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

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation WILLIAM & SANDY HEITZ FAMILY FOUND aka STEPHANIE FLEMING		A Employer identification number 39-1799844
Number and street (or P O box number if mail is not delivered to street address) 10800 N HADDONSTONE PLACE		B Telephone number (see instructions) (262) 377-3970
City or town, state, and ZIP code MEQUON, WI 53092		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,350,544	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	159	159	159	
4 Dividends and interest from securities	84,640	84,640	84,640	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	(10,549)			
b Gross sales price for all assets on line 6a	581,889			
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) STM106				
12 Total. Add lines 1 through 11	74,250	84,799	84,799	
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)				
17 Interest				
18 Taxes (attach schedule) (see instructions)				
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	0	0	0	
25 Contributions, gifts, grants paid	100,525			100,525
26 Total expenses and disbursements. Add lines 24 and 25	100,525	0		100,525
27 Subtract line 26 from line 12	(26,275)			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		84,799		
c Adjusted net income (if negative, enter -0-)			84,799	

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	49,515	180,611	180,611	
	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				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) STM137	947,216	1,004,734	1,004,734	
	c	Investments - corporate bonds (attach schedule) STM138	1,269,072	1,165,199	1,165,199	
	Liabilities	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)	2,265,803	2,350,544	2,350,544	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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	0		
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	2,265,803	2,350,544		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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 instructions)	2,265,803	2,350,544			
31	Total liabilities and net assets/fund balances (see instructions)	2,265,803	2,350,544			

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	2,265,803
2	Enter amount from Part I, line 27a.	2	(26,275)
3	Other increases not included in line 2 (itemize) ▶ STM115	3	127,869
4	Add lines 1, 2, and 3	4	2,367,397
5	Decreases not included in line 2 (itemize) ▶ STM116	5	16,853
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,350,544

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a See STM-134				
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 581,889		592,438	(10,549)
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			(10,549)
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	(10,549)
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	97,901	2,132,766	0.045903
2009	96,181	1,925,108	0.049961
2008	85,317	2,087,295	0.040874
2007	81,950	2,154,536	0.038036
2006	91,850	1,975,952	0.046484

2 Total of line 1, column (d).	2	0.221259
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	0.044252
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,296,860
5 Multiply line 4 by line 3	5	101,641
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	848
7 Add lines 5 and 6.	7	102,489
8 Enter qualifying distributions from Part XII, line 4 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	8	100,525

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,696
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,696
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,696
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,696
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?		
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	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		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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ STEPHANIE FLEMING Telephone no ▶ 262-377-3970 Located at ▶ 10800 N HADDONSTONE PLACE MEQUON, WI ZIP+4 ▶ 53092			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041-Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)**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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No**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? ☐ Yes ☒ 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? ☐ Yes ☒ No**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
SANDRA HEITZ	PRESIDENT			
8111 BAY COLONY DRIVE UNIT 903, FL 34108	5	0	0	0
STEPHANIE FLEMING	TREASURER			
10800 N HADDONSTONE PLACE, WI 53092	5	0	0	0
GREG HEITZ	SECRETARY			
5301 W RIVER TRAIL DRIVE, WI 53092	5	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				

Total number of other employees paid over \$50,000. ☐ Yes ☒ No

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
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 CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS	
	74,150
2 CONTRIBUTIONS TO EDUCATIONAL ORGANIZATIONS	
	26,375
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	
	0
2	
All other program-related investments. See instructions	
3 STM142	
	0
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	2,205,900
b	Average of monthly cash balances	1b	125,938
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,331,838
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,331,838
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,978
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,296,860
6	Minimum investment return. Enter 5% of line 5	6	114,843

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	114,843
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,696
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,696
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,147
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	113,147
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	113,147

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	100,525
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	100,525
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	100,525

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				113,147
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			23,890	
b Total for prior years				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 100,525				
a Applied to 2010, but not more than line 2a			23,890	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				76,635
e Remaining amount distributed out of corpus . . .				
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5.				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				36,512
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . .				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see 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 foundation 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 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))

Sandra Heitz,

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 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

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

c Any submission deadlines

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

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				
JUVENILE DIABETES RESEARCH MILWAUKEE Milwaukee WI 53202	NONE	EXEMPT	RESEARCH	100
FOX POINT LUTHERAN CHURCH SANTA MONICA BLVD Milwaukee WI 53217	NONE	EXEMPT	BUILDING PROGRAM	2,500
CHARLES E KUBLY FOUNDATION KUBLY FOUNDATION Milwaukee WI 53202	NONE	EXEMPT	RESEARCH	5,000
CYSTIC FIBROSIS FOUNDATION MILWAUKEE CENTER Milwaukee WI 53202	NONE	EXEMPT	RESEARCH	500
WILSON SCHOOL WILSON ELEMENTARY SCHOOL Thiensville WI 53092	NONE	EXEMPT	EDUCATION	500
SUSAN G KOMMEN RACE FOR CURE CHICAGO 3 DAY WALK Milwaukee WI 53202	NONE	EXEMPT	RESEARCH	1,500
HOMESTEAD HIGH SCHOOL MEQUON ROAD MEQUON WI 53092	NONE	EXEMPT	EDUCATION	1,500
SERVICE CLUB OF MILWAUKEE MILWAUKEE CHAPTER Milwaukee WI 53202	NONE	EXEMPT	COMMUNITY SERVICE PROJECTS	5,000
Total			3a	
b Approved for future payment				
Total			3b	

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				
SYDNEY TABAKIN FUND MEQUON Thiensville WI 53092	NONE	EXEMPT	EDUCATION	2,375
GREENVILLE HOSPITAL FOUNDATION GREENVILLE HOSPITAL Travelers Rest SC 29690	NONE	EXEMPT	RESEARCH	250
ST FRANCIS CHILDREN'S CENTER FOX POINT Milwaukee WI 53217	NONE	EXEMPT	EDUCATION	1,000
MAKE A WISH FOUNDATION MILWAUKEE Milwaukee WI 53201	NONE	EXEMPT	CHILDREN'S HEALTH	12,000
SCHILTZ AUDUBON CENTER BROWN DEER ROAD Milwaukee WI 53217	NONE	EXEMPT	EDUCATION	1,000
AMERICAN HEART ASSOCIATION MILWAUKEE Milwaukee WI 53203	NONE	EXEMPT	RESEARCH	2,500
RONALD MCDONALD HOUSE MILWAUKEE Milwaukee WI 53201	NONE	EXEMPT	CHILDREN'S HEALTH	2,000
CENTER FOR DEAF AND BLIND PERS MILWAUKEE Milwaukee WI 53201	NONE	EXEMPT	CARE FOR DISABLED	2,500
Total			3a	
b Approved for future payment				
Total			3b	

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				
MEQUON-THIENSVILLE EDUCATION MEQUON Thiensville WI 53092	NONE	EXEMPT	EDUCATION	20,000
KATHY'S HOUSE MILWAUKEE Milwaukee WI 53203	NONE	EXEMPT	FAMILY HEALTH	5,000
MUSCULAR DYSTROPHY ASSOCIATION MILWAUKEE Milwaukee WI 53202	NONE	EXEMPT	RESEARCH	10,000
FROEDERT HOSPITAL FOUNDATION MILWAUKEE Milwaukee WI 53203	NONE	EXEMPT	RESEARCH	25,000
Total			3a	100,225
b Approved for future payment				
Total			3b	

Part XVI-A	Analysis of Income-Producing Activities
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Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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 .		159	14			
4 Dividends and interest from securities						
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						
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)		159				
13 Total. Add line 12, columns (b), (d), and (e)					13	159

(See worksheet in line 13 instructions to verify calculations)

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

Federal Supporting Statements**2011 PG 01**

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FAMILY FOUND**39-1799844****Form 990PF, Part III, Line 3**

Statement #115

Other Increases Schedule

GAIN ON MARKET VALUE OF INVESTMENTS 117,320

TAX LOSS ON SALE OF INVESTMENTS 10,549

Total 127,869

Form 990PF, Part III, Line 5**PG 01**

Statement #116

Other Decreases Schedule

EXCISE TAX 1,098

BOOK LOSS ON SALE OF INVESTMENTS 15,755

Total 16,853

Federal Supporting Statements

2011 PG 01

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FAMILY FOUND

39-1799844

**Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule**

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
ALTRIA GROUP	32,006	38,545	38,545
AMERIGAS PARTNERSHIP	48,810	45,910	45,910
APPLE COMUTER	258,048	324,000	324,000
ATMOS ENERGY		33,350	33,350
ASTORIA FINANCIAL	14,606	8,914	8,914
BLUE RIBBON INCOME FUND	41,238	41,199	41,199
NEXTERA		36,528	36,528
ELAN CORP	1,146	2,748	2,748
ENERGY INCOME AND GROWTH	48,384		
EXELON	14,574	15,180	15,180
FUNDAMENTAL INVESTORS FUND	30,020	29,217	29,217
GENERAL ELECTRIC	18,290		
EAGLE INTERNATIONAL FUND	73,746		
FIRSTENERGY	51,828	62,020	62,020
JOHNSON AND JOHNSON	49,480	52,464	52,464
KRAFT FOODS	28,327	33,587	33,587
MERCK	30,634	32,045	32,045
VENTAS	36,380	43,332	43,332
NOVARTIS	17,685	17,151	17,151
PHILIP MORRIS	76,089	102,024	102,024
SCANA CORP	40,600	45,060	45,060
XCEL ENERGY	35,325	41,460	41,460
Totals	947,216	1,004,734	1,004,734

Federal Supporting Statements

2011 PG 01

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FAMILY FOUND

39-1799844

Form 990PF, Part II, Line 10(c)
Investments: Corporate Bond Schedule

Statement #138

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
EATON VANCE BOND FUND	60,028		
CAPMARK BANK	31,627	31,576	31,576
ASSOCIATED BANC CORP	76,252		
WASHINGTON MUTUAL BANK	97,553		
GE MONEY BANK	51,604		
SBC COMMUNICATIONS	31,583		
SUMMIT COMMUNITY BANK	79,184	76,656	76,656
UNION NATIONAL BANK	36,059	34,955	34,955
BMW NAMK	42,641	41,443	41,443
INTERVEST BANK	75,734	73,627	73,627
DISCOVER BANK	53,105	52,098	52,098
COMMUNITY BANK AND TRUST	52,884	51,973	51,973
LEHMAN BROTHERS	76,046		
DISCOVER BANK	38,928	38,355	38,355
GOLDMAN SACHS	72,257	71,466	71,466
PROTECTIVE LIFE	49,731	50,510	50,510
CAPITAL ONE BANK	75,770	75,463	75,463
GE CAPITAL FINANCIAL	42,102	50,260	50,260
GE CAPITAL FINANCIAL	56,611	55,820	55,820
ALLSTATE CORP	52,672	50,261	50,261
GENERAL ELECTRIC	64,138		
CAPMARK BANK	52,563	52,470	52,470
FIRST FINANCIAL		50,400	50,400
DISCOVER BANK		75,462	75,462
DISCOVER BANK		50,189	50,189
GE CAPITAL FINANCIAL		49,749	49,749
GE CAPITAL FINANCIAL		42,157	42,157
GE MONEY BANK		90,309	90,309
Totals	1,269,072	1,165,199	1,165,199

Form 990PF, Part IX-B, Line 3
All Other Program-Related InvestmentsPG 01
Statement #142Description
NONEAmount

0

Federal Supporting Statements

2011 PG 01

Your Social Security Number

39-1799844

WILLIAM & SANDY HEITZ FAMILY FOUND

Statement #106

Form 990PF, Part I, Line 11 - Other Income Schedule

Description	Revenue and expenses	Net investment	Adjusted net income
AMERIGAS PARTNERSHIP INCOME	0	0	0
Totals	0	0	0

PG 01

Statement #134

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Excess or Losses	Gains Minus
ENERGY INCOME GROWTH	P	2005-09-09	2011-09-12	45,743		42,670	3,073	3,073	
GENERAL ELECTRIC	P	2004-07-08	2011-02-14	21,325		32,200	(10,875)	(10,875)	
VENTAS	P	1998-02-01	2011-07-05	32		20	12	12	
EAGLE INTERNATIONAL EQUITY FUND	P	2007-02-26	2011-08-16	65,962		71,251	(5,289)	(5,289)	
ASSOCIATED BANC	P	2001-08-16	2011-08-15	75,000		74,460	540	540	
GE MONEY BANK	P	2008-10-16	2011-10-24	50,000		50,000			
GENERAL ELECTRIC BONDS	P	2009-02-27	2011-01-27	64,275		59,118	5,157	5,157	
LEHMAN BROS BONDS	P	2003-10-29	2011-05-17	75,000		75,000			
SBC COMMUNS BONDS	P	2006-09-14	2011-11-28	30,297		30,735	(438)	(438)	
WA MUTUAL BANK CD	P	2006-08-15	2011-08-23	95,000		95,000			
EATON GLOBAL ABSOLUTE RTN FUND	P	2010-09-27	2011-09-28	59,255		61,984	(2,729)	(2,729)	
BLUE RIBBON INCOME WTS	P	2011-04-27	2011-10-05						
Total				581,889		592,438	(10,549)	(10,549)	

Federal Supporting Statements**2011 PG 01**

Name(s) as shown on return

Your Social Security Number

WILLIAM & SANDY HEITZ FAMILY FOUND

39-1799844

Form 990PF, Part XV, Line 2
Application Submission Information

990APP

Grant Program

GENERAL GRANTS

Applicant Name

STEPHANIE FLEMING

Address

10800 N HADDONSTONE PLACE

MEQUON

WI 53092

Telephone

262-377-3970

Form & ContentPURPOSE OF ORGANIZATION AND REQUEST
AMOUNT REQUESTED**Submission Deadline**

NONE

Restrictions on Award

NONE