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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

Name of countstand Name of Counts Name			dar year 2011 or tax year beginning		, and ending			
HARTTABLE FOUNDATION, INC. A control and State of the Controlled and an et-deliverable that sharts dated address)						Α	Employer identification	on number
Recombate Reco	D	ИO	E. & CHARLOTTE J. WILL	IAMS				
City or town, shiele, and 2/2 code City or town, shiele, and shield return City or town, shiele, and 2/2 code City or town, shiele, and							<u> 36-361170</u>	2
Circum, state, and ZiP code MOLTNE, II, 61265 G Check all find spape;					Room/suit	te B	•	
MOLINE, IL 61265 6 Check all that apply: Initial return Initial return of a former public chanty Provided to the Check by				6TH AVENUE			<u> 309-797-3</u>	000
G Check all that apply: Intel return	-					C	If exemption application is	pending, check here
Final return	_M	OL.	INE, IL 61265					. —
Address change Address change Name change Name change	G C	heck	all that apply: Initial return		rmer public charity	D	1 Foreign organization	ns, check here
H. Check type of organization:			= ' '	=			Foreign organizations r	neeting the 85% test.
Section 4947(9(1) nonexempt charactele trust							2. check here and attach	computation
Far market value of all assets at end of year	H_C	_				E		
Control (no. in = 16)			· · · · · · · · · · · · · · · · · · ·				, ,,	,, ,,
Name State			´	_	Accruai	F		
Part II Analysis of Revenue and Expenses (a) Revenue and expenses (b) Net investment (c) Adjusted net (d) Debussements (d) Debusseme			Part II, col (c), line 16)	ner (specify)	nacie)	-	under section 507(b)(1)(B), check here
The total of arrounds in column 6.0.1, and (of may not income 1.0.1 and (of may not incom			Analysis of Revenue and Expenses			+	(a) Adjusted not	(d) Disbursements
1 Contributions, gifts, grants, etc., received N/A	ra	<u> </u>	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)					for charitable purposes
2 Check X although and antirequent to although \$8	8	1 1				_	N/A	(
Interest on awaying and temporary	'n	2 9					21/22	
### ### ### ### ### ### ### ### ### ##			Interest on savings and temporary			\dashv		
Sa Gross rents Determination of closes	_	4		50,083.	50,08	3.		STATEMENT 1
Same		5а						
Same	10							
		6a	Net gain or (loss) from sale of assets not on line 10	6,642.				
b Less Cost of goods sold c Gross profit or (loss) 11 Other mcome 12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 15 Accounting fees 16 Timeres ECEIVED 18 Taxes 17 Interest ECEIVED 18 Taxes 19 Other professional depletion 19 Depreciation and depletion 19 Depreciation and depletion 20 Occurpance 1 15 2012 21 Travel, conferences, and meetings 22 Printing end spublications T Taxes 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 27 Add lines 24 and 25 28 Subtract line 26 from line 12: 28 Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 29 Page 12 Total expenses and disbursements b Net investment income (if negative, enter -0-)	뎚	_	Gross sales price for all					
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b Less Cost of goods sold c Gross profit or (loss) 11 Other mcome 12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 15 Accounting fees 16 Timeres ECEIVED 18 Taxes 17 Interest ECEIVED 18 Taxes 19 Other professional depletion 19 Depreciation and depletion 19 Depreciation and depletion 20 Occurpance 1 15 2012 21 Travel, conferences, and meetings 22 Printing end spublications T Taxes 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 27 Add lines 24 and 25 28 Subtract line 26 from line 12: 28 Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 29 Page 12 Total expenses and disbursements b Net investment income (if negative, enter -0-)	S	9						,
C Gross profit or (loss) 11 Other income 5,622. 0. STATEMENT 2 12 Total. Add lines 1 through 11 62,347. 56,725. 13 Compensation of officers, directors, trustees, etc 31,000. 19,530. 11,470. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b. Accounting fees c. Other professional fees 7 Interest ECEIVED STMT 3 3,250. 3,250. 0. 17 Tinterest ECEIVED STMT 4 1,812. 1,812. 0. 18 Taxes 17 Tinterest ECEIVED STMT 4 1,812. 1,812. 0. 18 Taxes 17 Tinterest ECEIVED STMT 5 579. 579. 0. 20 Occupated 1 5 2012 0. 0. 20 Occupated 1 5 2012 0. 0. 0. 20 Tinterest ECEIVED STMT 5 579. 579. 0. 21 Total operating and administrative expenses. Add lines 13 through 23 45,388. 33,918. 11,470. 22 Printing end-publications of the capting and administrative expenses and disbursements. Add lines 24 and 25 128,888. 33,918. 94,970. 22 Printing end-publications girls, grants paid 83,500. 83,500. 83,500. 0. 0. 24 Total expenses and disbursements. Add lines 24 and 25 128,888. 33,918. 94,970. 0. 0. 0. 0. 0. 0. 0.	S	10a	Gross sales less returns and allowances					
11 Other income 12 Total. Add lines 1 through 11 13 Compensation of officers, dructors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 16 Accounting fees 17 Interest ECEIVED 18 Taxes 17 Interest ECEIVED 28 Occupated 15 2012 29 Printange and publications IT 29 Other expenses, and meetings 20 Other expenses, and meetings 20 Other expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: 28 Excess of revenue over expenses and disbursements 29 Not in the procession of the fire of the past of the procession o		b	Less Cost of goods sold					
12 Total Add lines 1 through 11 62,347. 56,725.		C	Gross profit or (loss)	F 600		_		CM3 MD1/D1/M 0
13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees STMT 3 3,250 3,250 0.		11						STATEMENT 2
14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees b Accounting fees c Other professional fees 17 Interest ECEIVED 18 Taxes 19 Percentation and depletion 20 occurant 15 15 2012 21 Printing end publications 1 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, girts, grants pard 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: 28 Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 10 Accounting fees 10 Accounting fees 11 Accounting fees 12 Accounting fees 13 Accounting fees 14 Accounting fees 15 Accounting fees 16 Accounting fees 17 Accounting fees 18 Accounting fees 18 Accounting fees 19 Accounting fees 10 Accounting fees 10 Accounting fees 10 Accounting fees 10 Accounting fees 11 Accounting fees 12 Accounting fees 13 Accounting fees 14 Accounting fees 15 Accounting fees 16 Accounting fees 17 Accounting fees 18 Accounting fees								11 470
15 Pension plans, employee benefits 16a Legal fees b Accounting fees STMT 3 3 3 250 . 3 250 . 0 .		-	•	31,000.	19,53	<u> </u>		11,470.
16a Legal fees b Accounting fees STMT 3 3,250. 3,250. 0.								
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25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	ist	19	Depreciation and depletion					
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	Ë	202	Occupant 6 1 5 2012 9					
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	PΑ	21	Travel, conferences, and meetings					
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	and	22	Printing and publications T					
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	ng (28_	Other expenses STMT 5	579.	57	9.		0.
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	ratii	24	Total operating and administrative			_		1
25 Contributions, girls, graits paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 28 Contributions, girls, graits paid 39,300. 39,300. 39,300. 29,970.	ре		expenses. Add lines 13 through 23		33,91	8.		11,470.
Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 22,807.	J			83,500.				83,500.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 22,807.		26	•	100 000	22 01	。		04 070
a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 22,807.				128,888.	33,91	<u> </u>		94,970.
b Net investment income (if negative, enter -0-)				66 641				
		1		-00,541.	22 80	7		+
c Adjusted net income (if negative, enter -0-)		l		7	22,00	' 	N/A	-\\\
123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions Form 990-PF (2011)	1235			instructions			21/ 42	Form 990-PF (2011)

DON E. & CHARLOTTE J. WILLIAMS

For	m 99	0-PF (2011) CHARITABLE FOUNDATION,	INC.	36-	3611702 Page 2
	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ►			
	l	Less; allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable	1		
		Less: allowance for doubtful accounts			.
ş	8	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges	360.		
⋖	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	1,907,969.	1,998,301.	1,586,149.
	C	Investments - corporate bonds STMT 8	226,741.	211,287.	<u>298,076.</u>
	11	Investments - land, buildings, and equipment, basis	_		
		Less accumulated depreciation			
	12	Investments - mortgage loans	150 001	0.55 440	0.55 4.40
	13	Investments - other STMT 9	162,091.	267,443.	267,443.
	14	Land, buildings, and equipment: basis	_		
		Less accumulated depreciation			
	15	Other assets (describe ►)			
			0 007 161	0 477 031	2 151 660
_	1	Total assets (to be completed by all filers)	2,297,161.	2,477,031.	2,151,668.
	ì	Accounts payable and accrued expenses	-		
	18	Grants payable			
ies	19	Deferred revenue	-		
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
Lia	21	Mortgages and other notes payable Other liabilities (describe ► MARGIN LIABILITY)	65,143.	229,049.	
	22	Other habilities (describe MARGIN LIABILITI	05,145.	229,049.	
	22	Total liabilities (add lines 17 through 22)	65,143.	229,049.	
_	23	Foundations that follow SFAS 117, check here	05,145.	225,045.	
	İ	and complete lines 24 through 26 and lines 30 and 31.			
es	24	Unrestricted			
Fund Balances	25	Temporarily restricted			
Bali	26	Permanently restricted			
힏	-	Foundations that do not follow SFAS 117, check here			
3		and complete lines 27 through 31.			
ō	27	Capital stock, trust principal, or current funds	1,227,910.	1,227,910.	
Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
As	29	Retained earnings, accumulated income, endowment, or other funds	1,004,108.	1,020,072.	
Net	30	Total net assets or fund balances	2,232,018.	2,247,982.	
_					,
	31	Total liabilities and net assets/fund balances	2,297,161.	2,477,031.	
	art	III Analysis of Changes in Net Assets or Fund E	Balances		
				 · · · · · · · · · · · · · · · · · ·	
1		l net assets or fund balances at beginning of year - Part II, column (a), line	e 30		
	•	st agree with end-of-year figure reported on prior year's return)		1	2,232,018.
2		r amount from Part I, line 27a		2	-66,541.
3		r increases not included in line 2 (itemize)	SEE STA		82,505.
4		lines 1, 2, and 3		4	2,247,982.
5		eases not included in line 2 (itemize)	nolumn (h) line 20	5 6	<u>0.</u> 2,247,982.
<u>6</u>	ıota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, o	column (b), line 30		Form 990-PF (2011)
					(2011)

CHARITABLE FOUNDATION, INC.

Part IV Capital Gains a	and Losses for Tax on In	vestment	Income					
	ibe the kind(s) of property sold (e.g ehouse; or common stock, 200 sha				low acquired - Purchase - Donation	(c)	Date acquired mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a AMERIPRIŠE					P	V	ARIOUS	12/31/11
b AMERIPRISE CALI	LS_			<u> </u>	P	\ <u>\</u> \ <u>\</u> \ <u>\</u> \	ARIOUS	12/31/11
<u>c</u>				<u> </u>				
<u>d</u>			 -			<u> </u>		_
<u>e</u>				<u> </u>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)		t or other basis xpense of sale			((h) Gain or (los e) plus (f) minus	s (g)
a 444,252.			441,47	-				2,782.
b 4,830.			97	0.				3,860.
_c								•
<u>d</u>				_				
<u>e</u>	(L) (L) (L)		10/01/00				(0-1-(1-)	
Complete only for assets snowing	g gain in column (h) and owned by	1	-				ains (Col. (h) gai), but not less th	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	\···/	cess of col. (ı) col. (ı), ıf any				osses (from col.	
	45 01 12/0 1/05							2,782.
a								3,860.
<u>b</u>						-		3,000.
C	·							
<u>d</u>								
<u>e</u>	C. W. and a land	D I. I. I		7		-		· · · · · · · · · · · · · · · · · · ·
2 Capital gain net income or (net cap	oital loss) If gain, also enter	' IN Part I, line	/ 7	}	2			6,642.
•	•		•	7				*/**
3 Net short-term capital gain or (los		id (6):		ا ر				
If gain, also enter in Part I, line 8, o If (loss), enter -0- in Part I, line 8	column (c).			7	3		N/Z	A
Part V Qualification U	nder Section 4940(e) for	Reduced	Tax on Net	Inv	estment	Inco		
(For optional use by domestic private	foundations subject to the section	4940(a) tax on	net investment ir	ncome	1.)		•	
,	•	. ,						
If section 4940(d)(2) applies, leave th	is part blank.							
Was the foundation liable for the sect	ion 4942 tax on the distributable am	nount of any ye	ar in the base pe	rıod?				Yes X No
If "Yes," the foundation does not quali								
1 Enter the appropriate amount in e	ach column for each year; see instr	uctions before	making any entri	es.				
(a) Base period years	(b)			(c)			Distr	(d) ribution ratio
Calendar year (or tax year beginnir			Net value of no				(col. (b) d	ivided by col. (c))
2010		6,745.			<u>,938,1</u>			.049916
2009		5,027.			<u>,456,9</u>			.058361
2008		9,807.			<u>,013,0</u>			.049579
2007		7,500.			<u>,387,6</u>			.032458
2006	6	8,227.		_1	<u>,217,2</u>	65.		.056049
							_	246262
2 Total of line 1, column (d)						}	2	.246363
3 Average distribution ratio for the 5		on line 2 by 5,	or by the number	r of ye	ars	İ		040272
the foundation has been in exister	ice if less than 5 years					}	3	.049273
	1	loss #						2,005,968.
4 Enter the net value of noncharitab	ie-use assets for 2011 from Part X,	line 5				ŀ	4	2,005,306.
# M II 1 1 1 1 1 1 1 1 1							_	98,840.
5 Multiply line 4 by line 3						İ	5	30,040.
O. Feter 40/ of not investment income	or (49/ of Dort I lung 97h)						اء	228.
6 Enter 1% of net investment incom	ie (1% OF Mart I, line 2/D)						6	440.
7 Add times F and C							,	99,068.
7 Add lines 5 and 6							7	33,000.
8 Enter qualifying distributions from	Part XII. line 4						8	94,970.
	line 7, check the box in Part VI, line	tb, and comp	lete that part usir	ng a 1º	% tax rate.	,	- I	
See the Part VI instructions.		-,		•				

DON E. & CHARLOTTE J. WILLIAMS 36-3611702 Form 990-PF (2011) CHARITABLE FOUNDATION Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions Part VI 1a Exempt operating foundations described in section 4940(d)(2), check here \blacktriangleright and enter "N/A" on line 1. (attach copy of letter if necessary-see instructions) Date of ruling or determination letter: 456. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b 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-) 3 456. 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 456. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-Credits/Payments: a 2011 estimated tax payments and 2010 overpayment credited to 2011 6a b Exempt foreign organizations - tax withheld at source 6b c Tax paid with application for extension of time to file (Form 8868) 6c 6d d Backup withholding erroneously withheld 0. 7 Total credits and payments. Add lines 6a through 6d Enter any penalty for underpayment of estimated tax. Check here _____ if Form 2220 is attached 8 456. 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 Refunded 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax Part VII-A | Statements Regarding Activities Yes No 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in X 1a any political campaign? X b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b 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. Х 1c c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. > \$ (2) On foundation managers. ➤ \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation 0. managers. > \$ 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? Х 2 If "Yes," attach a detailed description of the activities. 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or X bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes Х 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? **4**a N/A b If "Yes," has it filed a tax return on Form 990-T for this year? Х 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 If "Yes." attach the statement required by General Instruction T. 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: 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? Х X 7 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) IL

Form **990-PF** (2011)

Х

X

8b

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)

year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

of each state as required by General Instruction G? If "No," attach explanation

DON E. & CHARLOTTE J. WILLIAMS

Form	n 990-PF (2011) CHARITABLE FOUNDATION, INC. 36-361	1702	Pa	ige 5
Pa	art VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<u>X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12		<u>X_</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► FRANK NOWINSKI Telephone no. ► 309-7		00	
	Located at ► 1000 36TH AVE., MOLINE, IL ZIP+4 ►6	<u> 1265</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		▶L	
	and enter the amount of tax-exempt interest received or accrued during the year	N/		
16		1		No
	securities, or other financial account in a foreign country?	16		<u>X_</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
De	country ► art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
Pé			/aa	<u></u>
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	1	/es l	NO.
18	a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception Check "No"			
	if the foundation agreed to make a grant to or to employ the official for a period after			
	termination of government service, if terminating within 90 days.)			
b	of any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
	before the first day of the tax year beginning in 2011?	1c		<u>X</u>
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)):			
а	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2011? Yes _X No			
	If "Yes," list the years \(\sum_{			
0	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.) N/A	2b		
	the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	20		
•				
3a	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
va	during the year?			
ь	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? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b		
4a	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	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		<u>X</u>
	F.	orm 990- l	PF (20	11)

2 Compensation of five highest-paid employees (other than those in	iciadea on line 1). Il 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, othe allowances
NONE				
	_			
Total number of other employees paid over \$50,000		1		

0.

1 <u>N/A</u>

All other program-related investments. See instructions.

Total, Add lines 1 through 3

CHARITABLE FOUNDATION, INC.

P	Art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndation	s, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	1,998,122.
	Average of monthly cash balances	1b	
	Fair market value of all other assets	1c	267,443.
-	Total (add lines 1a, b, and c)	1d	2,265,565.
	Reduction claimed for blockage or other factors reported on lines 1a and		
Ī	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	229,049.
3	Subtract line 2 from line 1d	3	2,036,516.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,548.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,005,968.
6	Minimum investment return Enter 5% of line 5	6	100,298.
	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	d certair	
1	Minimum investment return from Part X, line 6	1	100,298.
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	456.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	99,842.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	99,842.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	99,842.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	94,970.
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:		
а	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	94,970.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	94,970.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies	for the section

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4940(e) reduction of tax in those years.

CHARITABLE FOUNDATION, INC.

Part XIII Undistributed Income (see instructions)

1 Distributible amount for 2011 From Part XI, line 7 2 usualished a course, if any, iss of the end of 2011 a Finite amount for 2010 only b Total for purely exists. 3 Excess destributions carryover, if any, to 2011: a From 2006		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2 Undestructions (a) as an the med of 3011					00 842
Series amount for 2010 only Stock of the prior years: O Stock of the prior years O Stock of the year					33,042.
\$ Total for pror years: 3 Excess distributions carryover, if any, to 2011; a From 2006 8				0.	
3 Excess distributions carryover, if any, to 2011: a From 2006					
a From 2006			0.		
Firm 2007 1, 479 12, 897 298 1, 479 1, 2897	3 Excess distributions carryover, if any, to 2011:				
e From 2008	a From 2006 8,542.				
4 From 2009 12,897. From 2010 298. Total of lines 3a through e 23,216. 4 Qualifying distributions for 2011 from Part XII, line 4 F S 94,970. 3 Applied to 2010, but not more than line 2a b Applied to undistributed uncome of prior years (Election required - see instructions) 4 Applied to 2011 distributable amount 5 Freeze distributions carryover spiles to 2011 1	T 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1				
From 2010					
4 Qualifying distributions for 2011 from Part XII, Inc. 4 № 5 94.970. a Applied to 2010, but not more than line 2a bapplied to indistributed nucleon of prior years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryoors explained to 2011 a Corpus Add lines 31, 4c., and 4e Subtract line 5 bit from line 2b. C Enter the national of prior years' undistributed income for which a notice of deficiency has been sizued, or on which the section 494(2a) tax has been previously assessed 4 Subtract line 6b from line 6b. Taxable amount - see instr. 1 Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. 1 Undistributed income for 2010. Subtract line 4a from line 5b. Tins amount must be distribution come for 2010. Subtract line 4a from line 5 or line 7 Amounts treated as distributions out of corpus to safety requirements imposed by section 1709(1) (1) from 4942(0)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess from 2008 1 4 79- Excess from 2008 1 2 897- Excess from 2009 Excess from 2008 2 98. Excess from 2008 2 98. Excess from 2009 Excess from 2010 Excess from 2010 Excess from 2010 Excess from 2011					
4 Qualifying distributions for 2011 from Part XII, line 4 ► S 94, 970. a Applied to 2010, but not more than line 2a Applied to undistributed income of prior years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess from column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the advance in column (a). I was the column (a) was the column (a) was the column (a) was the column (a) was the column (a). I was the column (a) was the		22 216			
Part XII, line 4 ► \$ 94.970. a Appiled to 2010, but not more than line 2a b Appiled to undistributed income of prior years (Election required - see instructions) 4 Appiled to 2011 distributable amount remained to 201. 4 Appiled to 2011 distributable amount remained to 201. 5 Excess distributions curryover appiled to 2011 1 (an amount appears in column (bit) 5 Excess from 2008 6 Enter the net total of each column as indicated below: 8 Corpus Add Inseed 44.2, and 46 Subtract line 5 8 Prior years' undistributed income in which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed 9 Subtract line 6 from line 6b. Taxable amount - see instructions 1 Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions 1 Undistributed morem for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions 2 Undistributed morem for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions 2 Undistributed morem for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions 2 Undistributed morem for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions 2 Undistributed morem for 2010. Subtract line 4a from line 2a. Taxable amount of corposition and the sort line 7 3 Amounts treated as distributions out of corposition and the form line 7 9 Excess from 2007 8 Excess from 2007 1 Analysis of line 9: 1 A 79- 1 Excess from 2008 1 A 79- 1 Excess from 2009 1 A 29 8- 1 Excess from 2011		23,210.			
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Vears (Election required - see instructions) O C					
CTreated as distributions out of corpus (Election required - see instructions) 4 Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2011 6 Enter the net total of each column as indicated below: a Corpus As the mess 31, 45, and 46 Subtract line 5 b Prior years' undistributed income. Subtract line 40 from line 2b c Enter the amount of prior years' undistributed mome. Subtract line 40 from line 2b c Enter the amount of prior years' undistributed mome for which a notice of deficiency has been sized, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(q)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess from 2009 12, 897. d Excess from 2009 12, 897. d Excess from 2009 12, 897. d Excess from 2010 298.			0.		
(Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5	- '				
d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 5. Excess distributions carryiver et 2012; (if an emount appears in column (ii), the same amount must be shown in column (ii). 6. Enter the nest total of each column as indicated below: 8. Corpus Add lines 31, 4c, and 4e. Subtract line 5 9. Prior years' undistributed income. Subtract line 4b from line 2b 6. Enter the nest total of each column as indicated below: 8. Corpus Add lines 31, 4c, and 4e. Subtract line 5 9. Prior years' undistributed income. Subtract line 4b from line 2b 6. Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4 from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 44 and 5 from line 1. This amount must be distributed in 2012 7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) 8. Excess distributions carryover from 2006 not applied on line 5 or line 7 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 c Excess from 2009 c Excess from 2001 d Excess from 2011		0.			
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5 Excess distributions carryover applied to 2011 (far amonating phese an octum (pl.) the same amount (pl.) the	• • • • • • • • • • • • • • • • • • • •	0.			
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amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 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 2000 d Excess from 2010 e Excess from 2011	undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously		0.		
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section 170(b)(1)(F) or 4942(g)(3) 8					
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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	- ·	14 674			
a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010 e Excess from 2011		<u> </u>			
b Excess from 2008 1,479. c Excess from 2009 12,897. d Excess from 2010 298. e Excess from 2011	-				
c Excess from 2009 12,897. d Excess from 2010 298. e Excess from 2011					
d Excess from 2010 298. e Excess from 2011					
e Excess from 2011	d Excess from 2010 298.				
	e Excess from 2011				

DON E. & CHARLOTTE J. WILLIAMS

CHARITABLE FOUNDATION, INC. Form 990-PF (2011) Supplementary Information (continued) Part XV 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount status of contribution any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year COMMUNITY FOUNDATION OF GREAT RIVER EXEMPT EDUCATION SCHOLARSHIPS BEND 852 MIDDLE RD., #100 75,000. BETTENDORF, IA 52722 OPERATING EXPENSES EXEMPT FAMILY RESOURCES, INC. 2800 EASTERN AVE. 8,500, DAVENPORT IA 52803 ▶ 3a 83,500. Total b Approved for future payment NONE

Total

CHARITABLE FOUNDATION, INC.

	Unrelated bu	isiness income		y section 512, 513, or 514	(e)
ter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exemp
Program service revenue:	code				
			 		
				*	
			-		
			 		
Fees and contracts from government agencies					
fembership dues and assessments		·			
nterest on savings and temporary cash					•
nvestments					
lividends and interest from securities			14	50,083.	
et rental income or (loss) from real estate:				30,0001	
Debt-financed property					
Not debt-financed property		***			
let rental income or (loss) from personal					
property				•	
Other investment income	211110	5,622.			
Gain or (loss) from sales of assets other	2,2,2,2,0				
han inventory			18	6,642.	
Net income or (loss) from special events			 -	3,0 ==	
Gross profit or (loss) from sales of inventory		· · · · · · · · · · · · · · · · · · ·			
Other revenue:					
1					
b					
C					
d					
					·
ê		5,622.		56,725.	
Subtotal. Add columns (b), (d), and (e)	<u>L</u> ,				
	<u> </u>			13	<u>62,3</u>
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Subtotal. Add columns (b), (d), and (e) Fotal. Add line 12, columns (b), (d), and (e) Eworksheet in line 13 instructions to verify calculations		plishment of Ex	kempt P		62,3
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123621 12-02-11

36-3611702 Form 990-PF (2011) CHARITABLE FOUNDATION, INC. Page 13 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Part XVII **Exempt Organizations** Yes No 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? Transfers from the reporting foundation to a noncharitable exempt organization of: 1a(1) X (1) Cash X 1a(2) (2) Other assets b Other transactions: Х 1b(1) (1) Sales of assets to a noncharitable exempt organization Х (2) Purchases of assets from a noncharitable exempt organization 1b(2) X 1b(3) (3) Rental of facilities, equipment, or other assets X (4) Reimbursement arrangements 1b(4) X (5) Loans or loan guarantees 1b(5) X (6) Performance of services or membership or fundraising solicitations 1b(6) Sharing of facilities, equipment, mailing lists, other assets, or paid employees If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements (a) Line no SEE STATEMENT 10 2a is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described X No Yes in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? b If "Yes," complete the following schedule. (a) Name of organization (c) Description of relationship (b) Type of organization SEE STATEMENT 11 N/AUnder penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge May the IRS discuss this and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge return with the prepare Sign n below (see instr)? Here X Yes Title Signature of officer or trustee Date PTIN Date Check X If Preparer's signature Print/Type preparer's name self- employed 8/8/12 Paid P00097275 RODNEY N. HARRIS Firm's EIN ► 74-2369297 **Preparer** Firm's name ► RODNEY N. HARRIS, **Use Only**

123622 12-02-11

Firm's address ▶ 3755 CAPITAL OF TEXAS HWY S.,

AUSTIN, TX 78704

Phone no.

(512)328-8006

Form **990-PF** (2011)

FORM 990-PF DIVIDENT	S AND	INTER	EST	FROM	SEC	URITIES	STATEMEN	VT	1
SOURCE		GROSS	AMO	DUNT		PITAL GAINS DIVIDENDS	COLUMN AMOUN		
AMERIPRISE PARTNERSHIPS	-		49	,693. 390.		0.	49	9,693 390	
TOTAL TO FM 990-PF, PART I, I	.n 4		50	,083.		0.	50	0,083	3 .
FORM 990-PF	0'	THER I	NCOI	ME			STATEMEN	JT	2
DESCRIPTION			RE	(A) VENUE BOOK		(B) NET INVEST- MENT INCOME		STED	
ATLAS PIPELINE BREITBURN ENERGY CUERO PLAZA PIONEER SW ENERGY ALLIANCE BERNSTEIN ROSSLYN CENTER EL CAMINO				9, -8,	068. 42. 813. 832. 107. 810.	0 0 0 0 0 0	• • •		
TOTAL TO FORM 990-PF, PART I,	LINE	11		5,	622.	0	•		
FORM 990-PF	AC	COUNTI	NG 1	FEES			STATEMEN	1T	3
DESCRIPTION	EXPE	A) NSES BOOKS		(B) I INV NT IN					
ACCOUNTING FEES		3,250.		3	,250	•		(0.
TO FORM 990-PF, PG 1, LN 16B		3,250.		3	,250	•		(0.

FORM 990-PF	TAX	ES 		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM		
FOREIGN TAXES	1,812.	1,812.			0.
TO FORM 990-PF, PG 1, LN 18 =	1,812.	1,812.			0.
FORM 990-PF	OTHER E	XPENSES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM		
WEBSITE EXPENSE MISCELLANEOUS	335. 244.	335. 244.			0.
TO FORM 990-PF, PG 1, LN 23	579.	579.			0.
FORM 990-PF OTHER INCREASES	IN NET ASS	ETS OR FUND BA	ALANCES	STATEMENT	6
DESCRIPTION				AMOUNT	
NON-QUALIFIED INTEREST AND DI	VIDENDS		-	8,75 73,75	
TOTAL TO FORM 990-PF, PART II	I, LINE 3		=	82,50)5.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT	7
DESCRIPTION		ВО	OK VALUE	FAIR MARKET	<u>.</u>
			1,998,301.	1,586,14	19.
TOTAL TO FORM 990-PF, PART II	, LINE 10B		1,998,301.	1,586,14	19.

FORM 990-PF	CORPORATE BONDS		STATEMENT 8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
		211,287.	298,076.
TOTAL TO FORM 990-PF, PA	ART II, LINE 10C	211,287.	298,076.
FORM 990-PF	OTHER INVESTMENTS		STATEMENT 9
FORM 990-PF DESCRIPTION	OTHER INVESTMENTS VALUATION METHOD	BOOK VALUE	STATEMENT 9 FAIR MARKET VALUE
	VALUATION	BOOK VALUE 267,443.	FAIR MARKET

990-PF INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS STATEMENT 10 PART XVII, LINE 1, COLUMN (D)

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

N/A

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

N/A

990-PF AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS PART XVII, LINE 2, COLUMN (C)

STATEMENT 11

NAME OF AFFILIATED OR RELATED ORGANIZATION

N/A

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

N/A

DON E. AND CHARLOTTE J. WILLIAMS CHARITABLE FOUNDATION, INC. PURPOSES OF THE FOUNDATION & GRANT PROCEDURES

The Don E. and Charlotte J. Williams charitable foundation, Inc. is being established for various purposes and is to implement and carry out the following:

I. EDUCATION

- A. Provide grants to individuals for travel, study, apprenticeships, trade schools, or other similar purposes. Crants shall have the same definitions as set forth in Section 4945 of the Internal Revenue Code and Regulations §53.4945-4.
- E. All grants are to be awarded on an objective and nondiscriminatory basis.
- C. The grant will constitute a scholarship or fellowship which is excluded from gross income under Section 117(a) and is to be utilized for study as described in Section 151(e) (4).
- D. The purpose of the grant is to achieve a specific objective, produce a report or similar product, or improve or enhance a literary, artistic, musical, scientific, teaching, or other similar capacity, skill, or talent of the grantee.
- E. The Board of Directors shall appoint a selection committee to award all grants. The selection committee shall consist of the following:
 - (1) No more than five nor less than three members shall make up the committee.
 - (2) All members of the selection committee must consist of individuals totally independent and separate from the private foundation, its organizer and the employer concerned.
 - (3) All grants are to be awarded on an objective and non discriminatory basis. No grants or awards are to be given which represent compensation for past, present, or future employment services nor as an employee incentive. Also, no grants are to be given if such studies or research are primarily for the benefit of the grantor, the foundation or the employer.
 - (4) All public announcements of the awards must be made by the selection committee or by the foundation.
 - (5) The number of grants to be awarded may be reduced but may not be increased from the number recommended by the selection committee. Only the committee may vary the amount of grants awarded.
 - (6) The program must impose identifiable minimum requirements

for grant eligibility. If an employee must have been employed for some minimum period by the employer to which the program relates to the eligible to receive a grant or to make that employee's children eligible to receive a grant, the minimum period of employment may not exceed three (3) years! Eligibility must not be related to any other employment related factors, such as the employee's position, services or duties.

- (7) A grant may not be terminated because the recipient or the recipient's parent terminates employment regardless of the reason for such termination.
- (8) The courses of study for which grants are available must not be limited to those that would be of particular benefit to the employer or the foundation.
- (9) The grants are to be awarded to enable the recipients to obtain an education in their individual capacities solely for their personal benefit and must not include any commitments, understandings, conditional or unconditional, suggesting that the studies are undertaken by the recipients for the benefit of the employer or the foundation.
- (10) The program must meet either the 25% or 10% tests regarding number of grants awarded under the program as outlined in Revenue Procedure 76-47.

(11) Individual Grant Procedures

Pursuant to Section 4945(g) of the Internal Revenue Code and \$53.4945-4, the following are the procedures of the Don E. and Charlotte J. Williams Charitable Foundation, Inc. in the awarding of grants to individuals.

(a) The Selection Process - Candidates for Grants

In the case of grants to individuals, selection of grantees is made by the foundation's Selection Committee on the basis of criteria reasonably related to the purposes of the grant including the merits of the proposal and credentials of the potential grantee.

On the basis of criteria relating to the particular grant program involved, an individual grantee may be selected (1) from a group of qualified candidates or (2) without reference to a group of candidates because he or she is exceptionally qualified to carry out the charitable, educational, or scientific purpose of the grant or (3) it is otherwise evident that the selection is particularly calculated to effectuate the exempt purpose of the grant rather than to benefit particular persons. The group of persons who select recipients (see discussion of Selection Committee) are not in a position to derive a private benefit, directly or indirectly, if certain potential grantees are selected over others.

(i) How solicited: Applicants are solicited

through the distribution of notices to all deWco employees annually and by word of mouth to other potential applicants.

- (ii) How selected: Applicants are required to submit a biographical record, including a report on their academic and professional careers.
- (iii) Screening board: There is a preliminary screening of all candidates by the Selection Committee, who are not employees of the Foundation. Neither employees of the Foundation nor "disqualified persons" are eligible for grants.
- (b) Terms and Conditions Under Which the Foundation Makes Individual Grants

The terms and conditions of each grant to an individual are contained in a letter sent to each recipient of such a grant. The recipient is required to communicate acceptance thereof by a letter in writing to the Foundation. Terms and conditions include: specific purpose of the grant, its duration, and the total amount of the grant.

(C) Procedure for Exercising Supervision Over Individual Grants

With respect to individual scholarship or fellow-ship grants, the Foundation arranges to receive a report of the grantee's courses taken (if any) and grades received (if any) in each academic period. Such a report must be verified by the educational institution attended by the grantee and is obtained at least once a year. Where study at an institution does not involve the taking of courses but the preparation of research papers or projects, the Foundation requires a brief report from the institution on the progress of the paper or project at least once a year. Upon completion institution, a final report is also obtained.

The Foundation may not consider it necessary to obtain the foregoing reports if the following conditions are met: First, the grant is a scholarship or fellowship subject to the provisions of Section 117(a) of the study at an educational institution which normally maintains a regular faculty and curriculum and normally has a regularly organized body of students in attendance at the place where its educational activities are carried on. Second, the Foundation pays the scholarship or fellowship to the educational institution. Third, the educational institution agrees to use the grant funds to defray the recipient's expenses or pay funds to the recipient only if he is enrolled at the educational institution and his standing at such institution is consistent with the purposes and conditions of the grant.

(d) Procedures for review of Grantee Reports, for Investigation Where Diversion of Grant Funds From Their Specified Purposes is Indicated, and for Recovery of Diverted Grant Funds

Review of grantee reports

A professional staff member of the Foundation and the Selection Committee has the responsibility to follow the progress of the individual grant, that is, to review each report submitted by the funded educational institution or person, to make a determination as to whether the grant purposes are being or have been fulfilled, and to look into any questions requiring further scrutiny or investigation.

Investigation where diversion of grant funds from their specified purpose is indicated

Where reports to the Foundation or other information (including failure to submit reports after a reasonable time has elapsed from their due date) indicates that all or any part of grant funds are not being used for the purposes of such grant, the Foundation initiates an investigation. While conducting the investigation, the Foundation withholds further payments to the extent possible until it has determined that no part of the grant has been used for improper purposes, and until any delinquent reports have been submitted.

If the Foundation determines that any part of a grant has been used for improper purposes, the Foundation takes all reasonable and appropriate steps to recover diverted grant funds or to insure the restoration of diverted funds and the dedication or other grant funds held by the grantee to the purposes being financed by the grant. These steps will include legal action unless such action would in all probability not result in the satisfaction of execution of a judgement.

If the Foundation determines that any part of the grant has been used for improper purposes and the grantee has not previously diverted grant funds to any use not in furtherance of a purpose specified in the grant, the Foundation withholds further payments on the particular grant until (1) it has received the grantee's assurances that further diversions will not occur, (2) any delinquent reports have been submitted, and (3) it has required the grantee to take extraordinary precautions to prevent further diversions from occurring. If the Foundation determines that any part of the grant has been used for improper purposes and the grantee has previously diverted Foundations grant funds, the Foundation withholds further payment until the three conditions of the preceding sentence are met and the diverted

funds are in fact recovered or restored.

II. CIVIC

Grants may be given to such civic organizations which, in the opinion of the Board of Directors, advances and improves the quality of life in the Illinois and Iowa Quad City area.

III. CHARITABLE

Grants may be given to such charitable organizations which, in the opinion of the Board of Directors, provides necessary services to the residents of the Illinois and Iowa Quad City area.

COMMUNITY FOUNDATION OF THE GREAT RIVER BEND DON E. AND CHARLOTTE WILLIAMS SCHOLARSHIP PURPOSE AND PROCEDURES

Purposes:

- 1. Provide grants to individuals for educational purposes at colleges and other posthigh school institutions, including trade and technical schools.
- 2. The purpose of the grant is to achieve a specific objective, produce a report or similar product or improve or enhance a literary, artistic, musical, scientific, teaching or other similar capacity, skill or talent of the grantee.
- 3. All grants are to be awarded on an objective and nondiscriminatory basis.

Procedure:

- A Scholarship Committee of no more than 5 nor less than 3 members will be selected by the Community Foundation of the Great River Bend. The Don E. and Charlotte Williams Charitable Foundation may recommend Scholarship Committee members but at least one Committee member shall be a Community Foundation Board or Committee member. All members of the Scholarship Committee must be totally independent and separate from the Don E. and Charlotte Williams Charitable Foundation.
- 2. No member or immediate family of members of the Scholarship Committee or the Community Foundation Board and staff shall be eligible to receive a grant.
- 3. The Community Foundation will do a preliminary screening of all candidates as to eligibility.
- 4. The individual grantees will be selected from a group of qualified candidates
- 5. The solicitation for candidates will be done on the Community Foundation website, notices to schools or news releases. For 2002, awards will be made in August. In subsequent years, the Community Foundation's schedule for granting scholarships will be followed.
- 6. The Scholarship Committee will determine the number of scholarships and the amount to be received by each applicant. The maximum distribution for new scholarships will be \$25,000 per year. The grants will be approved by the Community Foundation of the Great River Bend in accordance with its scholarship policies. Continuation requests can be made by reapplication on the scholarship form used by the Community Foundation.
- 7. All public announcements of the awards will be made by the Community Foundation.

COMMUNITY FOUNDATION OF THE GREAT RIVER BEND DON E. AND CHARLOTTE WILLIAMS SCHOLARSHIP CRITERIA

- 1. Each applicant should be considered if (criteria listed in order of importance).
 - a. The applicant is a resident of the service area of the Community
 Foundation of the Great River Bend, or if the applicant does not reside in
 the service area, the applicant is a lineal descendant or dependent of a
 former employee (worldwide) of Don E. Williams Company.
 - b. The applicant shows evidence of leadership and character.
 - c. The desired education is conducive toward enabling the applicant to achieve gainful employment in the applicant's chosen career.
 - d. A reasonable financial need appears to exist
 - e. The applicant demonstrates academic achievement.
 - f. The applicant appears determined to achieve his or her educational goals
 - g. Evidence of well-rounded interests and concern for others can be considered.
 - h. The applicant does not yet have a Bachelors degree.

2. Distribution:

- a. Amount to be distributed:
 - i. Scholarships for full-time students will be awarded in an amount up to \$2,500 per full school year. Part-time students can receive \$75 per semester hour. The Committee can adjust the amount of awards up or down but must uniformly apply their decision.
 - ii. Scholarships can be used to cover the costs of tuition, fees and books.
 - iii. Distributions will be made directly to the school attended by the award recipient. If the entire scholarship amount is not used in the first semester, any unused balance will be available in the second semester.
- b. Continuation requests for scholarships awarded in prior years should be considered unless:
 - i. The recipient has attained a Bachelors degree.
 - ii. The recipient has failed to maintain a 2.0 grade point average on a 4.0 scale.
 - iii. The recipient has already received funding of \$12,500 in scholarships from the Don E. and Charlotte Williams Scholarship Fund, or has received grants for five years.

COMMUNITY FOUNDATION

Service Area

LINKS

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Overview and Services Board & Committee Members & Volunteer Annual Report & Newsletter Guide for Dansis

Déneis Pariners In Philanihropy

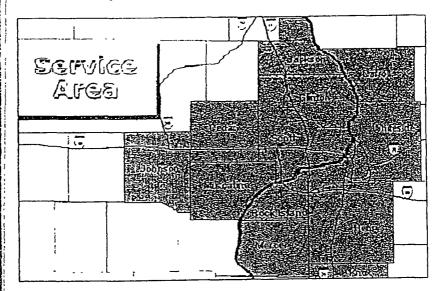
Grants & Application

EFGREScholarships CFGREScholarship Application

Scholaiship Directory
Resources

Service Area

The Community Foundation is proud to serve these counties.



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Due to Counselor's or Principals Office on January 5th

Community Foundation of the Great River Bend Address: 111 E. Third Street, Davenport, IA 52807 Telephone: (563) 326-2840 Fax: (563) 326-2870 E-Mail: info@cfgrb.org

	Name of Schola	arship	
,	A	pplicant Information	
Jame	; 		
	Last	Fırst	Middle
ermanent Address			
;	:	Number & Street	
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Pate of Burth	Social Security Nu	umber / /	
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oate you began living in	n Quad City area on a permu	nnent basisMonth/Yea	ır
igh School	f 5 1	Graduation Date	
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cholarship to determin ssistance, please fill ou chool offices. After sen oundation a copy of the	e how need füs into the par it the Free Application for F iding in the FAFSA you will	rticular scholarship. If need is a criteric Federal Student Aid form (FAFSA), which receive a Student Aıd Report (SAR). Pl I East Thırd Street, Suıte 710, Davenpo	n and you want financial h is available from the hig ease send the Community
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Check if applicable () Fa	ther deceased () Mother deceased	
How many dependent childr	ren do your parents h	ave including yourself?	_Ages
How many are in college at	present?		
How many children are living	ng at home full-time?		
ı	•	High School Record	
A. High School grade point	average (GPA)	<u></u>	
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	;		
E. Attach a copy of your hig	h school transcapt.		
F Please list in order of pres plan to attend	interior (interior conteges)	to which you have applied. Ple	ease note if you have been accepted and/or
1			
L	····		
5			
		School Activities	
In the space below, please had (Include clubs, debate, school			apated during the past four years
Activity	Number of Years	Approximate Time Spent Outside Of Class Hrs/Wk Wks/Yr	Leadership Positions, Letters Earned, Awards, Recognition, Etc
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i	,	Duc January 5 th	

Community & Personal Activities

In the space provide participated during	ed below, please list comm the past four years (Inclu	nunity, church/synagogue, a ide volunteer work, youth p	and personal activit rograms, athletic p	ties in which you have rograms, music, 4-H, etc)
Activity	Number of Years	Approximate Time Spent Hrs/Wk Wks/Yr		Leadership Positions, Awards, Honors, Recognition, Etc
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	!	Work Experience		
past four years. Incl	nde summer employment most recent work experie Nature of Work (Include Supervisor	znce D	ing the school year Oates of imployment	r. Complete this information Hrs/Wk
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ſ	COLLE	GE/UNIVERSITY INFO	RMATION	
	g the coming academic ye () Sophomore			
Will you be a full-tin	ne student? Y	es No		
Major field of study.				
,	ollege graduation:			
		h/Year		
	!	Due January 5 th		

Aspirations & Goals

Please submit an essay (200-300 word typed) on an attached sheet describing yourself, including personal aspirations, educational, and career goals. This essay should be no longer than one typewritten, double-spaced page. See scholarship criteria on website for additional require information for the scholarship, which you are applying for

Please report any additional information or factors, which you believe, should be considered in reviewing your application

References

Please provide 2 written rec	commendations and fill in the below information on the persons making the recommendations
Name.	Phone
4	
	Phone
	Certification
I hereby affirm that the info	ormation provided on this form is accurate and complete to the best of my knowledge
Applicant's Signature	Date

RETURN TO: High School Counselors or Principals Office no later than January 5th