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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
SCHOENLEBER FOUNDATION INC

A Employer identification number
39-1049364

Number and street (or P O box number if mail is not delivered to street address)
111 EAST WISCONSIN AVE
ROOM/SUITE 1800

Room/suite

B Telephone number (see page 10 of the instructions)
(414) 276-3400

City or town, state, and ZIP code
MILWAUKEE, WI 53202

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)* ▶$ 7,207,439

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				
	4	Dividends and interest from securities	193,253	193,253		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	153,935			
	b	Gross sales price for all assets on line 6a 2,978,888				
	7	Capital gain net income (from Part IV, line 2)		153,935		
	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)	1,924	1,924		
	12	**Total.** Add lines 1 through 11	349,112	349,112		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	47,762			
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	60,682	60,682		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	21,384	1,430		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	110	110		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	129,938	62,222		0
	25	Contributions, gifts, grants paid	381,250			381,250
	26	**Total expenses and disbursements.** Add lines 24 and 25	511,188	62,222		381,250
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-162,076			
	b	**Net investment income** (if negative, enter -0-)		286,890		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	656,558		
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)			
b	Investments—corporate stock (attach schedule)	6,274,262	6,768,744	7,207,439
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
15	Other assets (describe ▶ ____)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,930,820	6,768,744	7,207,439
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 ▶ ____)			
23	**Total liabilities** (add lines 17 through 22)		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	6,930,820	6,768,744	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	6,930,820	6,768,744	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,930,820	6,768,744	

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	6,930,820
2	Enter amount from Part I, line 27a	2	-162,076
3	Other increases not included in line 2 (itemize) ▶ ____	3	
4	Add lines 1, 2, and 3	4	6,768,744
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	6,768,744

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	153,935
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	-145,516

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	381,000	7,347,530	0 051854
2009	323,658	6,563,229	0 049314
2008	398,000	7,843,516	0 050743
2007	465,619	8,793,277	0 052952
2006	435,200	7,984,685	0 054504

2	**Total** of line 1, column (d).	2	0 259367
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 051873
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	6,987,919
5	Multiply line 4 by line 3.	5	362,484
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,869
7	Add lines 5 and 6.	7	365,353
8	Enter qualifying distributions from Part XII, line 4.	8	381,250

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	2,869
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	
3	Add lines 1 and 2	3	2,869
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,869
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 11,400		
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	11,400
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	8,531
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 8,531 **Refunded** ▶	11	

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 ▶ $ ________ **(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? *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) ▶ WI			
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)*

			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 ▶NONE

14 The books are in care of ▶JANET M HOEHNEN Telephone no ▶(414) 276-3400

Located at ▶111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE WI ZIP+4 ▶53202

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 |

			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		

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**

			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		

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

			Yes	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		

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____

			Yes	No
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**

			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)*

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
PETER C HAENSEL 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 2 00	0	0	0
FRANK W BASTIAN 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 1 00	0	0	0
MICHAEL ORGEMAN 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 2 00	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
NONE		

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	
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 N/A	
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	6,569,800
b	Average of monthly cash balances.	1b	524,534
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	7,094,334
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	
3	Subtract line 2 from line 1d.	3	7,094,334
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	106,415
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,987,919
6	**Minimum investment return.** Enter 5% of line 5.	6	349,396

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	349,396
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	2,869		
b	Income tax for 2011 (This does not include the tax from Part VI). . .	2b			
c	Add lines 2a and 2b.			2c	2,869
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	346,527
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	346,527
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	346,527

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	381,250
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	381,250
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	2,869
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	378,381

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					346,527
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2011					
a From 2006.	273,771				
b From 2007.	40,339				
c From 2008.	8,064				
d From 2009.					
e From 2010.	24,981				
f **Total** of lines 3a through e.		347,155			
4 Qualifying distributions for 2011 from Part XII, line 4 ► $ 381,250					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2011 distributable amount.					346,527
e Remaining amount distributed out of corpus		34,723			
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		381,878			
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					0
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)		273,771			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		108,107			
10 Analysis of line 9					
a Excess from 2007. . . .	40,339				
b Excess from 2008. . . .	8,064				
c Excess from 2009. . . .					
d Excess from 2010. . . .	24,981				
e Excess from 2011. . . .	34,723				

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))

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

PETER C HAENSEL
111 EAST WISCONSIN
MILWAUKEE,WI 53202
(414) 276-3400

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

CONTACT ABOVE FOR APPLICATION

c Any submission deadlines

AUGUST 31 OF EACH YEAR

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

PREFER STATE OF WISCONSIN ORGANIZATIONS

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**				381,250
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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					
4 Dividends and interest from securities. . . .			14	193,253	
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	1,924	
8 Gain or (loss) from sales of assets other than inventory			18	153,935	
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). .				349,112	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 349,112

(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

****** | 2012-05-15 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed ▶ ☐	PTIN
Preparer's Signature	JANET M HOEHNEN	2012-05-15		
Firm's name ▶	LICHTSINN & HAENSEL SC		Firm's EIN ▶	
Firm's address ▶	111 E WISCONSIN AVE STE 1800 MILWAUKEE, WI 53202		Phone no (414) 276-3400	

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

Additional Data

Software ID:	
Software Version:	
EIN:	39-1049364
Name:	SCHOENLEBER FOUNDATION INC

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)
PRIOR YEAR BASIS ADJUSTMENT	P	2010-12-31	2011-12-31
2035 SHRS MICROSOFT CORP	P	2010-08-25	2011-06-16
1850 SHRS FOREST LABORATORIES INC	P	2009-06-26	2011-07-18
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-03-16
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-07-20
1000 SHRS MORGAN STANLEY	P	2009-10-07	2011-08-17
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
27 SHRS COACH INC	P	2011-03-16	2011-11-14
21 SHRS ANSYS INC	P	2006-09-27	2011-11-14
60 SHRS DENBURY RESOURCES INC NEW HO	P	2010-10-18	2011-11-14
21 SHRS O REILLY AUTOMOTIVE INC	P	2009-06-16	2011-11-14
25 SHRS TARGET CORP	P	2006-07-13	2011-11-14
300 SHRS ABBOTT LABORATORIES	P	2011-03-02	2011-11-11
740 SHRS MOHAWK INDUSTRIES INC	P	2010-06-15	2011-01-31
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-01-18
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-04-18
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-08-22
945 SHRS MORGAN STANLEY	P	2009-12-17	2011-08-17
555 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
22 SHRS ILLINOIS TOOL WORKS INC	P	2011-02-10	2011-11-14
96 SHRS APPLE INC	P	2007-01-22	2011-01-18
458 SHRS ECOLAB INC	P	2006-10-17	2011-03-18
58 SHRS ORACLE CORP	P	2010-10-06	2011-11-14
517 SHRS THERMO FISHER SCIENTIFIC IN	P	2006-10-17	2011-02-01
645 SHRS ALLSTATE CORP	P	2010-12-31	2011-06-01
1220 SHRS OVERSEAS SHIPHOLDING GROUP	P	2011-03-01	2011-10-11
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-02-15
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-05-16
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-09-20
1160 SHRS OVERSEAS SHIPHOLDING GROUP	P	2009-10-19	2011-10-11

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)
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
14 SHRS OCCIDENTAL PETE CORP	P	2011-06-07	2011-11-14
7 SHRS APPLE INC	P	2007-01-22	2011-11-14
95 SHRS EMC CORP -- MASS	P	2010-10-01	2011-11-14
20 SHRS PEPSICO INC	P	2006-07-13	2011-11-14
11 SHRS VISA INC CL A COMMON STOCK	P	2008-07-30	2011-11-14
2250 SHRS AMERICAN GREETINGS CORP-CL	P	2011-06-01	2011-12-12
1280 SHRS SYMETRA FINANCIAL CORPORAT	P	2011-01-10	2011-11-11
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-03-15
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-06-16
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-10-20
695 SHRS PATTERSON-UTI ENERGY INC	P	2009-10-12	2011-04-25
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
426 SHRS PACCAR INC	P	2010-12-20	2011-08-30
21 SHRS BAXTER INTERNATIONAL INC	P	2009-12-21	2011-11-14
32 SHRS EXPRESS SCRIPTS INC COMMON	P	2009-07-16	2011-11-14
15 SHRS PRAXAIR INC	P	2010-04-26	2011-11-14
366 SHRS WARNACO GROUP INC NEW	P	2010-04-08	2011-08-24
1980 SHRS AMERICAN GREETINGS CORP-CL	P	2011-10-12	2011-12-12
9155 SHRS TELLABS INC	P	2010-08-25	2011-08-22
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-04-15
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-07-18
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-11-21
1220 SHRS PATTERSON-UTI ENERGY INC	P	2009-10-12	2011-06-16
385 SHRS SOUTHERN UNION CO NEW	P	2008-08-14	2011-06-24
27 SHRS QUALCOMM INC	P	2011-03-18	2011-11-14
27 SHRS CATALYST HEALTH SOLUTIONS IN	P	2008-08-01	2011-11-14
26 SHRS GILEAD SCIENCES INC	P	2007-12-26	2011-11-14
10 SHRS PRECISION CASTPARTS CORP	P	2006-11-02	2011-11-14
48 SHRS WASTE CONNECTIONS INC	P	2006-07-13	2011-11-14

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)
3735 SHRS BANCORPSOUTH INC	P	2010-10-19	2011-09-20
1830 SHRS UNIVERSAL AMERICAN CORP	P	2010-01-19	2011-01-03
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-05-16
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-08-16
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-12-20
2465 SHRS PNM RESOURCES INC COM	P	2010-08-23	2011-11-10
2400 SHRS SOUTHERN UNION CO NEW	P	2008-10-13	2011-06-24
24 SHRS RIVERBED TECHNOLOGY INC	P	2011-07-20	2011-11-14
19 SHRS CELGENE CORP	P	2007-08-13	2011-11-14
5 SHRS GOOGLE INC CL A	P	2006-07-13	2011-11-14
3 SHRS PRICELINE COM INC COM NEW	P	2010-03-26	2011-11-14
148 SHRS BRITISH AMERICAN TOBACCO PL	P	2006-06-29	2011-11-11
2540 SHRS BANCORPSOUTH INC	P	2011-01-28	2011-09-20
1075 SHRS WATTS WATER TECHNOLOGIES I	P	2011-03-03	2011-09-12
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-06-15
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-09-16
2100 SHRS HAWAIIAN ELECTRIC INDUSTRI	P	2009-05-28	2011-11-02
1390 SHRS PNM RESOURCES INC COM	P	2010-08-23	2011-11-11
1200 SHRS TIDEWATER INC	P	2009-09-09	2011-02-04
9 SHRS ROSS STORES INC	P	2011-08-24	2011-11-14
38 SHRS CHURCH & DWIGHT CO INC	P	2006-10-17	2011-11-14
426 SHRS HITTITE MICROWAVE CORP	P	2007-12-05	2011-01-11
27 SHRS PROCTER & GAMBLE CO	P	2006-07-13	2011-11-14
2 SHRS BRITISH AMERICAN TOBACCO PLC	P	2007-12-24	2011-11-11
1015 SHRS BANCORPSOUTH INC	P	2011-06-13	2011-09-20
500 SHRS ABB LTD SPONS ADR	P	2008-09-30	2011-11-11
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-07-15
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-10-17
1000 SHRS HAWAIIAN ELECTRIC INDUSTRI	P	2009-05-28	2011-11-10
80 SHRS RAYMOND JAMES FINANCIAL INC	P	2008-04-02	2011-01-25

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)
125000 SHRS TIME WARNER CABLE INC 5	P	2009-09-02	2011-05-27
217 SHRS SKYWORKS SOLUTIONS INC	P	2010-05-28	2011-01-10
684 SHRS CISCO SYSTEMS INC	P	2006-07-13	2011-03-18
33 SHRS IDEX CORP	P	2006-07-13	2011-11-14
458 SHRS RESMED INC	P	2008-10-15	2011-01-26
135 SHRS CORE LABORATORIES NV	P	2006-06-29	2011-11-11
860 SHRS BANCORPSOUTH INC	P	2010-10-26	2011-09-20
1155 SHRS ALLSTATE CORP	P	2010-04-22	2011-06-01
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-08-15
210000 SHRS GINNIE MAE CMO/SERIES 20	P	2004-04-07	2011-11-16
200000 SHRS JOHNSON CONTROLS INC 5 2	P	2006-09-21	2011-01-18
1600 SHRS RAYMOND JAMES FINANCIAL IN	P	2009-01-22	2011-01-25
795 SHRS TORCHMARK CORP	P	2009-09-01	2011-06-13
6 SHRS V F CORP	P	2011-08-24	2011-11-14
430 SHRS CISCO SYSTEMS INC	P	2007-04-10	2011-03-18
9 SHRS INTERCONTINENTALEXCHANGE INC	P	2007-03-15	2011-11-14
481 SHRS RESMED INC	P	2008-10-15	2011-01-31
90 SHRS NOBLE CORPORATION US LISTED	P	2006-06-29	2011-11-11
1115 SHRS BAXTER INTERNATIONAL INC	P	2010-05-10	2011-01-25
645 SHRS ALLSTATE CORP	P	2010-04-22	2011-06-01
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-09-15
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-01-20
900 SHRS KIRBY CORP	P	2010-01-13	2011-05-17
175 SHRS RAYMOND JAMES FINANCIAL INC	P	2009-06-05	2011-01-25
100 SHRS UNUM GROUP	P	2004-04-14	2011-11-11
25 SHRS VERIFONE SYSTEMS INC	P	2011-05-04	2011-11-14
12 SHRS CITRIX SYSTEMS INC	P	2010-06-17	2011-11-14
19 SHRS INTERNATIONAL BUSINESS MACHI	P	2009-01-22	2011-11-14
20 SHRS SCHLUMBERGER LTD	P	2007-11-20	2011-11-14
125 SHRS PARTNERRE LTD	P	1997-01-16	2011-11-11

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)
200 SHRS BLACK HILLS CORP	P	2011-06-15	2011-11-11
815 SHRS BB&T CORP	P	2010-03-08	2011-11-11
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-10-17
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-02-22
55000 SHRS KRAFT FOODS INC 6 250% 06	P	2002-06-12	2011-08-29
530 SHRS SAFEWAY INC	P	2008-11-26	2011-11-11
400 SHRS UNUM GROUP	P	2004-04-14	2011-11-11
16 SHRS AFFILIATED MANAGERS GROUP IN	P	2007-04-10	2011-11-14
108 SHRS COGNIZANT TECHNOLOGY SOLUTI	P	2009-10-07	2011-01-10
44 SHRS JOHNSON CONTROLS INC	P	2007-11-02	2011-11-14
604 SHRS SKYWORKS SOLUTIONS INC	P	2010-05-28	2011-08-19
135 SHRS POTASH CORP OF SASKATCHEWAN	P	2007-12-17	2011-11-11
1765 SHRS BOSTON SCIENTIFIC CORP	P	2010-12-02	2011-11-11
125000 SHRS BELL SOUTH CORP 5 200% 0	P	2009-09-02	2011-08-29
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-11-15
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-03-21
1270 SHRS MARATHON OIL CORP	P	2010-05-18	2011-05-19
2000 SHRS SELECTIVE INSURANCE GROUP	P	2009-12-30	2011-09-20
1140 SHRS WERNER ENTERPRISES INC	P	2008-07-01	2011-02-16
23 SHRS ALLERGAN INC	P	2007-09-27	2011-11-14
15 SHRS COGNIZANT TECHNOLOGY SOLUTIO	P	2009-10-07	2011-11-14
19 SHRS MSC INDUSTRIAL DIRECT CO INC	P	2010-04-19	2011-11-14
33 SHRS SOUTHWESTERN ENERGY CO	P	2006-07-13	2011-11-14
120 SHRS SCHLUMBERGER LTD	P	2006-06-29	2011-11-11
100 SHRS CAPITAL ONE FINANCIAL CORP	P	2011-01-26	2011-11-11
290 SHRS CIMAREX ENERGY CO	P	2009-07-07	2011-02-07
0 SHRS FREDDIE MAC CMO/SERIES 2649 P	P	2003-08-12	2011-12-15
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-04-20
2000 SHRS MDU RESOURCES GROUP INC	P	2007-10-30	2011-01-03
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20

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

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200 SHRS ALTERA CORP	P	2010-03-25	2011-01-10
18 SHRS ALLIANCE DATA SYSTEM CORP	P	2008-06-20	2011-11-14
16 SHRS CONCHO RESOURCES INC	P	2010-10-18	2011-11-14
30 SHRS NETAPP INC	P	2010-06-24	2011-11-14
1194 SHRS STAPLES INC	P	2006-07-13	2011-05-18
1730 SHRS ENCANA CORP	P	2011-07-18	2011-10-06
510 SHRS CVS CAREMARK CORPORATION	P	2009-11-25	2011-11-11
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-01-18
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-05-20
125000 SHRS MEDCO HEALTH SOLUTIONS I	P	2009-09-22	2011-05-17
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
27 SHRS AMETEK INC	P	2011-02-10	2011-11-14
32 SHRS ALTERA CORP	P	2010-03-25	2011-11-14
40 SHRS DANAHER CORP	P	2006-07-13	2011-11-14
29 SHRS NETLOGIC MICROSYSTEMS INC	P	2010-09-27	2011-11-14
134 SHRS STERICYCLE INC	P	2006-07-13	2011-03-21
2515 SHRS LOWES COMPANIES INC	P	2010-10-19	2011-09-09
1350 SHRS ENDO PHARMACEUTICALS HLDGS	P	2010-01-19	2011-04-14
0 SHRS GINNIE MAE CMO/SERIES 2003-11	P	2004-04-07	2011-02-16
0 SHRS GOVERNMENT NATL MTG ASSN SERI	P	2005-08-04	2011-06-20
140000 SHRS MELLON BANK NA 4 750% 12	P	2009-09-02	2011-11-15
100 SHRS SELECTIVE INSURANCE GROUP I	P	2010-01-19	2011-09-20
184 SHRS CITRIX SYSTEMS INC	P	2010-06-17	2011-01-10
256 SHRS ANSYS INC	P	2006-09-27	2011-03-18
18 SHRS DECKERS OUTDOOR CORP	P	2010-07-20	2011-11-14
85 SHRS O REILLY AUTOMOTIVE INC	P	2009-06-16	2011-04-29
13 SHRS STERICYCLE INC	P	2006-07-13	2011-11-14

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)
		44,871	-44,871
48,201		49,541	-1,340
68,916		46,870	22,046
1,168		1,186	-18
9,638		9,686	-48
17,313		31,413	-14,100
1,353		1,645	-292
1,750		1,370	380
1,235		483	752
1,030		1,105	-75
1,634		743	891
1,314		1,208	106
16,160		14,313	1,847
40,918		39,737	1,181
222		222	
1,092		1,108	-16
10,117		10,168	-51
16,361		28,383	-12,022
7,511		9,006	-1,495
1,020		1,226	-206
32,590		8,285	24,305
22,065		20,450	1,615
1,876		1,602	274
29,605		21,310	8,295
19,676		20,871	-1,195
16,862		40,741	-23,879
141		141	
920		857	63
10,514		10,566	-52
16,033		54,133	-38,100

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,353		1,623	-270
1,370		1,433	-63
2,660		604	2,056
2,330		1,939	391
1,254		1,243	11
1,033		858	175
37,346		54,053	-16,707
11,394		17,137	-5,743
267		267	
1,129		1,146	-17
8,800		8,844	-44
20,850		11,674	9,176
1,353		1,623	-270
16,125		24,222	-8,097
1,133		1,221	-88
1,498		1,063	435
1,512		1,331	181
18,146		17,188	958
32,864		35,359	-2,495
33,378		65,160	-31,782
467		467	
1,211		1,229	-18
6,182		6,213	-31
34,172		20,493	13,679
15,080		10,098	4,982
1,550		1,395	155
1,372		846	526
1,053		1,223	-170
1,645		674	971
1,556		747	809

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)
36,392		54,623	-18,231
36,466		26,034	10,432
171		171	
1,354		1,374	-20
5,721		5,750	-29
45,013		28,719	16,294
94,007		39,530	54,477
688		761	-73
1,233		1,145	88
3,072		2,045	1,027
1,607		752	855
13,932		7,280	6,652
24,748		39,446	-14,698
28,215		42,995	-14,780
236		236	
1,438		1,459	-21
52,871		35,725	17,146
25,383		16,195	9,188
65,878		53,853	12,025
802		660	142
1,669		750	919
25,938		19,051	6,887
1,702		1,528	174
188		159	29
9,890		12,724	-2,834
9,212		9,758	-546
163		163	
1,581		1,605	-24
25,518		17,012	8,506
2,823		1,998	825

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)
133,786		131,327	2,459
6,866		3,447	3,419
11,799		12,366	-567
1,164		979	185
14,666		8,211	6,455
14,920		3,895	11,025
8,379		11,202	-2,823
35,235		40,659	-5,424
70		70	
1,227		1,246	-19
200,000		198,649	1,351
56,467		26,833	29,634
49,883		34,036	15,847
816		672	144
7,417		11,210	-3,793
1,139		1,159	-20
15,034		8,623	6,411
3,373		3,126	247
55,724		52,111	3,613
19,676		22,706	-3,030
241		241	
14,209		14,281	-72
47,322		31,834	15,488
6,176		3,039	3,137
2,180		1,534	646
1,098		1,225	-127
898		545	353
3,562		1,700	1,862
1,513		1,849	-336
8,421		4,137	4,284

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)
6,559		6,002	557
18,821		23,669	-4,848
283		283	
13,447		13,514	-67
58,032		56,044	1,988
10,472		11,104	-632
8,792		6,136	2,656
1,457		1,791	-334
8,155		4,234	3,921
1,394		1,879	-485
12,038		9,596	2,442
6,299		5,761	538
10,151		11,913	-1,762
140,290		134,965	5,325
226		226	
10,301		10,353	-52
65,040		41,905	23,135
27,068		34,405	-7,337
28,150		20,585	7,565
1,935		1,461	474
1,020		588	432
1,303		1,055	248
1,364		470	894
9,161		7,473	1,688
4,452		4,875	-423
29,806		7,736	22,070
87		87	
9,659		9,707	-48
40,930		56,648	-15,718
1,353		1,628	-275

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)
7,206		4,915	2,291
1,836		1,095	741
1,545		1,112	433
1,270		1,199	71
19,774		27,580	-7,806
33,644		53,555	-19,911
19,745		16,294	3,451
2,275		2,309	-34
8,801		8,845	-44
136,299		131,119	5,180
1,353		1,623	-270
1,116		1,198	-82
1,194		786	408
1,973		1,236	737
1,432		797	635
11,485		4,242	7,243
46,987		53,888	-6,901
53,068		27,373	25,695
1,875		1,903	-28
8,580		8,623	-43
155,605		148,045	7,560
1,353		1,628	-275
12,830		8,355	4,475
13,136		5,886	7,250
1,949		810	1,139
4,999		3,006	1,993
1,023		412	611

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	
			-44,871
			-1,340
			22,046
			-18
			-48
			-14,100
			-292
			380
			752
			-75
			891
			106
			1,847
			1,181
			-16
			-51
			-12,022
			-1,495
			-206
			24,305
			1,615
			274
			8,295
			-1,195
			-23,879
			63
			-52
			-38,100

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	
			-270
			-63
			2,056
			391
			11
			175
			-16,707
			-5,743
			-17
			-44
			9,176
			-270
			-8,097
			-88
			435
			181
			958
			-2,495
			-31,782
			-18
			-31
			13,679
			4,982
			155
			526
			-170
			971
			809

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	
			-18,231
			10,432
			-20
			-29
			16,294
			54,477
			-73
			88
			1,027
			855
			6,652
			-14,698
			-14,780
			-21
			17,146
			9,188
			12,025
			142
			919
			6,887
			174
			29
			-2,834
			-546
			-24
			8,506
			825

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	
			2,459
			3,419
			-567
			185
			6,455
			11,025
			-2,823
			-5,424
			-19
			1,351
			29,634
			15,847
			144
			-3,793
			-20
			6,411
			247
			3,613
			-3,030
			-72
			15,488
			3,137
			646
			-127
			353
			1,862
			-336
			4,284

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	
			557
			-4,848
			-67
			1,988
			-632
			2,656
			-334
			3,921
			-485
			2,442
			538
			-1,762
			5,325
			-52
			23,135
			-7,337
			7,565
			474
			432
			248
			894
			1,688
			-423
			22,070
			-48
			-15,718
			-275

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	
			2,291
			741
			433
			71
			-7,806
			-19,911
			3,451
			-34
			-44
			5,180
			-270
			-82
			408
			737
			635
			7,243
			-6,901
			25,695
			-28
			-43
			7,560
			-275
			4,475
			7,250
			1,139
			1,993
			611

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*				
ACACIA THEATRE COMPANY3195 SOUTH SUPERIOR STREE MILWAUKEE, WI 53207		PUBLIC	GENERAL	5,000
ALDO LEOPOLD NATURE CENTER 300 FEMRITE DRIVE MONONA, WI 53716		PUBLIC	GENERAL	5,000
AUDIO & BRAILLE LITERACY ENHANCEMEN803 WEST WELLS STREET MILWAUKEE, WI 53233		PUBLIC	GENERAL	5,000
BALANCE INC134 SOUTH FOSTER STREET SAUKVILLE, WI 53080		PUBLIC	GENERAL	15,000
BOERNER BOTANICAL GARDENS (FRIENDS9400 BOERNER DRIVE HALES CORNERS, WI 53130		PUBLIC	GENERAL	10,000
CENTER FOR DEAF-BLIND PERSONS 3195 SOUTH SUPERIOR STREE MILWAUKEE, WI 53207		PUBLIC	GENERAL	5,000
CHILDREN'S HOSPITAL OF WI WELFARE A10361 INNOVATION DRIVE S WAUWATOSA, WI 53226		PUBLIC	GENERAL	5,000
COA YOUTH & FAMILY CENTERS 909 EAST NORTH AVENUE MILWAUKEE, WI 53212		PUBLIC	GENERAL	5,000
EISENHOWER CENTER4425 WEST WOOLWORTH AVENU MILWAUKEE, WI 53218		PUBLIC	GENERAL	12,750
FEEDING AMERICA EASTERN WISCONSIN1700 W FOND DU LAC AVENU MILWAUKEE, WI 53205		PUBLIC	GENERAL	10,000
HABITAT FOR HUMANITY GREATER GREEN811 PACKERLAND DRIVE GREEN BAY, WI 54303		PUBLIC	GENERAL	2,000
HABITAT FOR HUMANITY MILWAUKEE3726 NORTH BOOTH STREET MILWAUKEE, WI 53212		PUBLIC	GENERAL	15,000
KATHY'S HOUSE INC600 NORTH 103RD STREET MILWAUKEE, WI 53226		PUBLIC	GENERAL	5,000
LITTLE TRAVERSE CONSERVANCY 3264 POWELL ROAD HARBOR SPRINGS, MI 49740		PUBLIC	GENERAL	15,000
MAPLE DALE -- INDIAN HILL SCHOOL DI8377 N PORT WASHINGTON RO FOX POINT, WI 53217		PUBLIC	GENERAL	1,000
MARQUETTE UNIVERSITY LAW SCHOOLPO BOX 1881 MILWAUKEE, WI 53201		PUBLIC	GENERAL	25,000
MILWAUKEE ART MUSEUM700 NORTH MUSEUM DRIVE MILWAUKEE, WI 53202		PUBLIC	GENERAL	15,000
MILWAUKEE COUNTY HISTORICAL SOCIETY910 NORTH OLD WORLD 3RD S MILWAUKEE, WI 53203		PUBLIC	GENERAL	10,000
MILWAUKEE PUBLIC MUSEUM800 WEST WELLS STREET MILWAUKEE, WI 53233		PUBLIC	GENERAL	50,000
MILWAUKEE RIVERKEEPER1845 N FARWELL AVE SUITE MILWAUKEE, WI 53202		PUBLIC	GENERAL	5,000
PEARLS FOR TEEN GIRLS2100 NORTH PALMER STREET MILWAUKEE, WI 53212		PUBLIC	GENERAL	10,000
PLANNED PARENTHOOD OF WISCONSIN302 NORTH JACKSON STREET MILWAUKEE, WI 53202		PUBLIC	GENERAL	75,000
REPAIRERS OF THE BREACHPO BOX 13791 MILWAUKEE, WI 53213		PUBLIC	GENERAL	6,000
SKYLIGHT OPERA THEATER158 NORTH BROADWAY STREET MILWAUKEE, WI 53202		PUBLIC	GENERAL	15,000
SOJOURNER FAMILY PEACE CENTERPO BOX 080319 MILWAUKEE, WI 53208		PUBLIC	GENERAL	5,000
ST AEMILIAN-LAKESIDE INC8901 WEST CAPITOL DRIVE MILWAUKEE, WI 53222		PUBLIC	GENERAL	14,500
UWM RESEARCH FOUNDATION1440 EAST NORTH AVENUE MILWAUKEE, WI 53202		PUBLIC	GENERAL	25,000
WUWM -- MILWAUKEE PUBLIC RADIO111 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202		PUBLIC	GENERAL	10,000
Total . . . . ▶ **3a**				381,250

TY 2011 Compensation Explanation

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Person Name	Explanation
PETER C HAENSEL	
FRANK W BASTIAN	
MICHAEL ORGEMAN	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491136010462

TY 2011 Investments Corporate Stock Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTED ASSETS	6,768,744	7,207,439

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TY 2011 Legal Fees Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ATTORNEY FEES	47,762			

TY 2011 Other Expenses Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	110	110		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491136010462

TY 2011 Other Income Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECURITIES LITIGATION PROCEED	1,903	1,903	
CASH IN LIEU	21	21	

TY 2011 Other Professional Fees Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGERS	60,682	60,682		

TY 2011 Taxes Schedule

Name: SCHOENLEBER FOUNDATION INC

EIN: 39-1049364

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	1,430	1,430		
2010 990PF TAX	8,554			
2011 ESTIMATED TAX	11,400			