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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation THE TODD AND BETIANA SIMON FOUNDATION		A Employer identification number 47 0820673
Number and street (or P O box number if mail is not delivered to street address) 11030 O STREET	Room/suite	B Telephone number (see instructions) 402 597 8115
City or town, state, and ZIP code OMAHA, NE 68137-2346		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2712579	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2280	2280		
	4 Dividends and interest from securities	88720	88720		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20674			
	b Gross sales price for all assets on line 6a	215302			
	7 Capital gain net income (from Part IV, line 2)		20674		
	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	111674	111674	N/A		
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)	56			56
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	14911	14911		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3731	3731		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	253	233		20
	24 Total operating and administrative expenses. Add lines 13 through 23	18951	18875		76
	25 Contributions, gifts, grants paid	764166			764166
26 Total expenses and disbursements. Add lines 24 and 25	783117	18875		764242	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-671443				
b Net investment income (if negative, enter -0-)		92799			
c Adjusted net income (if negative, enter -0-)			N/A		

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	912737	166012	166012
	3	Accounts receivable ▶ 6094			
		Less: allowance for doubtful accounts ▶	501	6094	6094
	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)	500		
	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)	2293141	2363330	2540473
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		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)	3206879	2535436	2712579
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	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)			
		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	100	100	
Net Assets or Fund Balances	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3206779	2535336	
	30	Total net assets or fund balances (see instructions)	3206879	2535436	
	31	Total liabilities and net assets/fund balances (see instructions)	3206879	2535436	

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	3206879
2	Enter amount from Part I, line 27a	2	-671443
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2535436
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2535436

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 215302		194628	20674	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any		
a				
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	20674
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.

(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	414542	2561461	.161838
2009	322611	2349487	.137311
2008	265290	2488444	.106609
2007	178427	2108946	.084605
2006	184587	1321177	.139714
2 Total of line 1, column (d)			2 .630077
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 .126015
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3067265
5 Multiply line 4 by line 3			5 386521
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 928
7 Add lines 5 and 6			7 387449
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 764242

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1		928
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		928
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		928
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		1000
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		1000
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		72
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax 72 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?		☒
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)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
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? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		☒
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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NEBRASKA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	☒	
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)? <i>If "Yes," complete Part XIV</i>		☒
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		☒

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶				
14	The books are in care of ▶ TODD D SIMON	Telephone no. ▶	402 597 8115	
	Located at ▶ 11030 O STREET, OMAHA, NE	ZIP+4 ▶	68137-2346	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			✓

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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	✓
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 instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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)? **5b** ☐ Yes ☒ No
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** ☐ 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? **7b** ☐ 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
TODD D SIMON 9800 HARNEY PARKWAY S, OMAHA, NE 68114	PRES & TREAS < 5	-0-	-0-	-0-
BARBARA GOLDSTEIN 1349 S 101ST ST., OMAHA, NE 68124	SECRETARY < 1	-0-	-0-	-0-
JOANNA FRENCH 926 KINGSTON AVE, PIEDMONT, CA 94611	VICE PRES < 1	-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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
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	2579844
b	Average of monthly cash balances	1b	533964
c	Fair market value of all other assets (see instructions)	1c	167
d	Total (add lines 1a, b, and c)	1d	3113975
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	3113975
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	46710
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3067265
6	Minimum investment return. Enter 5% of line 5	6	153363

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	153363
2a	Tax on investment income for 2011 from Part VI, line 5	2a	928
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	928
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	152435
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	152435
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	152435

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	764242
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	764242
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	928
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	763314

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				152435
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 119888				
b From 2007 74649				
c From 2008 141545				
d From 2009 205579				
e From 2010 288445				
f Total of lines 3a through e	830106			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 764242				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				152435
e Remaining amount distributed out of corpus	611807			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1441913			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
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		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	119888			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1322025			
10 Analysis of line 9:				
a Excess from 2007 74649				
b Excess from 2008 141545				
c Excess from 2009 205579				
d Excess from 2010 288445				
e Excess from 2011 611807				

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	N/A				
b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2011	Prior 3 years (b) 2010 (c) 2009 (d) 2008			(e) Total
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 $\frac{2}{3}$ 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).)
NONE
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:
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		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a <i>Paid during the year</i>					
SEE ATTACHED SCHEDULE					
Total				3a	764166
b <i>Approved for future payment</i>					
Total				3b	-0-

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?					Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:						
(1)	Cash		1a(1)		☒	
(2)	Other assets		1a(2)		☒	
b Other transactions:						
(1)	Sales of assets to a noncharitable exempt organization		1b(1)		☒	
(2)	Purchases of assets from a noncharitable exempt organization		1b(2)		☒	
(3)	Rental of facilities, equipment, or other assets		1b(3)		☒	
(4)	Reimbursement arrangements		1b(4)		☒	
(5)	Loans or loan guarantees		1b(5)		☒	
(6)	Performance of services or membership or fundraising solicitations		1b(6)		☒	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees				1c		☒
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.						

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

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

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee

5-14-12
Date

PRESIDENT
Title

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

Paid Preparer Use Only

Print/preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶	Firm's EIN ▶			
Firm's address ▶	Phone no.			

THE TODD AND BETIANA SIMON FOUNDATION E.I.N. 47-0820673
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PART I, LINE 16a, LEGAL FEES:

Fraser Stryker PC LLO	Legal Consultation	<u>\$56</u>
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PART I, LINE 16c, OTHER PROFESSIONAL FEES:

Credit Suisse	Investment management fee	<u>\$14,911</u>
	Total	<u>\$14,911</u>

PART I, LINE 18, TAX EXPENSE:

2010 Form 990-PF	Tax on net investment income	\$507
2011 Form 990-PF	estimated tax payment	\$1,000
Credit Suisse	foreign tax on dividends	<u>\$2,224</u>
	Total	<u>\$3,731</u>

PART I, LINE 23, OTHER EXPENSES:

Nebraska Secretary of State	Filing fee	\$20
Credit Suisse	ADR fees on foreign dividends	<u>\$233</u>
	Total	<u>\$253</u>

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PART II, LINE 10b, INVESTMENTS - SECURITIES

Corporate Name	No. of Shares	Book Value	Fair market value
BARCLAYS BK PLC IPATH INDEX	1200	48,489.00	50,688.00
CALAMOS CONVERTIBLE FD CL C	3167.639	57,516.61	53,944.89
ISHARES TR MSCI EAFE INDEX FD	2914.431	157,701.94	144,351.80
LORD ABBETT FLOATING RATE CL C	17405.545	160,979.56	156,998.02
NEW WORLD FD CL A	1165.537	52,384.69	53,754.57
OPPENHEIMER SR FLOATING RATE FD	6856.187	56,974.91	55,260.87
OPPENHEIMER SR FLOATING RATE FD	47.9	397.94	386.55
PIMCO TOTAL RETURN FUND	15055.401	166,289.71	163,652.21
SPDR S&P 500 ETF TR	1704.726	181,186.23	213,943.06
TCW TOTAL RETURN BOND FD CL N	32887.227	344,127.63	327,885.65
TEMPLETON GLOBAL BOND FD CL C	12644.557	166,101.92	157,171.84
US TREAS NTS INFLATION INDEXED MA	75000	78,956.02	89,171.85
UNITED STATES TREAS NTS INFLATION	95000	101,141.48	113,270.41
VANGUARD REIT INDEX FD	4247.034	55,089.92	81,755.41
ABBOTT LABS	220	11,099.11	12,370.60
ARCHER DANIELS MIDLAND	310	8,738.66	8,866.00
BAXTER INTL INC	195	9,661.77	9,648.60
BLACKROCK INC	36	5,868.21	6,416.64
CHEVRON CORP	115	8,776.51	12,236.00
CONOCOPHILLIPS	160	8,900.48	11,659.20
DIAGEO PLC SPONS ADR	145	9,600.32	12,675.90
EMERSON ELEC CO	235	11,668.80	10,948.65
ILLINOIS TOOL WORKS	130	5,324.31	6,072.30
INTEL CORP	470	9,105.52	11,397.50
KINDER MORGAN MGMT LLC	179 34919	7,400.90	14,082.50
MCDONALDS CORP	125	7,427.50	12,541.25
MICROSOFT CORP	405	9,911.18	10,513.80
NOVARTIS AG SPONS ADR	170	8,955.60	9,718.90
OMNICOM GROUP INC	150	5,308.82	6,687.00
PAYCHEX INC	300	8,509.27	9,033.00
PEARSON PLC SPONS ADR	640	8,977.67	12,076.80
PEPSICO INC	180	11,092.05	11,943.00
PFIZER INC	625	10,729.60	13,525.00
PHILIP MORRIS INTL	160	7,780.32	12,556.80
ROGERS COMMUNICATIONS CL B	328	11,532.17	12,631.28
TAIWAN SEMICONDUCTOR MFG	875	8,537.47	11,296.25
TARGET CORP	225	11,738.66	11,524.50
TEXAS INSTRUMENTS	280	6,765.20	8,150.80
TRAVELERS COS	210	11,891.17	12,425.70
WASTE MGMT INC	310	9,553.36	10,140.10
ABB LTD SPONS ADR	120	2,536.87	2,259.60
ASTRAZENECA PLC SPONS ADR	40	1,799.56	1,851.60
BAE SYS PLC	240	5,063.93	4,253.52
BAYER AG	90	6,460.84	5,771.52
BHP BILLITON LTD SPONS ADR	65	4,728.27	4,590.95
BOC HONG KONG HLDGS SPONS ADR	90	4,152.06	4,264.38
BRITISH AMERN TOB PLC	120	7,677.49	11,385.60
CANADIAN OIL SANDS LTD	145	4,567.98	3,305.86
CHUNGHWA TELECOM CO LTD	176	4,041.80	5,857.28
COMPANHIA ENERGETICA DE MINAS GE	296	4,229.89	5,265.84
COMPANHIA SIDERURGICA NACIONAL	685	8,853.93	5,603.30
DEUTSCHE POST AG	310	5,886.71	4,780.82
DIAGEO PLC	100	6,522.95	8,742.00
ENERPLUS CORP	220	4,741.29	5,570.40
FRANCE TELECOM	180	4,174.85	2,818.80
GDF SUEZ	110	4,662.31	3,015.87
HSBC HLDGS PLC	120	6,760.29	4,572.00
MTN GROUP LTD	440	8,988.59	7,833.32

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MUNICH RE GROUP	270	4,293.00	3,322.08
NESTLE SA	150	6,996.00	8,662.20
NITTO DENKO CORP	170	8,813.74	6,084.98
NOVARTIS AG	140	7,293.65	8,003.80
PETROCHINA CO LTD	55	6,581.30	6,837.05
PRIMARIS RETAIL REAL ESTATE INVT TI	160	2,330.42	3,248.24
QBE INS GROUP LTD SPONS ADR	440	9,246.38	5,841.44
RIOCAN REAL ESTATE INVESTMENT TR	120	2,040.69	3,126.00
ROCHE HLDGS LTD SPONS ADR	170	6,035.10	7,235.54
ROYAL DUTCH SHELL	130	8,179.37	9,881.30
SANOFI SPONS ADR	220	7,775.16	8,038.80
SIEMENS A G SPONS ADR	60	5,407.60	5,736.60
SILICONWARE PRECISION INDS LTD	600	4,002.39	2,616.00
SINGAPORE TELECOMMUNICATIONS	310	7,207.98	7,387.61
SMITHS GROUP PLC	325	5,185.87	4,621.50
TAIWAN SEMICONDUCTOR MFG	690	6,533.75	8,907.90
TELEFONICA S A ADR	130	3,642.55	2,234.70
TESCO PLC SPON ADR	380	7,357.48	7,147.80
TOTAL S A	120	7,171.18	6,133.20
TREASURY WINE ESTATES LTD	995	3,337.80	3,754.14
UNILEVER NV NEW YORK	280	8,648.98	9,623.60
UNITED OVERSEAS BK	230	5,623.50	5,417.19
VODAFONE GROUP PLC	280	6,218.58	7,848.40
ZURICH FINL SVCS	295	6,550.48	6,703.88
ADVENT SOFTWARE	276	5,230.96	6,723.36
ALBEMARLE CORP	340	14,172.95	17,513.40
ALEXANDER & BALDWIN INC	357	10,409.89	14,572.74
ALLEGHANY CORP	21	5,152.91	5,991.09
AMERICAN EAGLE OUTFITTERS	314	3,203.77	4,801.06
ATWOOD OCEANICS	367	12,168.07	14,602.93
CABELAS INC	620	7,691.72	15,760.40
CORRECTIONS CORP AMER	497	12,285.77	10,123.89
EATON VANCE CORP	688	18,045.03	16,264.32
ENERGIZER HLDGS	98	5,652.45	7,593.04
FIRST INDL RLTY TR INC	547	4,641.54	5,595.81
HASBRO INC	89	2,425.09	2,838.21
HATTERAS FINL CORP	249	7,061.84	6,566.13
KAMAN CORP CL A	317	10,110.03	8,660.44
KINDER MORGAN MGMT LLC	158.80398	6,395.40	12,469.29
KNOLL INC	307	2,927.55	4,558.95
MARTIN MARIETTA MATERIAL INC	76	6,608.31	5,731.16
MBIA INC	1055	8,777.87	12,227.45
MICREL INC	983	9,814.60	9,938.13
MONTPELIER RE HOLDINGS LTD	567	8,986.04	10,064.25
NEWMARKET CORP	133	12,927.51	26,348.63
NU SKIN ENTERPRISES	344	11,372.74	16,708.08
OLD DOMINION FREIGHT LINE	370	8,773.37	14,996.10
OWENS AND MINOR INC	136	3,676.44	3,779.44
PRICESMART INC	288	5,601.82	20,041.92
SERVICE CORP INTL	1222	8,247.52	13,014.30
STURM RUGER & CO	362	3,977.73	12,112.52
TEJON RANCH CO	276	6,912.91	6,756.48
TENET HEALTHCARE	1715	8,635.38	8,797.95
TREDEGAR CORP	580	7,763.42	12,887.60
UDR INC	330	4,731.91	8,283.00
VALUECLICK INC	737	8,525.65	12,005.73
WHITE MOUNTAINS INSURANCE GRP	19	5,907.10	8,615.74
		<u>2,363,330.04</u>	<u>2,540,473.35</u>

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PART XV SUPPLEMENTARY INFORMATION

3 a GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	IF INDIVIDUAL, RELATIONSHIP TO MANAGER	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANGELS AMONG US OMAHA, NE 68144	N/A	PUBLIC	PROVIDE FINANCIAL ASSISTANCE TO FAMILIES WITH CHILDREN WITH CANCER	1,000
ANTI-DEFAMATION LEAGUE OMAHA, NE 68154	N/A	PUBLIC	SUPPORT THE FIGHT TO STOP THE DEFAMATION OF JEWISH PEOPLE	5,000
ASPEN ART MUSEUM ASPEN, CO 81611	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	500
BALLET NEBRASKA OMAHA, NE 68106	N/A	PUBLIC	SUPPORT PERFORMING ARTISTS	500
BEMIS CENTER FOR CONTEMPORARY ARTS OMAHA, NE 68102	N/A	PUBLIC	SUPPORT ARTISTS-IN-RESIDENCE PROGRAM	145,000
BETH ISRAEL SYNAGOGUE OMAHA, NE	N/A	PUBLIC	UNDERWRITE "TEENS 4 ISRAEL"	500
BIG BROTHERS BIG SISTERS OF THE MIDLANDS OMAHA, NE 68132	N/A	PUBLIC	PROVIDE SUPPORT OF HELPING CHILDREN REACH FULL POTENTIAL	30,000
BLUEBARN THEATRE OMAHA, NE 68102	N/A	PUBLIC	SUPPORT PERFORMING ARTISTS	500
BOYS AND GIRLS CLUBS OF THE MIDLANDS OMAHA, NE 68131	N/A	PUBLIC	SUPPORT YOUTH DEVELOPMENT PROGRAMS	5,000
BUILDING BRIGHT FUTURES OMAHA, NE 68157	N/A	PUBLIC	SUPPORT YOUTH DEVELOPMENT PROGRAMS	100
CENTER FOR INQUIRY AMHERST, NY 14226	N/A	PUBLIC	PROMOTE SCIENCE BASED SKEPTICISM AND CRITICAL THINKING	1,100
CENTER FOR JEWISH EDUCATION OMAHA, NE 68154	N/A	PUBLIC	SPONSOR 9TH ANNUAL JEWISH OMAHA FILM FESTIVAL	1,000
CENTRO CRISTIANO LA ROCA OMAHA, NE 68107	N/A	PUBLIC	SUPPORT RELIGIOUS EDUCATION	200
CHILDREN'S RESPITE CARE CENTER OMAHA, NE 68137	N/A	PUBLIC	PROMOTE SERVING CHILDREN WITH SPECIAL NEEDS	1,000
DESIGN ALLIANCE OMAHA OMAHA, NE 68154	N/A	PUBLIC	SUPPORT ARCHITECTURAL PROGRAMS	1,200
DOUGLAS COUNTY HEALTH CARE FOUNDATION OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PROVISION OF MEDICAL SERVICES TO INDIGENT INDIVIDUALS	500
DURHAM WESTERN HERITAGE MUSEUM OMAHA, NE 68108	N/A	PUBLIC	SUPPORT PROVISION OF CULTURAL RESOURCE WITHIN THE COMMUNITY	1,000
EMERGING TERRAIN INC OMAHA, NE 68104	N/A	PUBLIC	SUPPORT GRAIN ELEVATOR MURAL PROJECT	500
FILM STREAMS OMAHA, NE 68102	N/A	PUBLIC	SUPPORT FILM AS ART EXHIBITIONS	30,000
FOREST CONSERVANCY CARBONDALE, CO 81623	N/A	PUBLIC	SUPPORT NATURE CONSERVANCY	500

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GRANTMAKERS IN THE ARTS SEATTLE, WA 98119	N/A	PUBLIC	SUPPORT IMPROVEMENT OF ARTS PHILANTHROPY	400
HEARTLAND FAMILY SERVICE OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PROTECTION FROM DOMESTIC VIOLENCE	2,500
HEARTLAND HOLOCAUST EDUCATIONAL FUND OMAHA, NE 68131	N/A	PUBLIC	SUPPORT EDUCATIONAL EFFORTS	15,000
HEARTLAND WALK FOR WARMTH FUND OMAHA, NE	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	1,000
INSTITUTE FOR HOLOCAUST EDUCATION OMAHA, NE 68154	N/A	PUBLIC	SUPPORT HOLOCAUST EDUCATIONAL EFFORTS	5,000
INSTITUTE FOR JUSTICE ARLINGTON, VA 22203	N/A	PUBLIC	SUPPORT PROTECTION OF CITIZENS RIGHTS	5,000
INTERNATIONAL SCULPTURE CENTER HAMILTON, NJ 08619	N/A	PUBLIC	SUPPORT ART PROGRAMS	2,000
JAMES BEARD FOUNDATION NEW YORK, NY 10011	N/A	PUBLIC	CELEBRATE, PRESERVE AND NUTURE AMERICA'S CULINARY HERITAGE	1,000
JEWISH FAMILY SERVICES OMAHA, NE 68154	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	10,000
JOHN ATKINSON LUNG CANCER FOUNDATION GRETNA, NE 68028	N/A	PUBLIC	SUPPORT EDUCATION OF CHILDREN WHO LOST A PARENT TO LUNG CANCER	500
JOHN BEASLEY THEATER & WORKSHOP OMAHA, NE 68110	N/A	PUBLIC	SUPPORT ART PROGRAMS	5,000
JOSLYN ART MUSEUM OMAHA, NE 68102	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	3,000
KANEKO OMAHA, NE 68102	N/A	PUBLIC	SPONSOR PORTALS SOCIAL MEDIA EXPERIMENT & PERFORMANCE	10,000
KENT BELLOWS STUDIO OMAHA, NE 68105	N/A	PUBLIC	SUPPORT PUBLIC ART EXHIBITION	5,000
KRIPKE JEWISH FEDERATION LIBRARY OMAHA, NE 68154	N/A	PUBLIC	SUPPORT LIBRARY OPERATIONS	108
LAURITZEN GARDENS OMAHA, NE 68108	N/A	PUBLIC	SPONSORHIP OF PATRON PREVIEW PARTY	5,100
LEGAL AID OF NEBRASKA OMAHA, NE 68102	N/A	PUBLIC	SUPPORT PROVISION OF LEGAL SERVICES TO LOW-INCOME NEBRASKANS	5,000
LYMPHOMA RESEARCH FOUNDATION NEW YORK, NY 10006	N/A	PUBLIC	PROMOTE LYMPHOMA HEALTH RESEARCH	250
MERRYMAKERS ASSOCIATION OMAHA, NE 68154	N/A	PUBLIC	SUPPORT MUSICAL PROGRAMS FOR THE ELDERLY	1,000
METROPOLITAN COMMUNITY COLLEGE FOUNDATION OMAHA, NE 68103	N/A	PUBLIC	SUPPORT GREAT PLAINS THEATRE CONFERENCE FUND	17,668

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MUSEUM OF NEBRASKA ART KEARNEY, NE 68847	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	1,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY OMAHA, NE 68114	N/A	PUBLIC	SUPPORT "ON THE MOVE" EVENT	2,500
NATURE CONSERVANCY IN NEBRASKA OMAHA, NE 68102	N/A	PUBLIC	SUPPORT THE SAFEGUARDING OF PRECIOUS LANDS AND WATERS	10,000
NEBRASKA ACADEMIC DECATHLON FOUNDATION OMAHA, NE 68164	N/A	PUBLIC	SUPPORT "BETTER BUILDING BRAINS" SPECIAL EVENT FUNDRAISER	5,000
NEBRASKA CHILDREN AND FAMILIES FOUNDATION LINCOLN, NE 68508	N/A	PUBLIC	PROVIDE SUPPORT IN CREATING QUALITY PROGRAMS FOR KIDS	1,000
NEBRASKA COALITION FOR LIFESAVING CURES OMAHA, NE 68114	N/A	PUBLIC	PROMOTE MEDICAL RESEARCH	1,500
NEBRASKA SHAKESPEARE FESTIVAL OMAHA, NE 68178	N/A	PUBLIC	SUPPORT PERFORMING ARTISTS	1,000
NEBRASKA WRITERS COLLECTIVE OMAHA, NE 68112	N/A	PUBLIC	ASSIST UNDERWRITING "LOUDER THAN A BOMB OMAHA"	4,000
NETWORK FOR GOOD BETHSADA, MD	N/A	PUBLIC	SUPPORT CHARITABLE ORGANIZATIONS	115
NONPROFIT ASSOCIATION OF THE MIDLANDS OMAHA, NE 68144	N/A	PUBLIC	HELP NONPROFIT ORGANIZATIONS BUILD THEIR INDIVIDUAL CAPACITY AND COLLECTIVE INFLUENCE	5,000
OMAHA COMMUNITY PLAYHOUSE OMAHA, NE 68132	N/A	PUBLIC	UNDERWRITE "21 & OVER ALTERNATIVE PROGRAMMING"	10,000
OMAHA PUBLIC LIBRARY FOUNDATION OMAHA, NE 68102	N/A	PUBLIC	HELP ENHANCE LIBRARY SYSTEM WITH NEW TECHNOLOGY	5,000
OMAHA PUBLIC SCHOOLS, KIOS-FM OMAHA, NE 68131	N/A	PUBLIC	SUPPORT PUBLIC RADIO BROADCASTING	500
PARTNERSHIP FOR OUR KIDS OMAHA, NE 68102	N/A	PUBLIC	FUND CAREER EXPLORATION ACADEMY FOR SOUTH OMAHA	10,450
PLANNED PARENTHOOD OF THE HEARTLAND OMAHA, NE 68132	N/A	PUBLIC	FOR REPRODUCTIVE HEALTH CARE AND SEXUAL EDUCATION	30,000
PROJECT HARMONY OMAHA, NE 68117	N/A	PUBLIC	SUPPORT PROVISION OF SERVICES TO VICTIMS OF CHILD ABUSE	45,000
RENAISSANCE SOCIETY AT THE UNIVERSITY OF CHICAGO CHICAGO, IL 60637	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	2,500
RESPECT2 OMAHA, NE 68114	N/A	PUBLIC	SUPPORT EDUCATIONAL EFFORTS FOR SAFER RELATIONSHIPS	16,500
SALVATION ARMY OMAHA, NE 68131	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	500

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SOCIETY FOR CONTEMPORARY ART CHICAGO, IL	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	475
TABLE GRACE MINISTRIES OMAHA, NE 68107	N/A	PUBLIC	ASSISTANCE TO INDIGENT FAMILIES	6,000
TED E BEAR HOLLOW OMAHA, NE 68114	N/A	PUBLIC	PROVIDE SUPPORT FOR BEREAVED CHILDREN	10,000
TELLURIDE FILM FESTIVAL BERKELEY, CA 94710	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	12,500
THEATRE ASPEN ASPEN, CO 81611	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	500
UNITED STATES ARTISTS LOS ANGELES, CA 90036	N/A	PUBLIC	PROVIDE SUPPORT FOR ARTISTS	200,000
UNITED WAY OF THE MIDLANDS OMAHA, NE 68154	N/A	PUBLIC	SUPPORT COMMUNITY RELIEF EFFORTS	25,000
USA FOR UNHCR WASHINGTON, DC 20006	N/A	PUBLIC	PROVIDE SUPPORT FOR EMERGENCY ASSISTANCE IN SOMALIA	1,000
UTA HALEE GIRLS VILLAGE OMAHA, NE 68112	N/A	PUBLIC	SUPPORT FOR DISADVANTAGED YOUNG WOMEN	25,000
VOICES FOR CHILDREN IN NEBRASKA OMAHA, NE 68127	N/A	PUBLIC	SUPPORT PROGRAMS FOR DISADVANTAGED CHILDREN	5,000
WHITNEY MUSEUM OF AMERICAN ART NEW YORK, NY 10021	N/A	PUBLIC	SUPPORT ART EXHIBITIONS	1,000
			TOTAL GRANTS AND CONTRIBUTIONS	764,166