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

**2011**

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>THE STEPHEN CASE FOUNDATION</b>		A Employer identification number <b>54-1848791</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1717 RHODE ISLAND AVENUE, NW, SUITE 700</b>		B Telephone number <b>(202) 467-5788</b>
City or town, state, and ZIP code <b>WASHINGTON, DC 20036</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,499,954.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	<b>2,000,000.</b>		<b>N/A</b>	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	<b>611.</b>	<b>611.</b>		<b>STATEMENT 1</b>
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		<b>0.</b>		
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)				
11 Other income				
12 Total. Add lines 1 through 11	<b>2,000,611.</b>	<b>611.</b>		
13 Compensation of officers, directors, trustees, etc.	<b>408,903.</b>	<b>0.</b>		<b>408,903.</b>
14 Other employee salaries and wages	<b>647,624.</b>	<b>0.</b>		<b>647,624.</b>
15 Pension plans, employee benefits	<b>187,431.</b>	<b>0.</b>		<b>187,431.</b>
16a Legal fees <b>STMT 2</b>	<b>31,538.</b>	<b>0.</b>		<b>31,538.</b>
b Accounting fees <b>STMT 3</b>	<b>20,207.</b>	<b>0.</b>		<b>20,207.</b>
c Other professional fees <b>STMT 4</b>	<b>216,862.</b>	<b>0.</b>		<b>216,862.</b>
17 Interest				
18 Taxes <b>STMT 5</b>	<b>101,540.</b>	<b>0.</b>		<b>101,540.</b>
19 Depreciation and depletion	<b>15,595.</b>	<b>0.</b>		
20 Occupancy				
21 Travel, conferences, and meetings	<b>128,260.</b>	<b>0.</b>		<b>128,260.</b>
22 Printing and publications				
23 Other expenses <b>STMT 6</b>	<b>456,942.</b>	<b>0.</b>		<b>456,598.</b>
24 Total operating and administrative expenses Add lines 13 through 23	<b>2,214,902.</b>	<b>0.</b>		<b>2,198,963.</b>
25 Contributions, gifts, grants paid	<b>1,214,591.</b>			<b>1,226,673.</b>
26 Total expenses and disbursements. Add lines 24 and 25	<b>3,429,493.</b>	<b>0.</b>		<b>3,425,636.</b>
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<b>&lt;1,428,882.&gt;</b>			
b Net investment income (if negative, enter -0-)		<b>611.</b>		
c Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

P 3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			500.	500.
	2	Savings and temporary cash investments		2,859,325.	1,453,437.	1,453,437.
	3	Accounts receivable ▶	350.			
		Less: allowance for doubtful accounts ▶		8,945.	350.	350.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment, basis ▶	227,141.				
	Less: accumulated depreciation ▶	185,662.	38,205.	41,479.	41,479.	
15	Other assets (describe ▶)	STATEMENT 7 )	4,532.	4,188.	4,188.	
16	<b>Total assets</b> (to be completed by all filers)		2,911,007.	1,499,954.	1,499,954.	
Liabilities	17	Accounts payable and accrued expenses			34,667.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
22	Other liabilities (describe ▶)	STATEMENT 8 )	43,349.	26,511.		
23	<b>Total liabilities</b> (add lines 17 through 22)		43,349.	61,178.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		2,867,658.	1,438,776.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	<b>Total net assets or fund balances</b>		2,867,658.	1,438,776.		
31	<b>Total liabilities and net assets/fund balances</b>		2,911,007.	1,499,954.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,867,658.
2	Enter amount from Part I, line 27a	2	<1,428,882.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,438,776.
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	1,438,776.

**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			
b	NONE		
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			
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			
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	
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). 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 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	3,794,588.	4,575,010.	.829416
2009	4,336,472.	6,158,449.	.704150
2008	7,736,838.	12,694,578.	.609460
2007	9,097,134.	12,663,068.	.718399
2006	9,228,548.	17,361,304.	.531558

2 Total of line 1, column (d)	2	3.392983
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	.678597
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,750,411.
5 Multiply line 4 by line 3	5	1,187,824.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6.
7 Add lines 5 and 6	7	1,187,830.
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	3,425,636.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6.
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.
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.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	630.	
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	630.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	624.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 624. Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC, VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.CASEFOUNDATION.ORG		X	
14	The books are in care of ► THE STEPHEN CASE FOUNDATION Telephone no. ► 202-467-5788 Located at ► 1717 RHODE ISLAND AVE, NW, 700, WASHINGTON, DC ZIP+4 ► 20036			
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	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		16	Yes No X

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

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

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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No  
 N/A

**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		408,903.	43,156.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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
GRANA GUILLERMO - 1717 RHODE ISLAND AVENUE, NW, SUITE 700, WASHINGTON, LOUISE STORM - 1717 RHODE ISLAND AVENUE, NW, SUITE 700, WASHINGTON, EMILY YU - 1717 RHODE ISLAND AVENUE, NW, SUITE 700, WASHINGTON, DC 2003	40.00	113,609.	20,849.	0.
ANDREA ZEDIKER - 1717 RHODE ISLAND AVENUE, NW, SUITE 700, WASHINGTON, KARI SARATOVSKY - 1717 RHODE ISLAND AVENUE, NW, SUITE 700, WASHINGTON,	40.00	97,200.	22,608.	0.
	40.00	80,668.	8,802.	0.
	25.00	72,591.	12,488.	0.
	25.00	68,343.	1,166.	0.

Total number of other employees paid over \$50,000 ▶ 3

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BURST MARKETING 8151 EAST 29TH AVE., DENVER, CO 80238	SOCIAL MEDIA	81,225.
THE HARBOUR GROUP 2300 N ST., NW, WASHINGTON, DC 20037	MARKETING	68,406.

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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

**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	0.
b	Average of monthly cash balances	1b	1,731,050.
c	Fair market value of all other assets	1c	46,017.
d	Total (add lines 1a, b, and c)	1d	1,777,067.
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	1,777,067.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,656.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,750,411.
6	Minimum investment return. Enter 5% of line 5	6	87,521.

**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	87,521.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,515.
4	Recoveries of amounts treated as qualifying distributions	4	12,082.
5	Add lines 3 and 4	5	99,597.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	99,597.

**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	3,425,636.
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	3,425,636.
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	5	6.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,425,630.

**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				99,597.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	8,682,373.			
b From 2007	8,476,541.			
c From 2008	7,108,869.			
d From 2009	2,986,372.			
e From 2010	3,609,777.			
f Total of lines 3a through e	30,863,932.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	3,425,636.			
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				99,597.
e Remaining amount distributed out of corpus	3,326,039.			
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:	34,189,971.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.			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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	8,682,373.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	25,507,598.			
10 Analysis of line 9				
a Excess from 2007	8,476,541.			
b Excess from 2008	7,108,869.			
c Excess from 2009	2,986,372.			
d Excess from 2010	3,609,777.			
e Excess from 2011	3,326,039.			



**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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT A</p>			SEE STATEMENT A	1,226,673.
<b>Total</b>			▶ 3a	1,226,673.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
<b>Total</b>			▶ 3b	0.





**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

THE STEPHEN CASE FOUNDATION

Employer identification number

54-1848791

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization <b>THE STEPHEN CASE FOUNDATION</b>	Employer identification number <b>54-1848791</b>
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**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>STEPHEN M. CASE AND JEAN N. CASE</u> <u>1717 RHODE ISLAND AVENUE, NW, SUITE</u> <u>700</u>  <u>WASHINGTON, DC 20036</u>	\$ <u>2,000,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization <b>THE STEPHEN CASE FOUNDATION</b>	Employer identification number <b>54-1848791</b>
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**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

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

Name of organization <b>THE STEPHEN CASE FOUNDATION</b>	Employer identification number <b>54-1848791</b>
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**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET FUNDS	495.
PEP AFRICA FUND	116.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	611.

## FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	31,538.	0.		31,538.
TO FM 990-PF, PG 1, LN 16A	31,538.	0.		31,538.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	20,207.	0.		20,207.
TO FORM 990-PF, PG 1, LN 16B	20,207.	0.		20,207.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	41,736.	0.		41,736.
GENERAL CONSULTING SUPPORT	158,343.	0.		158,343.
WEB AND TECHNOLOGICAL	16,783.	0.		16,783.
TO FORM 990-PF, PG 1, LN 16C	216,862.	0.		216,862.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	101,540.	0.		101,540.
TO FORM 990-PF, PG 1, LN 18	101,540.	0.		101,540.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION	344.	0.		0.
INSURANCE	20,961.	0.		20,961.
INTERACTIVE TECHNOLOGY DEV.	63,316.	0.		63,316.
MISCELLANEOUS	12,093.	0.		12,093.
OFFICE SUPPLIES	28,898.	0.		28,898.
MEALS AND ENTERTAINMENT	1,106.	0.		1,106.
POSTAGE & MAILING	5,057.	0.		5,057.
REPAIRS & MAINTENANCE	62,941.	0.		62,941.
TELECOMMUNICATIONS	61,482.	0.		61,482.
TRAINING & RECRUITING	40,615.	0.		40,615.
MARKETING & PROMOTIONS	157,640.	0.		157,640.
MEMBERSHIP DUES	2,489.	0.		2,489.
TO FORM 990-PF, PG 1, LN 23	456,942.	0.		456,598.

FORM 990-PF	OTHER ASSETS		STATEMENT 7
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DOMAIN NAME, NET OF AMORTIZATION	4,532.	4,188.	4,188.
TO FORM 990-PF, PART II, LINE 15	4,532.	4,188.	4,188.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	8
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
DUE TO RCS		843.	0.
DUE TO KPH		10,287.	4,369.
BENEFITS-RELATED PAYABLES		21,315.	22,142.
PREPAIDS		10,904.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22		43,349.	26,511.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN CONTRIB	PLAN EXPENSE ACCOUNT
STEPHEN M. CASE 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	DIRECTOR/CHAIRMAN 1.00	0.	0.	0.
JEAN N. CASE 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	DIRECTOR/PRESIDENT/CEO 40.00	0.	0.	0.
BRIAN SASSCER 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 40.00	156,004.	12,947.	0.
ERICH BROKSAS 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 25.00	105,103.	17,842.	0.
MICHAEL SMITH 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 40.00	147,796.	12,367.	0.
JOHN SABIN 1717 RHODE ISLAND AVENUE, NW, SUITE 700 WASHINGTON, DC 20036	TREASURER/SECRETARY/CFO 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		408,903.	43,156.	0.

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FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 10

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NAME OF MANAGER

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STEPHEN M. CASE

JEAN N. CASE

**The Stephen Case Foundation**  
**EIN: 54-1848791**  
**Depreciation Schedule**  
**December 31, 2011**

Description	Date Place In Service	Life	Cost	Beginning Accumulated Depreciation	Current Year Depreciation	Ending Accumulated Depreciation
Furniture & Fixtures	01/01/02	7	24,926	24,926	0	24,926
Equipment	12/31/01	5	124,527	122,449	1,780	124,229
Partial Disposal			(2,244)	(1,646)		(1,646)
<i>Subtotal</i>			122,283	120,803	1,780	122,583
Office Equipment	07/31/07	5	2,125	1,452	425	1,878
Office Equip - CDW	08/28/07	5	1,516	1,011	303	1,315
Office Equip - Dell Marketing LP	08/30/07	5	1,913	1,276	383	1,658
Office Equip - Dell Marketing LP	09/30/07	5	2,258	1,468	452	1,919
Office Equip - RHG	01/03/08	5	2,000	1,200	400	1,600
Office Equip - Dell Marketing LP	01/22/08	5	3,441	2,007	688	2,695
Office Equip - Dell Marketing LP	02/12/08	5	1,617	943	323	1,267
Office Equip - Dell Marketing LP	03/11/08	5	1,656	938	331	1,269
Office Equip - CDW	04/01/08	5	2,388	1,314	478	1,791
Office Equip - PC Connection	04/16/08	5	1,472	809	294	1,104
Office Equip - Dell Marketing LP	06/03/08	5	2,104	1,087	421	1,508
Office Equip - Dell Marketing LP	07/01/08	5	1,353	677	271	947
Office Equip	07/02/08	5	2,342	1,171	468	1,640
Office Equip - Dell Marketing LP	07/08/08	5	2,031	1,015	406	1,422
Office Equip - Dell Marketing LP	07/08/08	5	1,656	828	331	1,159
Office Equip - Dell Marketing LP	07/15/08	5	2,031	1,015	406	1,422
Office Equip	09/18/08	5	4,354	1,959	871	2,829
Office Equip - Dell Marketing LP	10/02/08	5	2,149	967	430	1,397
Office Equip - Docking Stations	04/28/10	5	653	98	131	229
Office Equip - Latituted E4300	05/12/10	5	2,239	299	448	746
Office Equip - Latituted E4300	05/12/10	5	2,239	299	448	746
Office Equip - Latituted E4300	05/12/10	5	2,239	299	448	746
Office Equip - Latituted E4300	05/12/10	5	2,239	299	448	746
Office Equip - Optiplex 980	06/30/10	5	1,076	126	215	341
Office Equip - Screen Monitor	07/28/10	5	1,133	113	227	340
Office Equip - Optiplex 980	09/08/10	5	1,229	82	246	328
Office Equip - Monitor/Adaptor	10/22/10	5	617	31	123	154
Office Equip - Camcorder	10/22/10	5	4,054	203	811	1,014
Office Equip - Mac Book Pro	11/17/10	5	3,315	111	663	774
Office Equip	01/12/11	5	260	-	45	45
Office Equip	02/18/11	5	4,485	-	785	785
Office Equip	05/20/11	5	2,121	-	265	265
Office Equip - Macbook Pro	08/19/11	5	2,973	-	223	223
Office Equip	10/21/11	5	1,996	-	50	50
Office Equip	12/23/11	5	1,079	-	27	27
Office Equip - Computers	12/31/11	5	2,746	-	69	69
Office Equip - Computers	12/31/11	5	3,209	-	80	80
<i>Subtotal</i>			200,590	143,897	15,212	159,111
Telephone System	09/04/08	3	877	681	196	878
Telephone System	10/06/08	3	748	560	187	747
<i>Subtotal</i>			1,625	1,241	383	1,625
<b>Total</b>			<b>227,141</b>	<b>170,067</b>	<b>15,595</b>	<b>185,662</b>

The Stephen Case Foundation  
EIN: 54-1848791  
Amortization Schedule  
December 31, 2011

Description	Date Place in Service	Life	Cost	Beginning Accumulated Amortization	Current Year Amortization	Ending Accumulated Amortization
Domain Name	03/04/09	15	5,163	631	344	975
<b>Total</b>			<b>5,163</b>	<b>631</b>	<b>344</b>	<b>975</b>

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF, RETURN OF PRIVATE FOUNDATION,**  
**PART VII-A, LINE 12**

During 2011, The Stephen Case Foundation made a distribution of \$25,000 to Network for Good, Inc., a donor advised fund, over which individuals who would be deemed disqualified persons of The Stephen Case Foundation had advisory privileges. The distribution of \$25,000 is treated as a qualifying distribution, as the funds were used to accomplish a purpose as described in IRC Section 170(c)(2)(B).

During the 2011 holiday season as part of the Case Foundation's ongoing effort to strengthen civic engagement in the U.S., the Foundation launched #GoodSpotting, an online photo-sharing sweepstakes challenge asking people to "catch someone in the act of doing good". Through a large social media campaign people were asked to take photos of themselves or others doing good, and to submit them online, either by using the hashtag #goodspotting on Twitter or Facebook. Participants could then enroll in a sweepstakes to win prizes for their entry. More than 700 photos were uploaded and 1,300 people entered the sweepstakes. The Foundation awarded two individuals a \$5,000 grant (to the nonprofit of their choice). The Foundation also awarded four individuals with a \$2,500 grant (to the nonprofit of their choice), and an additional five individuals with a \$1,000 grant (to the nonprofit of their choice). All grants were vetted and disbursed through Network for Good.

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF, RETURN OF PRIVATE FOUNDATION**  
**EXPENDITURE RESPONSIBILITY GRANT**  
**ACHIEVE, LLC – MILLENNIAL DONOR SUMMIT**

Pursuant to IRC Regulation 53.4945-5(d)(2), the Stephen Case Foundation provides the following information:

Grantee: Achieve, LLC  
233 McCrea Street, Suite 200  
Indianapolis, IN 46225

Date of Grant: April 28, 2011

Amount of Grant: \$15,000

Purpose of Grant: To support the 2011 Millennial Engagement Virtual Summit

Amount Expended: \$15,000

Reports: March 31, 2012

Diversions: To the knowledge of The Stephen Case Foundation, no funds were diverted to any other activity other than the activity for which the grant was originally made.

Verification: The Stephen Case Foundation has no reason to doubt the accuracy or reliability from the grantee, therefore, no independent verification was performed.

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF, RETURN OF PRIVATE FOUNDATION**  
**EXPENDITURE RESPONSIBILITY GRANT**  
**ACHIEVE, LLC – MILLENNIAL DONOR SUMMIT**

Pursuant to IRC Regulation 53.4945-5(d)(2), the Stephen Case Foundation provides the following information:

Grantee: Achieve, LLC  
233 McCrea Street, Suite 200  
Indianapolis, IN 46225

Date of Grant: December 2, 2011

Amount of Grant: \$25,000

Purpose of Grant: To support the 2012 Millennial Engagement Virtual Summit

Amount Expended: \$25,000

Reports: March 31, 2012

Diversions: To the knowledge of The Stephen Case Foundation, no funds were diverted to any other activity other than the activity for which the grant was originally made.

Verification: The Stephen Case Foundation has no reason to doubt the accuracy or reliability from the grantee, therefore, no independent verification was performed.

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF, RETURN OF PRIVATE FOUNDATION**  
**EXPENDITURE RESPONSIBILITY GRANT**  
**SAPLING FOUNDATION**

Pursuant to IRC Regulation 53.4945-5(d)(2), the Stephen Case Foundation provides the following information:

Grantee: Sapling Foundation  
250 Hudson Street, Suite 1002  
New York, NY 10013

Date of Grant June 10, 2011

Amount of Grant: \$16,667

Purpose of Grant: To support the Ted Fellow Program with 3<sup>rd</sup> installment of \$50K grant

Amount Expended: \$16,667

Reports: To be received by Ted Fellows

Diversions: To the knowledge of The Stephen Case Foundation, no funds were diverted to any other activity other than the activity for which the grant was originally made.

Verification: The Stephen Case Foundation has no reason to doubt the accuracy or reliability from the grantee, therefore, no independent verification was performed.

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF, RETURN OF PRIVATE FOUNDATION**  
**EXPENDITURE RESPONSIBILITY GRANT**  
**STARTUP AMERICA PARTNERSHIP, LLC**

Pursuant to IRC Regulation 53 4945-5(d)(2), the Stephen Case Foundation provides the following information:

Grantee: StartUp America Partnership, LLC and Ewing Marion Kauffman Foundation  
1717 Rhode Island Avenue, N.W. #700  
Washington, DC 20036

Date of Grant: December 16, 2011

Amount of Grant: \$99,725\*\*

Purpose of Grant: In response to President Obama's call to celebrate, inspire and accelerate entrepreneurship in the United States.

Amount Expended: \$99,725

Reports: Semi-Annual Reports with detailed information on Exhibit B of Grant

Diversions: To the knowledge of The Stephen Case Foundation, no funds were diverted to any other activity other than the activity for which the grant was originally made.

Verification: The Stephen Case Foundation has no reason to doubt the accuracy or reliability from the grantee, therefore, no independent verification was performed.

\*\*Part of an overall grant which included in-kind services

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2011 FORM 990-PF,**  
**RETURN OF PRIVATE FOUNDATION**

**PART XV, LINE 2:**

In addition to making monetary grants, the Stephen Case Foundation ("Case Foundation" or "Foundation") believes that it can better maximize the impact of its social investments (i.e. contributions) by developing and executing strategic philanthropic programs that address complex social problems through partnership, collaboration, and the application of entrepreneurial models. As a result, the Foundation has, over time, shifted its funding resources more significantly toward the creation of these programs. The Foundation also continues to leverage its employees' and partners' expertise in social networking, marketing, technology and other areas to provide programmatic support to third-party charitable organizations. Ultimately, this donation of time and service is intended to extend and further leverage monetary grants from either the Foundation or from other donors.

**Key 2011 Programs:**

As an organization with origins in America's Internet revolution, the Foundation embraces the power of interactive technology as a groundbreaking tool to level uneven playing fields and quicken the pace and ease at which everyday people can become active and engaged citizens. Further, as a Foundation led by former technology executives and entrepreneurs, it embraces an entrepreneurial approach to social solutions that is rooted in effective communications and metrics-driven strategies. As such, the Foundation has recruited and developed a team of executives and practitioners that have become experts in combining technology, entrepreneurship and social good to produce programs and initiatives that use cutting edge tools and provide opportunities for the entire nonprofit sector and the people they serve. The following is an overview of some of the initiatives of the Foundation in 2011.

- **Startup America Partnership** – The Case Foundation firmly believes that an entrepreneurial spirit and approach, as well as a willingness to embrace cross-sector partnerships, is critical for anyone who wishes to solve complex social challenges. As such, the Foundation has continued to leverage public-private partnerships and support double-bottom-line businesses (e.g. businesses that have a social objective as well as a business objective), social enterprises, and the intermediaries that support them.

With high unemployment and the need to fuel job growth continuing to take center stage in 2010-2011, the Case Foundation partnered with the Ewing Marion Kauffman Foundation in January 2011 to provide the initial funding and in-kind resources to launch the Startup America Partnership. The Partnership was created as an independent, private-sector response to President Obama's Startup America initiative, a White House campaign to celebrate, inspire, and accelerate high-growth entrepreneurship throughout the nation. Studies have found that companies less than five years old accounted for all of the net job growth in the United States between 1980 and 2005 but in recent years various factors were contributing to fewer starts and decreased growth. As a result, realizing that no amount of philanthropic or government investment could substitute a healthy economy with Americans at work, the Case Foundation saw the opportunity to support the creation of an organization designed to implement strategic interventions to reverse trends making it harder to start and grow companies. The Foundation's investment in the Startup America Partnership will enable the organization to conduct a demonstration project intended to identify and measure the effectiveness of various governmental, commercial enterprise and tax-exempt organization activities and policies in support of entrepreneurial ventures and how those activities facilitate the creation of jobs and growth of the economies.

In 2011, the Case Foundation staff played an integral role in launching the Startup America Partnership organization, and in supporting essential functions (organization strategy, partner development, communications) prior to the hiring of a CEO and other professional staff. During the initial months following the launch, the Case Foundation team developed an operating model, built and launched a web presence, designed and executed a communications strategy, orchestrated events and announcements and forged and managed strategic cross-sector partnerships, which in just a few months led to new corporate sponsors that would soon far exceed the Case Foundation and Kauffman Foundation grant dollars and more than \$500 million in commitments of resources from private sector companies and other organizations to strengthen areas that young companies identified as their greatest needs: Talent, Services, Expertise, Customers and Capital.

The Foundation continues to play an important strategic role in guiding the organization, and Case Foundation chairman Steve Case also serves as chair of the Partnership's board.

- **A Billion + Change** - The Case Foundation's work to expand the movement for corporations to provide skills-based pro bono to nonprofits began in 2008, when A Billion + Change was launched as a public-private partnership by the President's Council on Service and Civic Participation, which was chaired by Jean Case. The initiative was reinvigorated in 2011 with expanded leadership under the honorary chairmanship of Senator Mark Warner. Jean Case, CEO of the Foundation, serves on the A Billion + Change leadership council, providing strategy and direction for the initiative, and Case Foundation staff provide programmatic and marketing/communications support for the organization.

In 2011 Foundation staff played a critical hands-on role identifying new leadership, sponsors and pledge companies, as well as a new organization to administer the effort and a new director to lead the work. Further, in the lead up to the programs re-launch in November 2011, Foundation staff spent significant hours working with the A Billion + Change staff to identify new pledge companies, which led to the organization surpassing its goal of generating \$1 billion in commitments to pro-bono service from companies before the re-launch had even taken place. Thanks to that early success, A Billion + Change leadership have announced a new goal to reach \$2 billion in commitments from 500 companies by the end of 2013.

- **CaseFoundation.org and SocialCitizens.org** - In 2011, the Foundation continued to focus on leveraging its website ([www.casefoundation.org](http://www.casefoundation.org)) as a resource for partners, grantees and the general public to become better informed on topics such as social media for nonprofits, strategies for effective giving, corporate citizenship and civic engagement, and to have the right tools to take action on issues they care about most. In addition to the Case Foundation website, the Foundation also spent time further enhancing the Social Citizens web presence, featuring topics and discussions about how the next generation is combining new technologies and approaches along with the unique characteristics of their generation to change the way activism and civic engagement is done. In addition, the Foundation effectively leveraged social media networks including Twitter and Facebook, to extend its reach and interaction with followers. These combined interactive efforts enabled the Foundation to expand its audience and share new and relevant content, research, and stories that spark conversation and inspire individuals and organizations to take meaningful action in their communities and around the world. Both the Foundation's website and Social Citizens program are managed and maintained by Foundation staff, who function like an internal editorial team. They blog, tweet, develop and execute cause campaigns and marketing promotions, track analytics and make course corrections along the way and proactively engage with viewers and followers to ensure content is having the desired impact.
- **Technology leadership** – In 2011, the Foundation undertook a number of initiatives that were focused on continuing to maintain its leadership position in leveraging new technology tools to help address complex social challenges, including
  - *DoGooder Awards* – as part of its commitment to initiatives that encourage nonprofits to leverage a variety of technologies, the Case Foundation for a third year in a row provided \$10,000 in grants to the winners of the DoGooder Awards, a contest awarding nonprofit organizations for the most creative use of video in four separate categories, along with strategic staff support of rule development, marketing and promotion and identifying and disseminating best practices.
  - *Greater Washington Give to the Max Day* – The Case Foundation served as the Social Impact Partner for the Greater Washington Give to the Max Day, a 24-hour online fundraising challenge organized by the online giving platform Razoo, the Community Foundation for the National Capital Region, and the United Way of the National Capital Area. More than 1,000 nonprofits collectively raised more than \$2 million for their organizations. The Foundation's partnership helped to support some of the awards provided to participating nonprofits, but more significantly, Foundation staff provided ongoing expertise and counsel based on vast lessons learned from similar campaigns the Foundation has conducted, supported marketing, communications and promotions, served as trainers for participant "boot camps," and helped identify partners and sponsors. The Foundation also supported follow-up research released in early 2012 documenting lessons learned and best practices for anyone interested in replicating or participating in a similar effort – the support was both in the form of grant dollars but also significant staff engagement in helping to develop the survey methodology, advising the evaluator and editing and producing the final document.
  - *Social media training* – through the Foundation's web presence (videos and blogs), and dozens of speaking appearances and workshops, the Foundation continued to help educate nonprofits and other organizations on how to leverage social media more effectively to communicate with key audiences and as part of a broader marketing strategy.
  - *Millennial Donor Summit. A Virtual Convening* – As part of its role in leading the dialogue on Millennials and their role in social change, the Case Foundation kicked off the 2011 Millennial Donor

Summit ("MDS11"), a collaborative effort with Achieve and Johnson Grossnickle and Associates (JGA) – conducted entirely online. The virtual summit brought together more than 1,000 participants representing 100 organizations from academic institutions to small community-based organizations in an effort to spotlight the unique characteristics of the rising generation and help nonprofit executives better understand how to attract and engage Millennials in their work. MDS11 marked the Case Foundation's first foray into a completely virtual convening of this scale. Foundation staff spent significant hours with partners designing this new approach to convening, identifying speakers, marketing, communications and promotions and even actual event production at the Foundation's headquarters. As with all of the Case Foundation's technology experiments, the Foundation published a report sharing the biggest takeaways, lessons learned, and candid advice for those who may be interested in setting out on a similar virtual experiment of their own. This report was written and produced by Foundation staff.

### **Powerful Partnerships: High Engagement Philanthropy**

Core to the Foundation's operational model is the belief in a venture-capital inspired approach to philanthropy, wherein it is highly engaged with its grantees to ensure impact and a significant social return on investment. In addition to ongoing meetings and check-ins, the Foundation often provides grantees with web, marketing, communications and program support. This support manifests itself as executives on loan, strategic counseling sessions (individuals or groups), sharing and discussing lessons learned and best practices and hosting convenings with thought leaders. In 2011, the following two organizations exemplified the typical high-engagement relationship with Foundation partners:

- **Accelerate Brain Cancer Cure ("ABC2")**- ABC2 partners with leading entrepreneurs, scientists and researchers to find a cure for brain cancer. In 2011, the Case Foundation lent ongoing communications, marketing and technology support to the ABC2 team. Foundation staff helped with website redesign both for the organization and their annual Florida Brain Cancer Walk and Race for Hope-DC fundraising events, provided strategic and tactical communications support for major announcements and initiatives and provided ongoing counsel from senior program staff on organization strategy and partnership development. Accelerate Brain Cancer Cure is also co-housed with the Foundation.
- **Water for People** - In late 2009, the Foundation partnered with Water for People to take its global water efforts to the next level. In 2011, the organization continued to provide strategic support to the Water for People team on marketing, communications and program strategy. In addition, a senior vice president from the Foundation serves on the Water for People board, providing ongoing counsel and support to the organization.

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2011**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2011 Amount</b>
Accelerate Brain Cancer Cure, National Brain Tumor Society (Race for Hope) 1717 Rhode Island Ave , NW Washington, DC 20036	Public Charity 509(a)(1)	Health Care	50,000
Accelerate Brain Cancer Cure 1717 Rhode Island Ave , NW Washington, DC 20036	Public Charity 509(a)(1)	In-Kind Support	18,214
Achieve LLC 233 McCrea Street, Suite 200 Indianapolis, IN 46225		Expenditure Responsibility	40,000
American Jewish World Service, Inc 45 West 36th Street New York, NY 10018	Public Charity 509(a)(1) or 509(a)(2)	Community Development	2,500
America's Promise Alliance 1110 Vermont Ave, NW, Suite 900 Washington, DC 20005	Public Charity 509(a)(1)	Youth Development	11,000
The Aspen Institute PO Box 222 Queenstown, MD 21658	Public Charity 509(a)(2)	International Development	35,000
Boys & Girls Club of America 5 Hanover Square, 3rd Floor New York, NY 10004	Public Charity 509(a)(1) or 509(a)(2)	Community Development	15,000
Buxton Initiative 1717 Rhode Island Ave NW, Suite 700 Washington, DC 20036	Public Charity 509(a)(1) or 509(a)(2)	In-Kind Support	3,493
Causecast Foundation 8800 Venice Blvd, Suite 217 Los Angeles, CA 90034	Public Charity 509(a)(1)	Staff Support for 1st phase of StartUp America Partnership	73,425
CEOs for Cities 8 E. Randolph Street, #2603 Chicago, IL 60601	Public Charity 509(a)(1)	Community Development	25,000
City Year Inc 287 Columbus Ave Boston, MA 02116	Public Charity 509(a)(1)	Youth Development	1,000
City Year - DC 1875 Connecticut Avenue NW, Suite 1130 Washington, DC 20009	Public Charity 509(a)(1)	Youth Development	100,000
College Summit, Inc. 1763 Columbia Rd, NW, Second Floor Washington, DC 20009	Public Charity 509(a)(1)	Education	1,000
Council on Foundations 2121 Crystal Drive, Suite 700 Arlington, VA 22202	Public Charity 509(a)(1)	General Support	900
First Book 1319 F St NW, Suite 1000 Washington, DC 20004	Public Charity 509(a)(1)	Education	10,000

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2011**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2011 Amount</b>
The Give an Hour Nonprofit PO Box 5918 Bethesda, MD 20824	Public Charity 509(a)(1)	Veterans Affairs	10,000
Holladay Family Fund c/o Fidelity Charitable Gift Fund 200 Seaport Blvd Boston, MA 02210	Public Charity 509(a)(1) or 509(a)(2)	General Support	12,000
Independent Sector 1602 L St NW, Suite 900 Washington, DC 20036	Public Charity 509(a)(1) or 509(a)(2)	Community Development	2,500
Iraq & Afghanistan Veterans of America 292 Madison Avenue, 10th Floor New York, NY 10017	Public Charity 509(a)(1)	Veterans Affairs	10,000
Malaria No More 432 Park Avenue South, 4th Floor New York, NY 10016	Public Charity 509(a)(1)	International Development	25,000
The Mayor's Fund to Advance New York City 253 Broadway, 8th Floor New York, NY 10007	Public Charity 509(a)(1)	Community Development	25,000
Mission Continues PO Box 543602, c/o Patrick Tedjamulia Chicago, IL 60654	Public Charity 509(a)(1)	Veterans Affairs	4,307
National Conference on Citizenship 1816 Jefferson Place, NW Washington, DC 20036	Public Charity 509(a)(2)	66th Annual Conference	20,000
National Geographic Society 1145 17th St NW Washington, DC 20036	Public Charity 509(a)(2)	General Support	50,000
Network for Good, Inc. 7920 Norfolk Ave, Ste 520 Bethesda, MD 20814	Public Charity 509(a)(1)	General Support	35,618
Network for Teaching Entrepreneurship 120 Wall Street, 18th Floor New York, NY 10005	Public Charity 509(a)(1)	Education	1,000
Philanthropy for Active Civic Engagement 444 Sherman St, Ste 200 Denver, CO 80203	Public Charity 509(a)(1)	Civic Engagement	2,000
Philanthropy for Active Civic Engagement 444 Sherman St, Ste 200 Denver, CO 80203	Public Charity 509(a)(1)	In-Kind Support	579
Points of Light Foundation 600 Means Street, Suite 210 Atlanta, GA 30318	Public Charity 509(a)(1)	Community Development	61,333
Post Carbon Institute 613 Fourth Street, Suite 208 Santa Rosa, CA 95404	Public Charity 509(a)(1) or 509(a)(2)	Environment	2,500
Razoo Foundation 1020 19th St NW, Ste 800 Washington, DC 20036	Public Charity 509(a)(1)	Community Development	25,000

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2011**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2011 Amount</b>
Ronald McDonald House Charities of Austin & Central Texas Inc 1315 Barbara Jordan Blvd Austin, TX 78723	Public Charity 509(a)(1) or 509(a)(2)	Health Care	2,500
Sapling Foundation/Ted Conferences LLC 250 Hudson Street, Suite 1002 New York, NY 10013	Private Nonoperating Foundation 501(c)(3)	Expenditure Responsibility	16,667
StartUp America Partnership, LLC/Ewing Marion Kauffman Foundation 1717 Rhode Island Avenue, N W. #700 Washington, DC 20036	Private Nonoperating Foundation 501(c)(3)	Expenditure Responsibility	99,725
StartUp America Partnership, LLC/Ewing Marion Kauffman Foundation 1717 Rhode Island Avenue, N.W. #700 Washington, DC 20036	Private Nonoperating Foundation 501(c)(3)	In-Kind Support	327,662
Washington Regional Association of Grantmakers 1400 16th St, NW, Suite 740 Washington, DC 20036	Public Charity 509(a)(1) or 509(a)(2)	Community Development	3,750
Water for People 6666 W Quincy Ave Denver, CO 80235	Public Charity 509(a)(1)	International Development	100,000
Watershed Management Group PO Box 65953 Tucson, AZ 85728	Public Charity 509(a)(1) or 509(a)(2)	Environment	2,500
Other Miscellaneous Donation			500
<b>Total Contributions, gifts, grants paid:</b>			<b>1,226,673</b>
Other Miscellaneous: Donation recovery			(12,082)
<b>Net Contributions, gifts, grants paid:</b>			<b>1,214,591</b>

## Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

<b>Type or print</b>  <small>File by the due date for filing your return See instructions</small>	Name of exempt organization or other filer, see instructions. THE STEPHEN CASE FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 54-1848791
	Number, street, and room or suite no. If a P.O. box, see instructions. 1717 RHODE ISLAND AVENUE NW, SUITE 700	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions WASHINGTON, DC 20036	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ THE STEPHEN CASE FOUNDATION

Telephone No. ▶ 202-467-5788 FAX No. ▶ 202-775-8513

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year 20 11 or

▶  tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	6
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	630
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b>  File by the due date for filing your return. See Instructions.	Enter filer's identifying number, see Instructions	
	Name of exempt organization or other filer, see Instructions. <b>THE STEPHEN CASE FOUNDATION</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>54-1848791</b>
	Number, street, and room or suite no. If a P.O. box, see Instructions. <b>1717 RHODE ISLAND AVENUE NW, SUITE 700</b>	Social security number (SSN) <input type="checkbox"/>
City, town or post office, state, and ZIP code For a foreign address, see Instructions. <b>WASHINGTON, DC 20036</b>		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP!** Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **THE STEPHEN CASE FOUNDATION**  
 Telephone No. **202-467-5788** FAX No. **202-775-8513**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

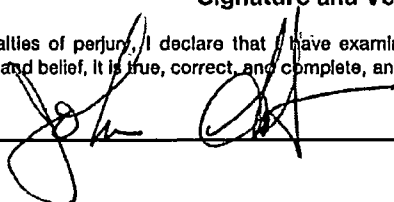
- I request an additional 3-month extension of time until **NOVEMBER 15**, 20 **12**.
- For calendar year **2011**, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO OBTAIN INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See Instructions.	<b>8a</b> \$	<b>6</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b> \$	<b>630</b>
<b>c</b> Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See Instructions.	<b>8c</b> \$	<b>0</b>

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶



Title ▶ CFO

Date ▶

**AUGUST 9, 2012**