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 , 2011, and ending , 20**

Name of foundation: ABC FOUNDATION CHARITABLE TRUST

**A** Employer identification number: 39-1277461

Number and street (or P O box number if mail is not delivered to street address): PO BOX 12800

Room/suite:

**B** Telephone number (see instructions): (920) 433-3231

City or town, state, and ZIP code: GREEN BAY, WI 54307-2800

**C** If exemption application is pending, check here ▶ ☐

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

**D** 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

**I** Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,789.

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

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

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

| | Line | Description | (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 | 1,300. | 1,021. | | |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | -13,366. | | | |
| | b | Gross sales price for all assets on line 6a 845,573. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | | | |
| | 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) | | | | |
| | 12 | **Total.** Add lines 1 through 11 | -12,066. | 1,021. | | |
| 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) | | | | |
| | b | Accounting fees (attach schedule) | | | | |
| | c | Other professional fees (attach schedule) STMT 1 | 2,454. | 2,454. | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see instructions) STMT 2 | 483. | | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | | | |
| | 22 | Printing and publications | | | | |
| | 23 | Other expenses (attach schedule) | | | | |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 2,937. | 2,454. | | |
| | 25 | Contributions, gifts, grants paid | 863,341. | | | 863,341. |
| | 26 | **Total expenses and disbursements.** Add lines 24 and 25 | 866,278. | 2,454. | | 863,341. |
| | 27 | Subtract line 26 from line 12: | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -878,344. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | -0- | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

RECEIVED
MAY 1 5 2012
OGDEN, UT
IRS-OSC

SCANNED MAY 1 7 2012

**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 | | | |
| | 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 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 | | | |
| | 10 a Investments - U.S. and state government obligations (attach schedule) | | | |
| | b Investments - corporate stock (attach schedule) | | | |
| | 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) | 879,989. | 1,789. | 1,789. |
| | 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) | 879,989. | 1,789. | 1,789. |
| **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) | | | |
| **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. ▶ X** | | | |
| | 27 Capital stock, trust principal, or current funds | 879,989. | 1,789. | |
| | 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 instructions) | 879,989. | 1,789. | |
| | 31 **Total liabilities and net assets/fund balances** (see instructions) | 879,989. | 1,789. | |

**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 | 879,989. |
| 2 | Enter amount from Part I, line 27a | 2 | -878,344. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 3 | 3 | 891. |
| 4 | Add lines 1, 2, and 3 | 4 | 2,536. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4 | 5 | 747. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 1,789. |

## Part IV Capital Gains and Losses for Tax on Investment Income

| | (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|---|---|---|---|
| 1a | PUBLICLY TRADED SECURITIES | | | |
| 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 | 842,489. | | 858,939. | -16,450. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

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

| | (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|---|---|---|---|
| a | | | | -16,450. |
| 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 | -13,366. |
| 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 instructions). If (loss), enter -0- in Part I, line 8 | | 3 | |

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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 | 180,718. | 834,922. | 0.21644896170 |
| 2009 | 89,828. | 918,460. | 0.09780284389 |
| 2008 | 78,787. | 1,185,617. | 0.06645231976 |
| 2007 | 50,740. | 1,205,317. | 0.04209680939 |
| 2006 | 148,038. | 1,189,495. | 0.12445449540 |

| | | |
|---|---|---|
| 2 **Total** of line 1, column (d) | 2 | 0.54725543014 |
| 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 | 0.10945108603 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 1,762. |
| 5 Multiply line 4 by line 3 | 5 | 193. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | |
| 7 Add lines 5 and 6 | 7 | 193. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 863,341. |

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

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

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b | 1 | NONE |
| 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 | NONE |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | 5 | NONE |
| 6 | Credits/Payments: | | |
| a | 2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 328. | | |
| b | Exempt foreign organizations - tax withheld at source — 6b: NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) — 6c: NONE | | |
| d | Backup withholding erroneously withheld — 6d: | | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 328. |
| 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 | 328. |
| 11 | Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶ | 11 | 328. |

## Part VII-A Statements Regarding Activities

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

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ ASSOCIATED BANK, NA Telephone no. ▶ (920)433-3231

Located at ▶ 200 N ADAMS ST., GREEN BAY, WI ZIP + 4 ▶ 54307-9006

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 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | | | |

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

| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly): | | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | | |
| a | At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ____, ____, ____, ____ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? | 4b | | X |

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

| | | Yes | No |
|---|---|---|---|
| **5a** | During the year did the foundation pay or incur any amount to: | | |
| | **(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No | | |
| | **(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No | | |
| | **(3)** Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No | | |
| | **(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 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** | | X |
| | *If "Yes" to 6b, file Form 8870.* | | |
| **7a** | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No | | |
| **b** | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| SEE STATEMENT 6 | | -0- | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see 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 | | NONE | NONE | NONE |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

**Total** number of other employees paid over $50,000 ▶ NONE

**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 instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than $50,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| NONE | | NONE |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services ▶ | | NONE |

**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 | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments. See instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

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

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | NONE |
| b | Average of monthly cash balances | 1b | 1,789. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 1,789. |
| 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 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 1,789. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 27. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,762. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 88. |

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

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 88. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | NONE | | |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | NONE |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 88. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 88. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 88. |

**Part XII** **Qualifying Distributions** (see instructions)

| | | | |
|---|---|---|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 863,341. |
| 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 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 863,341. |
| 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 instructions) | 5 | |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 863,341. |

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

**Part XIII Undistributed Income** (see instructions)

| | (a) Corpus | (b) Years prior to 2010 | (c) 2010 | (d) 2011 |
|---|---|---|---|---|
| 1 Distributable amount for 2011 from Part XI, line 7 | | | | 88. |
| 2 Undistributed income, if any, as of the end of 2011 | | | | |
| a Enter amount for 2010 only | | | NONE | |
| b Total for prior years 20 09 ,20____,20____ | | NONE | | |
| 3 Excess distributions carryover, if any, to 2011 | | | | |
| a From 2006 . . . . . . 90,487. | | | | |
| b From 2007 . . . . . . NONE | | | | |
| c From 2008 . . . . . . 19,992. | | | | |
| d From 2009 . . . . . . 44,249. | | | | |
| e From 2010 . . . . . . 139,626. | | | | |
| f **Total** of lines 3a through e | 294,354. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 863,341. | | | | |
| a Applied to 2010, but not more than line 2a | | | NONE | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2011 distributable amount | | | | 88. |
| e Remaining amount distributed out of corpus | 863,253. | | | |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).) | NONE | | | NONE |
| 6 **Enter the net total of each column as indicated below.** | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,157,607. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| 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 | | NONE | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | NONE | | |
| e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions | | | NONE | |
| f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 | | | | NONE |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | NONE | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) | 90,487. | | | |
| 9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a | 1,067,120. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2007 . . . NONE | | | | |
| b Excess from 2008 . . . 19,992. | | | | |
| c Excess from 2009 . . . 44,249. | | | | |
| d Excess from 2010 . . . 139,626. | | | | |
| e Excess from 2011 . . . 863,253. | | | | |

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year | Prior 3 years | | | |
|---|---|---|---|---|---|
| | (a) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | (e) Total |
| 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 foundation had $5,000 or more in assets at any time during the year - see instructions.)**

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** **Supplementary Information** (continued)

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

| Recipient<br>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 STATEMENT 8 | | | | |
| **Total** . . . . . . . . . . ▶ **3a** | | | | 863,341. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . . . . . ▶ **3b** | | | | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated. | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| 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 | 1,300. | |
| 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 | -13,366. | |
| 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) | | | | -12,066. | |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . 13 -12,066.

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

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.) |
|---|---|
| | NOT APPLICABLE |

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

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

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

| (a) Line no. | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | | |

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) is based on all information of which preparer has any knowledge

[signature] 5/7/12 Vice President Foundation

Signature of officer or trustee | Date | Title

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| WESLEY HIRSCHBERG | [signature] | 04/19/2012 | | P00162244 |

Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING) — Firm's EIN ▶ 75-1297386

Firm's address ▶ ONE NORTH DEARBORN, 5TH FLOOR CHICAGO, IL 60602 — Phone no. 312-873-6900

# *ABC FOUNDATION CHARITABLE TRUST*

41-8427-00-1

Investment Review Settlement Date Positions

Frozen Date: 12/31/2011

| Par / Shares | Description<br>CUSIP Number | Price<br>Price Date | Tax Cost<br>Carrying Value | Market Value<br>Accrual |
|---|---|---|---|---|
| **Cash & Equivalents** | | | | |
| | INCOME CASH | 0.000000 | - 1,388,861.98<br>0.00 | - 1,388,861.98<br>0.00000 |
| | PRINCIPAL CASH | 0.000000 | 1,388,861.98<br>0 00 | 1,388,861.98<br>0.00000 |
| 1,788.920 | GOLDMAN SACHS FINANCIAL SQUARE PRIME OBLIGATIONS FD FUND 462<br>38141W-36-4 | 1.000000<br>07/16/1999 | 1,788.92<br>1,788.92 | 1,788.92<br>0.17000 |
| **Total Cash & Equivalents** | | | 1,788.92<br>1,788.92 | 1,788.92<br>0.17000 |
| **Total Settlement Date Position** | | | 1,788.92<br>1,788.92 | 1,788.92<br>0.17000 |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| CUSTODIAN & MANAGEMENT FEES (A | 2,454. | 2,454. |
| TOTALS | 2,454. | 2,454. |

FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS |
|---|---|
| FEDERAL TAX PAYMENT - PRIOR YE | 155. |
| FEDERAL ESTIMATES - PRINCIPAL | 328. |
| TOTALS | 483. |

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | AMOUNT |
|---|---|
| BASIS ADJUSTMENT | 891. |
| TOTAL | 891. |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | AMOUNT |
|---|---|
| CTF UNDISTRIBUTED GAINS/LOSSES | 744. |
| ROUNDING | 3. |
| TOTAL | 747. |

FORM 990PF, PART VII-A, LINE 5 - LIQUIDATION EXPLANATION STATEMENT
==================================================================

SEE ATTACHED STATEMENT

Part VII-A

During the tax year ending December 31, 2011, there was a significant reduction in the net assets of the ABC Foundation Charitable Trust ("ABC Foundation"). In 2011, assets were sold to provide cash to be used for charitable contributions. The reduction in the net asset value resulted from cash contributions to other charitable organizations. A schedule of the annual charitable contributions and grants made by the ABC Foundation to other public charities and 501(c)(3) organizations is attached to this return. Historically, Associated Bank Corp made additional donations to the ABC Foundation to offset current year donations to charity and thereby sustain the overall fund level. At the end of 2010, the management of Associated Bank Corp. decided that the ABC Foundation's 2011 donations to charity would be made from the ABC Foundation's accumulated assets, which significantly reduced ABC Foundation's net asset value. In 2012 and future years, additional contributions from Associated Bank Corp will be made the ABC Foundation to provide funds for the ABC Foundation's charitable contributions

**ABC FOUNDATION CHARITABLE TRUST** **EIN: 39-1277461**

**ATTACHMENT TO 2011 FORM 990-PF, PART VIII – LIST OF OFFICERS, DIRECTORS AND TRUSTEES**

**Philip Flynn-President**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Andrew Ruehl-Vice President**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Joseph Selner-Treasurer**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Brian Bodager-Secretary**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Mark McMullen - Director**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Oliver Buechse - Director**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Tim Lau - Director**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

ABC FOUNDATION CHARITABLE TRUST EIN: 39-1277461

**ATTACHMENT TO 2011 FORM 990-PF, PART VIII – LIST OF OFFICERS, DIRECTORS AND TRUSTEES**

**Donna Smith**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**John Utz**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**Breck Hanson**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

**David Stein**
200 N Adams St
Green Bay, WI 54307-9006
Average Hours per week devoted to position: 1
Compensation: None

RECIPIENT NAME:
JONATHON DRAYNA C/O ASSOCIATED BANK
ADDRESS:
112 N ADAMS STREET, PO BOX 13307
GREEN BAY, WI 54307-3307
FORM, INFORMATION AND MATERIALS:
THE FOUNDATION'S CONTRIBUTION REQUEST FORM AS APPROVED BY THE BOARD
SUBMISSION DEADLINES:
SEPTEMBER 1ST EACH YEAR PRIOR TO THE BOARD MEETING
RESTRICTIONS OR LIMITATIONS ON AWARDS:
THE FOUNDATION DOES NOT CONTRIBUTE TO POLITICAL PARTIES, CANDIDATES LABOR ORGANIZATIONS, VETERANS ORGANIZATIONS OR THOSE AGENCIES NOT QUALIFIED FOR CHARITABLE CONTRIBUTIONS UNDER THE IRC. THE FOUNDATION
RESTRICTIONS OR LIMITATIONS ON AWARDS:
WILL LIMIT CONTRIBUTIONS TO QUALIFIED CHARITABLE ORGANIZATIONS WITHIN THE STATE OF WISCONSIN AND ILLINOIS. CONTRIBUTIONS TO RELIGIOUS ORGANIZATIONS ARE LIMITED TO THOSE FACILITIES THAT OFFER HIGHER
RESTRICTIONS OR LIMITATIONS ON AWARDS:
EDUCATION OR HOSPITAL CARE.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED SCHEDULE

AMOUNT OF GRANT PAID ............................................ 863,341.

TOTAL GRANTS PAID: 863,341.

| Organization Name | Organization Address | Date of Contribution | Amount of Contribution | Foundation Status of Recipient | Purpose of Donation |
|---|---|---|---|---|---|
| Adler Planetarium | 1300 S. Lakeshore Drive<br>Chicago, IL 60605 | 07/29/2011 | $5,000 | Public Charity | Sponsorship of Celestial Ball |
| Advance Green Bay Area Economic Development | 2701 Larsen Rd.<br>Green Bay, WI 54303 | 05/25/2011 | $5,000 | Public Charity | 1st of 3 multi year commitment payments. Sponsorhip of the Advance Program(Advance is part of the Green Bay Chamber of Commerce) |
| Advance Green Bay Area Economic Development | 2701 Larsen Rd.<br>Green Bay, WI 54303 | 05/25/2011 | $8,750 | Public Charity | 1st of 2 multi year commitment payments benefiting MICRO LOAN FUND (Advance is part of the Green Bay Area Chamber of Commerce) |
| American Red Cross | 2131 Deckner Ave<br>Green Bay, WI 54308 | 05/12/2011 | $7,500 | Public Charity | Tornado Relief Donation |
| American Red Cross | 2131 Deckner Ave<br>Green Bay, WI 54308 | 04/13/2011 | $34,723 | Public Charity | Japan Earthquake and Pacific Tsunami Relief Fund |
| Bellin Foundation | 744 S Webster Ave<br>Green Bay, WI 54035 | 04/06/2011 | $16,667 | Public Charity | ER Campaign-2nd of 3 multi year commitment payments-benefit Bellin Health & Emergency Services Pavillion |
| Black River Memorial Hospital | 711 W. Adams Street<br>Black River Falls, WI 54615 | 04/06/2011 | $10,000 | Public Charity | 4th of 5 multi year commitment payments for Capital Campaign -expansion and remodel project |
| Boys & Girls Club of Greater Green Bay | 311 S. Oneida Street<br>Green Bay, WI 54303 | 04/06/2011 | $15,000 | Public Charity | Sponsorship of the Steak and Burger Event-2nd of 3 multi year commitment payments |
| Boys & Girls Club of Greater Milwaukee | 1558 North 6th Street<br>Milwaukee, WI 53212 | 10/18/2011 | $7,500 | Public Charity | Program support |
| Brown County United Way | 1245 Main Street<br>P.O. Box 1593<br>Green Bay, WI 54305 - 1593<br>920-432-3393 | 11/29/2011 | $100,882 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Camp U-Nah-Li-Ya, Greater Green Bay YMCA | 235 Jefferson Street<br>Green Bay, WI 54301 | 05/25/2011 | $5,000 | Public Charity | 1st of 3 multi year commitment payments, program sponsor |
| Carroll University | 100 N. East Ave.<br>Waukesha, WI 53186 | 10/05/2011 | $4,000 | Public Charity | Final multi year commitment payment |
| Chicago Zoological Society | 3300 Golf Road<br>Brookfield , IL 60513 | 03/30/2011 | $12,000 | Public Charity | Brookfield Zoo Whirl |
| Columbus Community Hospital Foundation and Columbus Community Hospital, Inc. | 1515 Park Ave<br>Columbus, WI 53925 | 05/19/2011 | $7,500 | Public Charity | 1st of 3 multi year commitment payments to benefit Phase III of Master Facility Plan |

| | | | | | |
|---|---|---|---|---|---|
| Community Foundation of North Central WI | 500 Third Street, Suite 310<br>Wausau, WI 54403 | 10/05/2011 | $2,000 | Public Charity | Wausau Marathon County Fund - final multi year payment |
| Door County Economic Development Corp | 185 E. Walnut Street<br>Sturgeon Bay, WI 54235 | 10/05/2011 | $1,500 | Public Charity | Final multi year commitment payment |
| Family Services of Northeast Wisconsin | 300 Crooks St., P O. Box 22308<br>Green Bay, WI 54305 | 07/29/2011 | $3,000 | Public Charity | Sponsorship of Green and Gold Gala |
| Family Services of Northeast Wisconsin | 300 Crooks St., P.O. Box 22308<br>Green Bay, WI 54305 | 04/06/2011 | $10,000 | Public Charity | 2nd of 3 multi year commitment payments for Child Advocacy Center |
| Franciscan Healthcare Foundation | 700 West Ave South<br>La Crosse, WI 54601-4783 | 08/23/2011 | $7,000 | Public Charity | 5th and final multi year commitment payment - to benefit Fanciscan Skemp Mayo, to open a new Emergency and Urgent Care Center |
| Friends of St. Elizabeth Hospital | 211 South Third Street<br>Belleville, IL 62220 | 10/05/2011 | $2,500 | 501 (c )(3) | Final multi year commitment payment |
| Gathering on the Green | 6100 W. Mequon Rd.<br>P.O Box 524<br>Theinsville, WI 53092 | 05/25/2011 | $5,000 | Public Charity | Gathering on the Green, Artist Event Sponsorship |
| Great Rivers United Way | 1855 E. Main Street<br>Onalaska, WI 54650<br>608-796-1400 | 11/29/2011 | $4,144 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Greater Green Bay YMCA | 235 Jefferson Street<br>Green Bay, WI 54301 | 05/25/2011 | $10,000 | Public Charity | Strong Kids Campaign donation |
| Greater Milwaukee United Way | 225 W Vine Street<br>Milwaukee, WI 53212 | 10/05/2011 | $10,000 | Public Charity | IDA program, 4th of 5 multi year commitment payments |
| Greater Milwaukee United Way | 225 W Vine Street<br>Milwaukee, WI 53212 | 05/25/2011 | $10,000 | Public Charity | Loaned Executive Program Sponsor |
| Greater Twin Cities United Way | 404 S. 8th Street<br>Minneapolis, MN 55404-1084<br>612-340-7400 | 11/29/2011 | $18,720 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Junior Acheivement of Wisconsin | | 01/28/2011 | $10,000 | Supporting Organization | WI Business Hall of Fame Induction Ceremony -sponsor |
| Heart of Illinois United Way | 509 W. High Street<br>Peoria, IL 61606<br>309-674-5181 | 11/29/2011 | $1,780 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Henry Vilas Zoological Society | 606 South Randall Ave.<br>Madison, WI 53715 | 05/25/2011 | $10,000 | Public Charity | Sponsorship of the 2011 Rock N Roar Benefit |
| La Crosse Community Theatre | 118 5th Avenue, North<br>La Crosse, WI 54601 | 07/29/2011 | $5,000 | Public Charity | Capital Campaign 1st of 5 multi year commitment payments |
| Libertas Treatment Center | | 01/21/2011 | $5,000 | Public Charity | 2nd of 3 multi year commitment payments for Child Advocacy Center |
| Make a Difference Wisconsin | 710 North Plankinton Ave., Suite 310<br>Milwaukee, WI 53203 | 07/29/2011 | $10,000 | Public Charity | Classroom programs and materials support |

| | | | | | |
|---|---|---|---|---|---|
| Medical College of WI, Froedert Hospital, Children's Hospital of WI and Children's Research Institute | 8701 Watertown Plank Rd. Milwaukee, WI 53226 | 07/29/2011 | $15,000 | Public Charity | Sponsor Pediatric Research and Initiativees Benefiting Children at the Medical College of WI |
| Michael Rolfe Pancreatic Cancer Foundation | 17 N State Street, Suite 1550 Chicago, IL 60602 | 03/30/2011 | $10,000 | Public Charity | Dash for Detection Pacreatic Cancer Research 5K sponsor |
| Milwaukee Art Museum | | 05/12/2011 | $10,000 | Public Charity | 10th Anniversary Celebration-Calatrava |
| Milwaukee Seven | 756 N. Milwaukee Street Suite 400 Milwaukee, WI 53202 | 10/05/2011 | $10,000 | Unknown | 2nd multi year commitment payment |
| Milwaukee Women's Center | 4906 W. Fond du Lac Ave Milwaukee, Wi 53216 | 03/30/2011 | $10,000 | Supporting Organization | Spring Splendor Sponsor |
| Muscular Dystrophy Association | 330 S. Executive Drive, Suie 100 B Brookfield, WI 53005 | 03/30/2011 | $10,000 | Public Charity | Black and Blue Ball Sponsorship |
| Neighborhood Housing Services of Greater Green Bay | 622 Bodart Green Bay, WI 54301 | 10/05/2011 | $10,833 | Public Charity | Final multi year commitment payment |
| Neville Public Museum | P.O. Box 325 Green Bay, WI 54305 | 10/05/2011 | $4,500 | Public Charity | Final multi year commitment payment |
| NEW Curative-Building Independence II | P.O. Box 8027 Green Bay, WI 54308 | 05/25/2011 | $6,000 | Public Charity | 5th and final multi year commitment payment |
| NEW North, Inc | 1716 Lawrence Drive De Pere, WI 54115 | 11/22/2011 | $10,000 | Public Charity | First payment on new multi year commitment |
| NEW North, Inc | 1716 Lawrence Drive De Pere, WI 54115 | 10/05/2011 | $10,000 | Public Charity | Last payment on prior multi year commitment |
| Oshkosh Area United Way | 36 Broad Street Oshkosh, WI 54901 920-235-8560 | 11/29/2011 | $2,350 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Rainbows | 1360 Hamilton Parkway Itasca, IL 60143 | 03/30/2011 | $15,000 | Public Charity | Rainbows Golf Classic Sponsor |
| Rockford Area Economic Development | | 01/21/2011 | $20,000 | unknown | 4th of 5 multi year commitment payments |
| Salvation Army | 9120 Lime Kiln Rd Green Bay, WI 54302 | 10/05/2011 | $14,250 | Public Charity | To benefit the Ray & Joan Kroc Center, final multi year commitment payment |
| Salvation Army | 626 Union Court Green Bay, WI 54303 | 05/25/2011 | $5,000 | Public Charity | Ray & Joan Kroc Center, SEE the Difference, Be the Change event sponsor |
| Scholarships, Inc. | 2050 Riverside Drive Green Bay, WI 54301 | 05/25/2011 | $10,000 | Public Charity | Lamp of Knowledge Sponsorship |
| Select Milwaukee | 2209 N Dr. Martin Luther King Jr. Drive Milwaukee, WI 53212 | 07/29/2011 | $7,500 | Public Charity | Homeowner Buyers Program Support |
| St Norbert College | 100 Grant Street De Pere, WI 54115 | 10/05/2011 | $50,000 | Public Charity | Mulva Library Fund |
| St Mary's Foundation | 700 South Park Street Madison, WI 53715 | 05/25/2011 | $4,000 | 501 (c )(3) | 1st of 5 multi year commitment payments |

| | | | | | |
|---|---|---|---|---|---|
| St. Mary's Foundation | 700 South Park Street<br>Madison, WI 53715 | 05/25/2011 | $5,000 | 501 (c )(3) | 5th and final multi year commitment payment |
| TEMPO Milwaukee Foundation, Inc | P.O. Box 100716<br>Milwaukee, WI 53110 | 07/29/2011 | $5,000 | Public Charity | Scholarship Fund Donation |
| The Community Foundation C/O US Venture | 425 Better Way<br>Appleton, WI 54915 | 05/25/2011 | $25,000 | Public Charity | Sponsor the 26th Annual US Venture Open which benefits·<br>Community Foundation for the Fox Valley Region<br>Greater Green Bay Community Foundation<br>Oshkosh Area Community Foundation |
| United For Youth | P.O Box 4597<br>Rockford, IL 61110-4597 | 06/28/2011 | $4,000 | Supporting Organization | Last payment on prior multi year commitment benefit the Blackhawk Area Council of Boy Scouts of America and Girl Scouts of Northern Illinois (On My Honor Campaign) |
| United Way Fox Cities | 1455 Midway Rd.<br>Menasha, WI 54952<br>920-954-7210 | 11/29/2011 | $15,067 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way Fox Cities | 1820 Appleton Rd<br>Menasha, WI 54952 | 04/06/2011 | $10,000 | Public Charity | 4th of 5 multi year commitment payments for new office building campaign |
| United Way in Waukesha County | P.O. Box 1041<br>Waukesha WI 53187-1041 | 11/29/2011 | $4,281 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way Manitowoc County | 1704 Memorial Drive<br>Manitowoc, WI 54220<br>920-682-8888 | 11/29/2011 | $2,205 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Brown County | 1825 Riverside Drive, P.O Box 1593<br>Green Bay, WI 54305 | 03/30/2011 | $8,000 | Public Charity | Loan Exceuctive Program Sponsor |
| United Way of Dane County | P O.Box7548<br>Madison WI 53707-7548<br>608-246-4350 | 11/29/2011 | $17,070 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Greater Milwaukee | 225 W Vine Street<br>Milwaukee, WI 53212 | 11/29/2011 | $50,971 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Greater St. Louis | Attn· Pledge Processing<br>P.O. Box 500280<br>St. Louis, MO 63150-0280 | 11/29/2011 | $3,530 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Marathon County | 137 River Drive<br>Wausau, WI 54403-5474<br>715-848-2927 | 11/29/2011 | $5,368 | Public Charity | 50% matching corporate donation to colleague giving pledge |

| | | | | | |
|---|---|---|---|---|---|
| United Way of Metropolitan Chicago | 560 W. Lake<br>Chicago, IL 60661<br>312-906-2350 | 11/29/2011 | $16,357 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Portage County | 1100 Centerpoint Drive Suite 301<br>Stevens Point, WI 54481<br>715-341-6740 | 11/29/2011 | $27,400 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| United Way of Rock River Valley | 612 North Main St. Suite 300<br>Rockford, IL 61103 | 11/29/2011 | $4,491 | Public Charity | 50% matching corporate donation to colleague giving pledge |
| Unity Hospice | 916 Willard Drive, Suite 100<br>Green Bay, WI 54304 | 10/05/2011 | $6,000 | 501 (c )(3) | Final multi year commitment payment |
| University of La Crosse Foundation, Inc. | 1725 State Street<br>La Crosse, WI 54601 | 04/06/2011 | $2,000 | Public Charity | 5th and final multi year commitment payment- Centennial Campaign |
| UPAF ( United Performing Arts Fund) | 929 N. Water Street<br>Milwaukee, WI 53202 | 04/25/2011 | $25,000 | Public Charity | Annual campaign donation |
| Urban Land Institute | 1700 W. Irving Park Rd., Suite 208<br>Chicago, IL 60613 | 05/25/2011 | $10,000 | 501 (c )(3) | Creating Ideas for the Future Sponsorship |
| UW Oshkosh Foundation | 842 Algoma Blvd<br>Oshkosh, WI 54901-3551 | 08/23/2011 | $10,000 | Public Charity | 3rd of 5 multi year commitment payments- benefit new academic building |
| Viterbo Univeristy | 900 Viterbo Drive<br>La Crosse, WI 54601 | 05/25/2011 | $5,000 | Public Charity | Clinical Simulation Learning Center, equipment purchase donation |
| YMCA Woodson | 707 Third Street<br>Wausau, WI 54403 | 04/06/2011 | $2,000 | Public Charity | 5th and final multi year commitment payment-Expansion Project |
| | | | | | |
| Total Distributions to Charity | | | $863,341 | | |