



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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

1208

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning SEP 1, 2011, and ending AUG 31, 2012

Name of foundation THE PHILLIP AND ELIZABETH FILMER MEMORIAL CHARITABLE TRUST		A Employer identification number 20-3341412
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 75000 MC 7874	Room/suite	B Telephone number (734) 930-2416
City or town, state, and ZIP code DETROIT, MI 48275-7874		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <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) <input checked="" type="checkbox"/> \$ 5,821,142. (Part I, column (d) must be on cash basis)	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"/>

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))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		184.	184.		
4 Dividends and interest from securities		121,875.	121,875.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		130,125.			
b Gross sales price for all assets on line 6a 1,991,970.					
7 Capital gain net income (from Part IV, line 2)			130,125.		
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		252,184.	252,184.		
13 Compensation of officers, directors, trustees, etc		49,619.	49,619.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 1		900.	0.		900.
c Other professional fees					
17 Interest					
18 Taxes STMT 2		2,726.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 3		707.	0.		707.
24 Total operating and administrative expenses. Add lines 13 through 23		53,952.	49,619.		1,607.
25 Contributions, gifts, grants paid		374,350.			374,350.
26 Total expenses and disbursements. Add lines 24 and 25		428,302.	49,619.		375,957.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-176,118.			
b Net investment income (if negative, enter -0-)			202,565.		
c Adjusted net income (if negative, enter -0-)				N/A	

**THE PHILLIP AND ELIZABETH FILMER
MEMORIAL CHARITABLE TRUST**

Form 990-PF (2011)

20-3341412 Page 2

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			
	2 Savings and temporary cash investments	350,546.	754,974.	754,974.
	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		15,000.	15,000.
	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 STMT 5	3,251,704.	3,638,802.	4,356,166.
	c Investments - corporate bonds STMT 6	1,639,390.	656,746.	695,002.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	5,241,640.	5,065,522.	5,821,142.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	6,430,104.	6,430,104.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,188,464.	-1,364,582.	
30 Total net assets or fund balances	5,241,640.	5,065,522.		
31 Total liabilities and net assets/fund balances	5,241,640.	5,065,522.		

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	5,241,640.
2 Enter amount from Part I, line 27a	2	-176,118.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,065,522.
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	5,065,522.

Form 990-PF (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY-TRADED SECURITIES	P	05/02/10	07/31/12
b COMMON TRUST FUND ALLOCATION	P	10/31/10	07/31/12
c CAPITAL GAIN DIVIDENDS	P	11/30/10	07/31/12
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 1,970,004.		1,856,070.	113,934.
b		5,775.	-5,775.
c 21,966.			21,966.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			113,934.
b			-5,775.
c			21,966.
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	130,125.
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	N/A

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	360,645.	6,029,231.	.059816
2009	401,464.	5,711,489.	.070291
2008	602,990.	5,397,737.	.111712
2007	409,565.	6,685,758.	.061259
2006	150,856.	6,886,102.	.021907

2 Total of line 1, column (d)	2	.324985
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	.064997
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,725,598.
5 Multiply line 4 by line 3	5	372,147.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,026.
7 Add lines 5 and 6	7	374,173.
8 Enter qualifying distributions from Part XII, line 4	8	375,957.

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.

THE PHILLIP AND ELIZABETH FILMER

Form 990-PF (2011)

MEMORIAL CHARITABLE TRUST

20-3341412

Page 4

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	2,026.
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	2,026.
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	2,026.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,392.	
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	634.	2,026.
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
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
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?		
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) ▶ 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

N/A

Form 990-PF (2011)

**THE PHILLIP AND ELIZABETH FILMER
MEMORIAL CHARITABLE TRUST**

20-3341412

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? Website address ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>COMERICA BANK</u> Telephone no. ► <u>734-930-2416</u> Located at ► <u>PO BOX 7500 MC 7874, DETROIT, MI</u> ZIP+4 ► <u>48275-7874</u>			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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 checked="" type="checkbox"/> Yes <input 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? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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
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

Form 990-PF (2011)

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)?

Organizations relying on a current notice regarding disaster assistance check here

☒

5b X

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?

N/A

☐ 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?

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

6b X

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?

N/A

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.

(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
COMERICA BANK	TRUSTEE			
PO BOX 75000 MC 7874				
DETROIT, MI 48275-7874	2.00	49,619.	0.	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
NONE				

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

0

Form 990-PF (2011)

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."

[illegible]

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.

Form **990-PF** (2011)

**THE PHILLIP AND ELIZABETH FILMER
MEMORIAL CHARITABLE TRUST**

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	5,812,790.
b	Average of monthly cash balances	1b	0.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	5,812,790.
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	5,812,790.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,192.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,725,598.
6	Minimum investment return. Enter 5% of line 5	6	286,280.

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	286,280.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,026.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,026.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	284,254.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	284,254.
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	284,254.

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	375,957.
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	375,957.
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	2,026.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	373,931.

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.

**THE PHILLIP AND ELIZABETH FILMER
MEMORIAL CHARITABLE TRUST**

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				284,254.
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				
b From 2007				
c From 2008				
d From 2009				
e From 2010				52,759.
f Total of lines 3a through e	52,759.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$				375,957.
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				284,254.
e Remaining amount distributed out of corpus	91,703.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	144,462.			
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	144,462.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	52,759.			
e Excess from 2011	91,703.			

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

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)

	Tax year	Prior 3 years		(e) Total	
	(a) 2011	(b) 2010	(c) 2009		(d) 2008
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 investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

MICHAEL GOELLNITZ, 734-930-2417
101 N MAIN STREET, ANN ARBOR, MI 48104

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

LETTER FORMAT

- 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:

FOR RESIDENTS OF OAKLAND COUNTY, MICHIGAN

THE PHILLIP AND ELIZABETH FILMER

Form 990-PF (2011)

MEMORIAL CHARITABLE TRUST

20-3341412 Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SCHEDULE ATTACHED 101 N MAIN ST STE 100 ANN ARBOR, MI 48104	NONE	EXEMPT	FOR CHARITABLE PURPOSES	374,350.
Total			3a	374,350.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2011)

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | 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
N/A		

**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 instr) ?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

LYNNE M. HUISMANN

Ernst H. Heisemann

2/9/15

P00053811

Firm's name ► **PLANTE & MORAN, PLLC**

Firm's EIN ► 38-1357951

Firm's address ▶ 2601 CAMBRIDGE CT., SUITE 500
AUBURN HILLS, MI 48326

Phone no. 248-375-7100

Form **990-PF** (2011)

FORM 990-PF	ACCOUNTING FEES			STATEMENT	1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEE	900.	0.		900.	
TO FORM 990-PF, PG 1, LN 16B	900.	0.		900.	

FORM 990-PF	TAXES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE	2,726.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,726.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEETING EXPENSE	707.	0.		707.	
TO FORM 990-PF, PG 1, LN 23	707.	0.		707.	

FOOTNOTES				STATEMENT	4
-----------	--	--	--	-----------	---

REASON FOR AMENDMENT:

THIS RETURN IS BEING AMENDED TO REMOVE CONTRIBUTIONS 15,000.
PREVIOUSLY REPORTED AS DISBURSEMENTS FOR CHARITABLE
PURPOSES AND TO REPORT AN ACT OF SELF-DEALING
AND A TAXABLE EXPENDITURE.
THE APPROPRIATE SCHEDULES WERE AMENDED TO REFLECT THESE
CHANGES.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCKS & MUTUAL FUND	3,638,802.	4,356,166.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,638,802.	4,356,166.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS AND MUTUAL FDS	656,746.	695,002.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	656,746.	695,002.	

Account Statement

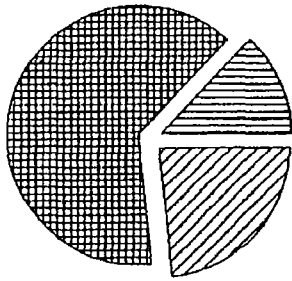
Page 2

Account Number:

248

Statement Period: September 01, 2011 Through August 31, 2012

Investment Portfolio Summary



	Tax Cost	Market Value	Percent
CASH AND EQUIVALENTS	754,974.13	754,974.13	13.0%
EQUITIES	3,012,841.71	3,699,227.64	63.7%
FIXED INCOME	1,282,706.41	1,350,535.02	23.3%
Total	5,050,522.25	5,804,736.79	100.0%

Investment Detail

Description	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
Cash And Equivalents				
FEDERATED GOVERNMENT OBLIGATIONS FUND	754,974.13	1.00	75.50	0.01
	754,974.13	1.00		
CASH	0.00			
* Total Cash And Equivalents	754,974.13		75.50	0.01
	754,974.13		0.00	

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
Equities						
AMERISOURCEBERGEN CORP	ABC	750.000	28,890.00	38.52	390.00	1.35
			27,352.13	36.47	1,537.87	
APPLE INC	AAPL	300.000	189,572.00	665.24	3,180.00	1.59
			96,153.00	320.51	103,419.00	
AUTOZONE INC	AZO	280.000	101,259.20	361.64		
			42,291.26	151.04	58,967.94	
BB&T CORP	BBT	1,100.000	34,694.00	31.54	880.00	2.54
			32,746.89	29.77	1,947.11	
CATERPILLAR INC	CAT	450.000	38,398.50	85.33	936.00	2.44
			29,077.47	64.62	9,321.03	

Comerica

Account Statement

Page 3

Account Number.

248

Statement Period: September 01, 2011 Through August 31, 2012

Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
Equities						
CELGENE CORP	CELG	1,000 000	72,040 00 56,939 50	72 04 56 94	15,100 50	
CLIFFS NAT RES INC	CLF	500 000	17,920 00 28,145 70	35 84 56 29	1,250 00 10,225 70-	6 98
COACH INC	COH	400 000	23,252 00 29,867 96	58 13 74 67	480 00 6,615 96-	2 06
COCA COLA CO	KO	1,900 000	71,060 00 52,851 70	37 40 27 82	1,938 00 18,208 30	2 73
CONOCOPHILLIPS	COP	1,050 000	59,829 50 46,541 75	56 79 44 33	2,772 00 13,087 75	4 65
DWS DREMAN SMALL CAP VALUE FUND	KDSIX	2,719 235	97,403 00 94,685 51	35 82 34 82	1,854 52 2,717 49	1 90
DENBURY RESOURCES INC COM NEW	DNR	1,350 000	20,911 60 26,901 72	15 49 19 93	5,890 22-	
DEVON ENERGY CORPORATION	DVN	450 000	26,023 50 28,829 52	57 83 64 07	360 00 2,806 02-	1 38
DIRECTV	DTV	1,500 000	78,135 00 57,206 40	52 09 38 14	20,928 60	
EMC CORP	EMC	3,150 000	82,813 50 56,138 50	26 29 17 82	26,675 00	
FIDELITY SMALL CAP FD INSTL CL I	FSCIX	2,970 297	68,079 21 75,000 00	22 92 25 25	305 94 6,920 79-	0 45
FISERV INC	FISV	450 000	32,089 50 27,571 18	71 31 61 27	4,518 32	
GRAINGER W W INC	GWW	500 000	102,980 00 49,198 35	205 96 98 40	1,600 00 53,781 65	1 55
HARBOR INTL FD	HAINX	4,008 767	229,221 30 245,000 00	57 18 61 12	5,275 54 15,778 70-	2 30
HARTFORD MIDCAP FD CL Y	HMDYX	8,482 311	189,664 47 160,000 00	22 36 18 86	788 85 29,664 47	0 42
INTEL CORP	INTC	2,550 000	63,316 50 59,095 50	24 83 23 17	2,295 00 4,221 00	3 62
IBM CORP	IBM	450 000	87,682 50 33,246 00	194 85 73 88	1,530 00 54,436 50	1 74
ITC HLOGS CORP	ITC	375 000	26,992 50 28,391 21	71 98 75 71	566 25 1,388 71-	2 10
JPMORGAN CHASE & CO	JPM	1,000 000	37,140 00 38,289 40	37 14 38 29	1,200 00 1,149 40-	3 23
JOHNSON & JOHNSON	JNJ	1,000 000	67,430 00 63,393 23	67 43 63 39	2,440 00 4,036 77	3 62

Comerica

Account Statement

Page 4

Account Number:

248

Statement Period September 01, 2011 Through August 31, 2012

Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
Equities						
LABORATORY CORP OF AMER HLDGS	LH	1,000 000	87,950 00 64,632.65	87 95 64 63	23,317 35	
LAZARD EMERGING MARKETS PORT	LZEMX	11,710 424	217,696 78 176,693 65	18 59 15 09	8,429.02 41,003.13	2 95
MFS INTL NEW DISCOVERY I	MWNIX	7,910 699	182,025 18 180,000 00	23 01 22 75	2,333 66 2,025 18	1 28
MACYS INC	M	850 000	34,263 50 31,934.42	40.31 37 57	680 00 2,329 08	1 98
MICROSOFT CORP	MSFT	2,650,000	81,673 00 77,684 96	30 82 29 32	2,120 00 3,988.04	2 60
MYLAN LABS INC	MYL	2,750 000	64,817 50 44,513 12	23 57 16 19	660 00 20,304 38	1 02
NEWMONT MNG CORP	NEM	850 000	43,078 00 47,329 52	50 68 55.68	1,190 00 4,251 52-	2 76
NIKE INC CL B	NKE	800 000	77,888 00 45,450 69	97.36 56 81	1,152 00 32,437 31	1 48
NORFOLK SOUTHERN CORP SOUTHERN CORP	NSC	900 000	65,214 00 63,835 82	72 46 71 04	1,800 00 1,278 18	2 76
OCCIDENTAL PETROLEUM CORP	OXY	680 000	57,806 80 60,246 81	85 01 88 60	1,468 80 2,440 01-	2 54
ORACLE CORPORATION	ORCL	2,000,000	63,300 00 39,914.50	31 65 19 96	480 00 23,385.60	0 76
OPPENHEIMER DEVELOPING MARKETS FUND-Y	ODVYX	3,776 435	120,619 33 125,000 00	31 94 33 10	2,549 09 4,380 67-	2 11
PHILIP MORRIS INTL INC	PM	1,100 000	98,230 00 52,123 83	89 30 47 39	3,388.00 46,106 17	3 45
PHILLIPS 66	PSX	525 000	22,050 00 14,675 41	42 00 27 95	420 00 7,374 59	1 90
ROPER INDS INC NEW	ROP	400 000	41,118 00 26,637 64	102 79 66 59	220 00 14,478 38	0 54
ROYCE VALUE PLUS FUND	RVPHX	8,019 246	106,655 97 100,000 00	13 30 12 47	1,242 98 6,655.97	1.17
SCHLUMBERGER LTD	SLB	750 000	54,285 00 39,221 13	72 38 52.29	825 00 15,063 87	1 52
STRYKER CORP	SYK	1,150 000	61,249 00 64,915 38	53 26 56 45	977 50 3,666 38-	1 60
TARGET CORP	TGT	500 000	32,045 00 26,214 95	64 09 52.43	720.00 5,830 05	2 25
TRAVELERS COS INC	TRV	1,100,000	71,214 00 46,291.17	64 74 42.08	2,024 00 24,922 83	2 84

Comerica

Account Statement

Page 5

Account Number:

248

Statement Period: September 01, 2011 Through August 31, 2012

Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
Equities						
US BANCORP	USB	3,100 000	103,571 00 52,079 00	33.41 16.80	2,418 00 51,492 00	2 33
UNIVERSAL HEALTH SVCS INC CL B	UHS	1,100 000	43,945 00 44,485 85	39 95 40 44	220 00 540 85-	0 50
VERIZON COMMUNICATIONS	VZ	1,010 000	43,369.40 38,632.00	42 94 38 25	2,020 00 4,737 40	4 66
VISA INC CL A	V	350 000	44,887.50 40,445 83	128 25 115 56	308 00 4,441 67	0 69
INVESCO LTD	IVZ	1,000 000	23,680 00 24,869 50	23 68 24 87	690 00 1,189 50-	2.91
* Total Equities			3,699,227.64 3,012,841.71		66,378.15 686,385.93	1.79
Fixed Income						
GOLDMAN SACHS GROUP INC 5.5% 11/15/2014		100,000 000	107,448 00 100,027 00	107 45 100.03	5,500 00 7,421 00	5 12
LOWES COS INC 5% 10/15/2015		150,000 000	168,597 00 150,544 50	112 40 100 38	7,500 00 18,052 50	4.45
MICROSOFT CORP 2 95% 06/01/2014		100,000 000	104,499 00 99,626 00	104 50 99 63	2,950 00 4,873 00	2 82
PIMCO TOTAL RETURN FD INSTL	PTTRX	14,015.512	181,178 39 150,000 00	11 50 10 70	5,157.71 11,178.39	3 20
PEPSICO INC SR NT 2 5% 05/10/2016		100,000 000	105,566 00 102,086 00	105 57 102 09	2,500 00 3,480 00	2 37
PITNEY BOWES INC GLOBAL MEDIUM SER MTN 4 75% 01/15/2016	PITN16	100,000 000	104,292 00 101,716 00	104 29 101 72	4,750.00 2,576 00	4 55
VANGUARD GNMA FUND-ADM	VFIJX	13,680 047	151,848 52 150,000 00	11 10 10 96	4,760 66 1,848 52	3 14
VANGUARD S/T CORPORATE FD-ADM	VFSUX	14,351.264	155,567 70 150,000.00	10 84 10 45	3,975 30 5,567 70	2 56
WAL-MART STORES INC NT 2 25% 07/08/2015		100,000 000	104,600 80 102,747 00	104 60 102 75	2,250 00 1,853 00	2 15
FIXED INCOME OPPORTUNITY FUND		17,404 401	186,838 41 175,959.91	10 74 10 11	6,539.39 10,978 50	3 50
* Total Fixed Income			1,350,535.02 1,282,706.41		45,883.06 67,828.61	3.40
Grand Total Assets			5,804,736.79 5,050,522.25		112,336.71 754,214.54	1.94

COMERICA

FILMER MEMORIAL CHARITABLE TRUST
Contributions
9/1/2011 to 8/31/2012

CHARITY	ADDRESS	AMOUNT	PURPOSE
Angel's Place	25240 Lahser Rd , Southfield, MI 48033	7,000.00	Quality of life needs for various homes
Bottomless Toy Chest	P O Box 623, Bloomfield Hills, MI 48303	5,000.00	Program to bring fun & games to sick children
Far Conservatory of Therapeutic & Performing	1669 W Maple Rd , Birmingham, MI 48009	3,000.00	Group arts and recreation projects
First Presbyterian Church	1669 W Maple Rd, Birmingham, MI 48009	7,500.00	Provide technology and resource support
Power Co Kids Club	P O Box 432126, Pontiac, MI 48343	7,500.00	Support 6-week summer day program for kids
Faith Farms Inc		8,000.00	Care of watering beds and future farm growth
Humble Design, Inc	1878 Thunderbird, Troy, MI 48064	15,000.00	General charitable purposes
Lighthouse of Oakland County	130 Center St, Pontiac, MI 48342	8,000.00	Support housing program for chronically homeless
Caris Family YMCA	300 Family Drive Milford, MI 48361	13,650.00	Scholarships for children and families in need
Everest Academy	5935 Clarkston Rd, Clarkston, MI 48348	10,000.00	Robotics program for elementary grade students
Habitat for Humanity of Oakland	150 Osmon St, Pontiac, MI 48342	15,000.00	Provide construction related materials for rehab
Mary's Children Family Center	495 East 24 Mile Road, Clawson, MI	15,000.00	New equipments for the center
Rochester Area Neighborhood House	1234 Inglewood, Rochester, MI 48307	8,000.00	Client assistance program
Jewish Family Service	6555 W Maple Rd , W Bloomfield, MI 48322	15,000.00	Mentor connection program
Ladies of Charity of St. Vincent de Paul	3000 Grabot Ave , Detroit, MI 48207	15,000.00	Clothes closet and food pantry
Orchard Children's Services Inc	30215 Southfield Rd , Southfield, MI 48076	7,500.00	Transition program
Ave Maria University		2,500.00	Scholarship fund
Society of St. Vincent de Paul	3000 Grabot Ave , Detroit, MI 48207	15,000.00	Debt card program
JARC	30301 Northwestern Hwy, #100, Farmington Hills, MI 48334	10,000.00	Support aging in place project
Community Shaming	2029 N Milford Rd., Highland, MI 48357	7,500.00	Food pantry
The Community House	380 S Bates St , Birmingham, MI 48009	10,000.00	Scholarships for business ed program
Common Ground	1410 S Telegraph Rd , Bloomfield Hills, MI 48302	7,500.00	Support legal services program
Banbury Cross Therapeutic Equestrian Center	1223 Brauer Rd , Oxford, MI 48371	10,000.00	Support individual scholarships
Boys & Girls Clubs of Southeastern MI	26777 Halsted Rd , Ste 100, Farmington Hills, MI 48331	10,000.00	Yes for Success Development Program
The Fallen Heroes Memorial	1200 N Telegraph Rd , Bldg 38E, Pontiac, MI 48341	10,000.00	To build Oakland Cty military fallen heroes memorial
New Hope Center for Grief Support	315 Griswold, Northville, MI 48167	1,500.00	Circles of hope workshops
Gilda's Club of Metro Detroit	3517 Rochester Road, Royal Oak, MI 48073	5,000.00	Assist with expansion t clubhouse
Angels of Hope		5,000.00	Kids' first program
Judson Center	4410 W Thirteen Mile Road, Royal Oak, MI 48073-6515	15,000.00	Support of children and teens in Oakland County
ITN Metro Detroit	27177 Lahser Rd , Ste 102, Southfield, MI 48034	15,000.00	Assist in dollar for dollar matching grant
Sweet Dreamzzz'	P O Box 608, Farmington, MI 48332	7,000.00	Assist with ERE Msleep program
Oxford Orion Fish	P O Box 732, Lake Orion, MI 48361	10,000.00	Purchase refrigerator/freezer
National Council of Jewish Women	26400 Lahser Rd # 306, Southfield, MI 48033-2675	7,500.00	Provide blankets to needy children
Detroit Institute of Arts	5200 Woodward Ave Detroit, MI 48202	10,000.00	Shaping identity tour program
University of Michigan	Ann Arbor, MI	5,000.00	Exhibit museum field trips for Oakland Co students
Meadowbrook Center	411 Woodward Ave, Rochester MI 48307	5,000.00	Making it happen program
On My Own of Michigan Inc	2145 Crooks Rd , Ste 103, Troy, MI 48064	10,000.00	Asss adults with developmental disabilities
Affirmations	1610 Columbia Rd, Berkley, MI 48072	15,000.00	Program targeting LGBT adults in SE MI
Neighbor for Neighbor	PO Box 235 Davidsburg, MI 48350	10,000.00	Help serve lower income residents in Oakland Co
Jewish Vocational Service and	6555 W Maple Rd , W Bloomfield, MI 48322	7,000.00	Support preventive exercise program
Chaldean American Ladies of	32000 Northwestern Hwy #150, Farmington, MI 48334	12,200.00	Support basic needs of Oakland Co families
CalTech		6,000.00	Provide assistance to Oakland Co pet owners
Oak Park Business & Ed Alliance	25900 Greenfield Rd , Ste 200A, Oak Park, MI 48237-1267	(17,500.00)	Return of grant

374,350