ARTPRIZE 2011 AND ITS EFFORTS TOWARD FINANCIAL SUSTAINABILITY	60,000
ARTS COUNCIL OF GREATER GRAND RAPIDS INCPO BOX 2265 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE ARTS EDUCATION FUNDING POOL	5,000
ARTSERVE MICHIGAN1 CLOVER COURT WIXOM,MI 48393	NONE	509(A)(1)	SUPPORT FOR LAUNCH OF THE MICHIGAN CULTURAL DATA PROJECT	25,000
ASHEVILLE SCHOOL360 ASHEVILLE SCHOOL RD ASHEVILLE,NC 28806	NONE	509(A)(1)	FUNDING SUPPORT FOR THE TALIAFERRO/FREY SCHOLARSHIP FUND	2,500
THE BACH CHORALE OF GRAND RAPIDS1845 KNOLLCREST CIRCLE SE GRAND RAPIDS,MI 49546	NONE	509(A)(2)	SUPPORT FOR THE BACH CHORALE'S TRANSITION TO AN INDEPENDENT NON-PROFIT	1,250
THE BACH CHORALE OF GRAND RAPIDS1845 KNOLLCREST CIRCLE SE GRAND RAPIDS,MI 49546	NONE	509(A)(2)	SUPPORT FOR THE BACH CHORALE'S TRANSITION TO AN INDEPENDENT NON-PROFIT	1,250
BAXTER COMMUNITY CENTER INC 935 BAXTER SE GRAND RAPIDS,MI 49506	NONE	509(A)(1)	SUPPORT TO EXPAND THE CAPACITY OF A HIGH QUALITY CHILD DEVELOPMENT PROGRAM	25,000
BETTY FORD CENTER39000 BOB HOPE DR RANCHO MIRAGE,CA 92270	NONE	509(A)(1)	SUPPORT FOR THE BETTY FORD INSTITUTE CHILDREN'S PROGRAM TRAINING ACADEMY	10,000
BLANDFORD NATURE CENTER 1440 HILLBURN NW GRAND RAPIDS,MI 49504	NONE	509(A)(1)	SUPPORT FOR THE DEV OF A MEMBERSHIP PROGRAM FOR BLANDFORD NATURE CENTER	10,000
BLISSFEST MUSIC ORGANIZATION625 CONNABLE AVE PETOSKEY,MI 49770	NONE	509(A)(2)	SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	1,000
BLUE LAKE FINE ARTS CAMP300 EAST CRYSTAL LAKE RD TWIN LAKE,MI 49457	NONE	509(A)(1)	SUPPORT FOR WBLU PUBLIC RADIO	200
BLUE LAKE FINE ARTS CAMP300 EAST CRYSTAL LAKE RD TWIN LAKE,MI 49457	NONE	509(A)(1)	SUPPORT FOR WBLU PUBLIC RADIO	200
BOARD OF TRUSTEES OF MICHIGAN STATE UNIVERSITY OFC OF PRESIDENT 450 ADMIN BLDG EAST LANSING,MI 48824	NONE	509(A)(1)	SUPPORT FOR MSU'S ELI BROAD COLLEGE OF BUSINESS	100
BOARD OF TRUSTEES OF MICHIGAN STATE UNIVERSITY OFC OF PRESIDENT 450 ADMIN BLDG EAST LANSING,MI 48824	NONE	509(A)(1)	SUPPORT FOR THE BREASTFEEDING INITIATIVE PROGRAM	500
THE BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	509(A)(1)	SUPPORT FOR THE MICHIGAN METROPOLITAN AND URBAN STRATEGY PROJECT	10,000
BUSCH WILDLIFE SANCTUARY 2500 JUPITER PARK DR JUPITER,FL 33458	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
CALVIN COLLEGE3201 BURTON SE GRAND RAPIDS,MI 49546	NONE	509(A)(1)	SUPPORT FOR THE EHLERS SCHOLARSHIP FUND	5,000
CAMP DAGGETT03001 CHURCH RD PETOSKEY,MI 49770	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
CAMP DAGGETT03001 CHURCH RD PETOSKEY,MI 49770	NONE	509(A)(2)	SCHOLARSHIP PROGRAM SUPPORT FOR ECONOMICALLY DISADVANTAGED CAMPERS	5,000
CATHERINE'S HEALTH CARE1211 LAFAYETTE AVE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	SUPPORT FOR THE 'OPENING DOORS CAPITAL CAMPAIGN'	10,000
CATHERINE'S HEALTH CARE1211 LAFAYETTE AVE NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	SUPPORT FOR THE 'OPENING DOORS CAPITAL CAMPAIGN'	10,000
CELEBRATION UNITED METHODIST CHURCH9501 SW ARCHER RD GAINESVILLE,FL 32608	NONE	170(B)(1)(A)	BUILDING FUND	1,000
CELEBRATION UNITED METHODIST CHURCH9501 SW ARCHER RD GAINESVILLE,FL 32608	NONE	170(B)(1)(A)	SUPPORT FOR COMMUNITY OUTREACH PROGRAMS	2,500
THE CENTER FOR MICHIGAN INC 4100 NORTH DIXBORO RD ANN ARBOR,MI 48105	NONE	509(A)(1)	SUPPORT NEXT STAGE IN THE DEVELOPMENT OF A RESULTS-DRIVEN PUBLIC SECTOR	50,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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
Name and address (home or business)				
<b>a</b> Paid during the year				
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY, MI 49770	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE CHAR-EM 2-1-1 INFORMATION AND REFERRAL SYSTEM	10,000
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY, MI 49770	NONE	509(A)(1)	ANNUAL FUND SUPPORT	10,000
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT TO EXPAND VISIBILITY AND OUTREACH PROGRAMS	10,000
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE COMMUNITY CAMPAIGN TO ASSIST THE NON-PROFIT SECTOR	20,000
CHARLEVOIX AREA HOSPITAL FOUNDATION14700 LAKE SHORE DR CHARLEVOIX, MI 49720	NONE	509(A)(3) TYPE I	SUPPORT FOR THE SCHOOL NURSE PARTNERSHIP INITIATIVE	14,000
CHARLEVOIX COUNTY COMMUNITY FOUNDATIONPO BOX 718 EAST JORDAN, MI 49727	NONE	509(A)(1)	SUPPORT FOR THE FREY FAMILY DISCRETIONARY FUND	173,200
CHILDREN'S ASSESSMENT CENTER901 MICHIGAN NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR TEAM TRAINING IN THE INVESTIGATION OF CHILD SEXUAL ASSAULT	2,100
CHILDREN'S CENTER FOR THE VISUALLY IMPAIRED3101 MAIN ST KANSAS CITY, MO 64111	NONE	509(A)(1)	SUPPORT FOR THE EXCEEDING EXPECTATIONS CAMPAIGN	25,000
CHRIST LUTHERAN CHURCH2350 44TH ST SW WYOMING, MI 49519	NONE	170(B)(1)(A)	HABITAT FOR HUMANITY PROJECT	50
CHRIST LUTHERAN CHURCH2350 44TH ST SW WYOMING, MI 49519	NONE	170(B)(1)(A)	PASTOR MATTHEW RIAK'S SEMINARY FUND	100
CITY OF GRAND RAPIDS300 MONROE AVE NW 6TH FLOOR GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR RECONSTRUCTION AND UPDATE OF A MODEL OF DOWNTOWN GRAND RAPIDS	5,300
CITY OF GRAND RAPIDS300 MONROE AVE NW 6TH FLOOR GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	MASTER PLAN - UNDERSTAND ECONOMIC DEVELOP POTENTIAL OF MICH STREET CORRIDOR	25,000
CITY OPERA HOUSE HERITAGE ASSOCIATION INC106 EAST FRONT ST TRAVERSE CITY, MI 49684	NONE	170(B)(1)(A)	ASSISTANCE FOR OPERA HOUSE - PROFESSIONALLY MANAGED VENUE SERVING N MI	5,000
CLEVELAND CLINIC FOUNDATION9500 EUCLID AVE CLEVELAND, OH 44195	NONE	509(A)(1)	TODAY'S INNOVATIONS, TOMORROW'S HEALTHCARE CAMPAIGN FOR CLEVELAND CLINIC	5,000
COLLEGE FOR CREATIVE STUDIES201 EAST KIRBY DETROIT, MI 48202	NONE	509(A)(1)	BARBARA C FREY FOUNDATION ENDOWED SCHOLARSHIP FOR ENTERTAINMENT ARTS	2,500
COLLEGE FOR CREATIVE STUDIES201 EAST KIRBY DETROIT, MI 48202	NONE	509(A)(1)	BARBARA C FREY FOUNDATION ENDOWED SCHOLARSHIP FOR ENTERTAINMENT ARTS	16,000
COLLEGE FOR CREATIVE STUDIES201 EAST KIRBY DETROIT, MI 48202	NONE	509(A)(1)	SUPPORT FOR 'ADVANCING THE CREATIVE SPIRIT KEEPING THE PROMISE' CAMPAIGN	250,000
COLORADO AVALANCHE INFORMATION CENTER325 BROADWAY WS1 BOULDER, CO 80305	NONE	170(B)(1)(A)	SUPPORT FOR THE GENERAL FUND	200
COMMUNITY REBUILDERS1120 MONROE AVE NW STE 220 GRAND RAPIDS, MI 49503	NONE	501(C)(3)	SUPPORT FOR A CENTRALIZED INTAKE SYSTEM FOR PERM HOUSING FOR THE HOMELESS	35,000
CONNECTICUT CHILDREN'S MEDICAL CENTER FOUNDATION 282 WASHINGTON ST HARTFORD, CT 06106	NONE	509(A)(1)	ANONYMOUS SUPPORT FOR THE CONNECTICUT SAFE KIDS PROGRAM	2,500
CONNECTICUT DEPARTMENT OF VETERANS' AFFAIRS287 WEST ST ROCKY HILL, CT 06067	NONE	170(B)(1)(A)	SUPPORT FOR THE REHAB PROGRAM	2,500
CORNELL UNIVERSITY1300 YORK AVE BOX 123 NEW YORK, NY 10065	NONE	509(A)(1)	SUPPORT FOR THE WEILL COLLEGE OF MEDICINE	500
COUNCIL OF MICHIGAN FOUNDATIONS INCONE SOUTH HARBOR STE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	2011 MEMBERSHIP FOR THE MICHIGAN LAND USE FUNDERS GROUP	1,500
COUNCIL OF MICHIGAN FOUNDATIONS INCONE SOUTH HARBOR STE 3 GRAND HAVEN, MI 49417	NONE	509(A)(1)	2011 MEMBERSHIP	9,600
COUNTY OF KENT300 MONROE NW STE 303 GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR A STUDY OF THE AREA'S PARKS SYSTEMS	15,000
COUNTY OF KENT300 MONROE NW STE 303 GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR KENT COUNTY'S PURCHASE OF DEVELOPMENT RIGHTS PROGRAM	36,550
COUNTY OF KENT300 MONROE NW STE 303 GRAND RAPIDS, MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR KENT COUNTY'S PURCHASE OF DEVELOPMENT RIGHTS PROGRAM	66,786
CROOKED TREE ARTS COUNCIL INC461 EAST MITCHELL ST PETOSKEY, MI 49770	NONE	509(A)(2)	SUPPORT TO GROW CROOKED TREE'S COMMUNITY ARTS EDUCATION OFFERINGS	16,000
DA BLODGETT SERVICES FOR CHILDREN AND FAMILIES805 LEONARD STREET NE GRAND RAPIDS, MI 49503	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000

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DAVID WOLCOTT KENDALL MEMORIAL SCHOOL17 FOUNTAIN STREET NW GRAND RAPIDS, MI 49503	NONE	501(C)(3)	SUPPORT FOR THE OLIVER H EVANS HONORIFIC SCHOLARSHIP	5,000
DELTA GAMMA FOUNDATION 3250 RIVERSIDE DR COLUMBUS, OH 43221	NONE	509(A)(1)	SUPPORT FOR THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
DEVOS CHILDREN'S HOSPITAL FOUNDATION100 MICHIGAN STREET NE MC-4 GRAND RAPIDS, MI 49503	NONE	509(A)(1)	ORGANIZE CELEBRATIONS FOR ILL CHILDREN HOSPITALIZED IN 2011 HOLIDAY SEASON	4,000
DISABILITY ADVOCATES OF KENT COUNTY3600 CAMELOT DR SE GRAND RAPIDS, MI 49546	NONE	509(A)(1)	INVEST IN ABILITY 2011 EVENT	5,000
DOG STORY THEATER716 COLLEGE AVE SE GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT TO ASSIST THIS SMALL START-UP IN EFFORT TO GROW DONOR BASE	5,000
DOGS AND CATS FOREVER INC 4600 SELVITZ RD PORT SAINT LUCIE, FL 34988	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
DRUMMOND ISLAND MEDICAL CENTERPO BOX 98 DRUMMOND ISLAND, MI 49726	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
DUCKS UNLIMITED INCNATL HEADQTRS ONE WATERFOWL WAY MEMPHIS, TN 38120	NONE	509(A)(1)	SUPPORT FOR A CONSERVATION INITIATIVE	43,200
EARTH UNIVERSITY FOUNDATION3525 PIEDMONT RD NE STE 215 ATLANTA, GA 30305	NONE	509(A)(1)	SUPPORT FOR THE HYDRAID BIOSAND WATER FILTER PROGRAM	500
EARTH UNIVERSITY FOUNDATION3525 PIEDMONT RD NE STE 215 ATLANTA, GA 30305	NONE	509(A)(1)	SUPPORT FOR THE EARTH UNIVERSITY FINANCIAL AID PROGRAM	2,500
EBONY HORSEWOMEN INC337 VINE ST HARTFORD, CT 06112	NONE	509(A)(1)	SUPPORT FOR THE SUMMER PROGRAM	2,500
ENVIRONMENTAL GRANTMAKERS ASSOCIATION475 RIVERSIDE DR STE 960 NEW YORK, NY 10115	NONE	509(A)(1)	2011 MEMBERSHIP	845
EQUEST CENTER FOR THERAPEUTIC RIDING INC3777 RECTOR NE ROCKFORD, MI 49341	NONE	509(A)(2)	SUPPORT FOR 'MANY HANDS, ONE VISION CAMPAIGN	50,000
FIRST STEPS KENT118 COMMERCE AVE SW GRAND RAPIDS, MI 49503	NONE	501(C)(3)	SUPPORT FOR FIRST STEPS INITIATIVE, A COMMUNITY COLLABORATIVE	100,000
FIRST UNITED PRESBYTERIAN CHURCH7940 CEMETERY RD HARBOR SPRINGS, MI 49740	NONE	170(B)(1)(A)	FUNDING SUPPORT FOR THE 2010-2011 HABITAT FOR HUMANITY PROJECT	2,500
FLORIDA COALITION FOR PRESERVATION235 NE 6TH AVE BLDG F DELRAY BEACH, FL 33483	NONE	170(B)(1)(A)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
FLORIDA COALITION FOR PRESERVATION235 NE 6TH AVE BLDG F DELRAY BEACH, FL 33483	NONE	170(B)(1)(A)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
FRESHWATER FUTUREPO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR BUILDING OUR BASE OF SUSTAINABILITY	9,690
FRESHWATER FUTUREPO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR BUILDING OUR BASE OF SUSTAINABILITY	10,000
FRESHWATER FUTUREPO BOX 2479 PETOSKEY, MI 49770	NONE	509(A)(1)	SUPPORT FOR THE PUSHING THE CORP TO BATTLE THE ASIAN CARP PROJECT	10,000
FRIENDS OF GRAND RAPIDS PARKSPO BOX 3199 GRAND RAPIDS, MI 49501	NONE	509(A)(1)	SUPPORT FOR 'PARKS ALIVE' SUSTAINABILITY PROGRAM	35,000
FRIENDS OF THE NORTHWEST WEATHER AND AVALANCHE CENTER15600 NE 8TH ST B1-711 BELLEVUE, WA 98008	NONE	509(A)(2)	SUPPORT FOR THE GENERAL FUND	200
FRIENDS OF THE UTAH AVALANCHE CENTERPO BOX 521353 SALT LAKE CITY, UT 84152	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	200
THE FUND FOR PARK AVENUE445 PARK AVENUE STE 1000 NEW YORK, NY 10022	NONE	509(A)(1)	SUPPORT THE 2010-2011 MALLS PLANTING PROJECT & HOLIDAY TREE LIGHTING	6,000
FUNDERS' NETWORK FOR SMART GROWTH AND LIVABLE COMMUNITIES1500 SAN REMO AVENUE STE 249 CORAL GABLES, FL 33146	NONE	509(A)(1)	2011 MEMBERSHIP	3,000
THE GERALD R FORD PRESIDENTIAL FOUNDATION303 PEARL STREET NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	2011 GERALD R FORD FOUNDATION TRUSTEES DINNER IN WASHINGTON DC	5,000
THE GERALD R FORD PRESIDENTIAL FOUNDATION303 PEARL STREET NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	EXHIBITS FUND SUPPORT	25,000
GILDA'S CLUB GRAND RAPIDS 1806 BRIDGE ST NW GRAND RAPIDS, MI 49504	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	200
GIRLS CHORAL ACADEMYPO BOX 150742 GRAND RAPIDS, MI 49515	NONE	509(A)(1)	SUPPORT FOR A TWO-YEAR ARTS EDUCATION PILOT PROGRAM USING MUSIC INSTRUCTION	5,000
GIRLS CHORAL ACADEMYPO BOX 150742 GRAND RAPIDS, MI 49515	NONE	509(A)(1)	SUPPORT FOR A TWO-YEAR ARTS EDUCATION PILOT PROGRAM USING MUSIC INSTRUCTION	25,000

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GRAND ACTION FOUNDATION 120 LYON ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR CAPITAL CAMPAIGN TO TRANSFORM THE SOUTHERN TIP OF DOWNTOWN GR	1,000
GRAND ACTION FOUNDATION 120 LYON ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE MSU MEDICAL SCHOOL	25,000
GRAND RAPIDS ART MUSEUM101 MONROE CENTER GRAND RAPIDS, MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	500
GRAND RAPIDS BALLET CO341 ELLSWORTH AVE GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR CAMPAIGN FOCUSED ON INCREASING EARNED INCOME	1,500
GRAND RAPIDS CIVIC THEATRE INC30 NORTH DIVISION AVE GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR THE SCHOOL OF THEATRE ARTS	100
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION143 BOSTWICK AVENUE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SCHOLARSHIP ROBINSON-FERRELL FAMILY FUND	500
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION143 BOSTWICK AVENUE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE VISUAL ARTS DEPARTMENT FILM PROGRAM	2,500
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION143 BOSTWICK AVE NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR ACQUISITION & RENOVATION OF FORMER DU DOWNTOWN CAMPUS	750,000
GRAND RAPIDS COMMUNITY FOUNDATION185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	1,300
GRAND RAPIDS COMMUNITY FOUNDATION185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE MRS JAMES W CARPENTER FUND FOR CHILDREN	10,000
GRAND RAPIDS COMMUNITY FOUNDATION185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR THE NONPROFIT TECHNICAL ASSISTANCE FUND	30,000
GRAND RAPIDS DOMINICANS 2025 EAST FULTON ST GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SISTER'S HEALTH FUND	100
GRAND RAPIDS LIGHTNING1100 CAMBRIDGE DRIVE SE GRAND RAPIDS, MI 49506	NONE	509(A)(1)	SUPPORT FOR THE YOUTH BASKETBALL PROGRAM	1,000
GRAND RAPIDS PUBLIC SCHOOLS 1331 FRANKLIN SE PO BOX 117 GRAND RAPIDS, MI 49501	NONE	170(B)(1)(A)	SUPPORT DEVELOPMENT OF ACCESSIBLE OUTDOOR PLAYGROUND & LEARNING ENVIRONMENT	23,000
GRAND RAPIDS STUDENT ADVANCEMENT FOUNDATION111 LIBRARY NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	MR B'S BASKETBALL, READING, AND MATH CAMP	1,801
GRAND RAPIDS STUDENT ADVANCEMENT FOUNDATION111 LIBRARY NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	MR B'S BASKETBALL, READING, AND MATH CAMP	2,007
GRAND RAPIDS STUDENT ADVANCEMENT FOUNDATION111 LIBRARY NE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	MR B'S BASKETBALL, READING, AND MATH CAMP	4,692
GRAND RAPIDS SYMPHONY SOCIETY300 OTTAWA AVE NW STE 100 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	GENERAL OPERATING SUPPORT	500
GRAND RAPIDS SYMPHONY SOCIETY300 OTTAWA AVE NW STE 100 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR THE EXPLORATION OF & PLANNING FOR A NEW SCHOOL OF ARTS	10,000
THE GRAND TRAVERSE REGIONAL LAND CONSERVANCY3860 NORTH LONG LAKE RD STE D TRAVERSE CITY, MI 49684	NONE	509(A)(1)	SUPPORT FOR THE GROUND UP FARMLAND PROTECTION IN THE US-31 CORRIDOR	15,000
GRAND VALLEY METROPOLITAN COUNCIL678 FRONT AVE NW STE 200 GRAND RAPIDS, MI 49504	NONE	170(B)(1)(A)	SUPPORT SURVEY OF CITIZENS & LOCAL OFFICIALS ON MUNICIPAL SERVICE SHARING	2,000
GRAND VALLEY METROPOLITAN COUNCIL678 FRONT AVE NW STE 200 GRAND RAPIDS, MI 49504	NONE	170(B)(1)(A)	SUPPORT FOR THE LOWER GRAND RIVER ORGANIZATION OF WATERSHEDS	8,200
GRAND VALLEY STATE UNIVERSITY22 ZUMBERG LIBRARY ALLENDALE, MI 49401	NONE	509(A)(1)	SUPPORT FOR WGVU	200
GRAND VALLEY STATE UNIVERSITY22 ZUMBERG LIBRARY ALLENDALE, MI 49401	NONE	509(A)(1)	SUPPORT FOR THE JOHNSON CENTER'S NATIONAL SUMMIT ON FAMILY PHILANTHROPY	20,000
GRAND VALLEY STATE UNIVERSITY22 ZUMBERG LIBRARY ALLENDALE, MI 49401	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN TO ADD THE NEW L WILLIAM SEIDMAN BUILDING	500,000
GRANTMAKERS FOR CHILDREN YOUTH & FAMILIES INC8757 GEORGIA AVE STE 540 SILVER SPRING, MD 20910	NONE	509(A)(1)	2011 MEMBERSHIP	1,000
GRANTMAKERS IN THE ARTS4055 21ST AVE WEST STE 100 SEATTLE, WA 98119	NONE	509(A)(1)	2011 MEMBERSHIP	400
GRANTS MANAGERS NETWORK 1666 K STREET NW STE 440 WASHINGTON, DC 20006	NONE	509(A)(1)	2011 MEMBERSHIP	2,000
GREATER HARBOR SPRINGS AREA PLANNING RESOURCE GROUPO BOX 112 HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR THE DEVELOPMENT AND ENHANCEMENT OF RECREATION TRAILS	17,600
GUIDESTAR4801 COURTHOUSE ST STE 220 WILLIAMSBURG, VA 23188	NONE	509(A)(1)	2011 MEMBERSHIP	500

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HARBOR HALL FOUNDATIONPO BOX 376 HARBOR SPRINGS,MI 49740	NONE	509(A)(2)	SUPPORT FOR ORGANIZATIONAL DEVELOPMENT	10,000
HARBOR SPRINGS COMMUNITY DAYCARE & PRESCHOOL INC930 STATE ST UNIT 15 HARBOR SPRINGS,MI 49740	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
HARBOR SPRINGS COMMUNITY DAYCARE & PRESCHOOL INC930 STATE ST UNIT 15 HARBOR SPRINGS,MI 49740	NONE	509(A)(2)	BRIDGE FUNDING	5,000
HEALTHY HOMES COALITION OF WEST MICHIGAN742 FRANKLIN ST SE GRAND RAPIDS,MI 49507	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	100
HEART OF THE LAKES CENTER FOR LAND CONSERVATION POLICY300 NORTH BRIDGE ST GRAND LEDGE,MI 48837	NONE	509(A)(1)	SUPPORT FOR A CONSERVATION VISION FOR MICHIGAN	5,104
HEART OF THE LAKES CENTER FOR LAND CONSERVATION POLICY300 NORTH BRIDGE ST GRAND LEDGE,MI 48837	NONE	509(A)(1)	SUPPORT FOR A CONSERVATION VISION FOR MICHIGAN	14,846
HEART OF WEST MICHIGAN UNITED WAY118 COMMERCE AVE SW STE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	1,800
HEART OF WEST MICHIGAN UNITED WAY118 COMMERCE AVE SW STE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE SCHOOLS OF HOPE PROGRAM	10,000
HEART OF WEST MICHIGAN UNITED WAY118 COMMERCE AVE SW STE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	EARLY ED FUND-IMPROVE ACCESS TO HIGH-QUALITY ED FOR AT-RISK PRESCHOOLERS	10,000
HEART OF WEST MICHIGAN UNITED WAY118 COMMERCE AVE SW STE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	10,000
HEART OF WEST MICHIGAN UNITED WAY118 COMMERCE AVE SW STE 100 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	15,000
HEBRON INTERFAITH HUMAN SERVICES INCPO BOX 634 HEBRON,CT 06248	NONE	509(A)(1)	SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	2,500
HISTORIC CHARLESTON FOUNDATIONPO BOX 1120 CHARLESTON,SC 29402	NONE	509(A)(1)	SUPPORT FOR THE 2011 WINTER ANTIQUES SHOW	10,000
HOBE SOUND COMMUNITY CHESTPO BOX 511 HOBE SOUND,FL 33475	NONE	509(A)(1)	SUPPORT FOR THE HOBE SOUND CHILD CARE CENTER	5,000
HOLLAND AREA ARTS COUNCIL 150 EAST 8TH ST HOLLAND,MI 49423	NONE	501(C)(3)	SUPPORT FOR 'KEEPING ARTS IN THE PICTURE'	8,000
IMERMAN ANGELS400 WERIE ST STE 405 CHICAGO,IL 60654	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
INTERLOCHEN CENTER FOR THE ARTSPO BOX 199 INTERLOCHEN,MI 49643	NONE	509(A)(1)	SUPPORT FOR THE MATH SCIENCE DEPT ENRICHMENT ACTIVITIES FOR STUDENTS	2,500
INTERLOCHEN CENTER FOR THE ARTSPO BOX 199 INTERLOCHEN,MI 49643	NONE	509(A)(1)	PUBLIC RADIO PROJECT	10,000
INTERNATIONAL MEDICAL ASSISTANCEPO BOX 2161 COLUMBUS,IN 47202	NONE	509(A)(1)	SUPPORT FOR THE MISSION WORK IN MEXICO	500
JOHN BALL ZOOLOGICAL SOCIETY1300 WEST FULTON GRAND RAPIDS,MI 49504	NONE	509(A)(2)	SUPPORT FOR A CAMPAIGN TO RENOVATE AGING EXHIBITS	600,000
JUPITER ISLAND MEDICAL CLINIC100 ESTRADA SQUARE HOBE SOUND,FL 33455	NONE	509(A)(1)	SUPPORT FOR THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,000
KALAMAZOO COLLEGE1200 ACADEMY ST KALAMAZOO,MI 49006	NONE	509(A)(1)	ANNUAL FUND	500
KALAMAZOO COLLEGE1200 ACADEMY ST KALAMAZOO,MI 49006	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	1,000
KIDS FOOD BASKET2055 OAK INDUSTRIAL DR NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
KIDS FOOD BASKET2055 OAK INDUSTRIAL DR NE GRAND RAPIDS,MI 49505	NONE	509(A)(1)	SUPPORT FOR CAPITAL CAMPAIGN TO A BETTER AND LARGER FACILITY	32,000
LAKE SUNAPEE PROTECTIVE ASSOCIATIONPO BOX 72 SUNAPEE,NH 03782	NONE	509(A)(1)	FOR THE CREATION OF THE JANE TALIAFERRO WEATHERS (JTW) FUND	50,000
LAND CONSERVANCY OF WEST MICHIGAN1345 MONROE AVE NW STE 324 GRAND RAPIDS,MI 49505	NONE	509(A)(2)	GENERAL OPERATING SUPPORT	400
LAND CONSERVANCY OF WEST MICHIGAN1345 MONROE AVE NW STE 324 GRAND RAPIDS,MI 49505	NONE	509(A)(2)	SUPPORT FOR THE GENERAL FUND	1,100
LAND CONSERVANCY OF WEST MICHIGAN1345 MONROE AVE NW STE 324 GRAND RAPIDS,MI 49505	NONE	509(A)(2)	SUPPORT FOR INCREASING THE PACE OF CONSERVATION PROJECT	15,000
THE LIFESPACE FOUNDATION100 EAST GRAND AVE STE 200 DES MOINES,IA 50309	NONE	509(A)(1)	SUPPORT FOR THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	3,000




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LITERACY CENTER OF WEST MICHIGAN1120 MONROE NW STE 240 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR THE FAMILY LITERACY PROGRAM	5,000
LITERACY CENTER OF WEST MICHIGAN1120 MONROE NW STE 240 GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR THE EXPANSION AND SUSTAINABILITY OF THE FAMILY LITERACY PROGRAM	20,000
LITTLE TRAVERSE BAY HUMANE SOCIETY1300 WEST CONWAY RD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR A LANDSCAPING ENDOWMENT IN MEMORY OF BARBARA FREY	10,000
LITTLE TRAVERSE CONSERVANCY INC3264 POWELL RD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR THE GENERAL FUND	1,000
LITTLE TRAVERSE CONSERVANCY INC3264 POWELL RD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR THE GETTING KIDS OUTDOORS PROGRAM	1,000
LITTLE TRAVERSE CONSERVANCY INC3264 POWELL RD HARBOR SPRINGS, MI 49740	NONE	509(A)(1)	SUPPORT FOR EXHIBITS AND LANDSCAPING	10,000
LITTLE TRAVERSE SAILORSPO BOX 583 HARBOR SPRINGS, MI 49740	NONE	509(A)(2)	SCHOLARSHIP PROGRAM SUPPORT	2,000
THE MANNA PROJECT INC8791 MCBRIDE PARK CT HARBOR SPRINGS, MI 49740	NONE	509(A)(2)	FUNDING FOR THE 2011 HOLIDAY DINNER PROGRAM	5,000
THE MANNA PROJECT INC8791 MCBRIDE PARK CT HARBOR SPRINGS, MI 49740	NONE	509(A)(2)	SUPPORT FOR THE FOOD 4 KIDS BACKPACK PROGRAM	21,000
MARS HILL BIBLE CHURCH3501 FAIRLANES AVE SW GRANDVILLE, MI 49418	NONE	509(A)(1)	WHITE BUCKET PROJECT (\$250) AND WATER PROJECT (\$250)	500
MARY FREE BED HOSPITAL AND REHABILITATION CENTER235 WEALTHY SE GRAND RAPIDS, MI 49503	NONE	509(A)(1)	SUPPORT FOR HOLIDAY ACTIVITIES FOR HOSPITALIZED CHILDREN	2,000
MEL TROTTER MINISTRIES225 COMMERCE AVE SW GRAND RAPIDS, MI 49053	NONE	501(C)(3)	SUPPORT FOR AGING DOWNTOWN BUILDING PROVIDING TEMP HOUSING & SUPPORT	75,000
MICHIGAN LEAGUE FOR HUMAN SERVICES1115 S PENNSYLVANIA AVE STE 202 LANSING, MI 48912	NONE	170(B)(1)(A)	SUPPORT TO HELP BROADEN THE BASE OF SUPPORT FOR PUBLIC POLICY ORGANIZATION	2,786
THE MICHIGAN WOMEN'S FOUNDATION18530 MACK AVE STE 562 GROSSE POINTE FARMS, MI 48236	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	3,000
MICHIGAN YOUTH ARTS ASSOCIATION301 W 4TH ST STE 415 ROYAL OAK, MI 48067	NONE	509(A)(2)	SUPPORT FOR THE MICHIGAN ARTS EDUCATION CENSUS	10,000
MIDTOWN NEIGHBORHOOD ASSOCIATION1147 EAST FULTON ST GRAND RAPIDS, MI 49503	NONE	509(A)(2)	OUR GOODNESS IS GROWING CAMPAIGN	100
MIDTOWN NEIGHBORHOOD ASSOCIATION1147 EAST FULTON ST GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT FOR THE FULTON STREET FARMERS MARKET PROJECT	500
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1101CONNECTICUT AVE NW SUITE 220 WASHINGTON, DC 20036	NONE	509(A)(1)	2011 MEMBERSHIP	2,000
THE NATURE CONSERVANCY MICHIGAN CHAPTER101 EAST GRAND RIVER LANSING, MI 48906	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	500
NEW SCHOOL66 WEST 12TH ST NEW YORK, NY 10011	NONE	509(A)(1)	MILANO GRADUATE SCHOOL FOR MANAGEMENT AND URBAN POLICY	500
NEXT DOOR INCPO BOX 661 HOOD RIVER, OR 97031	NONE	509(A)(1)	SUPPORT FOR THE 'GREATEST NEEDS' FUND	1,000
NORTH CENTRAL MICHIGAN COLLEGE FOUNDATION1515 HOWARD ST PETOSKEY, MI 49770	NONE	509(A)(3) TYPE I	RED CEDAR WRITING PROJECT	5,000
NORTH COUNTRY TRAIL ASSOCIATION229 EAST MAIN ST LOWELL, MI 49331	NONE	509(A)(1)	TO SUPPORT THE SAFE USER TRAILHEAD PARKING PROJECT	1,500
NORTHERN MICHIGAN REGIONAL HOSPITAL FOUNDATION360 CONNABLE AVE PETOSKEY, MI 49770	NONE	509(A)(3) TYPE II	SUPPORT FOR HOLIDAY ACTIVITIES AND GIFTS FOR HOSPITALIZED CHILDREN	2,000
NORTHWEST MICHIGAN COMMUNITY ACTION AGENCY 3963 THREE MILE RD TRAVERSE CITY, MI 49686	NONE	509(A)(1)	SUPPORT FOR THE GREAT START COLLABORATIVE	500
NORTHWEST MICHIGAN COMMUNITY ACTION AGENCY 3963 THREE MILE RD TRAVERSE CITY, MI 49686	NONE	509(A)(1)	FUNDING TO SUPPORT THE HEATING AND UTILITY PROGRAMS	2,500
NORTHWEST MICHIGAN COMMUNITY ACTION AGENCY 3963 THREE MILE RD TRAVERSE CITY, MI 49686	NONE	509(A)(1)	SUPPORT FOR GREAT START COLLABORATIVE	5,000
NORTHWEST OTTAWA ECONOMIC DEVELOPMENT CORPORATION ONE S HARBOR DR GRAND HAVEN, MI 49417	NONE	509(A)(2)	SUPPORT FOR THE LEADERSHIP WEST MICHIGAN ALUMNI SCHOLARSHIP FUND	500
OLD TOWN PLAYHOUSE INC148 E EIGHTH ST TRAVERSE CITY, MI 49684	NONE	501(C)(3)	SUPPORT FOR A FACILITIES ARCHITECTURAL STUDY AND A FEASIBILITY STUDY	10,000
OPEN CONCEPT GALLERY50 LOUIS ST NW GRAND RAPIDS, MI 49503	NONE	509(A)(2)	SUPPORT TO EXPAND THE DISTRIBUTION OF THE GALLERY'S ONLINE NEWSLETTER	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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
Name and address (home or business)				
<b>a</b> Paid during the year				
OUTDOOR DISCOVERY CENTER MACATAWA GREENWAYA-4214 56TH ST HOLLAND,MI 49423	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
PETOSKEY-HARBOR SPRINGS AREA COMMUNITY FOUNDATION 616 PETOSKEY ST STE 300 PETOSKEY,MI 49770	NONE	509(A)(1)	SUPPORT FOR THE EDWARD J FREY, JR CHARITABLE FUND	25,000
PINE REST FOUNDATION300 68TH ST SE GRAND RAPIDS,MI 49501	NONE	509(A)(3)	SPONSORSHIP FOR THE 2011 PINE REST FOUNDATION JAY VAN DEN BERG DINNER	1,000
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN425 CHERRY STREET SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR EDUCATION AND OUTREACH PROGRAMS	10,000
THE POTTER'S HOUSE810 VAN RAALTE SW GRAND RAPIDS,MI 49509	NONE	501(C)(3)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
PROGERIA RESEARCH FOUNDATION INCPO BOX 3453 PEABODY,MA 01961	NONE	509(A)(1)	GENERAL OPERATING SUPPORT FOR RESEARCH AND DEVELOPMENT	2,500
PUBLIC SCHOOLS OF PETOSKEY 1130 HOWARD ST PETOSKEY,MI 49770	NONE	170(B)(1)(A)	GENERAL OPERATING SUPPORT FOR THE HIGH SCHOOL GOLF TEAMS	3,000
READY FOR SCHOOL100 EAST 8TH ST STE 240 HOLLAND,MI 49423	NONE	509(A)(1)	FUNDING FOR THE HOLLAND COMMUNITY-LED EARLY CARE & EDUCATION INITIATIVE	50,000
THE REGENTS OF THE UNIVERSITY OF MICHIGAN2074 FLEMING BLDG ANN ARBOR,MI 48109	NONE	509(A)(1)	SUPPORT FOR THE DEAN'S GENERAL FUND AT THE ROSS SCHOOL OF BUSINESS	2,000
RESEARCH AND TECHNOLOGY INSTITUTE OF WEST MICHIGAN 161 OTTAWA AVE NW STE 400 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	SUPPORT FOR THE RIGHT PLACE INC 'S ECONOMIC EFFORTS	50,000
RONALD MCDONALD HOUSE OF WESTERN MICHIGAN1323 CEDAR NE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR 'MAKE ROOM IN YOUR HEART CAMPAIGN'	10,000
SAINT MARY'S DORAN FOUNDATION200 JEFFERSON AVE SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	THE NEW MOTHER CELEBRATION AT CLINICA SANTA MARIA	1,000
SAINT MARY'S DORAN FOUNDATION200 JEFFERSON AVE SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	THE NEW MOTHER CELEBRATION AT CLINICA SANTA MARIA	2,000
SAINT MICHAEL'S EPISCOPAL CHURCH4315 NW 23RD AVE GAINESVILLE,FL 32606	NONE	170(B)(1)(A)	SUPPORT FOR CLASSROOM AND PROJECT SUPPLIES	500
SCENIC MICHIGAN445 EAST MITCHELL ST PETOSKEY,MI 49770	NONE	509(A)(1)	SUPPORT FOR A COMPREHENSIVE MICHIGAN SIGN CONTROL GUIDEBOOK	1,350
SIGMA UPSILONPO BOX 12277 LANSING,MI 48901	NONE	509(A)(2)	THE WHATEVER HAPPENED TO IDLEWILD CENTENNIAL TOUR	2,000
SNOWBALL EXPRESS2973 HARBOR BLVD 401 COSTA MESA,CA 92626	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	2,500
SOS OUTREACHPO BOX 2020 AVON,CO 81620	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
SOUTH END COMMUNITY OUTREACH MINISTRIES1545 BUCHANAN AVE SW GRAND RAPIDS,MI 49507	NONE	509(A)(1)	SUPPORT FOR THE READ TO ME PARENT/CHILD EDUCATION PROGRAM	10,000
ST CECILIA MUSIC SOCIETY24 RANSOM AVE NE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR AN AFTER-SCHOOL STRINGS PROGRAM FOR YOUTH	7,500
ST FRANCIS XAVIER CATHOLIC CHURCH513 HOWARD ST PETOSKEY,MI 49770	NONE	170(B)(1)(A)	SUPPORT FOR BROTHER DAN'S FOOD PANTRY	1,000
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	HAITI EARTHQUAKE RELIEF FUND	50
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE MISSION PROGRAMS	50
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE MISSION PROGRAMS	75
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE MISSION PROGRAMS	75
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE YOUTH MINISTRIES	100
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE MISSION PROGRAMS	100
ST STEPHEN CATHOLIC CHURCH 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	CATHOLIC SERVICES APPEAL SUPPORT	150
ST STEPHEN CATHOLIC SCHOOL 750 GLADSTONE SE EAST GRAND RAPIDS,MI 49506	NONE	170(B)(1)(A)	SUPPORT FOR THE SCHOLASTIC BOOK FAIR	50
TIMBERLAND RESOURCE CONSERVATION AND DEVELOPMENT AREA COUNCIL INC1345 MONROE AVENUE NW STE 243 GRAND RAPIDS,MI 49505	NONE	509(A)(1)	SUPPORT FOR THE PIGEON RIVER HABITAT IMPROVEMENT PROJECT	6,000

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Name and address (home or business)				
<b>a</b> Paid during the year				
TOWN OF GLASTONBURY2155 MAIN ST GLASTONBURY,CT 06033	NONE	170(B)(1)(A)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF CAMP SUNRISE	2,500
TRAVERSE AREA RECREATION AND TRANSPORTATION TRAILS INCPO BOX 252 TRAVERSE CITY,MI 49685	NONE	509(A)(1)	PATHWAYS CAMPAIGN & NON-MOTORIZED TRAIL IN SLEEPING BEAR NAT'L PARK	50,000
TROUT UNLIMITED1300 NORTH 17TH ST STE 500 ARLINGTON,VA 22209	NONE	509(A)(1)	SUPPORT FOR THE ESTABLISHMENT OF A 'HOME RIVERS' PROJECT ON THE ROGUE RIVER	2,000
TROUT UNLIMITED1300 NORTH 17TH ST STE 500 ARLINGTON,VA 22209	NONE	509(A)(1)	SUPPORT FOR THE ESTABLISHMENT OF A 'HOME RIVERS' PROJECT ON THE ROGUE RIVER	20,000
TROUT UNLIMITED1300 NORTH 17TH ST STE 500 ARLINGTON,VA 22209	NONE	509(A)(1)	SUPPORT TO CONDUCT A TROUT ANGLER SURVEY TO PROVIDE MANAGEMENT DATA	21,500
TROUT UNLIMITEDPO BOX 230094 GRAND RAPIDS,MI 49523	NONE	509(A)(1)	SUPPORT FOR THE SCHREM'S SCHOLARSHIP PROGRAM IN COLLABORATION WITH MSU	2,000
TROUT UNLIMITEDPO BOX 230094 GRAND RAPIDS,MI 49523	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	5,000
UNITED WAY OF PALM BEACH COUNTY2600 QUANTUM BLVD BOYNTON BEACH,FL 33426	NONE	509(A)(1)	COMMUNITY CARE FUND	10,000
UNIVERSITY OF FLORIDA FOUNDATION INCPO BOX 14425 GAINESVILLE,FL 32604	NONE	509(A)(1)	SUPPORT FOR FAMILY SUPPORT SERVICES AT THE SHANDS CANCER CENTER	500
UNIVERSITY OF FLORIDA FOUNDATION INCPO BOX 14425 GAINESVILLE,FL 32604	NONE	509(A)(1)	SUPPORT FOR THE CHILDREN'S EDUCATION AND CURRICULUM PROGRAMS	500
UNIVERSITY OF NC AT CHAPEL HILL ARTS AND SCIENCES FOUNDATION INCPO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR THE PERFORMING ARTS SOCIETY	1,250
UNIVERSITY OF NC AT CHAPEL HILL ARTS AND SCIENCES FOUNDATION INCPO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR MINOR IN ENTREPRENEURSHIP GENERAL FUND & THE DEANS GENERAL FUND	2,000
UNIVERSITY OF NC AT CHAPEL HILL ARTS AND SCIENCES FOUNDATION INCPO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT TO ENCOURAGE THE UNIVERSITY IN COMMUNITY ENGAGEMENT OPPORTUNITIES	2,500
UNIVERSITY OF NC AT CHAPEL HILL ARTS AND SCIENCES FOUNDATION INCPO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR THE AT WORK IN THE WILDERNESS PICTURING THE AMERICAN LANDSCAPE	20,000
UNIVERSITY OF OREGON5235 UNIVERSITY OF OREGON EUGENE,OR 97403	NONE	509(A)(1)	SUPPORT FOR EXPANDING STUDENT ACCESS TO SOFTWARE TECHNOLOGY	1,500
URBAN INSTITUTE FOR CONTEMPORARY ARTS2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN FOR A NEW LEED-CERTIFIED ARTS FACILITY	2,500
URBAN INSTITUTE FOR CONTEMPORARY ARTS2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN FOR A NEW LEED-CERTIFIED ARTS FACILITY	25,000
URBAN INSTITUTE FOR CONTEMPORARY ARTS2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN FOR A NEW LEED-CERTIFIED ARTS FACILITY	350,000
VAN ANDEL RESEARCH INSTITUTE 333 BOSTWICK NE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	FUNDING FOR CRESCENT PARK STONE BENCH	10,000
VILLAGE PRESBYTERIAN CHURCH ENDOWMENT FUNDPO BOX 8050 PRAIRIE VILLAGE,KS 66208	NONE	509(A)(3) TYPE I	SUPPORT FOR THE SPECIAL NEEDS CHILDREN AND HOMELESS MINISTRIES	12,000
VOCAL MUSIC WORKSHOP45 COLLEGE SE SUITE 301 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	GENERAL OPERATING SUPPORT	100
WEST MICHIGAN AVIATION ACADEMY5363 44TH ST SE GRAND RAPIDS,MI 49512	NONE	509(A)(1)	START UP FUNDING	30,000
WEST MICHIGAN CHAPTER OF ASSOCIATION OF FUNDRAISING PROFESSIONALSPO BOX 6302 GRAND RAPIDS,MI 49516	NONE	509(A)(2)	SUPPORT FOR THE WEST MICHIGAN'S 25 ANNUAL NATIONAL PHILANTHROPY DAY	500
WEST MICHIGAN STRATEGIC ALLIANCE951 WEALTHY ST SE GRAND RAPIDS,MI 49506	NONE	509(A)(1)	SUPPORT TO ADVANCE THE REGIONAL DEVELOPMENT AGENDA	15,000
WEST MICHIGAN TRAILS & GREENWAYS COALITIONPO BOX 325 COMSTOCK PARK,MI 49321	NONE	509(A)(1)	SUPPORT FOR UPDATES TO THE COALITION'S TRAIL	5,000
WOMEN'S RESOURCE CENTER OF NORTHERN MICHIGAN423 PORTER ST PETOSKEY,MI 49770	NONE	509(A)(1)	SUPPORT FOR THE ACQUISITION AND RENOVATION OF A FACILITY	40,000
YMCA OF NORTHERN MICHIGAN 434 EAST LAKE ST PETOSKEY,MI 49770	NONE	509(A)(2)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	500
YOUNG WOMEN'S CHRISTIAN ASSOCIATION25 SHELDON BLVD SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	GENERAL OPERATING SUPPORT	125
<b>Total</b> . . . . .  <b>3a</b>				4,673,607

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<b>b</b> <i>Approved for future payment</i>				
ARTISTS CREATING TOGETHER INC1140 MONROE AVE NW STE 4101 GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A MULTI-YEAR EFFORT TO BUILD ACT'S INTERNAL CAPACITY	46,000
ARTSERVE MICHIGAN1 CLOVER COURT WIXOM,MI 48393	NONE	509(A)(1)	SUPPORT FOR LAUNCH OF THE MICHIGAN CULTURAL DATA PROJECT	25,000
BAXTER COMMUNITY CENTER INC 935 BAXTER SE GRAND RAPIDS,MI 49506	NONE	509(A)(1)	SUPPORT TO EXPAND THE CAPACITY OF A HIGH QUALITY CHILD DEVELOPMENT PROGRAM	30,000
BETTY FORD CENTER39000 BOB HOPE DRIVE RANCHO MIRAGE,CA 92270	NONE	509(A)(1)	SUPPORT FOR THE BETTY FORD INSTITUTE CHILDREN'S PROGRAM TRAINING ACADEMY	10,000
CELEBRATION UNITED METHODIST CHURCH9501 SW ARCHER ROAD GAINESVILLE,FL 32608	NONE	170(B)(1)(A)	SUPPORT FOR COMMUNITY OUTREACH PROGRAMS	2,500
THE CENTER FOR MICHIGAN INC 4100 NORTH DIXBORO ROAD ANN ARBOR,MI 48105	NONE	509(A)(1)	SUPPORT NEXT STAGE IN THE DEVELOPMENT OF A RESULTS-DRIVEN PUBLIC SECTOR	50,000
CHAR-EM UNITED WAY INC2350 MITCHELL PARK DR 8 PETOSKEY,MI 49770	NONE	509(A)(1)	ANNUAL FUND SUPPORT	10,000
CHARLEVOIX AREA HOSPITAL FOUNDATION14700 LAKE SHORE DRIVE CHARLEVOIX,MI 49720	NONE	509(A)(3) TYPE I	SUPPORT FOR THE SCHOOL NURSE PARTNERSHIP INITIATIVE	28,000
CITY OF GRAND RAPIDS300 MONROE AVENUE NW SIXTH FLOOR GRAND RAPIDS,MI 49503	NONE	170(B)(1)(A)	SUPPORT FOR THE 'TRANSFORMATION INVESTMENT PLAN'	27,000
CONNECTICUT CHILDREN'S MEDICAL CENTER FOUNDATION 282 WASHINGTON STREET HARTFORD,CT 06106	NONE	509(A)(1)	ANONYMOUS SUPPORT FOR THE CONNECTICUT SAFE KIDS PROGRAM	5,000
CONNECTICUT DEPARTMENT OF VETERANS' AFFAIRS287 WEST STREET ROCKY HILL,CT 06067	NONE	170(B)(1)(A)	SUPPORT FOR THE REHAB PROGRAM	5,000
CROOKED TREE ARTS COUNCIL INC461 EAST MITCHELL ST PETOSKEY,MI 49770	NONE	509(A)(2)	SUPPORT TO GROW CROOKED TREE'S COMMUNITY ARTS EDUCATION OFFERINGS	20,000
EBONY HORSEWOMEN INC337 VINE STREET HARTFORD,CT 06112	NONE	509(A)(1)	SUPPORT FOR THE SUMMER PROGRAM	5,000
FIRST STEPS KENT118 COMMERCE AVENUE SW GRAND RAPIDS,MI 49503	NONE	501(C)(3)	SUPPORT FOR FIRST STEPS INITIATIVE, A COMMUNITY COLLABORATIVE	100,000
FLORIDA COALITION FOR PRESERVATION235 NE 6TH AVE BLDG F DELRAY BEACH,FL 33483	NONE	170(B)(1)(A)	SUPPORT FOR THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	5,000
FRIENDS OF GRAND RAPIDS PARKSPO BOX 3199 GRAND RAPIDS,MI 49501	NONE	509(A)(1)	SUPPORT FOR 'PARKS ALIVE' SUSTAINABILITY PROGRAM	40,000
THE FUND FOR PARK AVENUE445 PARK AVENUE STE 1000 NEWYORK,NY 10022	NONE	509(A)(1)	SUPPORT THE 2011-2012 MALLS PLANTING PROJECT AND THE HOLIDAY TREE LIGHTING	6,000
THE GERALD R FORD PRESIDENTIAL FOUNDATION303 PEARL STREET NORTHWEST GRAND RAPIDS,MI 49504	NONE	509(A)(1)	CAMPAIGN FOR THE LEGACY OF PRESIDENT GERALD R FORD	100,000
GRAND RAPIDS COMMUNITY COLLEGE FOUNDATION143 BOSTWICK AVENUE NE GRAND RAPIDS,MI 495033295	NONE	509(A)(1)	SUPPORT FOR THE VISUAL ARTS DEPARTMENT FILM PROGRAM	2,500
HEADWATERS LAND CONSERVANCY INC110 SOUTH ELM STREET GAYLORD,MI 49735	NONE	509(A)(1)	SUPPORT FOR AUSABLE RIVER WATERSHED PROGRAM PROTECTION CAMPAIGN	5,000
HEALTH DEPARTMENT OF NORTHWEST MICHIGAN220 WEST GARFIELD CHARLEVOIX,MI 49720	NONE	170(B)(1)(A)	SUPPORT FOR PLANNING RELATED TO AN EARLY CHILDHOOD MENTAL HEALTH INITIATIVE	100,000
HEBRON INTERFAITH HUMAN SERVICES INCPO BOX 634 HEBRON,CT 06248	NONE	509(A)(1)	SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THE ORGANIZATION	2,500
IMERMAN ANGELS400 WERIE STREET SUITE 405 CHICAGO,IL 60654	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	7,500
LAND CONSERVANCY OF WEST MICHIGAN1345 MONROE AVENUE NW STE 324 GRAND RAPIDS,MI 49505	NONE	509(A)(2)	SUPPORT FOR INCREASING THE PACE OF CONSERVATION PROJECT	10,000
LITTLE TRAVERSE CONSERVANCY INC3264 POWELL ROAD HARBOR SPRINGS,MI 49740	NONE	509(A)(1)	HARBOR SPRINGS GREENBELT PROJECT	25,000
OUTDOOR DISCOVERY CENTER MACATAWA GREENWAYA-4214 56TH STREET HOLLAND,MI 49423	NONE	509(A)(2)	POTTAWATOMIE MARSH PROJECT	40,000
OUTDOOR DISCOVERY CENTER MACATAWA GREENWAYA-4214 56TH STREET HOLLAND,MI 49423	NONE	509(A)(2)	SUPPORT FOR PHASE II OF THE 'BUILDING A SUSTAINABLE FUTURE CAMPAIGN'	56,000
PLANNED PARENTHOOD OF WEST AND NORTHERN MICHIGAN425 CHERRY STREET SE GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR THE EDUCATION AND OUTREACH PROGRAMS	20,000
THE POTTER'S HOUSE810 VAN RAALTE SW GRAND RAPIDS,MI 49509	NONE	501(C)(3)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	1,000
RESEARCH AND TECHNOLOGY INSTITUTE OF WEST MICHIGAN 161 OTTAWA AVE NW STE 400 GRAND RAPIDS,MI 49503	NONE	509(A)(2)	SUPPORT FOR THE RIGHT PLACE INC 'S ECONOMIC EFFORTS	50,000

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Name and address (home or business)				
<b>b</b> <i>Approved for future payment</i>				
SNOWBALL EXPRESS2973 HARBOR BLVD 401 COSTA MESA,CA 92626	NONE	509(A)(1)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF THIS ORGANIZATION	7,500
TOWN OF GLASTONBURY2155 MAIN STREET GLASTONBURY,CT 06033	NONE	170(B)(1)(A)	TO SUPPORT THE GENERAL CHARITABLE ACTIVITIES OF CAMP SUNRISE	5,000
TROUT UNLIMITED1300 NORTH 17TH STREET STE 500 ARLINGTON,VA 22209	NONE	509(A)(1)	SUPPORT FOR THE ESTABLISHMENT OF A 'HOME RIVERS' PROJECT ON THE ROGUE RIVER	10,000
UNITED WAY OF PALM BEACH COUNTY2600 QUANTUM BLVD BOYNTON BEACH,FL 33426	NONE	509(A)(1)	SUPPORT FOR THE COMMUNITY CARE FUND	10,000
UNIVERSITY OF NC AT CHAPEL HILL ARTS AND SCIENCES FOUNDATION INCPO BOX 309 CHAPEL HILL,NC 27514	NONE	509(A)(1)	SUPPORT FOR NEW EXHIBITION	25,000
URBAN INSTITUTE FOR CONTEMPORARY ARTS2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN FOR A NEW LEED-CERTIFIED ARTS FACILITY	2,500
URBAN INSTITUTE FOR CONTEMPORARY ARTS2 WEST FULTON GRAND RAPIDS,MI 49503	NONE	509(A)(1)	SUPPORT FOR A CAPITAL CAMPAIGN FOR A NEW LEED-CERTIFIED ARTS FACILITY	75,000
WEST MICHIGAN ENVIRONMENTAL ACTION COUNCIL EDUCATIONAL FOUNDATION1007 LAKE DRIVE SE GRAND RAPIDS,MI 49506	NONE	509(A)(2)	GENERAL OPERATING SUPPORT	150
<b>Total . . . . .</b>				969,150

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions )
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a COMMONFUND PRIVATE EQUITY IV K-1	900000	-445			
b COMMONFUND PRIVATE EQUITY VI K-1	900000	-914			
c COMMONFUND VENTURE PARTNERS V K-1	900000	2,238			
d COMMONFUND VENTURE PARTNERS VII K-1	900000	-1,739			
e BLACKROCK-QUELLOS REAL ASSETS II	900000	-4,871			
f SIGULER GUFF	900000	16			
g WILLOWRIDGE/AMBERBROOK V	900000	650			

Form

4562

Depreciation and Amortization  
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment  
Sequence No 179

Department of the Treasury  
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return FREY FOUNDATION	Business or activity to which this form relates  FORM 990-PF PAGE 1	Identifying number  23-7094777
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Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7		
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9 Tentative deduction Enter the smaller of line 5 or line 8	9		
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10		
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property ) (See instructions )

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	2,478

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A		
17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	2,478
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)  
**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No						24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%			S/L -				
		%			S/L -				
		%			S/L -				
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person  
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year ( <b>do not</b> include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions )		
<b>Note:</b> If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
LEASEHOLD IMPROVEMEN		350,192		120M	35,019
43 Amortization of costs that began before your 2011 tax year				43	
44 <b>Total.</b> Add amounts in column (f) See the instructions for where to report				44	35,019



## TY 2011 Accounting Fees Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PLANTE & MORAN, PLLC	24,400	3,880	0	19,520

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Amortization Schedule

Name: FREY FOUNDATION

EIN: 23-7094777

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
LEASEHOLD IMPROVEMENTS		350,192		120 0000000000000	35,019	0	35,019	35,019

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: FREY FOUNDATION

EIN: 23-7094777

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE AND FIXTURES		146,081	12,301	SL	0 %	0	0	0	
OFFICE EQUIPMENT		86,551	84,073	SL	0 %	2,478	0	2,478	

**TY 2011 General Explanation Attachment****Name:** FREY FOUNDATION**EIN:** 23-7094777

Identifier	Return Reference	Explanation
	990-PF, PART VII-A, LINE 12	THE FOUNDATION MADE DISTRIBUTIONS TO TWO DONOR ADVISED FUNDS (FUNDS) OVER WHICH THE FOUNDATION OR A DISQUALIFIED PERSON HAS ADVISORY PRIVILEGES. THE FOUNDATION TREATED BOTH OF THESE AS QUALIFYING DISTRIBUTIONS BECAUSE THE MONEY WAS OR WILL BE REDISTRIBUTED BY THE FUNDS TO QUALIFIED SECTION 170(C)(2)(B) ORGANIZATIONS WHO WILL USE THE MONEY FOR THEIR CHARITABLE PURPOSES. ALL DISTRIBUTIONS FROM THE FUNDS ARE PRE-APPROVED BY THE FUNDS' BOARD.

TY 2011 Investments Corporate  
Stock Schedule

Name: FREY FOUNDATION  
EIN: 23-7094777

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLIANCE DATA SYS CORP 1550 SHARES	160,952	160,952
ALPHA NAT RES INC 4063 SHARES	83,007	83,007
BE AEROSPACE INC 4290 SHARES	166,066	166,066
CELANESE CORP DE COM SER A 3100 SHARES	137,237	137,237
COMERICA INC 4350 SHARES	112,230	112,230
COVENTRY HEALTH CARE INC 3600 SHARES	109,332	109,332
CRANE CO 3150 SHARES	147,137	147,137
CROWN HOLDINGS INC 3740 SHARES	125,589	125,589
DENBURY RESOURCES INC COM NEW 11300 SHARES	170,630	170,630
DENTSPLY INTERNATIONAL INC 4750 SHARES	166,203	166,203
ELAN PLC ADR 12120 SHARES	166,529	166,529
ENSCO INTL LTD ADR 1710 SHARES	80,233	80,233
EVEREST RE GROUP LTD 1050 SHARES	88,295	88,295
FIRST REP BK SAN FRANCISCO CALIF COM 3740 SHARES	114,481	114,481
FLEETCOR TECHNOLOGIES INC 3070 SHARES	91,701	91,701
FOOT LOCKER INC 8890 SHARES	211,938	211,938
GOODYEAR TIRE & RUBBER CO 8760 SHARES	124,129	124,129
HERTZ GLOBAL HLDGS INC 14950 SHARES	175,214	175,214
HILL-ROM HOLDINGS INC 3260 SHARES	109,829	109,829
HUBBELL INC CL B 2480 SHARES	165,813	165,813
IDEX CORP 2900 SHARES	107,619	107,619
IDEXX LABORATORIES INC 1700 SHARES	130,832	130,832
IHS INC COM CL A 1550 SHARES	133,548	133,548
INFORMATICA CORP 3340 SHARES	123,346	123,346
LANDSTAR SYSTEM INC 3200 SHARES	153,344	153,344
LSI LOGIC CORP 10300 SHARES	61,285	61,285
METTLER-TOLEDO INTL INC 990 SHARES	146,233	146,233
MICHAEL KORS HOLDINGS LTD 280 SHARES	7,630	7,630
MSCI INC CL A 2480 SHARES	81,666	81,666
NII HOLDINGS INC CL B 3410 SHARES	72,633	72,633

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NUANCE COMMUNICATIONS INC 8000 SHARES	201,280	201,280
NXP SEMICONDUCTORS NV 1720 SHARES	26,436	26,436
O REILLY AUTOMOTIVE INC NEW 2380 SHARES	190,281	190,281
ON SEMICONDUCTOR CORP 10720 SHARES	82,758	82,758
PACKAGING CORP OF AMERICA 4670 SHARES	117,871	117,871
POLYCOM INC 5880 SHARES	95,844	95,844
RALCORP HLDGS INC NEW 2720 SHARES	232,560	232,560
ROWAN COS INC 2820 SHARES	85,531	85,531
SIGNET JEWELERS LTD 2670 SHARES	117,373	117,373
SKYWORKS SOLUTIONS INC 4140 SHARES	67,151	67,151
SYNTEL INC 1430 SHARES	66,881	66,881
TERADYNE INC 8060 SHARES	109,858	109,858
TESORO CORPORATION 9410 SHARES	219,818	219,818
TIMKEN CO 2370 SHARES	91,743	91,743
TRANSDIGM GROUP INC 1040 SHARES	99,507	99,507
UNITED RENTALS INC 3170 SHARES	93,673	93,673
WADDELL & REED FINL INC CL A 3450 SHARES	85,456	85,456
WASTE CONNECTIONS INC 3400 SHARES	112,676	112,676
WESCO INTERNATIONAL INC 1900 SHARES	100,719	100,719
WESTLAKE CHEMICAL CORP 3560 SHARES	143,254	143,254
WILLIAMS SONOMA INC 3340 SHARES	128,590	128,590

TY 2011 Investments - Other Schedule

Name: FREY FOUNDATION  
EIN: 23-7094777

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN FUNDS - EURO PACIFIC	FMV	3,450,093	3,450,093
ARTISAN INTERNATIONAL	FMV	3,495,301	3,495,301
BARROW HANLEY MEWHINNEY & STRAUSS	FMV	7,397,823	7,397,823
BLACKROCK/QUELLOS REAL ASSETS II	FMV	1,431,058	1,431,058
COHEN & STEERS INSTITUTIONAL GLOBAL REALTY FUND	FMV	3,002,379	3,002,379
COMMON SENSE LONG BIASED	FMV	6,330,540	6,330,540
COMMONFUND - PRIVATE EQUITY PARTNERS IV	FMV	1,645,592	1,645,592
COMMONFUND - PRIVATE EQUITY PARTNERS VI	FMV	3,275,675	3,275,675
COMMONFUND - VENTURE CAPITAL PARTNERS V	FMV	1,767,299	1,767,299
COMMONFUND - VENTURE CAPITAL PARTNERS VII	FMV	1,864,985	1,864,985
DFA EMERGING MARKETS	FMV	5,385,204	5,385,204
DFA INTERNATIONAL SMALL CAP VALUE	FMV	5,429,273	5,429,273
DFA INTERNATIONAL VALUE	FMV	4,290,604	4,290,604
DFA US SMALL CAP VALUE FUND	FMV	5,942,222	5,942,222
FRANKLIN TEMPLETON GLOBAL BOND FUND	FMV	3,916,383	3,916,383
IRONWOOD	FMV	7,135,529	7,135,529
ISHARES RUSSELL 1000 GROWTH	FMV	7,406,162	7,406,162
JC FLOWERS - JCF III	FMV	1,063,977	1,063,977
METROPOLITAN/MREP VII	FMV	269,764	269,764
PIMCO - ALL ASSET FUND	FMV	5,970,046	5,970,046
PIMCO - TOTAL RETURN FUND	FMV	12,512,240	12,512,240
POWERSHARES DB COMMODITY INDEX TRACKING FUND	FMV	1,500,000	1,500,000
SIGULER GUFF/DISTRESSED OPP FUND III	FMV	2,536,055	2,536,055
VANGUARD INSTITUTIONAL INDEX FUND	FMV	14,262,965	14,262,965
VANGUARD MID-CAP INDEX FUND	FMV	3,153,979	3,153,979
WILLOWRIDGE/AMBERBROOK V	FMV	2,575,884	2,575,884

**TY 2011 Land, Etc. Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND FIXTURES	146,081	12,301	133,780	
OFFICE EQUIPMENT	86,551	86,551	0	
LEASEHOLD IMPROVEMENTS	350,192	35,019	315,173	



**TY 2011 Legal Fees Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
CLARK HILL, PLC	17,842	3,233	0	14,609
DICKINSON WRIGHT, PLLC	696	0	0	696
MILLER JOHNSON SNELL & CUMMISKEY, PLC	9,510	1,902	0	7,608

**TY 2011 Other Assets Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OTHER PREPAIDS	2,015	10,145	10,145
REFUNDABLE EXCISE TAXES	15,638	0	
PREPAID INSURANCE	7,856	7,394	7,394
ACCRUED INTEREST - PRI	1,159	0	
ACCRUED INTEREST - NOTE RECEIVABLE		784	784

## TY 2011 Other Decreases Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS NOT REFLECTED IN FINANCIALS; INCLUDED IN C/Y 990-PF	4,337,280
UNREALIZED LOSSES ON INVESTMENTS	9,004,580

## TY 2011 Other Expenses Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER SYSTEMS & SUPPORT	28,432	3,559	0	24,873
DUES	3,028	1,576	0	1,452
EQUIPMENT LEASE	1,378	276	0	1,102
FOUNDATION INITIATED AND ADMINISTERED PROGRAMS	1,711	0	0	1,711
INSURANCE	9,120	1,823	0	7,297
OFFICE EQUIPMENT AND FURNITURE	11,357	2,272	0	9,085
OFFICE SUPPLIES	6,214	1,243	0	4,971
OFFICE/EQUIPMENT MAINTENANCE	12,207	2,442	0	9,765
PARKING	10,290	2,058	0	8,232
POSTAGE	1,906	382	0	1,524
TELEPHONE	8,101	1,620	0	6,481
UTILITIES	5,351	1,070	0	4,281
OTHER MISCELLANEOUS EXPENSE	1,721	344	0	1,377
AMORTIZATION	35,019	7,004		0

## TY 2011 Other Income Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
COMMONFUND PRIVATE EQUITY IV	232	232	
COMMONFUND PRIVATE EQUITY VI	1,203	1,203	
COMMONFUND VENTURE PARTNERS V	16,726	16,726	
COMMONFUND VETURE PARTNERS VII	5,987	5,987	
METROPOLITAN - MREP VII	-1,364	-1,364	
BLACKROCK/QUELLOS-REAL ASSETS II	28,776	28,776	
SIGULER GUFF	116,033	116,033	
WILLOWRIDGE/AMBERBROOK V	9,127	9,127	
OTHER INVESTMENT INCOME	17,720	17,720	
PROGRAM RELATED INVESTMENTS	94,109	94,109	0
COMMONFUND PRIVATE EQUITY IV K-1	-445		0
COMMONFUND PRIVATE EQUITY VI K-1	-914		0
COMMONFUND VENTURE PARTNERS V K-1	2,238		0
COMMONFUND VENTURE PARTNERS VII K-1	-1,739		0
BLACKROCK-QUELLOS REAL ASSETS II	-4,871		0
SIGULER GUFF	16		0
WILLOWRIDGE/AMBERBROOK V	650		0

TY 2011 Other Increases Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Amount
NET IMPACT OF K-1 ITEMS REFLECTED IN FINANCIALS; INCLUDED IN P/Y 990-PF	3,417,645

## TY 2011 Other Liabilities Schedule

**Name:** FREY FOUNDATION

**EIN:** 23-7094777

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED EXCISE TAXES	0	9,362

TY 2011 Other Professional Fees Schedule

Name: FREY FOUNDATION  
EIN: 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER/TECHNOLOGY SUPPORT - TRIVALENT	17,800	3,560	0	14,240
CUSTODIAL SERVICES - COMERICA	10,000	10,000	0	0
INDEPENDENT FINANCIAL - GARY JOHNSON	4,108	4,108	0	0
INDEPENDENT FINANCIAL - THOMAS LOUPEE	7,000	7,000	0	0
INVEST MGR - BARROW HANLEY MEWHINNEY STRAUSS	62,172	62,172	0	0
INVEST MGR - BLACKROCK/QUELLOS REAL ASSETS II	86,641	86,641	0	0
INVEST MGR - COMMONFUND - PRIVATE EQUITY IV	104,773	46,784	0	0
INVEST MGR - COMMONFUND - PRIVATE EQUITY VI	98,561	89,107	0	0
INVEST MGR - COMMONFUND - VENTURE PARTNERS V	63,665	63,659	0	0
INVEST MGR - COMMONFUND - VENTURE PARTNERS VII	52,682	52,682	0	0
INVEST MGR - COMMONSENSE	43,357	43,357	0	0
INVEST MGR - JPMORGAN - JCF III	2,397	2,397	0	0
INVEST MGR - MARSICO CAPITAL	11,781	11,781	0	0
INVEST MGR - METROPOLITAN MREP VII	15,831	15,831	0	0
INVEST MGR - SIGULER GUFF/DISTRESSED OPPORTUNITIES III	42,591	42,591	0	0
INVEST MGR - WESTFIELD CAPITAL	66,669	66,669	0	0
INVEST MGR - WILLOWRIDGE/AMBERBROOK V	87,776	87,089	0	0
INVESTMENT - MISCELLANEOUS FEES	115	115	0	0
INVESTMENT CONSULTANT - FUND EVALUATION GROUP	114,803	114,803	0	0
NONPROFIT OUTREACH - IMG-RAPID GROWTH MEDIA	5,000	0	0	5,000
PAYROLL PROCESSING - FLEXCHECKS	2,656	529	0	2,127
PUBLIC RELATIONS - WONDERGEM CONSULTING, INC	615	108	0	507
RESEARCH & WRITING - PUBLIC SECTOR CONSULTANTS	59,920	0	0	59,920
RETIREMENT PLAN ADMINISTRATORS - FLEX ADMINISTRATORS	1,652	333	0	1,319
SEARCH ASSISTANCE - PONDERA	1,390	278	0	1,112
SEARCH FIRM - DHR INTERNATIONAL, INC	73,132	14,626	0	58,506
WEBSITE - BRIAN KELLY, LLC	4,964	0	0	4,964
WEBSITE - DDM MARKETING & COMMUNICATIONS	8,863	0	0	8,863
OTHER PROFESSIONAL FEES	128	26	0	102



**TY 2011 Taxes Schedule****Name:** FREY FOUNDATION**EIN:** 23-7094777

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	150,000	0	0	0
TAXES PAID ON FOREIGN INVESTMENT INCOME	13,277	13,277	0	0