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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 01-01-2011 , and ending 12-31-2011

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

Name of foundation
WILLIAM & LISA FORD FOUNDATION

A Employer identification number
38-3441138

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1901 ST ANTOINE STREET 6TH FLOOR

B Telephone number (see page 10 of the instructions)
(313) 259-7777

City or town, state, and ZIP code
DETROIT, MI 48226

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 10,327,046

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	12,729	12,729		
	4	Dividends and interest from securities	124,923	124,923		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	765,022			
	b	Gross sales price for all assets on line 6a 11,289,342				
	7	Capital gain net income (from Part IV, line 2)		765,022		
	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) (attach schedule)				
	11	Other income (attach schedule)	50,477	50,477		
	12	**Total.** Add lines 1 through 11	953,151	953,151		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1,397	699		698
	b	Accounting fees (attach schedule)	28,375	14,188		14,187
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	10,226	1,096		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	24,122	24,120		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	64,120	40,103		14,885
	25	Contributions, gifts, grants paid	642,950			642,950
	26	**Total expenses and disbursements.** Add lines 24 and 25	707,070	40,103		657,835
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	246,081			
	b	**Net investment income** (if negative, enter -0-)		913,048		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	24,778	34,106	34,106
	3	Accounts receivable ▶ 15,693 Less allowance for doubtful accounts ▶		15,693	15,693
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,088,589	3,993,896	4,721,504
	c	Investments—corporate bonds (attach schedule)	513,025	1,665,745	1,681,421
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,767,694	3,921,259	3,867,331
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	0	6,991	6,991
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	9,394,086	9,637,690	10,327,046
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	2,477	0	
	23	**Total liabilities** (add lines 17 through 22)	2,477	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	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	12,511,530	13,276,552	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-3,119,921	-3,638,862	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	9,391,609	9,637,690	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	9,394,086	9,637,690	

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	9,391,609
2	Enter amount from Part I, line 27a	2	246,081
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	9,637,690
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,637,690

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	765,022
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	423,406	10,396,768	0 040725
2009	676,719	9,668,393	0 069993
2008	656,894	11,724,070	0 056030
2007	538,442	12,555,694	0 042884
2006	465,425	11,113,322	0 041880

2	**Total** of line 1, column (d)	2	0 251512
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050302
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	11,112,246
5	Multiply line 4 by line 3	5	558,968
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,130
7	Add lines 5 and 6	7	568,098
8	Enter qualifying distributions from Part XII, line 4	8	657,835

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b			1	9,130
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	9,130
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	9,130
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	16,121		
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	16,121
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	6,991
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	3,700	**Refunded** ▶	11	3,291

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

		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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶RODNEY P WOOD Telephone no ▶(313) 961-0500

Located at ▶2000 BRUSH STREET SUITE 440 DETROIT MI ZIP+4 ▶482262229

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 |

		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		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	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 page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
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 page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	11,227,651
b	Average of monthly cash balances	1b	53,817
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	11,281,468
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	11,281,468
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	169,222
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,112,246
6	**Minimum investment return.** Enter 5% of line 5	6	555,612

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

1	Minimum investment return from Part X, line 6	1	555,612
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 9,130		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	9,130
3	Distributable amount before adjustments Subtract line 2c from line 1	3	546,482
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	546,482
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	546,482

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	657,835
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	657,835
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	9,130
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	648,705

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				546,482
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			394,824	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 657,835				
a Applied to 2010, but not more than line 2a			394,824	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				263,011
e Remaining amount distributed out of corpus	0			
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	0			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				283,471
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a 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 organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

DAVID M HEMPSTEAD
1901 ST ANTOINE STREET 6TH FLOOR
DETROIT,MI 48226
(313) 259-7777

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

BRIEF LETTER, FINANCIAL STATEMENT, COPY OF IRS LETTER DETERMINING TAX STATUS (UNLESS ALREADY LISTED IN CUMULATIVE LIST)

c Any submission deadlines

NONE

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

AWARDS GENERALLY LIMITED TO CHARITABLE ORGANIZATIONS ALREADY FAVORABLY KNOWN TO, AND OF INTEREST TO, THE SUBSTANTIAL CONTRIBUTORS OF THIS FOUNDATION NO GRANTS TO INDIVIDUALS

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* See Additional Data Table				
Total . . . . ▶ **3a**				642,950
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	12,729	
4 Dividends and interest from securities. . . .			14	124,923	
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	50,477	
8 Gain or (loss) from sales of assets other than inventory			18	765,022	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		953,151	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 953,151

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

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

Sign Here

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

******	2012-11-07	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature W MICHAEL PERKINS	Date	Check if self-employed ☐	PTIN P00082617
Firm's name ▶ FORD ESTATES LLC		Firm's EIN ▶ 26-3014408	
Firm's address ▶ 2000 BRUSH STREET SUITE 440 DETROIT, MI 482262229		Phone no (313) 961-0500	

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

TY 2011 Other Expenses Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEE - RHB	20,661	20,661		0
INVESTMENT FEE - ICIA	42	42		0
INVESTMENT FEE - RHB BOND	3,417	3,417		0
	2	0		0

Additional Data

Software ID:
Software Version:
EIN: 38-3441138
Name: WILLIAM & LISA FORD FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
COMERICA BANK - RHB BOND - PUBLICALY TRADED SECURITIES	P		
COMERICA BANK - RHB BOND - PUBLICALY TRADED SECURITIES	P		
COMERICA BANK - RHB - PUBLICALY TRADED SECURITIES	P		
COMERICA BANK - RHB - PUBLICALY TRADED SECURITIES	P		
FROM K-1 PACIFIC FUND I, LP	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
825,637		821,296	4,341
250,000		250,000	0
8,128,403		7,888,768	239,635
2,084,315		1,530,759	553,556
			-33,497
987			987

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			4,341
			0
			239,635
			553,556
			-33,497
			987

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
WILLIAM CLAY FORD JR 2000 BRUSH STREET STE 440 DETROIT, MI 48226	PRESIDENT AND DIRECTOR 0 25	0	0	0
LISA V FORD 2000 BRUSH STREET STE 440 DETROIT, MI 48226	VICE PRESIDENT AND DIRECTO 0 25	0	0	0
DAVID M HEMPSTEAD 1901 ST ANTOINE ST 6TH FLOOR DETROIT, MI 48226	SECRETARY 0 25	0	0	0
RODNEY P WOOD 2000 BRUSH STREET STE 440 DETROIT, MI 48226	TREASURER 0 60	0	0	0
ELEANOR C FORD 2000 BRUSH STREET STE 440 DETROIT, MI 48226	DIRECTOR 0 25	0	0	0

Form 990PF Part XV Line 1a - 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).

WILLIAM CLAY FORD JR
LISA V FORD

Form 990PF Part XV Line 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*				
THE AUXILIARY TO THE ISABELLA MCCOSH INFIRMARYPO BOX 81 PRINCETON,NJ 08542	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	500
LEAH'S HAPPY HEARTSPO BOX 530031 LIVONIA,MI 48153	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	2,000
GREENHILLS SCHOOL850 GREENHILLS DRIVE ANN ARBOR,MI 48105	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
HENRY FORD HEALTH SYSTEM1 FORD PLACE STE 5A DETROIT,MI 48202	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	15,000
HOTCHKISS SCHOOLPO BOX 800 LAKEVILLE,CT 06039	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
MICHIGAN STATE UNIVERSITY F130 VETERINARY MEDICAL CENTER COLLEGE OF VETERINARY MEDICINE EAST LANSING,MI 48824	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	3,000
MICHIGAN WOLVES-HAWKS SOCCER CLUB30990 WIXOM ROAD WIXOM,MI 48393	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
PRINCETON UNIVERSITYP O BOX 71 PRINCETON,NJ 08542	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	41,000
SPIRIT ROCK MEDITATION CENTER BOX 169 WOODACRE,CA 94973	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	25,000
SUPERIOR LAND PRESERVATION SOCIETYPO BOX 130041 ANN ARBOR,MI 48113	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
T WALL FOUNDATION1011 SOUTH MAIN STREET BUILDING B ANN ARBOR,MI 48104	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
TELLURIDE ACADEMYPO BOX 2255 TELLURIDE,CO 81435	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	7,000
THE CHILDREN'S CENTER79 ALEXANDRINE WEST DETROIT,MI 48201	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	35,000
THE HENRY FORD20900 OAKWOOD BLVD DEARBORN,MI 48124	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	20,000
THE HURON RIVER WATERSHED COUNCIL1100 NORTH MAIN STREET SUITE 210 ANN ARBOR,MI 48104	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	15,000
THE STANFORD FUNDPO BOX 20466 STANFORD,CA 94305	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	30,000
UNIVERSITY OF MICHIGAN - DEARBORN4901 EVERGREEN RD DEARBORN,MI 48128	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
ABILITIES UNITED525 EAST CHARLESTON ROAD PALO ALTO,CA 94306	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	15,000
NETWORK FOR GOOD INC - MICHIGAN ENVIORNMENTAL COUNCIL7920 NORFOLK AVENUE STE 520 BETHESDA,MD 20814	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
JUVENILE DIABETES RESEARCH FOUNDATION26 BROADWAY 14TH FLOOR NEW YORK,NY 10004	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
HURON BOOSTER CLUB2727 FULLER ROAD ANN ARBOR,MI 48105	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	250
ELE'S PLACE355 S ZEEB RD STE E ANN ARBOR,MI 48103	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
COMMUNITY FOUNDATION FOR SOUTHEAST MICHIGAN333 W FORT STREET STE 2010 DETROIT,MI 48226	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	240,000
THE HUNDRED CLUB OF DETROIT PO BOX 1018 FENTON,MI 48430	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	700
UNIVERSITY OF MICHIGAN - DEPRESSION CENTER4250 PLYMOUTH ROAD ANN ARBOR,MI 48109	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
THE IVY CLUB - 1879 FOUNDATION 43 PROSPECT AVE PRINCETON,NJ 08540	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	500
UNITED WAY FOR SOUTHEASTERN MICHIGAN6600 WOODWARD AVENUE STE 300 DETROIT,MI 48226	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
Total . . . . ▶ 3a				642,950

TY 2011 Accounting Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	28,375	14,188		14,187

TY 2011 General Explanation Attachment

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Identifier	Return Reference	Explanation
		THE PURPOSE OF EACH GRANT OR CONTRIBUTION IS TO PROVIDE FINANCIAL SUPPORT TO CORPORATIONS, TRUSTS, COMMUNITY CHESTS, FUNDS OR FOUNDATIONS, ORGANIZED AND OPERATED SOLELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL PURPOSES, OR FOR THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS
SERVICES ACCEPTED FROM A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(3)	FORD ESTATES, LLC (2000 BRUSH ST , SUITE 440, DETROIT, MICHIGAN 48226-2229), IS A BUSINESS OFFICE MAINTAINED FOR, AND AT THE EXPENSE OF, VARIOUS MEMBERS OF THE FORD FAMILY WHO, WITH RESPECT TO THIS FUND, ARE "DISQUALIFIED PERSONS", INCLUDING PARTICULARLY WILLIAM CLAY FORD, JR , LISA V FORD AND ELEANOR C FORD FORD ESTATES, LLC SUPPLIES ACCOUNTING SERVICES AND OFFICE SERVICES (COLLECTING INCOME, DISTRIBUTION OF CONTRIBUTIONS, MAINTENANCE OF ACCOUNTS AND RECORDS, HANDLING CORRESPONDENCE, PREPARATION OF TAX RETURNS AND ANNUAL REPORTS, AND SIMILAR MATTERS) PERTAINING TO THE OFFICE OF TREASURER SUCH SERVICES ARE PERFORMED BY RODNEY P WOOD AND BY OTHERS IN FORD ESTATES, LLC UNDER HIS SUPERVISION NO COMPENSATION IS PAID BY THE WILLIAM & LISA FORD FOUNDATION DIRECTLY TO RODNEY P WOOD AS COMPENSATION FOR HIS SERVICES IN ANY OF THE CAPACITIES LISTED ABOVE OR OTHERWISE DURING 2011, WILLIAM & LISA FORD FOUNDATION PAID $28,375 TO FORD ESTATES, LLC FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH
COMPENSATION PAID TO A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(4)	DAVID M HEMPSTEAD, LISTED AS SECRETARY, IS A PARTNER IN THE LAW FIRM OF BODMAN LLP, 1901 ST ANTOINE STREET, 6TH FLOOR, DETROIT, MICHIGAN 48226, WHICH FIRM ACTS AS THE ATTORNEYS FOR THE WILLIAM & LISA FORD FOUNDATION MR HEMPSTEAD IS THE PERSON IN THE FIRM PRINCIPALLY CONCERNED WITH SUCH LEGAL SERVICES TO THE FUND, BUT OTHERS IN THE FIRM ALSO RENDER LEGAL SERVICES TO THE FUND UNDER HIS SUPERVISION THE TIME SPENT BY MR HEMPSTEAD STRICTLY IN THE LISTED OFFICIAL CAPACITIES CANNOT READILY BE SEPARATED FROM THAT SPENT IN PERFORMING THE LEGAL SERVICES REFERRED TO DURING 2011, THE WILLIAM & LISA FORD FOUNDATION PAID $1,397 TO SAID ATTORNEYS FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH

TY 2011 Investments Corporate Bonds Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Name of Bond	End of Year Book Value	End of Year Fair Market Value
500,000 UNITS FORD MOTOR CREDIT CO 7.25% 10/25/2011 7.250% DUE 10-25-11	0	0
500,000 UNITS FORD MOTOR CREDIT CO 7.5% 08/01/2012 7.500% DUE 8-01-12	525,142	516,060
100,000 UNITS FORD MOTOR CREDIT CO 7% 10/01/2013 7.000% DUE 10-01-13	107,008	106,033
100,000 UNITS UNITED PARCEL SERVICE 3.875% 04/01/2014 3.875%	108,203	106,698
500,000 UNITS FORD MOTOR CREDIT CO 8.7% 10/01/2014 8.700% DUE 10-01-14	564,139	558,300
200,000 UNITS FORD MOTOR CREDIT CO LLC 12% 12.000% DUE 05-15-15	245,253	244,998
100,000 UNITS LILLY ELI & CO 5.2% 03/15/2017 5.2% DUE 03-15-17	116,000	115,515
ACCRUED INTEREST	0	33,817

TY 2011 Investments Corporate Stock Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Name of Stock	End of Year Book Value	End of Year Fair Market Value
200 UNITS AGRIUM INC	14,154	13,422
800 UNITS AIR PRODUCTS & CHEMICALS INC	77,609	68,152
1,200 UNITS ALLERGAN INC	88,970	105,288
1,000 UNITS AMERICAN EXPRESS CR	37,341	47,170
5,000 UNITS AMERICAN WATER WORKS INC	146,797	159,300
700 UNITS APPLE COMPUTER INC	60,362	283,500
1,000 UNITS AQUA AMERICA INC	22,094	22,050
300 UNITS ARCHER DANIELS MIDLAND CO	9,104	8,580
2,000 UNITS AUTOLIV INC	0	0
2,000 UNITS BOEING CO	128,045	146,700
4,000 UNITS BRISTOL MYERS SQUIBB CO	99,777	140,960
13,500 UNITS CATERPILLAR INC	38,171	135,900
2,000 UNITS CELGENE CORP	0	0
100 UNITS CF INDUSTRIES HOLDINGS INC	14,773	14,498
2,100 UNITS CHURCH & DWIGHT CO INC	87,403	96,096
6,000 UNITS CISCO SYSTEMS INC	96,312	108,480
2,500 UNITS CITRIX SYS INC	0	0
2,500 UNITS COCA COLA CO	140,208	174,925
6,000 UNITS CORNING INCORPORATED	83,837	77,880
1,500 UNITS COSTCO WHOLESALE CORP	92,519	124,980
200 UNITS DEERE & CO	15,798	15,470
1,100 UNITS DEVON ENERGY CORPORATION	76,552	68,200
4,250 UNITS DIRECTV - CLASS A	0	0
2,000 UNITS DISNEY WALT CO	69,156	75,000
2,0800 UNITS EDWARDS LIFESCIENCES CORP	172,135	141,400
1,200 UNITS ESTE LAUDER COMPANIES	128,392	134,784
1,500 UNITS EXXON MOBIL CORPORATION	122,634	127,140
1,300 UNITS FEDEX CORP	58,527	108,563
2,500 UNITS FMC TECHNOLOGIES INC	0	0
1,500 UNITS FREEPORT-MCMORAN COPPER-B	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
8,000 UNITS GENERAL ELEC CO	129,157	143,280
1,500 UNITS GILEAD SCIENCES INC	0	0
500 UNITS GIVEN IMAGING LTD	0	0
200 UNITS GOOGLE INC-CL A	100,777	129,180
3,500 UNITS HESS CORP	0	0
2,000 UNITS HOME DEPOT INC	71,836	84,080
1,250 UNITS ITC HOLDINGS CORP	72,438	94,850
1,250 UNITS JOHNSON & JOHNSON	0	0
1,000 UNITS KINDER MORGAN INC	30,051	32,170
200 UNITS LINDSAY MANUFACTURING CO	11,335	10,978
800 UNITS MCDONALDS CORP	31,888	80,264
1,000 UNITS MOLYCORP, INC	38,069	23,980
2,200 UNITS MONSANTO CO	138,473	154,154
200 UNITS MOSAIC COMPANY	10,567	10,086
800 UNITS NATIONAL OILWELL VARCO	62,061	54,392
100 UNITS NETFLIX INC	0	0
1,200 UNITS OCCIDENTAL PETROLEUM CORP	103,619	112,440
3,700 UNITS ORACLE CORPORATION	94,388	94,905
3,500 UNITS PEABODY ENERGY CORP	0	0
700 UNITS PERRIGO CO	68,081	68,110
300 UNITS PLUM CREEK TIMBER CO INC	10,964	10,968
800 PPG INDS INC	63,633	66,792
1,900 UNITS PROCTER & GAMBLE CO	0	0
2,500 UNITS REPUBLIC SERVICES INC	73,008	68,875
6,000 UNITS SAKS INCORPORATED	56,573	58,500
2,000 UNITS SOTHEBY'S	0	0
1,500 UNITS UNION PACIFIC CORP	95,720	158,910
2,500 UNITS UNITED TECHNOLOGIES CORP	209,951	182,725
2,500 UNITS US BANCORP	0	0
100 UNITS VALMONT INDUSTRIES	8,617	9,079

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,800 UNITS VISA INC - CLASS A SHARES	158,005	182,754
2,200 UNITS WELLS FARGO & CO	56,406	60,632
3,500 UNITS WEYERHAEUSER	60,563	65,345
500 UNITS WHIRLPOOL CORP	0	0
2,500 UNITS ANHEUSER-BUSCH INBEV SPN ADR	0	0
100 UNITS BAIDU.COM	0	0
3,250 UNITS BHP BILLITON LTD	0	0
500 UNITS CANADIAN NATL RAILWAY CO	0	0
300 UNITS CNH GLOBAL NV	11,950	10,797
1,400 UNITS DIAGEO PLC SPNSRD ADR NEW	110,929	122,388
3,250 UNITS HSBC HLDG PLC SP ADR	0	0
1,500 UNITS NESTLE SA REP RG SH ADR	60,624	86,622
1,000 UNITS POTASH CORP SASK INC	57,794	41,280
200 UNITS QUIMICA Y MINERA CHIL - SP ADR	11,533	10,770
1,000 UNITS RIO TINTO PLC	0	0
1,200 UNITS SCHLUMBERGER LTD	92,538	81,972
200 UNITS SYNGENTA AG ADR	11,678	11,788
1,500 UNITS TEVA PHARMACEUTICAL INDS LTD ADR	0	0
4,000 UNITS VALE SA - SP ADR	0	0

TY 2011 Investments - Other Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PACIFIC FUND I, LP - 1.6784% INTEREST	AT COST	2,784,674	2,730,746
FORD MOTOR MONEY MARKET	AT COST	1,115,053	1,115,053
FORD MOTOR MONEY MARKET	AT COST	21,532	21,532

TY 2011 Legal Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,397	699		698

TY 2011 Other Assets Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL EXCISE TAX RECEIVABLE	0	6,991	6,991

TY 2011 Other Income Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 PACIFIC FUND I, LP	50,477	50,477	50,477

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TY 2011 Other Liabilities Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX ACCRUAL	2,477	0

TY 2011 Taxes Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	9,130	0		0
FOREIGN TAX - RHB	1,096	1,096		0