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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
LeRoy Thom Jean Thom and T-L Foundation

A Employer identification number
47-0776789

Number and street (or P O box number if mail is not delivered to street address) PO Box 1047 | Room/suite

B Telephone number (see page 10 of the instructions)
(402) 462-4128

City or town, state, and ZIP code
Hastings, NE 689021047

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 22,008,236

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,873,900			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	664,219	664,219		
	4	Dividends and interest from securities	156,354	156,354		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	350,105			
	b	Gross sales price for all assets on line 6a 3,088,027				
	7	Capital gain net income (from Part IV, line 2)		350,105		
	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	5,044,578	1,170,678		
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)	1,458	1,458		
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	1,626	1,626		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15,790	15,790		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	18,874	18,874		0
	25	Contributions, gifts, grants paid	879,700			879,700
	26	**Total expenses and disbursements.** Add lines 24 and 25	898,574	18,874		879,700
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	4,146,004			
	b	**Net investment income** (if negative, enter -0-)		1,151,804		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,527,849		
	2	Savings and temporary cash investments		2,688,468	2,688,468
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	10,347,502	11,985,319	12,592,202
	b	Investments—corporate stock (attach schedule)	4,679,516	6,012,812	6,727,566
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	16,554,867	20,686,599	22,008,236
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	16,554,867	20,686,599	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	16,554,867	20,686,599	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,554,867	20,686,599	

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	16,554,867
2	Enter amount from Part I, line 27a	2	4,146,004
3	Other increases not included in line 2 (itemize) ▶	3	4
4	Add lines 1, 2, and 3	4	20,700,875
5	Decreases not included in line 2 (itemize) ▶	5	14,276
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	20,686,599

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	350,105
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	11,107

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	593,000	15,655,984	000 037877
2009	753,700	11,889,507	000 063392
2008	284,500	10,549,533	000 026968
2007	383,534	9,702,875	000 039528
2006	234,500	5,699,417	000 041145

2	**Total** of line 1, column (d).	2	000 208910
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	000 041782
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	18,552,507
5	Multiply line 4 by line 3.	5	775,161
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,518
7	Add lines 5 and 6.	7	786,679
8	Enter qualifying distributions from Part XII, line 4.	8	879,700

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	11,518
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	11,518
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	11,518
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	12,080		
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	12,080
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	562
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 562	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶none

14 The books are in care of ▶James Thom Telephone no ▶(402) 462-4128

Located at ▶151East Highway 6 Hastings NE ZIP+4 ▶68901

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		No

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☐ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 none	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 none	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	16,788,563
b	Average of monthly cash balances.	1b	2,046,469
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	18,835,032
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	18,835,032
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	282,525
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,552,507
6	**Minimum investment return.** Enter 5% of line 5.	6	927,625

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

1	Minimum investment return from Part X, line 6.			1	927,625
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	11,518		
b	Income tax for 2011 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	11,518
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	916,107
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	916,107
6	Deduction from distributable amount (see page 25 of the instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	916,107

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	879,700
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	879,700
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	11,518
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	868,182

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				916,107
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009. 22,057				
e From 2010.				
f **Total** of lines 3a through e.	22,057			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 879,700				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				879,700
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).)*	22,057			22,057
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				14,350
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

James Thom
PO Box 1047
Hastings, NE 68902
(402) 462-4128

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

No particular form

c Any submission deadlines

none

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

Generally limited to NE religious and educational orgnizations and activities

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				879,700
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	664,219	
4 Dividends and interest from securities. . . .			14	156,354	
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	350,105	
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). .				1,170,678	

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,170,678

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2012-05-11 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	David H Fisher	2012-05-11		
Firm's name	Dunmire Fisher & Hastings		Firm's EIN	
Firm's address	PO Box 1044 Hastings, NE 68902		Phone no (402)463-1383	

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

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132016562

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2011

Name of organization	**Employer identification number**
LeRoy Thom Jean Thom and T-L Foundation	47-0776789

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the $33\frac{1}{3}$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
LeRoy Thom Jean Thom and T-L Foundation

Employer identification number
47-0776789

Part I **Contributors** (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
0001	LeRoy W Thom 2585 S Maxon Ave Hastings, NE 68901	$ 3,600,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
0002	James Thom 5130 Osborne Drive East Hastings, NE 68901	$ 103,500	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
0003	Mike Thom 1279 C Road Minden, NE 68959	$ 74,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
0004	David Thom 5000 Platte River Lane Doniphan, NE 68832	$ 75,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
0005	Thomas Thom 1017 Country Club Drive Hastings, NE 68901	$ 18,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
LeRoy Thom Jean Thom and T-L Foundation

Employer identification number
47-0776789

Part II **Noncash Property** (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
LeRoy Thom Jean Thom and T-L Foundation	47-0776789

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
Fed Farm Cr Bank 1/14/13	P	2010-09-21	2011-01-14
Kinder Morgan Energy Partners	P	2011-08-19	2011-09-27
Kinder Morgan Energy Partners	P	2011-08-22	2011-09-27
Fed Home Loan Bank 8/10/26	P	2011-07-13	2011-11-10
Thurston County NE S/D bond	P	2009-03-17	2011-06-15
Saunders County NE Tax UTGO	P	2006-10-19	5211-01-21
US Trea Infl Indx Note 20	P	2009-05-04	2011-08-10
US Trea Infl Indx Note 20	P	2009-05-04	2011-08-02

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,000,000		1,000,000	
93,035		87,292	5,743
82,901		77,537	5,364
500,000		500,000	
30,000		30,000	
15,000		14,873	127
701,783		514,110	187,673
665,308		514,110	151,198

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			5,743
			5,364
			127
			187,673
			151,198

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LeRoy W Thom 2585 S Maxon Ave Hastings, NE 68901	Pres 000 50	0		
Jean E Thom 2585 S Maxon Ave Hastings, NE 68901	Sec 000 50	0		
Thomas A Thom 1017 Country Club Dr Hastings, NE 68901	Dir 000 50	0		
David W Thom 5000 W Platte River Dr Doniphan, NE 68832	Dir 000 50	0		
James Thom 5130 Osborne Drive East Hastings, NE 68901	VP Finance 000 50	0		
Robert Lubken Route 1 Box60C Trumbull, NE 68980	Dir 000 50	0		
David H Fisher 1131 N St Joseph Ave Hastings, NE 68901	Dir, Gen Cou 000 50	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AAA Crisis Pregnancy Center223 E 14th Street Suite 202 Hastings, NE 68901			counseling	9,000
American Center for Law JusticePO Box 90555 Washington, DC 20090			promote respect for law	15,000
AOPA - Air Safety Foundation421 Aviation Way Fredrick, MD 21701		x	promote air safety	300
Bethany Home515 W 15th Street Minden, NE 68959			special needs care	6,000
Bible LeaguePO Box 28000 Chicago, IL 60628			Bible understanding	15,000
Billy Graham Crusade1 Billy Graham Parkway Charlotte, NC 28201			evangelical services	15,000
CASA2727 W 2nd Street Suite 410 Hastings, NE 68901			juvinile court support	6,600
Catholic Social Services - St Gian 333 W 2nd Street Hastings, NE 68901			indigent support	9,000
Catholic Social Services of Nebrask 333 W 2nd Street Hastings, NE 68901			indigent sevices	21,000
Children's Ark Daycare926 East E Street Hastings, NE 68901			Child care support	6,600
Christ Lutheran School3175 W 70th Street Juniata, NE 68955			christian private education	3,000
Christian Family Homes14880 Old Cheney Road Walton, NE 68461			general charitable gift	24,000
Comfort the Children307 West Live Oak Street Austin, TX 78704			child aid	15,000
Concordia University Foundation800 N Columbia Avenue Seward, NE 68434		x	private college aid	22,500
Convoy of Hope330 S Patterson Springfield, MO 65802			private college aid	15,000
Cross Roads702 W 14th Street Hastings, NE 68901			indigent assistance	18,300
Disabled American Veterans Charitab3725 Alexandria Pike Cold Spring, KY 41076			veteran assistance	15,000
Easter Seals ATTN Don Jackson 1939 W 13th Street Chicago, IL 60608			child illness research	9,000
Epilepsy Foundation8301 Professional Place Landover, MD 20785		x	disease research	7,500
Faith Lutheran Church9th Chestnut Hastings, NE 68901			Luthern ministries	38,500
Farmers Feeding the WorldPO Box 6 Cedar Falls, IA 50613			world hunger relief	4,500
Fellowship of Christian Athletes cPO Box 703 Hastings, NE 68902			christian counseling	9,000
Fellowship of Christian Athletes838 N Diers Avenue Grand Island, NE 68803			christian counseling	15,000
Freedom Alliance Scholarship Fund 22570 Markey Court Suite 240 Dulles, VA 20166			student scholarships	6,000
Friends of the Library Jensen Memo 326 Tower Avenue Minden, NE 68959			library support	1,500
Grace Life Fellowship Balanced Book 1239 N Burlington Ave Suite 103 Hastings, NE 68901			christian education	15,000
Hastings Catholic Schools111 N Burlington Avenue Hastings, NE 68901			private school support	1,200
Hastings College Foundation11422 Miracle hills Dr Suite 550 Omaha, NE 68154		x	private college aid	140,000
Hastings Community FoundationPO Box 703 Hastings, NE 68902			community betterment	12,000
Heartcry Missionary SocietyPO Box 2309 Christianburg, VA 24068			missionary aid	15,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Holt InternationalPO Box 2880 Eugene, OR 97402			international adoption services	6,000
In Touch MinistriesPO Box 7900 Atlanta, GA 30357			christian ministry	15,000
Intrepid Fallen Heroes FundOne Intrepid Square W 46th St 12th New York, NY 10036			disabled veteran assistance	15,000
Kearney County Community FoundationPO Box 213 Minden, NE 68959		x	community bettement	10,500
Kearney County Medical Foundation 727 E 1st Street Minden, NE 68959		x	medical assistance	15,750
Life Legal Defense FoundationPO Box 2105 Napa, CA 94558		x	protect unborn	6,000
Matt Talbot Kitchen OutreachPO Box 80935 Lincoln, NE 68501			indigent assistance	3,000
Mercy MinistriesPO Box 111060 Nashville, TN 37222			young women conseling	15,000
Midrivers Red Cross of Hastings415 N Kansas Avenue Hastings, NE 68901			disaster assistance	600
Minden Volunteer Fire Department 325 N Colorado Minden, NE 68959			fire dept assistance	1,500
Mission NebraskaPO Box 30345 Lincoln, NE 68503			christian education	15,000
Nebraska LEAD ProgramPO Box 830763 Lincoln, NE 68583			education professional development	6,000
Nebraska Right to Life - Education PO Box 80410 Lincoln, NE 68501			prolife assistance	15,000
New Life Christian Counseling8101 Bancroft Avenue Lincoln, NE 68506			christian counseling	15,000
New Life Community Church909 James Way Pismo Beach, CA 93449			christian church services	6,000
Orphan Grain TrainPO Box 1466 Norfolk, NE 68702			world hunger relief	37,500
Prairie LoftPO Box 1731 Hastings, NE 68901			ag education and appreciation	2,500
Priests for LifePO Box 141172 Staten Island, NY 10314			catholic clergy assistance	7,500
Special Olympics11011 Q Street Suite 104C Omaha, NE 68137			special needs child services	9,000
St Cecilia Church301 W 7th Street Hastings, NE 68901			church support	1,200
St Cecilia School521 N Kansas Avenue Hastings, NE 68901			private education support	12,000
St Jude's Hospital501 St Jude Place Memphis, TN 38105			children illness research	9,450
St Luke's Cooley Transplant Center 6720 Bertner Ave MC 2-114A Houston, TX 77030			hospital support	1,200
St Mary's McCracken heritage Assn 304 E Florence Rush Center, KS 67575			historical church preservation	450
St Michael's Catholic Church715 Creighton Avenue Hastings, NE 68901			private school support	1,200
Teammates Mentoring1924 W A Street Hastings, NE 68901			child welfare support	21,750
The Food Pantry co The Closet341 E 4th Street Minden, NE 68959			indigent support	1,500
The Heritage Foundation214 Massachusetts Avenue NE Washington, DC 20002		x	conservative think tank	9,000
The Salvation Army400 S Burlington Avenue Hastings, NE 68901			indigent assitance	46,500
United Way421 N Kansas Avenue Hastings, NE 68901			charitable organizations support	11,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Virtue Media Inc450 W Crossville Rd Suite 101 Roswell, GA 30075			educational TV	9,000
Voice of the MartyrsPO Box 443 Bartlesville, OK 74005			religious persecution aid	15,000
Water for LifePo Box 456 Kalona, IA 52247			Haiti relief	22,500
Webster County Fire Department137 E 5th Street Red Cloud, NE 68970			fire dept support	1,500
YFC - Youth for ChristPO Box 386 Hastings, NE 68902			christian youth support	15,000
YMCAPO Box 1065 Hastings, NE 68902			christian wellness	6,000
Zion Lutheran School465 S Marion Road Hastings, NE 68901			private school support	3,000
Total . . . . ▶ **3a**				879,700

TY 2011 General Explanation Attachment

Name: LeRoy Thom Jean Thom and T-L Foundation
EIN: 47-0776789
Software ID: 11000218
Software Version: 2011.0.0

Identifier	Return Reference	Explanation

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132016562

TY 2011 Investments Corporate Stock Schedule

Name: LeRoy Thom Jean Thom and T-L Foundatıon
EIN: 47-0776789
Software ID: 11000218
Software Version: 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3636 shares of Wells Fargo Bank	55,241	100,208
6364 shares of Wells Fargo Bank	74,799	175,392
12000 shares of Tyson Foods Inc.	70,666	247,680
1108 shares of Wındstream Corp.	3,501	13,008
550 shares of Eı Dupont	7,787	25,179
3000 shares of I Shares - Mıdcap 400 Index	215,929	262,830
8000 shares of I Shares - Russell 1000 Index	511,136	507,840
3400 shares of I Shares - Russell 2000 Index	204,455	250,750
6900 shares of I Shares - SP 500 Index	713,253	869,124
6000 shares of I Shares - EAFE Index	312,658	297,180
15000 shares of I Shares - Australıa	275,359	321,600
5000 shares of SP Dıvıdend EFT	206,102	269,350
3000 shares of SPDR - SP Int Dıv EFT	135,885	139,470
9000 shares of Vanguard Specıalızed Funds - EFT	353,258	382,550
13914 shares of Lınsco - AmCap	249,488	262,995
5589 shares of Lınsco - Capıtol World Growth	173,519	184,596
2653 shares of Lınsco - Euro Pacıfic	83,041	94,850
9617 shares of Lınsco Growth Fund	253,134	278,421
7959 shares of Lınsco - New Econmy	179,446	190,210
5112 shares of Lınsco - New Perspectıve	135,316	135,190
3950 shares of Lınsco - Small Cap	118,694	131,488
13798 shares of Lınsco - Wash Mutual	413,821	401,895
Amerıcan Intl Group - PFD	100,000	93,560
Bank Amerıca Corp - PFD	100,000	88,400
Barclays Bank PLC PFD	100,000	84,320
ING Groep PFD	95,612	74,800
USB Capıtal Trus PFD	86,552	100,600
Credıt Suısse GU PFD	100,000	102,200
Deutsche Cap PFD	92,960	74,600
JP Morgan PFD	100,000	103,600

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Metlife Inc PFD	94,720	101,920
Aegon Perpetual Cap	97,080	83,680
Royal Bank of Scotland	99,400	65,360
Wells Fargo Cap	100,000	103,960
Xcel Energy Inc.	100,000	108,760

TY 2011 Investments Government Obligations Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

US Government Securities - End of Year Book Value: 2,336,205

US Government Securities - End of Year Fair Market Value: 2,398,395

State & Local Government Securities - End of Year Book Value: 9,649,114

State & Local Government Securities - End of Year Fair Market Value: 10,193,807

TY 2011 Legal Fees Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation
EIN: 47-0776789
Software ID: 11000218
Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dunmire Fisher Hastings	1,458	1,458		

TY 2011 Other Decreases Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

Description	Amount
Excise taxes paid in 2011	14,276

TY 2011 Other Expenses Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accrued Interest Paid on Investments	9,735	9,735		
Bond Premiums on Investments	6,055	6,055		

TY 2011 Other Increases Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

Description	Amount
Rounding adjustments	4

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491132016562

TY 2011 Substantial Contributors Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

Name	Address
See Schedule B	

TY 2011 Taxes Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 11000218

Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NE Occupation Tax	23	23	0	0
Foreign Taxes Paid on Invest Income	1,603	1,603	0	0

Additional Data

Software ID:	11000218
Software Version:	2011.0.0
EIN:	47-0776789
Name:	LeRoy Thom Jean Thom and T-L Foundation

Part VI Line 7 - Tax Paid Original Return: 12080

Form 990PF - Special Condition Description:

Special Condition Description