Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: AMERICANA FOUNDATION

A Employer identification number: 38-2269431

Number and street (or P O box number if mail is not delivered to street address): 28115 MEADOWBROOK ROAD | Room/suite:

B Telephone number: (248)347-3863

City or town, state, and ZIP code: NOVI, MI 48377

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 16,903,996.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	345,646.	345,646.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	441,409.			STATEMENT 1
	b Gross sales price for all assets on line 6a 3,409,882.				
	7 Capital gain net income (from Part IV, line 2)		441,458.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-5,770.	-8,591.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	781,285.	778,513.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,500.	270.		13,230.
	14 Other employee salaries and wages	162,639.	3,253.		159,386.
	15 Pension plans, employee benefits	9,661.	193.		9,468.
	16a Legal fees STMT 4	13,684.	0.		13,684.
	b Accounting fees STMT 5	34,165.	17,083.		17,082.
	c Other professional fees STMT 6	71,520.	71,520.		0.
	17 Interest				
	18 Taxes STMT 7	-7,300.	-743.		0.
	19 Depreciation and depletion	1,831.	0.		
	20 Occupancy	4,800.	0.		4,800.
	21 Travel, conferences, and meetings	25,515.	0.		25,515.
	22 Printing and publications				
	23 Other expenses STMT 8	32,893.	2,999.		29,894.
	24 **Total operating and administrative expenses** Add lines 13 through 23	362,908.	94,575.		273,059.
	25 Contributions, gifts, grants paid	727,358.			727,358.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,090,266.	94,575.		1,000,417.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-308,981.			
	b **Net investment income** (if negative, enter -0-)		683,938.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	64,165.	154,112.	154,112.
2 Savings and temporary cash investments	246,400.	225,681.	225,681.
3 Accounts receivable ▶			
Less. allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations			
b Investments - corporate stock STMT 11	13,734,790.	12,187,453.	12,187,453.
c Investments - corporate bonds STMT 12	3,363,693.	3,556,960.	3,556,960.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 13	134,946.	93,936.	93,936.
14 Land, buildings, and equipment: basis ▶ 699,234.			
Less accumulated depreciation STMT 14 ▶ 31,528.	669,164.	667,706.	667,706.
15 Other assets (describe ▶ PREPAID EXPENSE)	7,244.	18,148.	18,148.
16 **Total assets** (to be completed by all filers)	18,220,402.	16,903,996.	16,903,996.
Liabilities			
17 Accounts payable and accrued expenses	1,736.	817.	
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ STATEMENT 15)	131,499.	144,981.	
23 **Total liabilities** (add lines 17 through 22)	133,235.	145,798.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted	18,087,167.	16,758,198.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances**	18,087,167.	16,758,198.	
31 **Total liabilities and net assets/fund balances**	18,220,402.	16,903,996.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	18,087,167.
2 Enter amount from Part I, line 27a	2	-308,981.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	85,087.
4 Add lines 1, 2, and 3	4	17,863,273.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	1,105,075.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,758,198.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,409,882.		2,968,424.	441,458.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				441,458.

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** 441,458.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,063,969.	16,416,618.	.064810
2009	894,140.	14,850,749.	.060208
2008	1,031,326.	18,520,271.	.055686
2007	1,194,997.	21,804,674.	.054805
2006	1,064,739.	20,321,074.	.052396

2 **Total** of line 1, column (d)	2	.287905
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	.057581
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	17,183,652.
5 Multiply line 4 by line 3	5	989,452.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,839.
7 Add lines 5 and 6	7	996,291.
8 Enter qualifying distributions from Part XII, line 4	8	1,000,417.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	6,839.
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	6,839.
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	6,839.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 15,546.		
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	15,546.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,707.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 8,707. **Refunded** ▶		11	0.

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 any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ HTTP://WWW.AMERICANAFOUNDATION.ORG/

14 The books are in care of ▶ MARLENE FLUHARTY Telephone no. ▶ (248)347-3863

Located at ▶ 28115 MEADOWBROOK ROAD, NOVI, MI ZIP+4 ▶ 48377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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)? ☐ 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 instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		13,500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARLENE FLUHARTY 28115 MEADOWBROOK, NOVI, MI 48377	EXECUTIVE DIRECTOR 50.00	113,150.	34,104.	196.

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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
FUND EVALUATION GROUP - 3011 W. GRAND BLVD, SUITE 2125, DETROIT, MI 48202	INVESTMENT MANAGEMENT SERVICES	50,093.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	17,236,461.
b	Average of monthly cash balances	1b	208,871.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	17,445,332.
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	17,445,332.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	261,680.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,183,652.
6	**Minimum investment return** Enter 5% of line 5	6	859,183.

Part XI Distributable Amount (see 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	859,183.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 6,839.		
b	Income tax for 2011. (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	6,839.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	852,344.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	852,344.
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	852,344.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,000,417.
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	1,000,417.
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	6,839.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	993,578.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				852,344.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 66,291.				
b From 2007 132,237.				
c From 2008 91,361.				
d From 2009 159,501.				
e From 2010 250,250.				
f **Total** of lines 3a through e	699,640.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶$ 1,000,417.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				852,344.
e Remaining amount distributed out of corpus	148,073.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	847,713.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	66,291.			
9 **Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a	781,422.			
10 Analysis of line 9:				
a Excess from 2007 132,237.				
b Excess from 2008 91,361.				
c Excess from 2009 159,501.				
d Excess from 2010 250,250.				
e Excess from 2011 148,073.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

MARLENE FLUHARTY, 248-347-3863
28115 MEADOWBROOK, NOVI, MI 48377

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

SEE ATTACHED STATEMENT

c Any submission deadlines:

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
COMMUNITY PARTNERS LOS ANGELES, CA	NONE	PUBLIC CHARITY	OPERATING SUPPORT FOR PHILANTHROPY	3,000.
LEELANAU CONSERVANCY LELAND, MI	NONE	PUBLIC CHARITY	RESTORATION AND FARMING EDUCATION	30,000.
ASSOCIATION OF SMALL FOUNDATIONS WASHINGTON, DC	NONE	PUBLIC CHARITY	CAPACITY BUILDING	6,300.
COPPER COUNTRY PRESERVATION, INC. CALUMET, MI	NONE	PUBLIC CHARITY	SURVEY OF HISTORIC RESOURCES	15,000.
GREENING OF DETROIT DETROIT, MI	NONE	PUBLIC CHARITY	SUPPORT FOR YOUTH PROGRAMMING IN URBAN AGRICULTURE	17,920.
Total SEE CONTINUATION SHEET(S)			▶ 3a	727,358.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	345,646.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	8,633.	
8 Gain or (loss) from sales of assets other than inventory	900099	-49.	18	441,458.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 17		2,821.		-17,224.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		2,772.		778,513.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 781,285.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	*Transfers from the reporting foundation to a noncharitable exempt organization of*			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Marlene J Deuhardt | 9/21/12 | Executive Director

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLIE L. GOINES	Kellie L. Goines	9/17/12		P00239246
Firm's name ▶ PLANTE & MORAN, PLLC			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 307 SOUTHFIELD, MI 48037-0307			Phone no 248-352-2500	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MICHIGAN STATE UNIVERSITY EAST LANSING, MI	NONE	PUBLIC CHARITY	YOUTH GARDENING AND ENTREPRENEURSHIP	30,000.
MICHIGAN STATE UNIVERSITY EAST LANSING, MI	NONE	PUBLIC CHARITY	TO FUND PROJECTS FOR HISTORIC BUILDINGS AND LAND	50,000.
PRESERVATION SOCIETY OF NEWPORT COUNTY NEWPORT, RI	NONE	PUBLIC CHARITY	STUDY DAY FOR FURNITURE EDUCATION	5,000.
GLEANERS FOOD BANK DETROIT, MI	NONE	PUBLIC CHARITY	TO PROMOTE URBAN AGRICULTURE	30,000.
PRESERVE HISTORIC SLEEPING BEAR EMPIRE, MI	NONE	PUBLIC CHARITY	RESTORATION OF TWO RARE LOG CABINS WITHIN THE PARK	22,000.
COUNCIL OF MICHIGAN FOUNDATIONS DETROIT, MI	NONE	PUBLIC CHARITY	OPERATING SUPPORT FOR PHILANTHROPY	2,600.
LEGACY LAND CONSERVANCY ANN ARBOR, MI	NONE	PUBLIC CHARITY	TO PROMOTE LOCAL FARM USE	3,000.
HURON PINES RESOURCE CONSERV. & DEV. COUNCIL GRAYLING, MI	NONE	PUBLIC CHARITY	TO IMPLEMENT WATERSHED PROTECTION PROJECT	30,000.
HEART OF THE LAKES CTR. FOR LAND CONSERVANCY GRAND LEDGE, MI	NONE	PUBLIC CHARITY	FOR PUBLIC EDUCATION TO CONSERVE NATURAL AREAS IN MICHIGAN	15,000.
NATIONAL TRUST FOR HISTORIC PRESERVATION CHICAGO, IL	NONE	PUBLIC CHARITY	TO CONTINUE MODEL PROJECT FOR CITY PLANNING	40,000.
Total from continuation sheets				655,138.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EARTH UNIVERSITY FOUNDATION ATLANTA, GA	NONE	PUBLIC CHARITY	TO SUPPORT AN ENDOWED SCHOLARSHIP FOR EARTH STUDENT	50,000.
ENVIRONMENTAL LAW AND POLICY CENTER CHICAGO, IL	NONE	PUBLIC CHARITY	LAND USE REFORMS AND PROTECTION IN MI	30,000.
SAUGATUCK DUNES COASTAL ALLIANCE SAUGATUCK, MI	NONE	PUBLIC CHARITY	EDUCATIONAL OUTREACH AND OPERATIONAL SUPPORT	3,000.
CHASSELL HISTORICAL ORGANIZATION INC. CHASSELL, MI	NONE	PUBLIC CHARITY	HISTORIC RESTORATION	18,250.
UNIVERSITY CULTURAL CENTER ASSOCATION DETROIT, MI	NONE	PUBLIC CHARITY	TO FUND LANDSCAPING IN HISTORIC DISTRICT	30,000.
MICHIGAN ENVIRONMENTAL COUNCIL LANSING, MI	NONE	PUBLIC CHARITY	LAND USE PLANNING AND LOCAL AGRICULTURE SUPPORT	30,000.
HOUGHTON COUNTY HISTORICAL SOCIETY LAKE LINDEN, MI	NONE	PUBLIC CHARITY	TO CONTINUE RESTORATION OF MUSEUM	20,000.
YANKEE AIR MUSEUM BELLEVILLE, MI	NONE	PUBLIC CHARITY	HISTORIC MILITARY AIRMEN EXHIBITION	4,625.
SOCIETY OF ARCHITECTURAL HISTORIANS CHICAGO, IL	NONE	PUBLIC CHARITY	TO SUPPORT NATIONAL EDUCATION PROGRAM	5,000.
PEWABIC SOCIETY DETROIT, MI	NONE	PUBLIC CHARITY	TO FUND ARCHIVIST AND REPAIR CHIMNEY	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAIN STREET CALUMET INC CALUMET, MI	NONE	PUBLIC CHARITY	OPERATING SUPPORT	18,000.
DETROIT INSTITUTE OF ARTS DETROIT, IL	NONE	PUBLIC CHARITY	COLLECTIONS RESEARCH AND DISPLAY	44,000.
EASTERN MARKET CORPORATION DETROIT, MI	NONE	PUBLIC CHARITY	BUILDING RENOVATION FOR HISTORIC VISITOR CENTER	30,000.
MICHIGAN STATE UNIVERSITY EAST LANSING, MI	NONE	PUBLIC CHARITY	SUPPORT FOR MASTER GARDENER PROGRAM	2,000.
KEWEENAW LAND TRUST HANCOCK, MI	NONE	PUBLIC CHARITY	PROGRAM DEVELOPMENT AND EDUCATION	30,000.
DENVER ART MUSEUM DENVER, CO	NONE	PUBLIC CHARITY	SUPPORT FIRST YEAR OF NEW PROGRAM FOR NATIVE ARTS ARTISTS	50,000.
SAUGATUCK DUNES COASTAL ALLIANCE SAUGATUCK, MI	NONE	PUBLIC CHARITY	DUNE PRESERVATION ZONING LITIGATION	25,000.
ENVIRONMENTAL LAW AND POLICY CENTER CHICAGO, IL	NONE	PUBLIC CHARITY	TO CONTINUE LAND PROTECTION PROGRAM	12,500.
MICHIGAN STATE UNIVERSITY EAST LANSING, MI	NONE	PUBLIC CHARITY	GENERAL SUPPORT	163.
Total from continuation sheets				

123631 08-03-11

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	PUBLICLY TRADED SECURITIES	P		
b	BRANDES NON-US EQUITY PORTFOLIO	P		03/30/11
c	CAPITAL GAIN DISTRIBUTIONS - PUBLICLY TRADED	P		
d	FROM K-1 BRANDES NON-US EQUITY PORTFOLIO	P		
e	FROM K-1 BRANDES NON-US EQUITY PORTFOLIO	P		
f	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	P		
g	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	P		
h	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	P		
i	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	P		
j	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	P		
k	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	P		
l	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	P		
m	FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	P		
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,582,130.		1,431,455.	150,675.
b	1,846,369.		1,537,018.	309,351.
c	38,349.			38,349.
d	242.			242.
e	-69,275.			-69,275.
f	669.			669.
g	7,245.			7,245.
h	-251.			-251.
i	631.			631.
j	3,520.			3,520.
k	151.		151.	0.
l	-200.		-200.	0.
m	302.			302.
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				150,675.
b				309,351.
c				38,349.
d				242.
e				-69,275.
f				669.
g				7,245.
h				-251.
i				631.
j				3,520.
k				0.
l				0.
m				302.
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	441,458.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

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

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,582,130.	1,431,455.	0.	0.	150,675.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BRANDES NON-US EQUITY PORTFOLIO		PURCHASED		03/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,846,369.	1,537,018.	0.	0.	309,351.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTIONS - PUBLICLY TRADED		PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,349.	0.	0.	0.	38,349.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 BRANDES NON-US EQUITY PORTFOLIO	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
242.	0.	0.	0.	242.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 BRANDES NON-US EQUITY PORTFOLIO	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-69,275.	0.	0.	0.	-69,275.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
669.	0.	0.	0.	669.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,245.	0.	0.	0.	7,245.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-251.	0.	0.	0.	-251.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
631.	0.	0.	0.	631.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,520.	0.	0.	0.	3,520.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
151.	0.	0.	0.	151.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 5	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-200.	0.	0.	0.	-200.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 MHF SPECIAL INVESTMENTS LLC SERIES 11	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
302.	0.	0.	0.	302.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	441,409.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND AND INTEREST INCOME FROM SECURITIES	344,960.	0.	344,960.
MISC. INCOME	686.	0.	686.
TOTAL TO FM 990-PF, PART I, LN 4	345,646.	0.	345,646.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 DIV/INT BRANDES NON-US EQUITY PORTFOLIO	3,866.	3,866.	
K-1 DIV/INT MHF SPECIAL INVESTMENTS LLC SERIES 11	3,158.	3,158.	
K-1 DIV/INT MHF SPECIAL INVESTMENTS LLC SERIES 3	211.	211.	
K-1 DIV/INT MHF SPECIAL INVESTMENTS LLC SERIES 5	1,398.	1,398.	
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 11	-2,172.	-4,262.	
K-1 OTHER INCOME BRANDES NON-US EQUITY PORTFOLIO	-7,313.	-7,313.	
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 3	-508.	-508.	
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 5	-4,410.	-5,141.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-5,770.	-8,591.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	13,684.	0.		13,684.
TO FM 990-PF, PG 1, LN 16A	13,684.	0.		13,684.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	34,165.	17,083.		17,082.
TO FORM 990-PF, PG 1, LN 16B	34,165.	17,083.		17,082.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	21,427.	21,427.		0.
INVESTMENT MANAGEMENT FEES	50,093.	50,093.		0.
TO FORM 990-PF, PG 1, LN 16C	71,520.	71,520.		0.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	-6,557.	0.		0.
FOREIGN TAX REFUND	-888.	-888.		0.
FOREIGN TAX	145.	145.		0.
TO FORM 990-PF, PG 1, LN 18	-7,300.	-743.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	2,072.	0.		2,072.
EDUCATION	2,852.	0.		2,852.
OFFICE AND EQUIPMENT	5,514.	110.		5,404.
INSURANCE	22,455.	2,889.		19,566.
TO FORM 990-PF, PG 1, LN 23	32,893.	2,999.		29,894.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
LOSS FROM K-1 BRANDES NON-US EQUITY PORTFOLIO	72,625.
LOSS FROM K-1 MHF SPECIAL INVESTMENTS SERIES 3	297.
DIFFERENCE BEWTEEN BOOK LOSS AND TAX LOSS ON SALE OF BRANDES	12,165.
TOTAL TO FORM 990-PF, PART III, LINE 3	85,087.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON SECURITIES	1,095,034.
GAIN FROM MHF SPECIAL INVESTMENTS LLC SERIES 11	9,353.
GAIN FROM K-1 MHF SPECIAL INVESTMENTS SERIES 5	688.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,105,075.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE ATTACHMENT	12,187,453.	12,187,453.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,187,453.	12,187,453.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT	3,556,960.	3,556,960.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,556,960.	3,556,960.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MHF SPECIAL INVESTMENTS, LLC SERIES 3	FMV	3,350.	3,350.
MHF SPECIAL INVESTMENTS, LLC SERIES 5	FMV	36,004.	36,004.
MHF SPECIAL INVESTMENTS, LLC SERIES 11	FMV	54,582.	54,582.
TOTAL TO FORM 990-PF, PART II, LINE 13		93,936.	93,936.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND IMPROVEMENTS	22,000.	20,760.	1,240.
TRANSPORTATION EQUIPMENT	5,150.	5,150.	0.
COMPUTER EQUIPMENT	6,927.	5,618.	1,309.
LAND	665,157.	0.	665,157.
TOTAL TO FM 990-PF, PART II, LN 14	699,234.	31,528.	667,706.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED LIABILITIES	4,533.	4,427.
DEFERRED COMPENSATION	126,966.	140,554.
TOTAL TO FORM 990-PF, PART II, LINE 22	131,499.	144,981.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY RENTROP 28115 MEADOWBROOK ROAD NOVI, MI 48377	TRUSTEE 3.00	2,500.	0.	0.
THOMAS F. RANGER 28115 MEADOWBROOK ROAD NOVI, MI 48377	TREASURER 3.00	2,000.	0.	0.
JONATHAN THOMAS 28115 MEADOWBROOK ROAD NOVI, MI 48377	VICE PRESIDENT 2.00	1,500.	0.	0.
ROBERT JANSON 28115 MEADOWBROOK ROAD NOVI, MI 48377	PRESIDENT 4.00	2,000.	0.	0.
KATHRYN ECKERT 28115 MEADOWBROOK ROAD NOVI, MI 48377	TRUSTEE 3.00	1,500.	0.	0.
NORMAN BROWN 28115 MEADOWBROOK ROAD NOVI, MI 48377	TRUSTEE 3.00	2,000.	0.	0.
KATE HARPER 28115 MEADOWBROOK ROAD NOVI, MI 48377	TRUSTEE 3.00	2,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		13,500.	0.	0.

FORM 990-PF | OTHER REVENUE | STATEMENT 17

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC-TION INCOME
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 11	900099	2,090.	14	-4,262.	
K-1 OTHER INCOME BRANDES NON-US EQUITY PORTFOLIO			14	-7,313.	
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 3			14	-508.	
K-1 OTHER INCOME MHF SPECIAL INVESTMENTS LLC SERIES 5	900099	731.	14	-5,141.	
TOTAL TO FORM 990-PF, PG 12, LN 11		2,821.		-17,224.	

38-2269431
Americana Foundation
2011 Form 990PF
Part II, Lines 10b and 10c

All values stated at market value

Investment - Corporate Stocks	Cost	Fair Market Value
Air Transport Services Group	4,469	4,012
Alere Inc	27,006	17,895
Avid Technology Inc	12,537	8,530
Black Hills Corp	8,856	11,753
Block H&R Inc	14,545	13,881
CA Inc	59,661	53,064
Cisco Sys Inc	20,456	19,436
Corelogic Inc	10,902	7,435
Devry Inc	14,196	10,577
Eastman Kodak Co	62,915	1,819
Electro Rent Corp	15,425	21,438
EZCorp Inc Cl A Non Vtg	14,754	21,096
Federated Investors Inc	4,465	4,545
Global Cash Access Holdings Inc	5,749	8,455
Hewlett Packard Co	17,302	21,896
Marcus Corp	10,675	12,610
Mentor Graphics	18,175	25,764
Mine Safety Appliances Co	10,743	13,248
Motorola Mobility Holdings Inc	23,290	23,746
National Fuel Gas Co N J	6,090	6,948
Novellus Sys Inc	13,826	25,806
Nu Skin Enterprises Inc	12,427	20,642
Prestige Brand Holdings Inc	12,018	12,679
Qualcomm Inc	13,183	19,145
Quantum Corp-DLT & Storage	42,310	24,960
Raymond James Finl Inc	6,432	22,446
SAIC Inc	11,778	8,910
Swift Energy Co	12,837	12,631
Symantec Corp	51,993	46,527
Tibco Software Inc	6,466	19,128
Triumph Group Inc New	8,411	40,915
Ultra Petroleum Corp	20,172	14,074
Universal Health Svcs Inc Cl B	14,192	22,345
Zimmer Holdings Inc	13,982	17,362
UTI Worldwide Inc	11,387	11,297
Valeant Pharmaceuticals International Inc	13,675	38,519
Covidien PLC	18,175	22,505
Warner Chilcott PLC	31,355	21,939
Golar LNG LTD	9,855	37,783
Willis Group Holdings PLC	12,029	17,460
Noble Corp	17,281	15,110
Cohen & Steers International	342,926	348,808
DFA Emerging Markets	461,734	415,587
DFA International Small-Cap Value Fund	916,389	638,396
Dodge & Cox Stock Fund	2,080,338	1,988,785
Gateway Fund	795,205	868,452
Harbor Capital Appreciation Fund	1,391,292	1,704,796
Harbor International	1,327,321	1,117,495
Harbor International Growth Fund	1,264,927	1,181,508
Kalmar Growth with Value Fund	272,847	328,420
Pimco All Asset Fund	869,589	833,896
Vanguard 500 Index Signal Fund	1,450,515	1,980,979
	Total Part II Line 10b	12,187,453

Investment - Corporate Bonds	Cost	Fair Market Value
JPMorgan Core Bond SEL	1,731,594	1,823,232
Pimco Total Return Fund	1,679,517	1,733,728
	Total Part II Line 10c	3,556,960

The Americana Foundation

The Americana Foundation was established by Adolph H. Meyer and Ginger Meyer to support, through philanthropy, their varied personal interests. Their success in industry and their interest in agriculture and the protection of urban open space; combined with their deep knowledge of and appreciation for authentic American art, have been the guiding focus for the programs of the foundation.

The purpose of the Americana Foundation is to support educational and advocacy programs that address the preservation of American agriculture, the conservation of natural resources, and the protection and presentation of expressions of America's heritage.

We focus on program areas of protection, preservation and education in:

- American heritage as expressed through its material culture
- Natural resources and agriculture through land use and growth management

Marlene J. Fluharty
Executive Director

Phone: (248) 347-3863 • Fax: (248) 347-3349
28115 Meadowbrook Rd. Novi, Michigan 48377-3128

THE GRANT PROCESS

The Foundation provides its support mainly through financial grants. Some limited technical assistance in the form of consulting services to the board, staff and volunteers of recipient organizations is available. The technical assistance is provided to assist the recipient group in organizational management and strategic planning.

The Foundation makes grants only to nonprofit organizations that have been determined by the IRS to be charitable, scientific or educational and have been recognized under Section 501(c)(3) of the IRS Code to be tax exempt and not a private foundation.

Nonprofit organizations that are located or operate within the state of Michigan are a priority of the Foundation. The Foundation does not make grants to private individuals nor does it buy tables, advertising for fund raising events, or generally provide scholarship support. Grants may not be used for political purposes.

The Foundation will accept the standard form of the Council of Michigan Foundations - 1995 or an application that follows the guidelines on this card, Proposals should be brief and submitted on the 10th of January, April, June and October. A phone call or concept letter can help determine if a project may fit the program areas of the Foundation. The concept should include:

- Brief description of basic need and program specific objectives.
- Amount requested
- Brief history of the organization submitting the request.

The following items must be included with a grant request

- Budget showing costs and how funds will be used
- Total costs involved and amount requested
- Narrative description of the program or project
- Evaluation method for the effect of the program
- Names and primary affiliations of officers and board members
- Most recent annual financial report or audit
- Current year's operating budget
- Other actual or potential sources of funding
- Copy of the IRS 501 (c)(3) determination letter

GRANT REVIEW PROCESS

Board meetings are held quarterly usually in mid February, May, August and November. All requests are reviewed by staff and the program committees.

As a general policy, meetings and site visits are arranged only if there is no previous relationship with the Foundation or the type or size of the request requires it before final determinations are made.

With limited resources and large numbers of proposals, the Foundation is able fund a limited number of worthwhile requests. Those same constraints limit the size of grants and may limit the number of years support can be given to any one organization.

Please call to discuss possible program matches and to obtain additional information.

Marlene J. Fluharty, Executive Director
(248) 347-3863