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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

OMB No 1545-0052

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

08/01, 2011, and ending

07/31, 2012

Name of foundation THE A. ALFRED TAUBMAN FOUNDATION		A Employer identification number 27-1366308
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (248) 258-6800
200 EAST LONG LAKE ROAD		
City or town, state, and ZIP code BLOOMFIELD HILLS, MI 48304		
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		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 53.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 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)	516,206.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	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)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11	516,206.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 1	6,736.			6,736.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 2	10,952.			10,952.
	24 Total operating and administrative expenses. Add lines 13 through 23	17,688.			17,688.
	25 Contributions, gifts, grants paid	498,670.			498,670.
26 Total expenses and disbursements. Add lines 24 and 25	516,358.	0	0	516,358.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-152.				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)					

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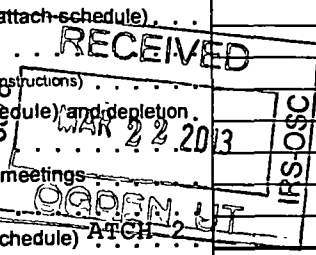
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Part II Balance Sheets

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	205.	53.	53.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	205.	53.	53.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	205.	53.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	205.	53.	
31 Total liabilities and net assets/fund balances (see instructions)	205.	53.		

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	205.
2 Enter amount from Part I, line 27a	2	-152.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	53.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	53.

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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					
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			(i) 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)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div> </div>		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	197,000.	127.	1551.181102
2009	197,181.	875.	225.349714
2008	159,597.	1,978.	80.686047
2007	2,316,155.	416.	5567.680288
2006	236,617.	1,357.	174.367723
2 Total of line 1, column (d)			7599.264874
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			1519.852975
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			115.
5 Multiply line 4 by line 3			174,783.
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			174,783.
8 Enter qualifying distributions from Part XII, line 4			516,358.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
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	0
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	0
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	0
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0
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		0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$		
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	
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE, MI,		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of KEVIN MOLLOY	Telephone no. 248-258-6800		
	Located at ATTACHMENT 3	ZIP + 4 48304		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

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).

6 a 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

6b

If "Yes" to 6b, file Form 8870

7 a 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

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 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
ATTACHMENT 4		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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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	1	a
b	Average of monthly cash balances		1b
c	Fair market value of all other assets (see instructions)		1c
d	Total (add lines 1a, b, and c)		1d
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets		2
3	Subtract line 2 from line 1d		3
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)		4
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4		5
6	Minimum investment return. Enter 5% of line 5		6

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

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
b	Program-related investments - total from Part IX-B		1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		2
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)		3a
b	Cash distribution test (attach the required schedule)		3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4		4
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)		5
6	Adjusted qualifying distributions. Subtract line 5 from line 4		6

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

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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				6.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 516,358.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				6.
e Remaining amount distributed out of corpus	516,352.			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	516,352.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	516,352.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	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				

Form 990-PF (2011)

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

NOT APPLICABLE

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or	4942(j)(5)
---------------	------------

4942(1)(5)

- 2 a** 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 invest-
ment 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)(ii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income .

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**

- ## 1 Information Regarding Foundation Managers:

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

A. ALFRED TAUBMAN

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

NONE

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

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

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

ATTACHMENT 5

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

ATTACHMENT 6

- c Any submission deadlines.**

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> ATTACHMENT 7				
Total			▶ 3a	498,670.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)						
13 Total. Add line 12, columns (b), (d), and (e)						

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

P00122044

Firm's name	▶ TAUBMAN ASSET GROUP, INC.
-------------	-----------------------------

Firm's EIN ► 38-2499418

Firm's address ► 200 EAST LONG LAKE ROAD, SUITE 180

48304

Phone no. 248-258-6800

Form 990-PF (2011)

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 A. ALFRED TAUBMAN FOUNDATION

Employer identification number

27-1366308

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 foundationCheck 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).

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 THE A. ALFRED TAUBMAN FOUNDATION

Employer identification number
27-1366308**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	A. ALFRED TAUBMAN RESTATED REV. TRUST 200 EAST LONG LAKE ROAD, SUITE 180 BLOOMFIELD HILLS, MI 48304	\$ 516,206.	Person <input checked="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)

ATTACHMENT 1FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	6,736.			6,736.
TOTALS	<u>6,736.</u>			<u>6,736.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STATE OF MICHIGAN - FILING FEE	20.	20.
DELAWARE - FILING FEE	25.	25.
REGISTERED AGENT FEES	107.	107.
COUNCIL ON FOUNDATIONS - MEMBERSHIP FEES	500.	500.
COUNCIL OF MI FOUNDATIONS - MEMBERSHIP FEES	300.	300.
CHARITABLE CONSULTING FEE	10,000.	10,000.
TOTALS	<u>10,952.</u>	<u>10,952.</u>

ATTACHMENT 3

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

200 EAST LONG LAKE ROAD, SUITE 180, BLOOMFIELD HILLS, MI

THE A ALFRED TAUBMAN FOUNDATION

27-1366308

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCOUNT AND OTHER ALLOWANCES</u>
A ALFRED TAUBMAN 200 EAST LONG LAKE ROAD SUITE 180 BLOOMFIELD HILLS, MI 48304	DIRECTOR/CHAIRMAN/TREASURER NONE	NONE	NONE	NONE
JEFFREY H. MIRO 39400 WOODWARD AVE SUITE 101 BLOOMFIELD HILLS, MI 48304	SECRETARY NONE	NONE	NONE	NONE
JEFFREY M DAVIDSON 200 EAST LONG LAKE ROAD SUITE 180 BLOOMFIELD HILLS, MI 48304	ASSISTANT TREASURER NONE	NONE	NONE	NONE
GAYLE TAUBMAN KALISMAN 200 EAST LONG LAKE ROAD SUITE 180 BLOOMFIELD HILLS, MI 48304	PRESIDENT NONE	NONE	NONE	NONE
WILLIAM S. TAUBMAN 200 EAST LONG LAKE ROAD SUITE 180 BLOOMFIELD HILLS, MI 48304	VICE PRESIDENT NONE	NONE	NONE	NONE
GRAND TOTALS		<u>NONE</u>	<u>NONE</u>	<u>NONE</u>

ATTACHMENT 5FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KEVIN MOLLOY
200 EAST LONG LAKE ROAD, SUITE 180
BLOOMFIELD HILLS, MI 48304
248-258-6800

ATTACHMENT 6990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

REQUESTS FOR CONTRIBUTIONS SHOULD BE SUBMITTED IN WRITING. THERE ARE NO GRANT APPLICATION DEADLINES, HOWEVER, APPLICANTS SHOULD PROVIDE A BRIEF EXPLANATION OF WHAT THEY EXPECT TO RECEIVE FROM THE FOUNDATION AND WHY. IN ADDITION, PLEASE PROVIDE A LIST OF CONTRIBUTORS THAT HAVE RESPONDED TO SIMILAR REQUESTS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 7

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE STATEMENT A

PUBLIC

GENERAL OPERATING FUND

498,670.

TOTAL CONTRIBUTIONS PAID

498,670.

The A. Alfred Taubman Foundation
Contributions Paid
August 1, 2011 Through July 31, 2012

EIN: 27-1366308

CHARITY	DATE	LOCATION	AMOUNT
Hebrew Day School of Ann Arbor	August 2, 2011	Ann Arbor, MI	\$200 00
Joseph A. McBride Scholarship Fund	August 2, 2011	Southampton, NY	\$1,000 00
Keane Community Crisis Fund	August 2, 2011	Bloomfield Hills, MI	\$200 00
Old Newsboys' Goodfellows Fund	August 2, 2011	Detroit, MI	\$150 00
United Synagogue of Conservative Judaism	August 2, 2011	New York, NY	\$200 00
Yeshiva Beth Yehudah	August 2, 2011	Southfield, MI	\$1,000 00
Great Lakes Council - Boy Scouts	September 16, 2011	Detroit, MI	\$500 00
Hospice of Michigan	September 16, 2011	Detroit, MI	\$500 00
Palm Beach Country Club Foundation	September 16, 2011	Palm Beach, FL	\$1,000 00
Congregation Shaarey Zedek	October 6, 2011	Southfield, MI	\$10,000 00
Miles Levin Nepal Foundation for Health and Education	October 6, 2011	West Bloomfield, MI	\$100 00
Park Avenue Synagogue	October 6, 2011	New York, NY	\$1,000 00
Zeta Beta Tau Foundation	October 6, 2011	Indianapolis, IN	\$100 00
Congregation Emanu-El of the City of New York	October 13, 2011	New York, NY	\$2,500 00
Michigan Roundtable for Diversity and Inclusion	October 13, 2011	Detroit, MI	\$1,000 00
MSU Hillel	October 13, 2011	East Lansing, MI	\$180 00
U-M Hillel	October 13, 2011	Ann Arbor, MI	\$500 00
American United for Separation of Church and State	October 25, 2011	Washington, DC	\$500 00
Common Good	October 25, 2011	Brooklyn, NY	\$10,000 00
American-Israel Friendship League	November 11, 2011	New York, NY	\$1,000 00
Light of Healing Hope Foundation	November 14, 2011	Washington, DC	\$1,000 00
Society for Research in Child Development	November 14, 2011	Ann Arbor, MI	\$100,000 00
Reading Works	November 17, 2011	Detroit, MI	\$100,000 00
American Red Magen David for Israel	December 1, 2011	Southfield, MI	\$500 00
Arthur L. Johnson Life Series Wayne State University	December 1, 2011	Detroit, MI	\$200 00
Child Mind Institute	December 1, 2011	New York, NY	\$5,000 00
Children's Storefront, The	December 1, 2011	New York, NY	\$200 00
Foundation for the National Institutes of Health	December 1, 2011	Bethesda, MD	\$100 00
Peconic Land Trust	December 1, 2011	Southampton, NY	\$500 00
Scarab Club, The	December 1, 2011	Detroit, MI	\$100 00
Lewa Wildlife Conservancy (USA) for Save a Mind Give a Choice	December 12, 2011	Philadelphia, PA	\$500 00
American Jewish Committee	December 22, 2011	New York, NY	\$20,000 00
Brady Center	December 22, 2011	Washington, DC	\$300 00
Furniture Bank	December 22, 2011	Pontiac, MI	\$500 00
Hillel of Metro Detroit	December 22, 2011	Detroit, MI	\$200 00
JARC	December 22, 2011	Farmington Hills, MI	\$500 00
Jewish Federation of Palm Beach	December 22, 2011	Palm Beach, FL	\$3,000 00
Michigan Dyslexia Institute	December 22, 2011	Lansing, MI	\$250 00
Palm Beach United Way	December 22, 2011	Palm Beach, FL	\$1,000 00
Kadima	January 5, 2012	Southfield, MI	\$100,000 00
Dawn Farm	January 10, 2012	Ann Arbor, MI	\$100 00
Karmanos Cancer Institute	January 10, 2012	Detroit, MI	\$10,000 00
Pennackton Center for Blind Children	January 10, 2012	Taylor, MI	\$50 00
Sierra Club	January 10, 2012	San Francisco, CA	\$200 00
Southampton Village Volunteer Ambulance, Inc	January 10, 2012	Southampton, NY	\$100 00
Special Olympics	January 10, 2012	Mount Pleasant, MI	\$150 00
University of Michigan-Dearborn Voice/Vision Archive	January 10, 2012	Dearborn, MI	\$500 00
Hospice of Palm Beach County Foundation	February 6, 2012	Palm Beach, FL	\$5,000 00
Glades Academy Foundation	February 13, 2012	Palm Beach, FL	\$5,000 00
BBYO - B'nai B'rith Youth Organization	February 23, 2012	Washington, DC	\$100 00
Jewish National Fund	February 23, 2012	Rockville, NY	\$3,000 00
Michigan Humanities Council	February 23, 2012	Lansing, MI	\$250 00
NOW Foundation	February 23, 2012	Washington, DC	\$1,000 00
Christopher Ricardo Cystic Fibrosis Foundation, Inc	March 13, 2012	New York, NY	\$500 00
City Year	March 13, 2012	Detroit, MI	\$1,000 00

STATEMENT A

The A. Alfred Taubman Foundation
Contributions Paid
August 1, 2011 Through July 31, 2012

EIN: 27-1366308

CHARITY	DATE	LOCATION	AMOUNT
Committee for Charlotte 2012	March 23, 2012	Charlotte, NC	\$25,000 00
Hopital Albert Schweitzer Haiti	March 26, 2012	Pittsburgh, PA	\$1,000 00
Amercan Friends of the Israel Philharmonic Orchestra	April 2, 2012	New York, NY	\$10,000 00
AMMIGO	April 2, 2012	Grosse Pointe, MI	\$500 00
Coleman A Young Foundation	April 2, 2012	Detroit, MI	\$1,000 00
ORT Amenca	April 2, 2012	Bloomfield Hills, MI	\$1,000 00
Population Institute	April 2, 2012	Washington, DC	\$100 00
Six Rivers Regional Land Conservancy	April 2, 2012	Rochester, MI	\$300 00
United Synagogue of Conservative Judaism	April 2, 2012	New York, NY	\$200 00
Alzheimer's Drug Discovery Foundation	April 9, 2012	New York, NY	\$4,000 00
Amercan Jewish Committee	April 9, 2012	New York, NY	\$5,000 00
Congregation Shaarey Zedek	April 9, 2012	Southfield, MI	\$640 00
World Monuments Fund	April 9, 2012	New York, NY	\$500 00
Washington Institute for Near East Policy	April 12, 2012	Washington, DC	\$15,000 00
Amercan Friends of the Hebrew University	May 15, 2012	New York, NY	\$1,000 00
Amercan Heart Association	May 15, 2012	Phoenix, AZ	\$200 00
DAC Foundation, The (Detroit Athletic Club)	May 15, 2012	Detroit, MI	\$500 00
Detroit Histonical Society	May 15, 2012	Detroit, MI	\$1,000 00
Detroit Rescue Mission Ministries	May 15, 2012	Detroit, MI	\$100 00
Gleaners Community Food Bank	May 15, 2012	Detroit, MI	\$500 00
Human Rights Foundation	May 15, 2012	New York, NY	\$500 00
Interfaith Alliance Foundation	May 15, 2012	Washington, DC	\$500 00
Israel Air Force Center Foundation	May 15, 2012	Willow Grove, PA	\$500 00
Israel Project, The	May 15, 2012	Washington, DC	\$500 00
MAZON - A Jewish Response to Hunger	May 15, 2012	Los Angeles, CA	\$700 00
National Multiple Sclerosis Society	May 15, 2012	Southfield, MI	\$100 00
P E F Israel Endowment Funds, Inc	May 15, 2012	New York, NY	\$10,000 00
Program for Holocaust Survivors and Families	May 15, 2012	West Bloomfield, MI	\$5,000 00
Southampton Association	May 15, 2012	Southampton, NY	\$150 00
Southampton Hospital Foundation	May 15, 2012	Southampton, NY	\$2,000 00
VFW - Veterans of Foreign Wars	May 15, 2012	Kansas City, MO	\$100 00
Yad Ezra/Moies Chetim Passover Fund	May 15, 2012	Berkley, MI	\$500 00
National Wildlife Federation	May 30, 2012	Reston, VA	\$50 00
Nature Conservancy, The	May 30, 2012	Lansing, MI	\$100 00
Amercan Cancer Society	June 6, 2012	Palm Beach, FL	\$1,000 00
Pin Down Bladder Cancer	June 6, 2012	New York, NY	\$1,000 00
Aleh Negev Foundation	June 7, 2012	New York, NY	\$10,000 00
Lawrence Technological University	June 7, 2012	Southfield, MI	\$1,000 00
Museum of Contemporary Art (MOCAD)	June 7, 2012	Detroit, MI	\$2,000 00
Summer on the Hill	June 7, 2012	Bronx, NY	\$500 00
ULI Foundation, The	June 7, 2012	Washington, DC	\$500 00
William J Clinton Foundation	June 7, 2012	New York, NY	\$1,000 00
Yeshiva Beth Yehudah	June 7, 2012	Southfield, MI	\$1,000 00
			<u><u>\$498,670 00</u></u>

The A. Alfred Taubman Foundation
200 East Long Lake Road, Suite 180
Bloomfield Hills, MI 48304
EIN: 27-1366308
2011 Form 990-PF
Conduit Election

In accordance with Treasury Regulation Section 53.4942(a)-3(c)(2)(iv), The A. Alfred Taubman Foundation elects to treat distributions in excess of the IRC Section 4942(d) distribution amount as distributions out of corpus, to satisfy the requirements imposed by IRC Section 170(b)(1)(F)(ii).



Assistant Treasurer

3-13-13
Date

RESOLUTION

The undersigned, pursuant to the authority granted by the Bylaws of The A. Alfred Taubman Foundation, a Delaware Non-Profit Corporation (the "*Foundation*") dated as of December 21, 2009, does hereby approve and adopt the following resolutions:

WHEREAS, Article II, Section 2 of the Bylaws of the Foundation provides as follows:

"Section 2. Number and Election. The number of Directors shall be not more than nine (9) nor less than four (4), but such limits in number may be decreased or increased by amendment to these Bylaws, as provided in Article VI. Notwithstanding the foregoing, for so long as A. Alfred Taubman is a Director of the Foundation, the Board of Directors shall consist of one (1) or more Directors as determined by A. Alfred Taubman. When A. Alfred Taubman is no longer a Director of the Foundation, the number of Directors may be determined, within the limits specified in the first sentence of this Section 2, by the Board of Directors. Except as otherwise provided by statute, the Certificate of Incorporation or these Bylaws, the Directors shall be elected by the then serving Board of Directors at the annual meeting of the Board of Directors, or the then serving Board of Directors may from time to time designate their successors by a signed and dated writing delivered to the Secretary of the Foundation. Each Director shall hold office for the term for which the Director is elected or appointed and until a successor is elected or appointed, and qualified, or until such Director's death, resignation, or removal."


WHEREAS, A. Alfred Taubman wishes to provide that, effective immediately and during such time as A. Alfred Taubman is alive and able and willing to act as the Director of the Foundation, there shall be one (1) Director of the Foundation.

WHEREAS, A. Alfred Taubman wishes to provide that, effective immediately, the Director of the Foundation shall be A. Alfred Taubman.

NOW THEREFORE BE IT RESOLVED that, effective immediately and during such time as A. Alfred Taubman is alive and able and willing to act as the Director of the Foundation, there shall be one (1) Director of the Foundation.

FURTHER RESOLVED that, effective immediately, A. Alfred Taubman is hereby designated as the sole Director of the Foundation.

Dated April 18, 2012


A. Alfred Taubman

**WRITTEN CONSENT
OF SOLE DIRECTOR OF
THE A. ALFRED TAUBMAN FOUNDATION**

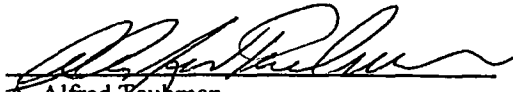
The undersigned, being the sole member of the Board of Directors of The A. Alfred Taubman Foundation, a Delaware nonstock corporation (the "*Corporation*"), hereby authorizes and adopts the following actions of the Corporation:

RESOLVED, that each of the following persons is hereby elected to the office set forth opposite his or her name to serve until his or her successor is duly elected and qualified or until his or her resignation or removal:

A. Alfred Taubman	—	Chairman of the Board and Treasurer
Gayle Taubman Kalisman	—	President
William S. Taubman	—	Vice President
Jeffrey H. Miro	—	Secretary
Jeffrey M. Davidson	—	Assistant Treasurer

FURTHER RESOLVED, that all actions taken by the Directors, officers and agents of the Corporation since the last annual meeting of the Board of Directors (or written consent in lieu of an annual meeting of the Board of Directors) are hereby ratified, confirmed and approved.

This consent is given in lieu of a formal meeting of the Board of Directors of The A. Alfred Taubman Foundation on May 15, 2012.


A. Alfred Taubman

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

OMB No. 1545-1709

► **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 ☒ **X**
- 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 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

**Type or
print**File by the
due date for
filing your
return. See
instructions.

Name of exempt organization or other filer, see instructions.

THE A. ALFRED TAUBMAN FOUNDATION

☒ 27-1366308

Number, street, and room or suite no. If a P.O. box, see instructions.

200 EAST LONG LAKE ROAD

☐ Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

BLOOMFIELD HILLS, MI 48304

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 ► KEVIN MOLLOY

Telephone No. ► 248 258-6800FAX No. ► 248 258-7684

- 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 03/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 or
- ☒ tax year beginning 08/01, 2011, and ending 07/31, 2012.

- 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

3a 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.	3a \$	0
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.	3b \$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	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.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2012)