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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
SAGE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 1919

City or town, state, and ZIP code
Brighton, MI 481165719

A Employer identification number
38-6041518

B Telephone number (see page 10 of the instructions)

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)
\$ 50,781,350

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	551	551		
	4 Dividends and interest from securities.	1,411,447	1,411,447		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,111,170			
	b Gross sales price for all assets on line 6a 26,259,863				
	7 Capital gain net income (from Part IV, line 2)		1,111,170		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,523,168	2,523,168		
	13 Compensation of officers, directors, trustees, etc	75,000			75,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	5,738			5,738
	16a Legal fees (attach schedule).	 171,620	60,067		111,553
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	 199,272	176,737		22,535
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 55,000			
	19 Depreciation (attach schedule) and depletion . . .	 490			
	20 Occupancy				
	21 Travel, conferences, and meetings	1,297			1,297
	22 Printing and publications				
	23 Other expenses (attach schedule).	 3,181	266		2,915
	24 Total operating and administrative expenses. Add lines 13 through 23	511,598	237,070		219,038
	25 Contributions, gifts, grants paid	2,562,430			2,562,430
	26 Total expenses and disbursements. Add lines 24 and 25	3,074,028	237,070		2,781,468
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-550,860			
	b Net investment income (if negative, enter -0-)		2,286,098		
	c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	7,840	836	836
	2	Savings and temporary cash investments	6,815,371	4,023,249	4,023,249
	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 (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)	9,588,090	8,283,901	8,627,280
	b	Investments—corporate stock (attach schedule)	24,191,946	24,893,714	28,966,194
	c	Investments—corporate bonds (attach schedule)	6,176,323	9,027,500	9,163,466
	11	Investments—land, buildings, and equipment basis ▶ _____ 4,454 Less accumulated depreciation (attach schedule) ▶ _____ 4,129	815	325	325
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	46,780,385	46,229,525	50,781,350
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	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	46,780,385	46,229,525	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
Net Assets or Fund Balances	30	Total net assets or fund balances (see page 17 of the instructions)	46,780,385	46,229,525	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	46,780,385	46,229,525	

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	46,780,385
2	Enter amount from Part I, line 27a	2	-550,860
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	46,229,525
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	46,229,525

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)
1 a	PUBLICLY TRADED SECURITIES-ATTACHED		2008-01-01	2011-12-31
b	CLASS ACTION PROCEEDS		2009-01-01	2011-12-31
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 26,247,188		25,148,693	1,098,495
b 12,675			12,675
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			1,098,495
b			12,675
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	1,111,170
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
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				

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	2,693,501	50,017,755	0 053851
2009	2,661,149	45,525,915	0 058453
2008	2,512,919	54,248,518	0 046322
2007	3,094,987	61,022,608	0 050719
2006	2,284,169	58,215,942	0 039236

2	Total of line 1, column (d).	2	0 248582
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 049716
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	51,978,027
5	Multiply line 4 by line 3.	5	2,584,140
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	22,861
7	Add lines 5 and 6.	7	2,607,001
8	Enter qualifying distributions from Part XII, line 4.	8	2,781,468

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	22,861
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	22,861
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	22,861
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	73,278	
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	73,278
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	50,417
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 50,417	Refunded ☐	11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE	13	Yes	
14	The books are in care of LAW OFFICES JOHN J AYAUB PC Telephone no (810) 227-7660 Located at PO BOX 1919 Brighton MI ZIP+4 481165719			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. 	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?. 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☐		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes	☐ No	
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? <i>If "Yes" to 6b, file Form 8870.</i>			6b No
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
MELISSA SAGE FADIM PO BOX 1919 Brighton, MI 481165719	PRESIDENT 25	75,000	0	0
ANNE SAGE PRICE PO BOX 1919 Brighton, MI 481165719	TRUSTEE 1	0	0	0
JAMES E VAN DOREN PO BOX 1919 Brighton, MI 481165719	VICE PRESIDENT 1	0	0	0
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.				

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
MUNDER CAPITAL MANAGEMENT 480 PIERCE ST Birmingham, MI 48009	INVESTMENT MGMT	64,202
WELLS FARGO ADVISORS ONE N JEFFERSON AVE Saint Louis, MO 63103		
LAW OFFICES OF JOHN J AYAUB PC PO BOX 1919 Brighton, MI 481165719	LEGAL SERVICE	171,620
Total number of others receiving over \$50,000 for professional services.		

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 NONE	0
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 NONE	0
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	52,664,393
b	Average of monthly cash balances.	1b	105,178
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	52,769,571
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	52,769,571
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	791,544
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	51,978,027
6	Minimum investment return. Enter 5% of line 5.	6	2,598,901

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	2,598,901
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	22,861
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	22,861
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,576,040
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,576,040
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,576,040

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	2,781,468
b	Program-related investments—total from Part IX-B.	1b	
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	2,781,468
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	22,861
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,758,607
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,576,040
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			1,709,430	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,781,468				
a Applied to 2010, but not more than line 2a			1,709,430	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				1,072,038
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				1,504,002
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

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

1

Information Regarding Foundation Managers:

a

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

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 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

SEE ATTACHED
PO BOX 1919
Brighton, MI 48116
(810) 227-7660

b

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

SEE ATTACHED GRANT CRITERIA

c

Any submission deadlines

NO DEADLINES

d

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

THERE ARE NO RESTRICTIONS AS TO GEOGRAPHICAL AREA CHARITABLE FIELDS OR TYPE OF INSTITUTION

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SCHEDULE ATTACHED VARIOUS Brighton, MI 48116			GENERAL CHARITABLE PURPOSES	2,562,430
Total			3a	2,562,430
b <i>Approved for future payment</i> SCHEDULE ATTACHED VARIOUS Brighton, MI 48116			GENERAL CHARITABLE PURPOSES	975,000
Total			3b	975,000

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	551	
4 Dividends and interest from securities.			14	1,411,447	
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.					
8 Gain or (loss) from sales of assets other than inventory			18	1,111,170	
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).				2,523,168	
13 Total. Add line 12, columns (b), (d), and (e).					2,523,168

[illegible]

Part XVII

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?		Yes	No
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			

[illegible]

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

b 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				
	*****			2012-05-03	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature LILY AMBROSIO-YLEN		Date 2012-05-03	Check if self-employed ☒
		Firm's name COMERICA BANK			Firm's EIN
PO BOX 75000 MC 7874					
Firm's address Detroit, MI 482757874			Phone no (586) 939-7756		

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

Additional Data

Software ID:
Software Version:
EIN: 38-6041518
Name: SAGE FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form

4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Department of the Treasury
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return SAGE FOUNDATION	Business or activity to which this form relates FORM 990PF - 1	Identifying number 38-6041518
--	---	--------------------------------------

Part I Election To Expense Certain Property Under Section 179

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

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

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

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

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

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	490

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

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

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

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

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

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

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	490
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

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

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

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

Section B—Information on Use of Vehicles

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

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

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

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

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

Part VI Amortization

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

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

TY 2011 Depreciation Schedule

Name: SAGE FOUNDATION

EIN: 38-6041518

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE EQUIPMENTS	2002-04-26	2,006	2,006	SL	7				
COMPUTER	2007-08-24	2,448	1,633	SL	20 00 %	490			

**TY 2011 Investments Corporate
Bonds Schedule****Name:** SAGE FOUNDATION**EIN:** 38-6041518

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	9,027,500	9,163,466

**TY 2011 Investments Corporate
Stock Schedule****Name:** SAGE FOUNDATION**EIN:** 38-6041518

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS & MUTUAL FDS	24,893,714	28,966,194

TY 2011 Investments Government Obligations Schedule

Name: SAGE FOUNDATION

EIN: 38-6041518

**US Government Securities - End of
Year Book Value:**

7,598,615

**US Government Securities - End of
Year Fair Market Value:**

7,876,970

**State & Local Government
Securities - End of Year Book
Value:**

685,286

**State & Local Government
Securities - End of Year Fair
Market Value:**

750,310

TY 2011 Investments - Land Schedule**Name:** SAGE FOUNDATION**EIN:** 38-6041518

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MISCELLANEOUS OFFICE EQUIPMENTS	4,454	4,129	325	325

TY 2011 Legal Fees Schedule

Name: SAGE FOUNDATION

EIN: 38-6041518

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	171,620	60,067	0	111,553

TY 2011 Other Expenses Schedule**Name:** SAGE FOUNDATION**EIN:** 38-6041518

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	266	266	0	0
INSURANCE	2,200	0	0	2,200
MEMBERSHIP FEE	695	0	0	695
STATE FILING FEE	20	0	0	20

TY 2011 Other Professional Fees Schedule**Name:** SAGE FOUNDATION**EIN:** 38-6041518

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	176,737	176,737	0	0
CUSTODIAN MANAGEMENT FEE	20,735	0	0	20,735
TAX PREPARATION FEE	1,800	0	0	1,800

TY 2011 Taxes Schedule**Name:** SAGE FOUNDATION**EIN:** 38-6041518

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	55,000	0	0	0

SAGE FOUNDATION
2011 990-PF PART XV
GRANTS APPROVED FOR FUTURE PAYMENT

<u>Name</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
1. Chicago Symphony Orchestra 220 S. Michigan Ave. Chicago, IL 60604	Public Charity	General	\$175,000.
2. Siena Heights University 1247 E. Siena Heights Dr. Adrian, MI 49221	Public Charity	General	75,000.
3. Adrian College 110 S. Madison St. Adrian, MI 49221	Public Charity	General	625,000.
4. Big Shoulders Fund 309 W. Washington Suite 550 Chicago, IL 60606	Public Charity	General	100,000.
Total			<u>\$975,000.</u>

SAGE FOUNDATION 38-6041518

990-PF – PART XV – LINE 2
Year Ending December 31, 2011

GRANT CRITERIA AND OTHER INFORMATION

The Sage Foundation does not supply formal grant application forms. To apply for a grant from the Sage Foundation, prospective applicants should send a grant request letter to

President or Secretary
Sage Foundation
P O Box 1919
Brighton, Michigan 48116-5719

Grant request letters may be submitted at any time. There are no restrictions as to geographical area, charitable fields or type of institution. The following information is needed for full consideration:

- Amount of grant requested
- What the applicant intends to accomplish
- How the applicant intends to reach the stated objectives, and how such objectives will further the applicant's tax-exempt purposes
- What procedures the applicant has implemented to evaluate the results achieved
- Any additional information which would aid the Sage Foundation Board of Trustees in making its decision
- A photocopy of the Internal Revenue Service determination letter or ruling indicating the applicant's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code
- Name of the applicant's contact person

In general, it is the objective of the Sage Foundation to make grants and contributions that further charitable, educational, religious, scientific and/or literary purposes.

SAGE FOUNDATION

12/31/2011

COST					
Account Number	Cash & Equivalents	Stocks & MF		Corporate Bonds	Total
		Equities	Equities- Other		
1040000247	1,800,626 79				1,800,626 79
1040013484	411,812 40			7,874,176 86	8,285,989 26
1040013590	89,699 10	4,168,523 20			4,258,222 30
1040013634	433,376 97	1,724,364 76			2,157,741 73
1040013698	59,892 76	1,730,332 43			1,790,225 19
1040015197	199,053 70	2,417,873 96			2,616,927 66
1040015204	328,152 90			8,187,223 66	8,515,376 56
1040015213	63,211 94	3,830,760 50	366,401 27		4,260,373 71
1040015437	315,540 35		6,000,371 16		6,315,911 51
1040015589	51,028 51		2,611,858 54		2,662,887 05
1040016579	81,489 83	226,348 33		1,250,000 00	1,557,838 16
1040017435	189,364 17	1,816,879 85			2,006,244 02
	4,023,249 42	15,915,083 03	8,978,630 97	17,311,400 52	46,228,363 94

M ARKET					
Account Number	Cash & Equivalents	Stocks & MF		Corporate Bonds	Total
		Equities	Equities- Other		
1040000247	1,800,626 79	0 00	0 00	0 00	1,800,626 79
1040013484	411,812 40			8,309,721 55	8,721,533 95
1040013590	89,699 10	5,227,891 50			5,317,590 60
1040013634	433,376 97	1,393,136 60			1,826,513 57
1040013698	59,892 76	2,837,945 40			2,897,838 16
1040015197	199,053 70	3,307,838 50			3,506,892 20
1040015204	328,152 90			8,312,062 07	8,640,214 97
1040015213	63,211 94	4,552,574 95	453,229 25		5,069,016 14
1040015437	315,540 35		6,099,156 60		6,414,696 95
1040015589	51,028 51		2,781,693 60		2,832,722 11
1040016579	81,489 83		366,444 45	1,168,962 72	1,616,897 00
1040017435	189,364 17	1,946,283 50			2,135,647 67
	4,023,249 42	19,265,670 45	9,700,523 90	17,790,746 34	50,780,190 11

SAGEFOUNDATION- 2011

Transaction Summary - Capital Gain /Loss				
Account Number	Principal Cash	Income Cash	Cost	Gain (Loss)
1040000247	3,359,855 45	0 00	3,359,855 45	0 00
1040013484	4,249,032 59	0 00	4,165,745 80	83,286 79
1040013590	750,295 74	0 00	823,870 75	-73,575 01
1040013634	0 00	0 00	0 00	0 00
1040013698	47,720 23	0 00	47,720 23	0 00
1040015197	585,992 17	0 00	262,941 36	323,050 81
1040015204	13,094,528 26	0 00	12,945,201 09	149,327 17
1040015213	3,600,139 46	0 00	3,086,615 04	513,524 42
1040015437	1,200,162 80	0 00	1,097,282 20	102,880 60
1040015589	235,066 95	0 00	235,066 95	0 00
1040016579	0 00	0 00	0 00	0 00
1040017435	0 00	0 00	0 00	0 00
Cash management adj	27,122,793 65	0 00	26,024,298 87	1,098,494 78
	-875,605 75		-875,605 75	
	26,247,187 90	0 00	25,148,693 12	1,098,494 78

SAGE FOUNDATION GRANTS MADE DURING THE
2011 CALENDAR YEAR
FORM 990PF, PART XV, LINE 3

	<u>Organization</u>	<u>Purpose of Grant</u>	<u>Amount</u>
1.	Music Institute of Chicago 517 Green Bay Road Wilmette, IL 60091	General, charitable and educational	\$25,000.00
2.	Teen Living Programs 162 West Hubbard Street Suite 400 Chicago, IL 60654	General, charitable and educational	15,000.00
3.	Resurrection Development Foundation 2900 North Lake Shore Drive Chicago, IL 60657	General, charitable and educational- Homebound Elderly Program	15,000.00
4.	Ryan Licht Sang Bipolar Foundation, Inc. 875 North Michigan Avenue Suite 3100 Chicago, IL 60611	General, charitable and educational	12,500.00
5.	Chicago Classical Recording Foundation 5255 North Lakewood Avenue Chicago, IL 60640	General, charitable and educational	10,000.00
6.	Rush Hour Concerts at St. James Cathedral 65 East Huron Street Chicago, IL 60611	General, charitable and educational	5,000.00
7.	Detroit Symphony Orchestra Hall 3711 Woodward Avenue Detroit, MI 48201	General, charitable and educational	25,000.00
8.	Catholic Charities of Jackson, Lenawee and Hillsdale Counties 199 North Broad Street Adrian, MI 49221	General, charitable, educational and religious	15,000.00
9.	Greenhills School 850 Greenhills Drive Ann Arbor, MI 48105	Physics Lab	87,500.00

10. Michigan Opera Theatre 1526 Broadway Detroit, MI 48226	General, charitable and educational	50,000.00
11. The Tibet Fund 241 East 32 nd Street New York, NY 10016	General, charitable and educational	35,000.00
12. Orchestral Association Chicago Symphony Orchestra Chicago, IL 60604	General, charitable and educational	25,000.00
13. Steppenwolf Theatre Company 758 West North Avenue Chicago, IL 60610	General, charitable and educational	20,000.00
14. Merit School of Music 38 South Peoria Street Chicago, IL 60607	General, charitable and educational	15,000.00
15. Giordano Jazz Dance Chicago 614 Davis Street Evanston, IL 60201	General, charitable and educational	15,000.00
16. Josephinum Academy 1501 North Oakley Blvd Chicago, IL 60622	General, charitable and educational	7,500.00
17. Harris Theatre for Music and Dance 205 East Randolph Drive Chicago, IL 60601	General, charitable and educational	5,000.00
18. Lenawee Symphony Orchestra Society, Inc. 110 South Madison Street Adrian, MI 49221	General, charitable and educational	50,000.00
19. St. Mary's Parish 140 North Oakwood Avenue West Chicago, IL 60185	General, charitable, educational and religious	25,000.00
20. Cumberland College 6191 College Station Drive Williamsburg, KY 40769	General, charitable and educational	15,000.00
21. Alice Lloyd College 100 Purpose Road Pippa Passes, KY 41844	General, charitable and educational	15,000.00
22. The College Fund/UNCF 3031 West Grand Blvd Suite 531 Detroit, MI 48202	General, charitable and educational	12,500.00

23. Ounce of Prevention Fund 33 West Monroe Street Suite 2400 Chicago, IL 60603	General, charitable and educational	10,000.00
24. Lumen Christi Institute 5735 South University Avenue Chicago, IL 60637	General, charitable, educational and religious	7,500.00
25. Rainbows 1360 Hamilton Parkway Itasca, IL 60143	General, charitable and educational	7,500.00
26. Chicago Children's Museum 700 East Grand Avenue Suite 127 Chicago, IL 60611	General, charitable and educational	5,000.00
27. Window to the World Communications, Inc. 5400 North St. Louis Avenue Chicago, IL 60625	Island Lost In Time documentary film	200,000.00
28. Hillsdale College 33 East College Street Hillsdale, MI 49242	General, charitable and educational- Sage Center For Cultural and Performing Arts	50,000.00
29. Audience Architects 1412 West Belmont Avenue Chicago, IL 60657	General, charitable and educational	5,000.00
30. Ox-Bow 36 South Wabash Avenue 12 th Floor Chicago, IL 60603	General, charitable and educational	5,000.00
31. Adrian Community Nursery P.O. Box 64 Adrian, MI 49221	General, charitable and educational	4,000.00
32. Conception Abbey P.O. Box 501 Conception, MO 64433	General, charitable, educational and religious	2,000.00
33. Intuit: The Center for Intuitive and Outsider Art 756 N. Milwaukee Avenue Chicago, IL 60642	General, charitable and educational- Preservation of Henry Darger Room Collection	25,000.00
34. Erikson Institute 420 North Wabash Avenue Chicago, IL 60611	General, charitable and educational	10,000.00

35. Lenawee County Education Foundation 4107 North Adrian Highway Adrian, MI 49221	General, charitable and educational	5,000.00
36. Epilepsy Foundation of Michigan 20300 Civic Center Drive Suite 250 Southfield, MI 48076	General, charitable and educational- Camp Discovery Program	5,000.00
37. Positive Exposure 43 East 20 th Street New York, NY 10003	General, charitable and educational	25,000.00
38. Catholic Theological Union 205 West Wacker Drive Suite 1400 Chicago, IL 60606	General, charitable, educational and religious	10,000.00
39. Musica Sacra P.O. Box 974 New York NY 10021	General, charitable and educational	10,000.00
40. Pacific Garden Mission P.O. Box 317 Wheaton, IL 60189	General, charitable and educational	5,000.00
41. Foundation for Education and Research on Mental Illness 131 Saint Andrews Road Severna Park, MD 21146	General, charitable and educational	5,000.00
42. Bixby Community Health Foundation 818 Riverside Avenue Adrian, MI 49221	General, charitable and educational	50,000.00
43. Big Shoulders Fund 309 West Washington Suite 550 Chicago, IL 60606	General, charitable and educational	50,000.00
44. Kartemquin Educational Films 1901 West Wellington Chicago, IL 60657	General, charitable and educational- On Beauty film	50,000.00
45. Herrrick Memorial Hospital Foundation 500 East Pottawatamie Street Tecumseh, MI 49286	General, charitable and educational	35,000.00

46. The Tibet Fund 241 East 32 nd Street New York, NY 10016	General, charitable and educational	25,000.00
47. Art Institute of Chicago 37 South Wabash Avenue Chicago, IL 60603	School of the Art Institute of Chicago- Emrys Jones Memorial Scholarship Fund	25,000.00
48. Window to the World Communications, Inc. 5400 North St. Louis Avenue Chicago, IL 60625	General, charitable and educational- WFMT radio station	10,000.00
49. Orchestral Association Chicago Symphony Orchestra 220 South Michigan Avenue Chicago, IL 60604	General, charitable and educational	25,000.00
50. Habitat For Humanity Of Lenawee County 1205 East Beecher Street Adrian, MI 49221	General, charitable and educational	15,000.00
51. Project Exploration 950 East 61 st Street Chicago, IL 60637	General, charitable and educational	10,000.00
52. John G. Shedd Aquarium Society 1200 South Lake Shore Drive Chicago, IL 60605	General, charitable and educational	10,000.00
53. City of Tecumseh 309 East Chicago Blvd Tecumseh, MI 49286	Public purposes-2011-2012 Art Trail Tecumseh exhibit	10,000.00
54. Hadley School For the Blind 700 Elm Street Winnetka, IL 60093	General, charitable and educational	7,000.00
55. Art Institute of Chicago 164 North State Street Chicago, IL 60601	School of the Art Institute of Chicago- Gene Siskel Film Center, general, charitable and educational purposes	15,000.00
56. Lenawee County Education Foundation 4107 North Adrian Highway Adrian, MI 49221	General, charitable and educational	5,000.00
57. Cancer Support Center 2028 Elm Road Homewood, IL 60430	General, charitable and educational	5,000.00

58. Ars Viva Symphony Orchestra 1560 Rudd Court Libertyville, IL 60048	General, charitable and educational	5,000.00
59. Catholic Church Extension Society 150 South Wacker Drive 20 th Floor Chicago, IL 60606	General, charitable, educational and religious	5,000.00
60. Urban Initiatives 650 West Lake Street, #340 Chicago, IL 60661	General, charitable and educational- Work to Play program	5,000.00
61. Providence-St. Mel School 119 South Central Park Blvd Chicago, IL 60624	General, charitable and educational- Tuition Scholarships	10,000.00
62. Boys & Girls Club of Lenawee 327 Erie Street Adrian, MI 49221	General, charitable and educational	125,000.00
63. Scleroderma Foundation 30301 Northwestern Highway Suite 300 Farmington Hills, MI 48334	General, charitable and educational	2,500.00
64. Chicago Academy for the Arts 1010 West Chicago Avenue Chicago, IL 60642	General, charitable, and educational	5,000.00
65. Bixby Community Health Foundation 818 Riverside Drive Adrian, MI 49221	General, charitable and educational	50,000.00
66. Grant Park Orchestral Association 205 East Randolph Drive Chicago, IL 60601	General, charitable and educational	50,000.00
67. Church of St. Ignatius Loyola 980 Park Avenue at 84 th Street New York, NY 10028	General, charitable and educational- Sacred Music in a Sacred Space	50,000.00
68. Northern Michigan Hospital/ Burns Clinic Foundation 360 Connable Avenue Petoskey, MI 49770	General, charitable and educational	30,000.00
69. Marian Catholic High School 700 Ashland Avenue Chicago Heights, IL 60411	General, charitable and educational	25,000.00

70. Hubbard Street Dance Chicago, Inc. 1147 West Jackson Blvd Chicago, IL 60607	General, charitable and educational	25,000.00
71. City of Tecumseh 400 North Maumee Tecumseh, MI 49286	Public purposes-Tecumseh Center for the Arts	20,000.00
72. Misericordia Heart of Mercy 6300 North Ridge Chicago, IL 60660-1017	General, charitable and educational	10,000.00
73. Guest House 1601 Joslyn Road Lake Orion, MI 48360	General, charitable and educational	10,000.00
74. DePaul University 1 East Jackson Blvd Chicago, IL 60604	General, charitable and educational	15,000.00
75. Lynn Sage Cancer Research Foundation Suite 3-200 Chicago, IL 60611	General, charitable and educational	10,000.00
76. Boys & Girls Clubs of Lenawee 340 East Church Street Adrian, MI 49221	General, charitable and educational	10,000.00
77. Pamela B. Kattan Memorial Leukemia Research Foundation 525 West Monroe Street Chicago, IL 60661	General, charitable and educational	5,000.00
78. Lenawee Emergency and Affordable Housing Corp. P.O. Box 692 Adrian, MI 49221	General, charitable and educational	5,000.00
79. Trinity Epsicopal Church Box 472 Mackinac Island, MI 49757	General, charitable, educational and religious	25,000.00
80. Saint Joseph Mercy Health System 5301 East Huron River Drive Ann Arbor, MI 48106	General, charitable and educational- Michigan Heart & Vascular Institute	50,000.00
81. YMCA of Lenawee County 638 West Maumee Street Adrian, MI 49221	General, charitable and educational	5,000.00

82. Storycatchers Theatre 920 North Franklin Street Suite 302 Chicago, IL 60610	General, charitable and educational	3,500.00
83. Archdiocese of Chicago P.O. Box 1979 Chicago, IL 60690	General, charitable and educational- Catholic Schools-Tuition Scholarships	3,000.00
84. Orchestral Association Chicago Symphony Orchestra 220 South Michigan Avenue Chicago, IL 60604	General, charitable and educational	30,000.00
85. Lyric Opera of Chicago 20 North Wacker Drive Chicago, IL 60606	General, charitable and educational	15,000.00
86. 626 Landmark Foundation 626 North Michigan Avenue Chicago, IL 60611	General, charitable and educational	10,000.00
87. Thresholds 4101 N. Ravenswood Avenue Chicago, IL 60613	General, charitable and educational	10,000.00
88. Providence-St. Mel School 119 South Central Park Blvd Chicago, IL 60624	General, charitable and educational	10,000.00
89. The Renaissance Society at the University of Chicago 5811 South Ellis Avenue Chicago, IL 60637	General, charitable and educational	7,500.00
90. Josephinum Academy 1501 North Oakley Blvd Chicago, IL 60622	General, charitable and educational	7,500.00
91. Lenawee Christian School 111 Wolf Creek Highway Adrian, MI 49221	General, charitable and educational	10,000.00
92. Mackinac Island Community Foundation P.O. Box 1933 Mackinac Island, MI 49757	Marlee Brown Community Arts Fund	10,000.00
93. Golden Apple Foundation 8 South Michigan Avenue Suite 700 Chicago, IL 60603	General, charitable and educational	7,500.00

94. Lenawee Community Foundation 603 North Evans Street Tecumseh, MI 49286	General, charitable and educational	7,500.00
95. Blind Center of Nevada 1001 N. Bruce Street Las Vegas, NV 89101	General, charitable and educational	6,000.00
96. Lenawee Community Foundation 603 North Evans Street Tecumseh, MI 49286	General, charitable and educational- Community Arts of Tecumseh Fund	7,500.00
97. Orchestral Association Chicago Symphony Orchestra 220 South Michigan Avenue Chicago, IL 60604	General, charitable and educational-	175,000.00
98. Siena Heights University 1247 East Siena Heights Drive Adrian, MI 49221	General, charitable and educational- University Center	75,000.00
99. Art Institute of Chicago 164 North State Street Chicago, IL 60601	General, charitable and educational	50,000.00
100. Croswell Opera House and Fine Arts Association 129 East Maumee Street Adrian, MI 49221	General, charitable and educational	35,000.00
101. Tecumseh Pops Orchestra P.O. Box 125 Tecumseh, MI 49286	General, charitable and educational	10,000.00
102. Catholic Charities of the Archdiocese of Chicago 721 North LaSalle Street Chicago, IL 60654	General, charitable, educational and religious	10,000.00
103. Art Institute of Chicago 111 South Michigan Avenue Chicago, IL 60603	General, charitable and educational- Sustaining Fellows	10,000.00
104. Children's Memorial Hospital 2300 Children's Plaza, Box 4 Chicago, IL 60614	General, charitable and educational- MRIC	5,000.00
105. Lincoln Center 70 Lincoln Center Plaza New York, NY 10023	General, charitable and educational	10,000.00

106. Chicago Opera Theatre 70 East Lake Street Chicago, IL 60601	General, charitable and educational	5,500.00
107. Crisis Center for South Suburbia P.O. Box 39 Tinley Park, IL 60477	General, charitable and educational	5,000.00
108. Ox-Bow 36 South Wabash Avenue 12 th Floor Chicago, IL 60603	General, charitable and educational	5,000.00
109. St. Mary of Good Counsel Parish 305 Division Street Adrian, MI 49221	General, charitable, educational and religious	2,000.00
110. Villanova University c/o Eileen Shea Lupton Memorial Scholarship Fund P.O. Box 694 Lake Forest, IL 60045	Eileen Shea Lupton Memorial Scholarship Fund	5,000.00
111. Holy Cross Children's Services 8759 Clinton Macon Road Clinton, MI 49236	General, charitable and educational	50,000.00
112. Detroit Symphony Orchestra Hall 3711 Woodward Avenue Detroit, MI 48201	General, charitable and educational	25,000.00
113. International Samaritan 614 South Ashley Street Ann Arbor, MI 48103	General, charitable and educational	25,000.00
114. Art Institute of Chicago 37 South Wabash Street Chicago, IL 60603	School of the Art Institute of Chicago- Scholarships	36,930.00
115. Steppenwolf Theatre Company 758 West North Avenue Chicago, IL 60610	General, charitable and educational	17,500.00
116. Auditorium Theatre of Roosevelt University 50 East Congress Parkway Chicago, IL 60605	General, charitable and educational	15,000.00

117. Art Institute of Chicago 37 South Wabash Street Chicago, IL 60603	School of the Art Institute of Chicago	25,000.00
118. Tecumseh Acres Elementary School 600 South Adrian Street Tecumseh, MI 49286	General, charitable and educational- Playground Equipment	15,000.00
119. Lifeline Pilots Suite 302, Byerly Terminal 6100 W. Everett Dirksen Pkwy Peoria, IL 61607	General, charitable and educational	10,000.00
Total:		2,562,430.00

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