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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
GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

A Employer identification number
47-6025723

Number and street (or P O box number if mail is not delivered to street address) Room/suite
209 SOUTH 19TH STREET NO 151

B Telephone number (see page 10 of the instructions)
(402) 345-0043

City or town, state, and ZIP code
OMAHA, NE 68102

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)*▶$ 14,758,992

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	259,386	244,857		
	4	Dividends and interest from securities	179,694	179,694		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	332,933			
	b	Gross sales price for all assets on line 6a 4,639,880				
	7	Capital gain net income (from Part IV, line 2)		332,933		
	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)	26,090	0		
	12	**Total.** Add lines 1 through 11	798,103	757,484		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	300	300		0
	b	Accounting fees (attach schedule)	2,299	2,299		0
	c	Other professional fees (attach schedule)	48,590	48,590		0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	11,201	11,201		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	7,421	7,421		0
	21	Travel, conferences, and meetings	238	238		0
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,267	4,267		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	74,316	74,316		0
	25	Contributions, gifts, grants paid	781,982			781,982
	26	**Total expenses and disbursements.** Add lines 24 and 25	856,298	74,316		781,982
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-58,195			
	b	**Net investment income** (if negative, enter -0-)		683,168		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	408,702	595,326	595,326
	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)	3,149,953	3,122,050	3,380,302
	b	Investments—corporate stock (attach schedule)	6,150,465	5,912,062	7,854,691
	c	Investments—corporate bonds (attach schedule)	2,707,297	2,728,784	2,928,673
	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)	12,416,417	12,358,222	14,758,992
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	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	8,302,655	8,302,655	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	4,113,762	4,055,567	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	12,416,417	12,358,222	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,416,417	12,358,222	

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	12,416,417
2	Enter amount from Part I, line 27a	2	-58,195
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	12,358,222
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,358,222

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	332,933
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	

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	668,800	14,412,005	0 046406
2009	638,004	13,270,128	0 048078
2008	862,949	15,351,100	0 056214
2007	1,110,412	17,247,434	0 064381
2006	727,837	15,843,435	0 045939

2	**Total** of line 1, column (d).	2	0 261018
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 052204
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	14,773,777
5	Multiply line 4 by line 3.	5	771,250
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,832
7	Add lines 5 and 6.	7	778,082
8	Enter qualifying distributions from Part XII, line 4.	8	781,982

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	6,832
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	6,832
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	6,832
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 12,819		
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	12,819
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	5,987
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 5,987	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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 ▶N/A

14 The books are in care of ▶NEELY KOUNTZE Telephone no ▶(402) 345-0043

Located at ▶209 SOUTH 19TH STREET SUITE 151 OMAHA NE ZIP+4 ▶68102

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** **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** **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
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶	0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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	14,496,948
b	Average of monthly cash balances	1b	501,810
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	14,998,758
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	14,998,758
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	224,981
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,773,777
6	**Minimum investment return.** Enter 5% of line 5	6	738,689

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	738,689
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 6,832		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	6,832
3	Distributable amount before adjustments Subtract line 2c from line 1	3	731,857
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	731,857
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	731,857

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	781,982
b	Program-related investments—total from Part IX-B	1b	0
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	781,982
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	6,832
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	775,150

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				731,857
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			375,889	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 781,982				
a Applied to 2010, but not more than line 2a			375,889	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				406,093
e Remaining amount distributed out of corpus	0			
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	0			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				325,764
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)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
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			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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

NEELY KOUNTZE
209 SOUTH 19TH STREET SUITE 151
OMAHA, NE 68110
(402) 345-0043

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

GRANT REQUESTS AND SCHOLARSHIP AWARDS PROCEDURES HAVE BEEN ESTABLISHED BY THE FOUNDATION THE GRANT REQUESTS ARE OPEN TO 501(C)(3) ORGANIZATIONS THE GRANT REQUESTS ARE TO INCLUDE THE BASICS OF THE REQUEST IN ADDITION TO A LETTER CONTAINING THE ESSENTIAL INFORMATION SUCH AS THE PROJECT CONTEMPLATED, SOURCE OF FUNDS, TIMELINE OF IMPLEMENTATION, ETC THE ORIGINAL GRANT REQUEST AND SEVEN COPIES ARE TO BE SENT TO THE FOUNDATION FOR THE BOARD OF TRUSTEES' REVIEW GRANTEES ARE NOTIFIED IN WRITING OF THE FOUNDATION'S DECISIONS

c Any submission deadlines

NOVEMBER 30 OF EACH YEAR

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

PRIMARILY NEBRASKA AND WESTERN IOWA PRIVATE EDUCATIONAL INSTITUTIONS, RELIGIOUS ORGANIZATIONS, HEALTH ORGANIZATIONS, ARTS AND RELATED ORGANIZATIONS

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				781,982
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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	259,386	
4 Dividends and interest from securities. . . .			14	179,694	
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	332,933	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a TAX REFUND			01	26,090	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		798,103	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 798,103

(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

******	2012-05-14	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature ROBERT H BERGER	Date	Check if self-employed ☐	PTIN P00340049
Firm's name BERGER AND O'TOOLE CPAS LLC		Firm's EIN 91-1829375	
Firm's address 1301 S 75TH STREET SUITE 200 OMAHA, NE 68124		Phone no (402) 551-1919	

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

Additional Data

Software ID:
Software Version:
EIN: 47-6025723
Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
25,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-01-06	2011-01-07
58,021 50 US TREASURY NOTE 2 000% DTD 07/15/04	P	2008-12-05	2011-01-07
8,023 US TREASURY NOTE 2 000% DTD 07/15/04	P	2008-12-05	2011-01-11
50,000 US TREASURY NOTE 2 000% DTD 07/15/04	P	2008-12-05	2011-01-11
85,000 PACIFICORP	P	2009-01-06	2011-01-20
40,000 US TREASURY BOND 4 375 DTD 11/15/2009	P	2010-01-06	2011-01-20
15,000 AMERICAN EXPRESS CO SUB DEB VAR RATE DTD 08/01/2006	P	2007-01-23	2011-02-07
20,000 CITIGROUP INC 6 50% DTD 08/19/2008	P	2009-01-07	2011-02-07
15,000 MERRILL LYNCH & CO INC MEDIUM TERM NTS	P	2008-01-24	2011-02-07
10,000 METROPOLITAN LIFE GLOBAL FDG 1 MEDIUM TERM NTS	P	2010-09-23	2011-02-07
5,000 UBS PFD FDG TR V GTD TR PFD SECS FLTG RATE DTD 05/12/2006	P	2007-01-23	2011-02-07
30,000 WACHOVIA BK NATL ASSN MEDIUM TERM SUB BK NTS	P	2007-11-30	2011-02-07
20,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-04	2011-02-17
2,075 SH APOLLO GROUP INC CL A	P	2010-11-29	2011-02-18
725 SH AVNET INC COM	P	2009-07-01	2011-02-23
100 SH INTL BUSINESS MACHS CORP COM	P	1972-01-10	2011-02-23
100 SH INTL BUSINESS MACHS CORP COM	P	2009-12-04	2011-02-23
3,925 SH WALGREEN CO	P	2009-07-01	2011-03-01
1,625 SH CHUBB CORPORATION	P	2005-09-07	2011-03-02
20,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-04	2011-03-07
20,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-04	2011-03-07
57,481 50 UST INFL INDEX NTS 1 625% 1/15/15	P	2011-01-11	2011-03-10
35,785 05 US TREASURY NOTE 2 125% DTD 01/15/2009	P	2009-06-15	2011-03-10
50,000 US TREASURY NOTE 2 625% DTD 12/31/2009	P	2010-01-06	2011-03-16
55,000 US TREASURY NOTE 3 50% DTD 05/15/2010	P	2011-03-10	2011-03-16
1,350 SH HOME DEPOT INC	P	2010-02-11	2011-03-17
450 SH HOME DEPOT INC	P	2010-02-08	2011-03-17
350 SH MOHAWK INDS INC COM	P	2009-07-01	2011-03-17
35,000 US TREASURY NOTE 3 625% DTD 02/15/2011	P	2011-03-16	2011-03-18
750 SH HEINZ (HJ) CO COM	P	2004-12-21	2011-03-24

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)
45,000 US TREASURY NOTE 3 625% DTD 02/15/2011	P	2011-03-16	2011-04-05
100,000 AT&T INC 5 50% DTD 02/01/2008	P	2008-11-07	2011-04-07
2,550 SH BEST BUY COMPANY INCORPORATED	P	2010-07-02	2011-04-14
175 SH AFLAC INC COM	P	2007-09-26	2011-05-10
650 SH AES CORP	P	2011-03-17	2011-05-10
75 SH ADOBE SYS INC COM	P	2009-07-01	2011-05-10
175 SH AIR PRODS & CHEMS INC	P	2009-07-01	2011-05-10
125 SH AMGEN INC	P	2009-10-16	2011-05-10
200 SH APACHE CORP	P	2010-03-18	2011-05-10
550 SH APACHE CORP	P	2010-04-30	2011-05-10
625 SH APPLIED MATERIALS INC COM	P	2009-07-01	2011-05-10
50 SH AVNET INC COM	P	2009-07-01	2011-05-10
225 SH BB & T CORP	P	2010-10-26	2011-05-10
25 SH BLACKROCK INC COM	P	2010-10-07	2011-05-10
150 SH CISCO SYS INC	P	2000-01-11	2011-05-10
900 SH COCA COLA CO COM	P	1982-03-18	2011-05-10
550 SH COMCAST CORP CL A	P	2010-11-29	2011-05-10
525 SH EMERSON ELECTRIC CO	P	2009-07-01	2011-05-10
475 SH EMERSON ELECTRIC CO	P	2009-12-04	2011-05-10
100 SH EXXON MOBIL CORP COM	P	2010-03-18	2011-05-10
75 SH FLOWSERVE CORP COM	P	2010-11-29	2011-05-10
950 SH GENERAL ELEC CO COM	P	1971-04-29	2011-05-10
200 SH HEINZ (HJ) CO COM	P	2004-12-21	2011-05-10
250 SH HEWLETT-PACKARD CO	P	2011-02-23	2011-05-10
200 SH HOME DEPOT INC	P	2010-02-08	2011-05-10
50 SH INTL BUSINESS MACHS CORP COM	P	1972-01-10	2011-05-10
550 SH INTERNATIONAL GAME TECHNOLOGY	P	2011-03-17	2011-05-10
325 SH J P MORGAN CHASE & CO	P	2008-01-11	2011-05-10
200 SH JACOBS ENGR GROUP INC COM	P	2009-07-01	2011-05-10
125 SH KOHLS CORP	P	2011-03-01	2011-05-10

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)
375 SH MEDTRONIC CORP	P	2010-10-26	2011-05-10
150 SH MICROSOFT CORP	P	2005-03-04	2011-05-10
150 SH MOHAWK INDS INC COM	P	2009-07-01	2011-05-10
825 SH P G & E CORPORATION COM	P	2010-08-05	2011-05-10
1,350 SH P G & E CORPORATION COM	P	2010-08-05	2011-05-10
125 SH PROCTER & GAMBLE CO COM	P	2007-07-06	2011-05-10
100 SH PROCTER & GAMBLE CO COM	P	2009-12-04	2011-05-10
250 SH STATE STREET CORP COM	P	2010-01-21	2011-05-10
150 SH TEXAS INSTRS INC	P	2009-07-01	2011-05-10
125 SH 3M CO	P	2009-12-04	2011-05-10
60,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-03	2011-05-18
125,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-04	2011-05-18
75,000 US TREASURY NOTE 3 25% DTD 06/30/2009	P	2010-11-23	2011-05-18
15,000 US TREASURY NOTE 3 625% DTD 02/15/2011	P	2011-03-16	2011-06-02
9,775 SH APPLIED MATERIALS INC COM	P	2009-07-01	2011-06-03
750 SH AVNET INC COM	P	2009-07-01	2011-06-03
1,150 SH WESTERN UNION CO COM	P	2009-09-24	2011-06-03
10,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-03-01	2011-06-08
50,000 FEDERAL HOME LN BKS CONS BDS 3 875% DTD 05/15/2003	P	2010-12-10	2011-06-09
40,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-03	2011-06-14
20,000 US TREASURY NOTE 2 625% DTD 12/31/2009	P	2010-11-08	2011-06-15
25,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-01	2011-06-30
75,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-03	2011-06-30
4,225 SH BANK OF AMERICA CORP COM	P	2010-11-29	2011-07-01
50,000 US TREASURY NOTE 3 50% DTD 02/15/08	P	2010-11-01	2011-07-01
100,000 KEYBANK NA SR NTS FDIC TLGP GTD SR NT 3 20% DTD 12/15/08	P	2009-12-04	2011-07-15
1,600 SH MEDTRONIC INC	P	2010-10-26	2011-07-21
300 SH CHEVRONTEXACO CORP	P	1998-06-09	2011-07-22
75 SH 3M CO	P	1972-05-23	2011-07-22
250 SH 3M CO	P	2009-12-04	2011-07-22

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)
1,175 SH HOME DEPOT INC	P	2010-02-08	2011-07-26
60,000 US TREASURY NOTE 2 625% DTD 12/31/2009	P	2010-11-08	2011-08-09
475 SH AIR PRODS & CHEMS INC	P	2009-07-01	2011-08-11
2,750 SH COMCAST CORP CL A	P	2010-11-29	2011-08-11
1,775 SH COMCAST CORP CL A	P	2011-11-29	2011-08-19
75,000 FHLB CONS BDS 5 375% DTD 07/21/2006	P	2007-08-14	2011-08-19
1,050 SH HOME DEPOT INC	P	2010-02-08	2011-08-19
1,350 SH HOME DEPOT INC	P	2010-07-27	2011-08-19
2,150 SH ADOBE SYS INC COM	P	2009-07-01	2011-08-22
1,575 SH AVNET INC COM	P	2009-07-01	2011-08-22
575 SH METLIFE INC COM	P	2009-04-17	2011-08-22
175 SH METLIFE INC COM	P	2009-12-04	2011-08-22
1,500 SH METLIFE INC COM	P	2011-03-02	2011-08-22
2,100 SH STATE STREET CORP COM	P	2010-10-26	2011-08-22
3,650 SH WESTERN UNION CO COM	P	2009-09-24	2011-08-22
3,075 SH WESTERN UNION CO COM	P	2009-10-08	2011-08-22
575 SH WESTERN UNION CO COM	P	2009-12-04	2011-08-22
1,250 SH WESTERN UNION CO COM	P	2010-03-12	2011-08-22
20,000 US TREASURY NOTE 3 50% DTD 02/15/08	P	2010-11-04	2011-08-23
65,000 US TREASURY NOTE 3 25% DTD 06/30/2009	P	2010-11-23	2011-08-23
25 SH HEWLETT-PACKARD CO	P	2009-07-01	2011-09-07
775 SH HEWLETT-PACKARD CO	P	2010-10-29	2011-09-07
1,425 SH HEWLETT-PACKARD CO	P	2011-02-23	2011-09-07
10,000 US TREASURY NOTE 3 500% DTD 02/15/08	P	2010-11-04	2011-09-09
60,000 US TREASURY NOTE 3 25% DTD 06/30/2009	P	2010-11-23	2011-09-09
5,000 US TREASURY NOTE 3 25% DTD 06/30/2009	P	2011-07-15	2011-09-09
6,025 SH BANK OF AMERICA CORP COM	P	2010-11-29	2011-09-21
200 SH BLACKROCK INC COM	P	2010-10-07	2011-09-27
20,000 UBS PFD FDG TR V GTD TR PFD SERC FLTG RATE DTD 05/12/2006	P	2007-01-23	2011-09-27
1,525 SH ABBOTT LABS COM	P	2009-07-01	2011-09-29

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)
300 SH ABBOTT LABS COM	P	2010-03-04	2011-09-29
35,000 GOLDMAN SACHS GROUP INC SR NT 6 25% DTD 08/30/2007	P	2009-01-08	2011-09-29
15,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-01-06	2011-10-24
25,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-02-03	2011-10-24
10,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-03-12	2011-10-24
5,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2011-10-03	2011-10-24
95,000 GENERAL ELEC CAP CORP MTN VAR RATE DTD 01/09/2006	P	2009-08-07	2011-11-10
325 SH NIKE INC	P	2011-08-19	2011-11-22
20,000 CHUBB CORP BDS 6 80% DTD 11/20/2001	P	2006-04-04	2011-12-02
25,000 PITNEY BOWES INC GLOBAL MEDIUM NTS 5 25% DTD 11/17/2006	P	2006-11-13	2011-12-02
5,000 REGIONS BK BIRMINGHAM ALA MEDIUM TERM SR NTS	P	2009-12-04	2011-12-09
65,000 REGIONS BK BIRMINGHAM ALA MEDIUM TERM SR NTS	P	2010-10-08	2011-12-09
45,000 US TREASURY BOND 4 375% DTD 11/15/2009	P	2010-01-06	2011-12-09

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)
24,500		23,852	648
63,198		53,842	9,356
8,761		7,445	1,316
54,602		46,400	8,202
94,938		85,905	9,033
38,662		38,163	499
15,112		15,938	-826
21,937		20,497	1,440
15,776		14,360	1,416
10,817		11,075	-258
4,790		5,190	-400
32,879		30,145	2,734
20,672		22,331	-1,659
94,638		71,337	23,301
24,645		15,790	8,855
16,073		311	15,762
16,073		12,701	3,372
171,886		115,712	56,174
95,823		70,931	24,892
20,837		22,331	-1,494
20,837		22,575	-1,738
62,569		62,055	514
40,185		36,670	3,515
52,395		50,074	2,321
56,818		55,780	1,038
48,261		39,079	9,182
16,087		12,913	3,174
20,032		12,503	7,529
36,008		36,228	-220
36,332		28,760	7,572

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)
45,515		46,579	-1,064
109,024		87,637	21,387
74,970		87,071	-12,101
9,593		9,993	-400
8,417		8,231	186
2,576		2,157	419
16,509		11,342	5,167
7,217		7,608	-391
25,372		20,675	4,697
69,772		55,559	14,213
9,394		7,009	2,385
1,851		1,089	762
6,075		5,056	1,019
4,891		4,288	603
2,658		3,911	-1,253
60,407		1,193	59,214
14,135		11,116	3,019
29,300		17,350	11,950
26,509		19,912	6,597
8,272		6,739	1,533
9,282		7,919	1,363
19,218		930	18,288
10,320		7,670	2,650
10,340		10,783	-443
7,436		5,739	1,697
8,474		155	8,319
9,988		8,582	1,406
14,690		13,618	1,072
9,626		8,394	1,232
6,561		6,750	-189

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)
15,843		13,515	2,328
3,820		3,789	31
10,230		5,358	4,872
38,115		37,195	920
62,369		60,831	1,538
8,206		7,684	522
6,565		6,250	315
11,710		11,575	135
5,295		3,259	2,036
11,975		9,752	2,223
64,125		66,328	-2,203
133,594		139,565	-5,971
80,156		81,724	-1,568
15,807		15,526	281
127,424		109,619	17,805
24,905		16,335	8,570
22,950		22,427	523
10,301		9,707	594
53,362		53,634	-272
43,086		44,219	-1,133
21,180		21,437	-257
26,809		27,547	-738
80,426		82,910	-2,484
46,391		47,869	-1,478
53,449		55,094	-1,645
102,623		104,631	-2,008
59,657		57,664	1,993
32,752		11,347	21,405
7,149		274	6,875
23,830		19,505	4,325

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)
42,845		33,718	9,127
64,057		64,310	-253
37,959		30,786	7,173
56,016		55,577	439
36,023		35,873	150
75,000		76,016	-1,016
33,909		30,131	3,778
43,597		38,710	4,887
49,428		61,834	-12,406
39,470		34,302	5,168
17,727		15,997	1,730
5,395		6,094	-699
46,245		65,896	-19,651
67,200		85,436	-18,236
58,124		71,180	-13,056
48,968		58,490	-9,522
9,157		10,436	-1,279
19,906		20,948	-1,042
22,733		22,363	370
72,208		70,827	1,381
601		967	-366
18,635		32,666	-14,031
34,264		61,464	-27,200
11,413		11,059	354
66,991		65,379	1,612
5,583		5,432	151
40,197		68,263	-28,066
31,402		34,302	-2,900
14,910		20,759	-5,849
79,054		71,147	7,907

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)
15,552		16,266	-714
36,713		34,545	2,168
18,189		14,311	3,878
30,314		23,999	6,315
12,126		9,595	2,531
6,063		6,605	-542
88,008		81,025	6,983
29,760		26,054	3,706
24,020		21,421	2,599
25,125		24,890	235
5,000		5,214	-214
65,000		67,209	-2,209
56,354		42,933	13,421

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	
			648
			9,356
			1,316
			8,202
			9,033
			499
			-826
			1,440
			1,416
			-258
			-400
			2,734
			-1,659
			23,301
			8,855
			15,762
			3,372
			56,174
			24,892
			-1,494
			-1,738
			514
			3,515
			2,321
			1,038
			9,182
			3,174
			7,529
			-220
			7,572

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	
			-1,064
			21,387
			-12,101
			-400
			186
			419
			5,167
			-391
			4,697
			14,213
			2,385
			762
			1,019
			603
			-1,253
			59,214
			3,019
			11,950
			6,597
			1,533
			1,363
			18,288
			2,650
			-443
			1,697
			8,319
			1,406
			1,072
			1,232
			-189

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,328
			31
			4,872
			920
			1,538
			522
			315
			135
			2,036
			2,223
			-2,203
			-5,971
			-1,568
			281
			17,805
			8,570
			523
			594
			-272
			-1,133
			-257
			-738
			-2,484
			-1,478
			-1,645
			-2,008
			1,993
			21,405
			6,875
			4,325

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	
			9,127
			-253
			7,173
			439
			150
			-1,016
			3,778
			4,887
			-12,406
			5,168
			1,730
			-699
			-19,651
			-18,236
			-13,056
			-9,522
			-1,279
			-1,042
			370
			1,381
			-366
			-14,031
			-27,200
			354
			1,612
			151
			-28,066
			-2,900
			-5,849
			7,907

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	
			-714
			2,168
			3,878
			6,315
			2,531
			-542
			6,983
			3,706
			2,599
			235
			-214
			-2,209
			13,421

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
NEELY KOUNTZE 209 SOUTH 19TH STREET SUITE 151 OMAHA,NE 68102	PRESIDENT/TRUSTEE 0 00	0	0	0
MARY L KOUNTZE PO BOX 513 BOCA GRANDE,FL 33921	VICE PRESIDENT/TRUSTEE 0 00	0	0	0
JOHN Q BACHMAN 10250 REGENCY CIRCLE SUITE 300 OMAHA,NE 68114	SECRETARY/TRUSTEE 0 00	0	0	0
JOHN W WEBSTER 8805 INDIAN HILLS DRIVE SUITE 375 OMAHA,NE 68114	TREASURER/TRUSTEE 0 00	0	0	0
JAMES E LANDEN 1120 SOUTH 101 STREET OMAHA,NE 68124	TRUSTEE 0 00	0	0	0
TOWER KOUNTZE 12262 CONWAY ROAD ST LOUIS,MO 63141	TRUSTEE 0 00	0	0	0
W RUSSELL BOWIE III 4174 CHICAGO STREET OMAHA,NE 68131	TRUSTEE 0 00	0	0	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*				
ASSISTANCE LEAGUE OF OMAHA 3569 LEAVENWORTH OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
BELLEVUE UNIVERSITY1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
BOYS SCOUTS OF AMERICA12401 WEST MAPLE ROAD OMAHA, NE 68164	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
BROWNELL-TALBOT400 N HAPPY HOLLOW BLVD OMAHA, NE 68132	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	31,800
CAMP FIRE USA MIDLANDS COUNCIL3801 HARNEY STREET OMAHA, NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
CASA FOR DOUGLAS COUNTY 2412 ST MARYS AVENUE OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
CHRISTIAN URBAN EDUCATION SERVICE2207 WIRT STREET OMAHA, NE 681102055	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
COLLEGE OF SAINT MARY7000 MERCY ROAD OMAHA, NE 681062377	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
COLUMBIA UNIVERITY116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
DOUGLAS COUNTY SEPARATE JUVENILE COURT1445 K STREET LINCOLN, NE 685098910	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	7,000
DURHAM MUSEUM801 S 10TH STREET OMAHA, NE 68108	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
FONTENELLE NATURE ASSOCIATION1111 BELLEVUE BLVD N BELLEVUE, NE 68005	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
HATTIE B MUNROE HOME4420 DEWEY AVENUE OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
HELP ADULT SERVICES1941 S 42ND STREET SUITE 200 OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
JENNIE EDMUNDSON MEMORIAL HOSPITAL933 EAST PIERCE STREET COUNCIL BLUFFS, IA 51503	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	7,500
JOSLYN ART MUSEUM2200 DODGE STREET OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	50,000
KEVIN O'CONNOR SCHOLARSHIP FUND INCC/O GREAT WESTERN BANK 9290 WEST DODGE ROAD OMAHA, NE 68114	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
LAURITZEN GARDENS100 BANCROFT STREET OMAHA, NE 68108	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	20,000
METHODIST HOSPITAL FOUNDATION8401 WEST DODGE ROAD SUITE 225 OMAHA, NE 68114	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	75,000
MID-AMERICA ARTS ALLIANCE 2679 FARNAM STREET SUITE 204 OMAHA, NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
MISSION FOR ALL NATIONS5210 5218 S 21ST STREET OMAHA, NE 68107	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
MISSOURI RIVER BASIN LEWIS AND CLARK100 VALMONT DRIVE NEBRASKA CITY, NE 68410	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
MUSEUM OF NEBRASKA ART2401 CENTRAL AVENUE KEARNEY, NE 68847	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
NEBRASKA FOOD BANK NETWORK INC10525 J STREET OMAHA, NE 68127	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
NEBRASKA HUMANE SOCIETY 8929 FORT STREET OMAHA, NE 68134	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	62,700
NEBRASKA SHAKESPEARE FESTIVAL2500 CALIFORNIA PLZ OMAHA, NE 681780133	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	6,000
OMAHA AREA YOUTH ORCHESTRAPO BOX 34518 OMAHA, NE 681340518	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
OMAHA COMMUNITY PLAYHOUSE 6915 CASS STREET OMAHA, NE 681322696	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
OMAHA PERFORMING ARTS SOCIETY1200 DOUGLAS STREET OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
OMAHA SYMPHONY1605 HOWARD STREET OMAHA, NE 681022797	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000

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*				
ONEWORLD COMMUNITY HEATLH CENTERS4920 S 30TH STREET OMAHA, NE 68107	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
OPERA OMAHA1625 FARNAM STREET 100 OMAHA, NE 681022100	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
OSTERVILLE VILLAGE LIBRARY43 WIANNO ROAD OSTERVILLE, MA 02655	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	35,000
RADIO TALKING BOOK SERVICES 7101 NEWPORT AVENUE SUITE 205 OMAHA, NE 68152	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
SALVATION ARMY3612 CUMING STREET OMAHA, NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
SIENAFRANCIS HOUSE1702 NICHOLAS STREET OMAHA, NE 68101	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	15,000
SPRINGFIELD LIBRARY FOUNDATIONPO BOX 245 SPRINGFIELD, NE 68059	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	2,500
THE NATURE CONSERVANCY1025 LEAVENWORTH STREET OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	50,000
THE ROSE PERFORMING ARTS2001 FARNAM STREET OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
TRINITY CATHEDRAL109 N 18TH STREET OMAHA, NE 68101	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	35,000
TUESDAY MUSICAL CONCERT SERIESPO BOX 6132 OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	7,000
UNITED WAY OF THE MIDLANDS 1805 HARNEY STREET OMAHA, NE 68102	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	25,000
UNIVERSITY OF NEBRASKA - LINCOLN SCHOOL OF JOURNALISM 1401 Q STREET LINCOLN, NE 68588	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
UNO SCHOLARSHIP - PLANETARIUM6001 DODGE STREET OMAHA, NE 68182	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,500
UNO SCHOLARSHIP - SCIENCE 6001 DODGE STREET OMAHA, NE 68182	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	1,000
VISITING NURSES ASSOCIATION 1941 S 42ND STREET SUITE 126 OMAHA, NE 68105	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	2,000
WHY ARTS INC1030 S 111TH PLAZA OMAHA, NE 68154	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	5,000
WILLA CATHER PIONEER MEMORIAL413 NORTH WEBSTER RED CLOUD, NE 68970	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,000
WOMEN'S CENTER FOR ADVANCEMENT222 S 29TH STREET OMAHA, NE 68131	NONE	PUBLIC CHARITY	TO FURTHER THE CHARITABLE PURPOSE OF THE RECIPIENT	10,982
Total . . . . ▶ **3a**				781,982

TY 2011 Accounting Fees Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,299	2,299		0

TY 2011 General Explanation Attachment

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Identifier	Return Reference	Explanation
		GRANT REQUEST PROCEDURES THE FOUNDATION ASKS EACH REQUESTING ORGANIZATION TO PRESENT ITS GRANT REQUEST IN THE FOLLOWING MANNER 1) A LETTER SUMMARY, ONE PAGE IN LENGTH TO ACQUAINT TRUSTEES WITH BASICS OF GRANT REQUEST2) A LETTER, NO MORE THAN 5 PAGES IN LENGTH, CONTAINING THE ESSENTIAL INFORMATION, I E PROJECT CONTEMPLATED, COST, SOURCE OF FUNDS, TIMELINE FOR IMPLEMENTATION, SPECIFIC AMOUNT OF THE GRANT REQUEST, HOW PROJECT WOULD BE CONTINUED AFTER GRANT PAYOUT, AND3) CURRENT ANNUAL OPERATING BUDGET, LATEST FINANCIAL STATEMENTS, INCLUDING MANAGEMENT LETTER FROM AUDITOR, IF ANY4) IRS RULING LETTER UNDER 501(C)(3) OR 509(A) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED THIS LETTER MUST INDICATE (AND THE ORGANIZATION MUST BE WILLING TO SIGN A GRANT AGREEMENT, IF OFFERED, DECLARING) THAT THE REQUESTING ORGANIZATION IS A) EXEMPT FROM FEDERAL INCOME TAXATION UNDER 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1954, AS AMENDED AND B) NOT A PRIVATE FOUNDATION, AS DEFINED IN SECTION 509 OF SAID CODE 5) A STATEMENT OF THE THREE TOP MEASURABLE RESULTS YOU EXPECT TO ACCOMPLISH IF THIS GRANT IS APPROVED AND YOUR PROJECT GOES FORWARD AN ORIGINAL AND SEVEN (7) COPIES OF YOUR GRANT REQUEST AND ONE COPY OF ITEMS (2)-(5) SHOULD BE ADDRESSED TO THE UNDERSIGNED WE DO NOT ACCEPT FAX REQUESTS REQUESTS FOR GRANTS ARE CONSIDERED BY THE FULL BOARD OF TRUSTEES AT THEIR ANNUAL MEETING OR AT SPECIAL MEETINGS SOMETIMES HELD DURING THE YEAR GRANTS APPROVED MAY BE PAID IN ONE PAYMENT OR IN PAYMENTS OVER SEVERAL YEARS AS CASH BECOMES AVAILABLE PREFERENCE FOR CERTAIN PROGRAMS IS NOT A JUDGEMENT ON THE MERITS OF THOSE THAT ARE NOT SUPPORTED RATHER, IT IS A REFLECTION OF THE FOUNDATION'S BELIEF THAT ADHERENCE TO ITS PROGRAMS, WHICH ARE CAREFULLY STRUCTURED AND REGULARLY REVIEWED, LEADS TO EFFECTIVE USE OF ITS RESOURCES FOUNDATION CONTRIBUTIONS ARE MADE THE YEAR THE GRANT IS APPROVED AND ARE BASED ON THE FOUNDATION'S CALENDAR YEAR BUDGET ORGANIZATIONS ARE NOTIFIED IN WRITING OF THE BOARD'S DECISION REGARDING REQUESTS, USUALLY BY MAY 31ST OF THE FOLLOWING YEAR GRANT REQUESTS MUST BE POSTMARKED NO LATER THAN NOVEMBER 30 GILBERT M AND MARTHA H HITCHCOCK FOUNDATION P O BOX 31219OMAHA, NE 68132-0219402-345-0043

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135025722

TY 2011 Investments Corporate Bonds Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LACLEDE GAS 1ST MTG 6.500% 10/15/12	73,870	83,058
CHUBB CORP 6.800% 11/15/31	64,106	74,949
PITNEY BOWES INC 5.250% 01/15/37	59,736	61,144
TOSCO CORP 8.125% 02/15/30	82,198	95,176
AMERICAN EXPRESS CO 6.800% 09/01/66	69,064	64,675
WACHOVIA BANK NA 6.600% 01/15/38	65,314	73,713
ALABAMA PWR CO 5.500% 10/15/17	71,278	82,940
CATERPILLAR INC 7.900% 12/15/18	91,474	119,817
DAYTON PWR & LT CO 5.125% 10/01/13	91,737	96,116
IBM CORP 7.000% 10/30/25	81,017	116,550
KEY BANK NA 3.200% 06/15/12	104,900	106,451
KIMBERLY CLARK CORP 6.125% 08/01/17	87,831	110,087
MERRILL LYNCH 5.000% 01/15/15	76,586	77,067
MORGAN STANLEY 4.750% 04/01/14	90,792	93,584
ACE INA HOLDINGS 5.900% 6/15/19	49,494	59,749
BANK NEW YORK 4.950% 3/15/15	37,432	37,766
CITIGROUP INC 6.500% 8/19/13	71,740	72,867
ELECTRONIC DATA SYS 6.000% 8/01/13	87,418	84,806
GOLDMAN SACHS GROUP 6.250% 9/01/17	59,221	62,726
JP MORGAN CHASE 6.125% 6/27/17	64,088	65,947
PNC FUNDING CORP .06875% 1/31/14	77,695	83,241
PRICOA GLBL FUNDING 5.450% 6/11/14	62,035	64,847
STANFORD LELAND JR 3.625% 5/01/14	85,746	90,723
STATE STR BK & TR .082938% 12/08/15	77,137	80,583
BB&T CORPORATION 5.700% 4/30/14	54,583	54,700
MEDTRONIC INC 3.000% 3/15/15	59,995	63,361
METROPOLITAN LIFE 5.125% 6/10/14	71,989	69,987
PEPISCO INC 7.900% 11/01/18	61,671	67,504
UBS PFD FDG TR V 6.243% 5/29/49	46,707	38,081
CA INC SR NT 5.625% DTD 11/18/04 DUE 12/01/14	28,193	27,778
COMCAST CORP NEW NTS 6.50% DUE 01/15/17	51,695	52,928
CROWN CASTLE TOWERS LLC SRSEC CL 4.174% DUE 08/15/17	62,630	61,449
DOW CHEM CO NT 4.25% DUE 11/15/20	48,073	51,972
GENERAL ELEC CAP CORP 4.375% DUE 09/16/20	65,995	66,423
OCCIDENTAL PETE CORP SR NT 1.75% DUE 02/15/17	64,446	65,835
PACIFICORP 6.25% DUE 10/15/37	61,149	72,500
PRESIDENT&FELLOW HARVARD COLL 6.30% DUE 10/01/37	43,586	45,321
UNION PAC CORP NT 5.70% DUE 08/15/18	45,906	47,428
UNITED TECHNOLOGIES CORP NT 6.125% DUE 07/15/38	67,246	68,821
WAL MART STORES INC NT 5.625% DUE 04/15/41	67,961	71,082
WHIRLPOOL CORP MEDIUM TERM NTS 4.85% DUE 06/15/21	45,050	44,921

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TY 2011 Investments Corporate Stock Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO - 2,300 SH	8,399	187,979
CHEVRON CORP - 3,625 SH	160,150	385,700
COCA-COLA CO - 4,100 SH	5,435	286,877
EXXON MOBIL CORP - 3,750 SH	39,551	317,850
GENERAL ELECTRIC CO - 14,800 SH	14,489	265,068
INTERNATIONAL BUSINESS MACHINES CORP - 1,125 SH	3,495	206,865
KIMBERLY CLARK CORP - 1,850 SH	23,048	136,086
BB&T CORP - 3,350 SH	75,275	84,319
H J HEINZ CO - 3,625 SH	135,906	195,895
AIR PRODUCTS & CHEMICALS INC - 2,225 SH	132,190	189,548
JP MORGAN CHASE & CO - 5,075 SH	197,494	168,744
MEDTRONIC INC - 4,150 SH	149,566	158,737
MICROSOFT CORP - 8,175 SH	206,500	212,223
CISCO SYSTEMS INC - 7,175 SH	143,120	129,724
SOUTHERN CO - 2,750 SH	90,062	127,297
TEXAS INSTRUMENTS INC - 4,225 SH	91,802	122,990
AFLAC INC - 2,675 SHARES	152,751	115,720
COMCAST CORP CL A - 5,450 SHARES	110,144	129,219
PEABODY ENERGY CORP - 2,150 SHARES	100,119	71,186
PROCTER & GAMBLE CO - 3,275 SHARES	183,667	218,475
ABBOTT LABORATORIES - 3,325 SHARES	155,124	186,965
AMGEN INC - 2,425 SHARES	139,585	155,709
APACHE CORP - 1,300 SHARES	118,057	117,754
AVNET INC - 3,350 SHARES	64,249	91,715
EMERSON ELECTRIC CO - 3,475 SHARES	114,842	161,900
GOLDMAN SACHS GROUP - 1,025 SHARES	165,130	92,691
HEWLETT PACKARD CO - 3,200 SHARES	123,753	82,432
JACOBS ENGINEERING GROUP INC - 3,050 SHARES	123,501	123,769
METLIFE INC - 2,825 SHARES	78,592	88,083
MOHAWK INDUSTRIES INC - 1,850 SHARES	66,087	110,722

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WALGREEN CO - 2,300 SHARES	95,238	92,713
US BANCORP 7.189% PFD	87,299	61,710
ALLEGHENY TECHNOLOGIES INC - 2,475 SHARES	122,776	118,305
BLACKROCK INC - 675 SHARES	113,416	120,312
FLOWSERVE CORP - 1,400 SHARES	149,432	139,048
ORACLE CORP - 5,775 SHARES	131,760	148,129
PHILIP MORRIS INTERNATIONAL - 1,900 SHARES	87,905	149,112
QUEST DIAGNOSTICS INC - 2,975 SHARES	133,661	172,728
NOVARTIS AG ADR - 4,175 SHARES	213,431	238,685
SCHLUMBERGER LTD - 1,475 SHARES	89,603	100,757
AES CORP COM - 6,750 SHARES	85,479	79,920
CARNIVAL CORP - 4,250 SHARES	132,075	138,720
CITIGROUP INC COM - 3,175 SHARES	110,574	83,534
E M C CORP MASS COM	149,297	155,626
INTEL CORP COM - 7,850 SHARES	172,771	190,362
INTERNATIONAL GAME TECHNOLOGY COM - 6,850 SHARES	106,889	117,820
KOHLS CORP COM - 2,525 SHARES	136,352	124,609
LEAR CORP COM NEW - 2,775 SHARES	133,305	110,445
NIKE INC CL B - 1,075 SHARES	86,178	103,598
QUALCOMM INC COM - 1,900 SHARES	88,765	103,930
TEVA PHARMACEUTICAL INDS LTD ADR - 2,500 SHARES	92,394	100,900
TRAVLERS COS INC COM - 1,500 SHARES	75,123	88,755
US BANCORP DEL COM NEW - 7,125 SHARES	146,256	192,731

TY 2011 Investments Government Obligations Schedule

Name:	GILBERT M AND MARTHA H HITCHCOCK FOUNDATION
EIN:	47-6025723
US Government Securities - End of Year Book Value:	2,810,665
US Government Securities - End of Year Fair Market Value:	3,031,486
State & Local Government Securities - End of Year Book Value:	311,385
State & Local Government Securities - End of Year Fair Market Value:	348,816

TY 2011 Legal Fees Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	300	300		0

TY 2011 Other Expenses Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSE	2,218	2,218		0
POSTAGE	1,000	1,000		0
MEMBERSHIPS	695	695		0
INSURANCE	354	354		0

TY 2011 Other Income Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	26,090		26,090

TY 2011 Other Professional Fees Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	48,590	48,590		0

TY 2011 Taxes Schedule

Name: GILBERT M AND MARTHA H HITCHCOCK FOUNDATION

EIN: 47-6025723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,587	1,587		0
FEDERAL INCOME TAXES	9,614	9,614		0