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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: WILLIAM C FORD JR SCHOLARSHIP PROGRAM. A Employer identification number: 20-2462203. B Telephone number: (313) 259-7777. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 1,032,837.

Part I Analysis of Revenue and Expenses. Table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Excess of revenue over expenses and disbursements (-234,885) and Adjusted net income (1,455).

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

<b>Part II Balance Sheets</b>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	17,560	102,751	102,751	
	<b>2</b> Savings and temporary cash investments . . . . .				
	<b>3</b> Accounts receivable ▶ <u>1,812</u>				
	Less allowance for doubtful accounts ▶ _____		1,812	1,812	
	<b>4</b> Pledges receivable ▶ _____				
	Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____				
	Less allowance for doubtful accounts ▶ _____				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	321,413 <input checked="" type="checkbox"/>	253,378	342,723	
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .				
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____				
Less accumulated depreciation (attach schedule) ▶ _____					
<b>12</b> Investments—mortgage loans . . . . .					
<b>13</b> Investments—other (attach schedule) . . . . .	846,552 <input checked="" type="checkbox"/>	594,455	585,551		
<b>14</b> Land, buildings, and equipment basis ▶ _____					
Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b> Other assets (describe ▶ _____)					
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,185,525	952,396	1,032,837		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	494			
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	494	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	1,796,508	1,854,208		
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds	-611,477	-901,812		
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,185,031	952,396			
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,185,525	952,396			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	1,185,031
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-234,885
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	<b>3</b>	2,250
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	952,396
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	952,396

**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)
<b>1 a</b>	COMERICA BANK - RHB - PUBLICLY TRADED SECURITIES	P		
<b>b</b>	COMERICA BANK - RHB - PUBLICLY TRADED SECURITIES	P		
<b>c</b>	COMERICA BANK - ICIA - PUBLICLY TRADED	P		
<b>d</b>	COMERICA BANK - ICIA - PUBLICLY TRADED	P		
<b>e</b>	CAPITAL GAINS DIVIDENDS	P		

	(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)
<b>a</b>	136,358		136,509	-151
<b>b</b>	66,771		62,020	4,751
<b>c</b>	26,950		22,419	4,531
<b>d</b>	288,354		242,967	45,387
<b>e</b>	3,182			3,182

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			-151
<b>b</b>			4,751
<b>c</b>			4,531
<b>d</b>			45,387
<b>e</b>			3,182

<b>2</b>	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 }	<b>2</b>	57,700
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . }	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	326,283	1,507,311	0.216467
2010	308,242	1,086,763	0.283633
2009	255,915	876,353	0.292023
2008	260,162	1,109,696	0.234444
2007	223,393	1,302,643	0.171492

<b>2</b>	<b>Total</b> of line 1, column (d).	<b>2</b>	1.198059
<b>3</b>	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 . . . . .	<b>3</b>	0.239612
<b>4</b>	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	<b>4</b>	1,229,009
<b>5</b>	Multiply line 4 by line 3. . . . .	<b>5</b>	294,485
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	<b>6</b>	857
<b>7</b>	Add lines 5 and 6. . . . .	<b>7</b>	295,342
<b>8</b>	Enter qualifying distributions from Part XII, line 4. . . . .	<b>8</b>	320,409

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 page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 0, overpayment is 1,143.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes questions about political activities, tax returns, and substantial contributors.

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 No
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 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes
Website address N/A
14 The books are in care of RODNEY P WOOD Telephone no (313) 961-0500
Located at 2000 BRUSH STREET SUITE 440 DETROIT MI ZIP+4 48226
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here . . . . . 15
and enter the amount of tax-exempt interest received or accrued during the year . . . . .
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. 1b No
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 2012?. 1c No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. Yes No
If "Yes," list the years 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions). 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No
b If "Yes," did it have excess business holdings in 2012 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 2012.). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b No

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <span style="float:right"><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</span></p> <p><b>(4)</b> 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). <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? <span style="float:right"><b>5b</b></span></p> <p>Organizations relying on a current notice regarding disaster assistance check here. <span style="float:right"><input type="checkbox"/></span></p> <p><b>c</b> 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? <span style="float:right"><input type="checkbox"/> Yes <input type="checkbox"/> No</span></p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <span style="float:right"><b>6b</b></span></p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span></p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <span style="float:right"><b>7b</b></span></p>			
	<b>No</b>		

**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
WILLIAM C FORD JR 2000 BRUSH STREET STE 440 DETROIT, MI 48226	PRESIDENT 1 00	0	0	0
DAVID M HEMPSTEAD 1901 ST ANTOINE STREET 6TH FL DETROIT, MI 48226	SECRETARY 1 00	0	0	0
JAMES G VELLA 2000 BRUSH STREET STE 440 DETROIT, MI 48226	TREASURER 1 00	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. **0**

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

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

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

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

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

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

**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
<b>1</b> _____	
<b>2</b> _____	
<b>3</b> All other program-related investments See page 24 of the instructions _____	

**Total.** Add lines 1 through 3. . . . . **0**

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	1,153,361
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	94,364
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	1,247,725
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	1,247,725
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	18,716
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	1,229,009
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	61,450

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	61,450
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	857
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	857
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	60,593
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	2,250
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	62,843
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	62,843

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	320,409
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	320,409
<b>5</b>	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). . . . .	<b>5</b>	857
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	319,552

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				62,843
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .			0	
<b>b</b> Total for prior years 20__ , 20__ , 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .	159,357			
<b>b</b> From 2008. . . . .	204,963			
<b>c</b> From 2009. . . . .	212,185			
<b>d</b> From 2010. . . . .	274,951			
<b>e</b> From 2011. . . . .	251,162			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	1,102,618			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>320,409</u>				
<b>a</b> Applied to 2011, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2012 distributable amount. . . . .				62,843
<b>e</b> Remaining amount distributed out of corpus	257,566			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,360,184			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . . .	159,357			
<b>9 Excess distributions carryover to 2013.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,200,827			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .	204,963			
<b>b</b> Excess from 2009. . . . .	212,185			
<b>c</b> Excess from 2010. . . . .	274,951			
<b>d</b> Excess from 2011. . . . .	251,162			
<b>e</b> Excess from 2012. . . . .	257,566			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . .

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2012</b>	<b>(b) 2011</b>	<b>(c) 2010</b>	<b>(d) 2009</b>	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

WILLIAM C FORD JR

**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

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**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 or e-mail of the person to whom applications should be addressed

SCHOLARSHIP MANAGEMENT SERVICES  
 ONE SCHOLARSHIP WAY  
 SAINT PETER, MN 56082  
 (800) 537-4180

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

THE APPLICATION MATERIALS ARE AVAILABLE ON THE FORD MOTOR COMPANY, INC HR ONLINE (PROGRAMS & POLICIES) OR THROUGH THE EMPLOYEE NETWORK. OFFICIAL TRANSCRIPTS FROM POSTSECONDARY INSTITUTIONS SHOULD BE SUBMITTED WITH THE APPLICATION

**c** Any submission deadlines

APPLICATION POSTMARK DEADLINE IS JULY 15, WITH NOTIFICATION OF AWARDS IN LATE SEPTEMBER

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

THE WILLIAM C FORD, JR SCHOLARSHIP PROGRAM IS AVAILABLE TO DEPENDENT CHILDREN OF FULL-TIME ACTIVE FORD MOTOR COMPANY EMPLOYEES WHO ARE FIRST TIME APPLICANTS, UNITED STATES CITIZENS, UNMARRIED AND UNDER THE AGE OF 25. SEE APPLICATION GUIDELINES FOR ADDITIONAL INFORMATION AND RESTRICTIONS

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>3a</b> 309,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b> 0





**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SIERRAH L ABDUL 784 LAFAYETTE ROAD VACAVILLE, CA 95687	NONE	N/A	SCHOLARSHIP	1,500
EVAN M ABRASS 225 FREEDOM LANE WATERVILLE, OH 43566	NONE	N/A	SCHOLARSHIP	1,500
MADHAV ACHAR 2920 ASHBURY DRIVE TROY, MI 48083	NONE	N/A	SCHOLARSHIP	1,500
KATELYNN B ADKINS 7908 CARNATION DRIVE LOUISVILLE, KY 40258	NONE	N/A	SCHOLARSHIP	1,500
CELESTE ALEXANDER 6960 CHADWICK DRIVE CANTON, MI 48187	NONE	N/A	SCHOLARSHIP	1,500
STACIA L ALLEN 36572 MCKINNEY AVENUE WESTLAND, MI 48185	NONE	N/A	SCHOLARSHIP	1,500
ATHENA H ANGER 1102 RIVER VALLEY DRIVE LAKE ORION, MI 48362	NONE	N/A	SCHOLARSHIP	1,500
MICAYLA J PONTE 2177 CHRISTINA COURT HERMITAGE, TN 37076	NONE	N/A	SCHOLARSHIP	1,500
ELIZABETH A AUBUCHON 9424 GROSS ROAD DEXTER, MI 48130	NONE	N/A	SCHOLARSHIP	1,500
ALI B BADREDDINE 5844 OAKMAN BOULEVARD DEARBORN, MI 48126	NONE	N/A	SCHOLARSHIP	1,500
MELANIE N BADYNA 9598 FAIRFAX DRIVE PINCKNEY, MI 48169	NONE	N/A	SCHOLARSHIP	1,500
MADISEN BAGLEY 9230 SOLITUDE LANE BELLEVILLE, MI 48111	NONE	N/A	SCHOLARSHIP	1,500
ANNA M BARILL 3300 PIN OAK DRIVE LA GRANGE, KY 40031	NONE	N/A	SCHOLARSHIP	1,500
CODY J BARNABY 3916 INDIAN CAMP TRAIL HOWELL, MI 48855	NONE	N/A	SCHOLARSHIP	1,500
CAROLENA A BECKS 28253 FARMINGTON ROAD FARMINGTON HILLS, MI 48334	NONE	N/A	SCHOLARSHIP	1,500

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KELLY E BEDARD 3242 E BRADFORD DRIVE BLOOMFIELD HILLS, MI 48301	NONE	N/A	SCHOLARSHIP	1,500
ASHLEY M BENVENUTI 37147 BENNETT LIVONIA, MI 48152	NONE	N/A	SCHOLARSHIP	1,500
KAITLYN S BERY 2942 TALL PINE LANE SHELBY TOWNSHIP, MI 48316	NONE	N/A	SCHOLARSHIP	1,500
PETER S BIN 498 TORRINGTON DRIVE WEST CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
CHRISTOPHER J BLASKIE 13812 BRIDGEWATER COURT WEST SOUTH LYON, MI 48178	NONE	N/A	SCHOLARSHIP	1,500
LUKE M BLISS 27740 PRESCOTT ROMULUS, MI 48174	NONE	N/A	SCHOLARSHIP	1,500
JILL M BRINKER 929 ALPINE COURT BRIGHTON, MI 48116	NONE	N/A	SCHOLARSHIP	1,500
RACHAEL M BUCCERI 8000 WASHINGTON AVENUE NORTH ROYALTON, OH 44133	NONE	N/A	SCHOLARSHIP	1,500
KAITLYN N BUNYAK 45620 MABEN ROAD CANTON, MI 48187	NONE	N/A	SCHOLARSHIP	1,500
KARA N BUREAU 1616 DELANCY CIRCLE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
DANIEL T CHANDLER 2250 DIGGERS RIDGE BATAVIA, OH 45103	NONE	N/A	SCHOLARSHIP	1,500
JOY CHERN 1953 BLUFF COURT TROY, MI 48098	NONE	N/A	SCHOLARSHIP	1,500
MEGAN A CIBULAS 325 OVERHILL BLOOMFIELD TOWNSHIP, MI 48301	NONE	N/A	SCHOLARSHIP	1,500
LINDSAY M CLARK 6925 ARLINGTON WEST BLOOMFIELD, MI 48322	NONE	N/A	SCHOLARSHIP	1,500
LINDSAY M COCKLIN 26680 DARIA CIRCLE EAST SOUTH LYON, MI 48178	NONE	N/A	SCHOLARSHIP	1,500

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ANGELICA J COLAROSSO 26565 ROSS DRIVE REDFORD, MI 48239	NONE	N/A	SCHOLARSHIP	1,500
JOHN H COLLINS 23210 EVAN COURT NEW BOSTON, MI 48164	NONE	N/A	SCHOLARSHIP	1,500
KARA E COLLINS 1243 FALCON DRIVE TROY, MI 48098	NONE	N/A	SCHOLARSHIP	1,500
KATELYN A COOL 24567 BRENTWOOD DRIVE BROWNSTOWN, MI 48183	NONE	N/A	SCHOLARSHIP	1,500
CAMERON C CRAMER 845 YARGERVILLE ROAD IDA, MI 48140	NONE	N/A	SCHOLARSHIP	1,500
CATHERINE M CROMBEZ 9615 INGRAM LIVONIA, MI 48150	NONE	N/A	SCHOLARSHIP	1,500
LISA R CROMPTON 4220 SUNDERLAND WAY ANN ARBOR, MI 48103	NONE	N/A	SCHOLARSHIP	1,500
RACHEL A DANDAR 38553 LAKESHORE DRIVE HARRISON TOWNSHIP, MI 48045	NONE	N/A	SCHOLARSHIP	1,500
JASMINE E DAVIS 813 PEPPER DRIVE SOUTH LYON, MI 48178	NONE	N/A	SCHOLARSHIP	1,500
NATALIE G DEMURO 17514 FARMCREST LANE NORTHVILLE, MI 48168	NONE	N/A	SCHOLARSHIP	1,500
PRESTON R DOHERTY 47 EAST WILLOW MONROE, MI 48162	NONE	N/A	SCHOLARSHIP	1,500
THOMAS M DONAHUE 7913 RAINTREE DRIVE YPSILANTI, MI 48197	NONE	N/A	SCHOLARSHIP	1,500
BRANDON D EARLY 6427 ANNA DRIVE BELLEVILLE, MI 48111	NONE	N/A	SCHOLARSHIP	1,500
JOSHUA A EGGEN 734 NORTH HIGHLAND STREET DEARBORN, MI 48128	NONE	N/A	SCHOLARSHIP	1,500
KIRSTIE L EHMAN 899 EAGLE RIDGE TRAIL TEMPERANCE, MI 48182	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
KRISTER R ENGJA 24176 BRENTWOOD COURT NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
DIANA F FERRAIUOLO 16984 ROSLYN AVENUE ALLEN PARK, MI 48101	NONE	N/A	SCHOLARSHIP	1,500
LEXI V FORSYTH 8806 NORMAN AVENUE LIVONIA, MI 48150	NONE	N/A	SCHOLARSHIP	1,500
STEPHEN D FOSTER 9050 STONEHOUSE AVENUE LIVONIA, MI 48150	NONE	N/A	SCHOLARSHIP	1,500
MARK R FRITSCHEN 24837 HIGHLANDS DRIVE NOVI, MI 48375	NONE	N/A	SCHOLARSHIP	1,500
KELLIE T FULLAN 21470 PRATT ROAD ARMADA, MI 48005	NONE	N/A	SCHOLARSHIP	1,500
MATTHEW J FUSCO 1835 MEAD LANE WHITE LAKE, MI 48386	NONE	N/A	SCHOLARSHIP	1,500
JOSEPH S GABER 1529 N DREXEL DEARBORN, MI 48128	NONE	N/A	SCHOLARSHIP	1,500
LAUREN M GALBRAITH 445 ARCARO DRIVE MILTON, GA 30004	NONE	N/A	SCHOLARSHIP	1,500
CECELIA K GASIOR 18477 PARKLANE STREET LIVONIA, MI 48152	NONE	N/A	SCHOLARSHIP	1,500
BRADEN J GERALDO 1448 FAIRWAY DRIVE BIRMINGHAM, MI 48009	NONE	N/A	SCHOLARSHIP	1,500
ANDREW P GETSY 37413 LAKESHORE BLVD EASTLAKE, OH 44095	NONE	N/A	SCHOLARSHIP	1,500
KATHERINE E GIACOMINI 44676 OAK FOREST DRIVE NORTHVILLE, MI 48168	NONE	N/A	SCHOLARSHIP	1,500
KATHERINE A GIBSON 9615 HUBBARD STREET LIVONIA, MI 48150	NONE	N/A	SCHOLARSHIP	1,500
NATHAN A GILL 6184 ATTICA ROAD IMLAY CITY, MI 48444	NONE	N/A	SCHOLARSHIP	1,500

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HANNAH R GIVENS 4905 CEDAR BROOK COURT LOUISVILLE, KY 40219	NONE	N/A	SCHOLARSHIP	1,500
ELAINE G GLOVER 18681 CLOVER HILL COURT NORTHVILLE, MI 48168	NONE	N/A	SCHOLARSHIP	1,500
AJAY V GOKHALE 30015 KINGSWAY DRIVE FARMINGTON HILLS, MI 48331	NONE	N/A	SCHOLARSHIP	1,500
ASHLEY M GOLDEN 14281 MARINO DRIVE WARREN, MI 48088	NONE	N/A	SCHOLARSHIP	1,500
JESSICA L GOLETZ 46588 OAK POINTE DRIVE MACOMB, MI 48042	NONE	N/A	SCHOLARSHIP	1,500
BRYAN P GOOTEE 3585 DANVILLE HIGHWAY LEBANON, KY 40033	NONE	N/A	SCHOLARSHIP	1,500
CHRISTINE L GOSS 3187 GOVE DRIVE TECUMSEH, MI 49286	NONE	N/A	SCHOLARSHIP	1,500
REBEKAH E GOWMAN 200 RIVERSIDE MOUNT CLEMENS, MI 48043	NONE	N/A	SCHOLARSHIP	1,500
EMILY M GRAMMES 9402 INDIAN PAINTBRUSH LANE HIGHLANDS RANCH, CO 80129	NONE	N/A	SCHOLARSHIP	1,500
NIKOLE L GRANETT 8542 CANFIELD DRIVE APT 202 DEARBORN HEIGHTS, MI 48127	NONE	N/A	SCHOLARSHIP	1,500
GRACE C GREINER 2075 WEST LINCOLN STREET BIRMINGHAM, MI 48009	NONE	N/A	SCHOLARSHIP	1,500
PREETA GUPTA 5480 KINGSWAY COURT WEST BLOOMFIELD, MI 48322	NONE	N/A	SCHOLARSHIP	1,500
CARSON R GWIZDZ 3780 LINCOLN DRIVE BLOOMFIELD HILLS, MI 48301	NONE	N/A	SCHOLARSHIP	1,500
DARWIN L HADLEY IV 19434 OUTER DRIVE COURT DEARBORN, MI 48124	NONE	N/A	SCHOLARSHIP	1,500
COLE J HAMBLIN 5750 PALDI ROAD PECK, MI 48466	NONE	N/A	SCHOLARSHIP	1,500

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NICHOLE A HAMMER 140 GREEN MEADOW LANE FAYETTEVILLE, GA 30215	NONE	N/A	SCHOLARSHIP	1,500
RYAN T HANCOCK 58100 12 MILE ROAD NEW HUDSON, MI 48165	NONE	N/A	SCHOLARSHIP	1,500
IAN C HARTWIG 1618 BRENTWOOD DRIVE TROY, MI 48098	NONE	N/A	SCHOLARSHIP	1,500
AMANDA E HAYDEN 1554 ANITA AVENUE GROSSE POINTE WOODS, MI 48236	NONE	N/A	SCHOLARSHIP	1,500
JUSTIN T HECK 6649 KENNESAW ROAD CANTON, MI 48187	NONE	N/A	SCHOLARSHIP	1,500
MARYSSA A HERBERT 495 OUR LAND LANE MILFORD, MI 48381	NONE	N/A	SCHOLARSHIP	1,500
SAMANTHA J HILEMAN 10755 PONDSIDE COURT PINCKNEY, MI 48169	NONE	N/A	SCHOLARSHIP	1,500
COURTNEY N HOGG 1132 EQUESTRIAN DRIVE SOUTH LYON, MI 48178	NONE	N/A	SCHOLARSHIP	1,500
EMMA L HOLDAWAY 132 W 2060 N 229 PROVO, UT 84604	NONE	N/A	SCHOLARSHIP	1,500
BROOKE A HOMOVEC 6496 W OAKS DRIVE WEST BLOOMFIELD, MI 48324	NONE	N/A	SCHOLARSHIP	1,500
TAYLOR N HUGHES 2000 DUNHAM DRIVE ROCHESTER HILLS, MI 48306	NONE	N/A	SCHOLARSHIP	1,500
REAGAN A HURLEY 9367 WESTBURY AVENUE PLYMOUTH, MI 48170	NONE	N/A	SCHOLARSHIP	1,500
MAXINE J HWANG 994 BANMOOR DRIVE TROY, MI 48084	NONE	N/A	SCHOLARSHIP	1,500
NICHOLAS C IDLER 1355 HUNTER LANE MORGANTOWN, WV 26505	NONE	N/A	SCHOLARSHIP	1,500
ALICIA V JANCEVSKI 158 HILLCREST ROAD EAST AURORA, NY 14052	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DIANA T JASSER 25566 HILLSDALE DRIVE NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
SAMANTHA D JAWORSKI 6294 BRAND ROAD DEXTER, MI 48130	NONE	N/A	SCHOLARSHIP	1,500
HANNAH R JENUWINE 1274 TENNYSON TROY, MI 48083	NONE	N/A	SCHOLARSHIP	1,500
JESSE D JEPSEN 16208 KOUNTRY RIDGE ROAD KEARNEY, MO 64060	NONE	N/A	SCHOLARSHIP	1,500
JOYCE S JIH 3391 ROXBURY DRIVE TROY, MI 48084	NONE	N/A	SCHOLARSHIP	1,500
CHRISTOPHER A JOHNSON 21829 RICHTON ROAD MATTESON, IL 60443	NONE	N/A	SCHOLARSHIP	1,500
KORRIN E JONES 22960 ROSEDALE SAINT CLAIR SHORES, MI 48080	NONE	N/A	SCHOLARSHIP	1,500
ANNE H KALINOWSKI 570 E CASTLEBURY CIRCLE SALINE, MI 48176	NONE	N/A	SCHOLARSHIP	1,500
ANTHONY R KAMINSKI 9010 GROH ROAD GROSSE ILE, MI 48138	NONE	N/A	SCHOLARSHIP	1,500
NICOLE M KARR 39153 REO DRIVE LIVONIA, MI 48154	NONE	N/A	SCHOLARSHIP	1,500
KATIE E KATITUS 5848 RUPLE PARKWAY BROOK PARK, OH 44142	NONE	N/A	SCHOLARSHIP	1,500
MEGAN L KELLER 767 WESTCHESTER WAY BIRMINGHAM, MI 48009	NONE	N/A	SCHOLARSHIP	1,500
PREETHI M KESAVAN 44605 FENWICK DRIVE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
RAJITHA KIRIDENA 2822 CHASEWAY DRIVE ANN ARBOR, MI 48105	NONE	N/A	SCHOLARSHIP	1,500
KAYLEE A KOLLER 1016 COOPERS RUN AMHERST, OH 44001	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALLISON C KOSAIAN 5610 RIVER RIDGE DRIVE BRIGHTON, MI 48116	NONE	N/A	SCHOLARSHIP	1,500
ANDREA C KRAMER 2302 HIGH PINE DRIVE LOUISVILLE, KY 40214	NONE	N/A	SCHOLARSHIP	1,500
HANNAH R KRIEGER 300 BURLWOOD CIRCLE MOUNT WASHINGTON, KY 40047	NONE	N/A	SCHOLARSHIP	1,500
NICOLE A KRUSE 32951 BROOKSIDE CIRCLE LIVONIA, MI 48152	NONE	N/A	SCHOLARSHIP	1,500
JUSTIN H KU 5751 CULPEPPER COURT WEST BLOOMFIELD, MI 48322	NONE	N/A	SCHOLARSHIP	1,500
CHARLES W KUDER JR 1751 LESLIE STREET WESTLAND, MI 48186	NONE	N/A	SCHOLARSHIP	1,500
JOSEPH A KULKA 53417 POINSETTIA DRIVE MACOMB, MI 48042	NONE	N/A	SCHOLARSHIP	1,500
BRIAN E KULWIK 2319 ROSELAWN STREET WOLVERINE LAKE, MI 48390	NONE	N/A	SCHOLARSHIP	1,500
KELSEY A KUSCH 21213 FRANCIS STREET SAINT CLAIR SHORES, MI 48082	NONE	N/A	SCHOLARSHIP	1,500
NICOLE L KUSCHEL 401 FOREST WESTLAND, MI 48186	NONE	N/A	SCHOLARSHIP	1,500
ANGELA M KYRTSOS 30501 MARIMOOR BEVERLY HILLS, MI 48025	NONE	N/A	SCHOLARSHIP	1,500
VICTORIA A LAROY 9383 GRAFTON ROAD CARLETON, MI 48117	NONE	N/A	SCHOLARSHIP	1,500
MORGAN E LAJINESS 24703 CHARLES DRIVE BROWNSTOWN, MI 48183	NONE	N/A	SCHOLARSHIP	1,500
NICHOLAS P LANDGRAF 13101 LUDLOW HUNTINGTON WOODS, MI 48070	NONE	N/A	SCHOLARSHIP	1,500
NICHOLAS A LASCU 15404 EDOLYN AVENUE CLEVELAND, OH 44111	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BROOKE E LAW 113 HAMILTON ROAD WAPAKONETA, OH 45895	NONE	N/A	SCHOLARSHIP	1,500
PHILLIP A LEE 41450 STONECROFT COURT NORTHVILLE, MI 48167	NONE	N/A	SCHOLARSHIP	1,500
ZACHERY J LEFEBVRE 217 TANNAHILL STREET DEARBORN, MI 48124	NONE	N/A	SCHOLARSHIP	1,500
STEPHANIE LIU 1330 FOLKSTONE COURT ANN ARBOR, MI 48105	NONE	N/A	SCHOLARSHIP	1,500
KELLIE M LORRAIN 22045 YORK MILLS CIRCLE NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
RAFAEL LOZANO IV 310 NORTH DARROWBY RAYMORE, MO 64083	NONE	N/A	SCHOLARSHIP	1,500
KATHLYN B LYONS 9120 GROH GROSSE ILE, MI 48138	NONE	N/A	SCHOLARSHIP	1,500
EMILY A MAURER 30794 OAK VALLEY DRIVE FARMINGTON HILLS, MI 48331	NONE	N/A	SCHOLARSHIP	1,500
DESIA S MCCANN 15483 SEYMOUR DETROIT, MI 48205	NONE	N/A	SCHOLARSHIP	1,500
BRANDON C MCCARTNEY 1642 PINE DRIVE AVON, OH 44011	NONE	N/A	SCHOLARSHIP	1,500
LINDSEY A MCQUADE 2615 LONE OAK DRIVE ANN ARBOR, MI 48103	NONE	N/A	SCHOLARSHIP	1,500
MAX R MILLS 818 TAYLOR LANE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
KELLY M MONAGLE 2679 KATIE LANE MILFORD, MI 48380	NONE	N/A	SCHOLARSHIP	1,500
MARIA D MONTILLA-FROST 19559 MEADOWBROOK ROAD NORTHVILLE, MI 48167	NONE	N/A	SCHOLARSHIP	1,500
MARISSA L MORGA 1204 OAK CLUSTER DRIVE HOWELL, MI 48855	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALLISON M MORRISON 45301 MIDDLEBURY LANE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
SAMANTHA M MORSCHEs 69600 HENRY ROSS DRIVE BRUCE TOWNSHIP, MI 48065	NONE	N/A	SCHOLARSHIP	1,500
ALEXIS R MOSER 20818 TOWNSHIP ROAD 52 BLUFFTON, OH 45817	NONE	N/A	SCHOLARSHIP	1,500
NICOLE K MUETING 22040 ARBOR LANE NOVI, MI 48375	NONE	N/A	SCHOLARSHIP	1,500
ALLISON K MURRAY 33042 SUMMERS LIVONIA, MI 48154	NONE	N/A	SCHOLARSHIP	1,500
ERIC D NEWBERRY 9019 YORKSHIRE DRIVE SALINE, MI 48176	NONE	N/A	SCHOLARSHIP	1,500
AIMEE N NEWSOM 5170 OSTROM ROAD ATTICA, MI 48412	NONE	N/A	SCHOLARSHIP	1,500
KATHERINE L NIEMANN 3006 HONEYSUCKLE DRIVE ANN ARBOR, MI 48103	NONE	N/A	SCHOLARSHIP	1,500
SANDEEP R PALEPU 23405 ARGYLE STREET NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
JIGAR S PATEL 465 LENOX DRIVE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
MEGHA T PATEL 50800 REDDING COURT CANTON, MI 48187	NONE	N/A	SCHOLARSHIP	1,500
JOSHUA M PERRIN 4741 NAPIER COURT PLYMOUTH, MI 48170	NONE	N/A	SCHOLARSHIP	1,500
KALYNA A PETRUSHA 6840 MEADOW COURT TROY, MI 48098	NONE	N/A	SCHOLARSHIP	1,500
ALEXIS J PIERCE 10875 CALUMET WHITMORE LAKE, MI 48189	NONE	N/A	SCHOLARSHIP	1,500
KALI N PIERCE 14170 SHADYWOOD DRIVE APT 26 PLYMOUTH, MI 48170	NONE	N/A	SCHOLARSHIP	1,500

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HARSHITA PINNAMANENI 5288 PARTICULAR COURT BLOOMFIELD TOWNSHIP, MI 48302	NONE	N/A	SCHOLARSHIP	1,500
JOSEPH L PORCARI 42443 BEECHWOOD CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
EMILY R PREUSS 45839 TURTLEHEAD DRIVE PLYMOUTH, MI 48170	NONE	N/A	SCHOLARSHIP	1,500
CHRISTINA M RABENALD 1636 THAYER STREET PLATTSMOUTH, NE 68048	NONE	N/A	SCHOLARSHIP	1,500
ZACHARY P REILLY 25859 GLENMOOR NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
CHARLES G REITZ 22455 SOUTHWYCK COURT NOVI, MI 48374	NONE	N/A	SCHOLARSHIP	1,500
BRIANA L RIVARD 47500 FREEDOM VALLEY DRIVE MACOMB, MI 48044	NONE	N/A	SCHOLARSHIP	1,500
LAUREN T ROLLINGS 940 AUGUSTA DRIVE SE CORYDON, IN 47112	NONE	N/A	SCHOLARSHIP	1,500
CAITLIN O ROSE 3714 PECAN PARK DRIVE WEATHERFORD, TX 76087	NONE	N/A	SCHOLARSHIP	1,500
AMANDA R ROUSH 3422 N BOSTON ROAD EDEN, NY 14057	NONE	N/A	SCHOLARSHIP	1,500
REBECCA L RUSSELL 31896 STAMAN CIRCLE FARMINGTON, MI 48336	NONE	N/A	SCHOLARSHIP	1,500
LAUREL W SALISBURY 46885 TIMBERLANE STREET NORTHVILLE, MI 48167	NONE	N/A	SCHOLARSHIP	1,500
KIAH R SALMONS 466 LAWRENCE STREET BELLEVUE, OH 44811	NONE	N/A	SCHOLARSHIP	1,500
ANTHONY J SALTER 23501 GIBRALTAR ROAD FLAT ROCK, MI 48134	NONE	N/A	SCHOLARSHIP	1,500
JARYT J SALVO 33130 CANTERBURY AVON LAKE, OH 44012	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JAMILA F SAREINI 14202 ROBERTSON DEARBORN, MI 48126	NONE	N/A	SCHOLARSHIP	1,500
TIA R SCARPELLI 6616 MARSHALL DEXTER, MI 48130	NONE	N/A	SCHOLARSHIP	1,500
SARAH C SCHMIDT 44653 FENWICK DRIVE CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
SCOTT E SCHOENBERG 9235 SOUTH KESTREL RIDGE ROAD BRIGHTON, MI 48116	NONE	N/A	SCHOLARSHIP	1,500
KARA A SCHRADLE 78630 MCKAY ROAD ROMEO, MI 48065	NONE	N/A	SCHOLARSHIP	1,500
BRITTANY J SCHULTE 8101 FAIRWAY LANE GRAND BLANC, MI 48439	NONE	N/A	SCHOLARSHIP	1,500
WILLIAM C SCHWARTZ 2906 MUIRFIELD CIRCLE WHITE LAKE, MI 48383	NONE	N/A	SCHOLARSHIP	1,500
SARAH M SEIPPEL 1751 LANHAN COURT CANTON, MI 48188	NONE	N/A	SCHOLARSHIP	1,500
COLIN SHARPLES 7305 SORREL WESTLAND, MI 48185	NONE	N/A	SCHOLARSHIP	1,500
SARAH B SIMKO 2350 KINGSCROSS DRIVE SHELBY TOWNSHIP, MI 48316	NONE	N/A	SCHOLARSHIP	1,500
LEAH A SIMON 8805 HIDDEN LAKE DRIVE HOWELL, MI 48855	NONE	N/A	SCHOLARSHIP	1,500
DEENA SLEIMAN 6091 UNIVERSITY DRIVE DEARBORN HEIGHTS, MI 48127	NONE	N/A	SCHOLARSHIP	1,500
NATHAN B SLEMP 8077 MCCLEMENTS ROAD BRIGHTON, MI 48114	NONE	N/A	SCHOLARSHIP	1,500
DEREK M SMITH 5342 MIDCHESTER COURT WEST BLOOMFIELD, MI 48324	NONE	N/A	SCHOLARSHIP	1,500
LAUREN E SMITH 2616 GEMINI DRIVE LAKE ORION, MI 48360	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ALLISON M SNIDER 23066 HEATHERBRAE WAY NOVI, MI 48375	NONE	N/A	SCHOLARSHIP	1,500
ANTOINETTE G SORANNO 16135 THOMAS ALLEN PARK, MI 48101	NONE	N/A	SCHOLARSHIP	1,500
HUNTER D ST PIERRE 2615 NORTHRIDGE COURT ANN ARBOR, MI 48108	NONE	N/A	SCHOLARSHIP	1,500
SARA D STASSEN 150 S YORK DEARBORN, MI 48124	NONE	N/A	SCHOLARSHIP	1,500
MEGAN L STEWART 7777 TOWNSHIP ROAD 117 MCCOMB, OH 45858	NONE	N/A	SCHOLARSHIP	1,500
BIANCA C STOICA 3607 SHALLOW BROOK DRIVE BLOOMFIELD TOWNSHIP, MI 48302	NONE	N/A	SCHOLARSHIP	1,500
KAYLA M TAYLOR 1124 RUE DEAUVILLE YPSILANTI, MI 48198	NONE	N/A	SCHOLARSHIP	1,500
ABISHEK THIAGARAJ 6897 REED COURT WEST BLOOMFIELD, MI 48322	NONE	N/A	SCHOLARSHIP	1,500
AMANDA K TRIPP 20360 LOUISE STREET LIVONIA, MI 48152	NONE	N/A	SCHOLARSHIP	1,500
CHRISTINE A TRUDELL 10791 BITZ ROAD MAYBEE, MI 48159	NONE	N/A	SCHOLARSHIP	1,500
KELLY A TWIGG 32522 BARKLEY LIVONIA, MI 48154	NONE	N/A	SCHOLARSHIP	1,500
KATELYN E UTENDORF 12170 ROAD G 12 OTTAWA, OH 45875	NONE	N/A	SCHOLARSHIP	1,500
RAJEEV A VADHAVKAR 122 S ROGERS NORTHVILLE, MI 48167	NONE	N/A	SCHOLARSHIP	1,500
LAUREN A VAHLICK 2856 VAIL COURT LISLE, IL 60532	NONE	N/A	SCHOLARSHIP	1,500
TOM B VANCS JR 220 OAKDALE DRIVE SOUTH AMHERST, OH 44001	NONE	N/A	SCHOLARSHIP	1,500

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BRAD R VINCKIER 3710 33 MILE ROAD ROMEIO,MI 48065	NONE	N/A	SCHOLARSHIP	1,500
SAMANTHA G VOUTYRAS 30800 FRANKLIN WOODS COURT FRANKLIN,MI 48025	NONE	N/A	SCHOLARSHIP	1,500
JAYNE A WALENDZIK 175 WIMBLETON DRIVE BIRMINGHAM,MI 48009	NONE	N/A	SCHOLARSHIP	1,500
REBECCA N WEIBEL 5866 HATHAWAY ROAD CANTON,MI 48187	NONE	N/A	SCHOLARSHIP	1,500
RYAN S WESTFALL 28347 CHATHAM GROSSE ILE,MI 48138	NONE	N/A	SCHOLARSHIP	1,500
MARY E WINTHER 2034 STANTON STREET CANTON,MI 48188	NONE	N/A	SCHOLARSHIP	1,500
THERESA V WOESSNER 697 PALOS VERDE DRIVE SATELLITE BEACH,FL 32937	NONE	N/A	SCHOLARSHIP	1,500
MEGHAN K WOODS 2286 GEORGETOWN BOULEVARD ANN ARBOR,MI 48105	NONE	N/A	SCHOLARSHIP	1,500
MEAGAN M WYLIE 4810 SAWGRASS DRIVE WEST ANN ARBOR,MI 48108	NONE	N/A	SCHOLARSHIP	1,500
KATHY A YANG 2451 HIGHRIDGE CIRCLE SALINE,MI 48176	NONE	N/A	SCHOLARSHIP	1,500
KATIE L YEKIN 30565 11 MILE FARMINGTON HILLS,MI 48336	NONE	N/A	SCHOLARSHIP	1,500
<b>Total . . . . .</b>				<b>309,000</b>

## TY 2012 General Explanation Attachment

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Identifier	Return Reference	Explanation
COMPENSATION PAID TO A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(4)	DAVID M HEMPSTEAD, LISTED AS TRUSTEE, SECRETARY AND MEMBER, IS A PARTNER IN THE LAW FIRM OF BODMAN LLP, 1901 ST ANTOINE STREET, 6TH FLOOR, DETROIT, MICHIGAN 48226, WHICH FIRM ACTS AS THE ATTORNEYS FOR THE WILLIAM CLAY FORD, JR SCHOLARSHIP FUND MR HEMPSTEAD IS THE PERSON IN THE FIRM PRINCIPALLY CONCERNED WITH SUCH LEGAL SERVICES TO THE FUND, BUT OTHERS IN THE FIRM ALSO RENDER LEGAL SERVICES TO THE FUND UNDER HIS SUPERVISION THE TIME SPENT BY MR HEMPSTEAD STRICTLY IN THE LISTED OFFICIAL CAPACITIES CANNOT READILY BE SEPARATED FROM THAT SPENT IN PERFORMING THE LEGAL SERVICES REFERRED TO IN 2012, WILLIAM C FORD, JR SCHOLARSHIP FUND PAID \$1,369 10 TO SAID ATTORNEYS FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH

**TY 2012 Investments Corporate  
Stock Schedule****Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM**EIN:** 20-2462203

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
100 SHS AIR PRODUCTS & CHEMICALS INC	0	0
50 SHS ALLERGAN INC	3,688	4,587
100 SHS AMERICAN EXPRESS CR	4,082	5,748
250 SHS AMERICAN WATER WORKS INC	6,963	9,283
50 SHS APPLE COMPUTER INC	6,917	26,609
150 SHS BOEING CO	9,493	11,304
300 SHS BRISTOL MYERS SQUIBB CO	7,586	9,777
150 SHS CATERPILLAR INC	5,307	13,441
200 SHS CHURCH & DWIGHT CO INC	8,225	10,714
500 SHS CISCO SYSTEMS INC	0	0
300 SHS COCA COLA CO	9,193	10,875
300 SHS CORNING INCORPORATED	0	0
150 SHS COSTCO WHOLESALE CORP	9,339	14,810
50 SHS DEVON ENERGY CORPORATION	0	0
150 SHS DISNEY WALT CO	5,191	7,469
100 SHS EDWARDS LIFESCIENCES CORP	8,746	9,017
75 SHS ESTEE LAUDER COMPANIES	0	0
50 SHS EXXON MOBILE CORPORATION	4,343	4,328
100 SHS FEDEX CORP	0	0
600 SHS GENERAL ELEC CO	0	0
10 SHS GOOGLE INC-CL A	5,202	7,074
100 SHS THE HOME DEPOT	3,592	6,185
100 SHS ITC HOLDINGS CORP	0	0
200 SHS KINDER MORGAN INC	6,317	7,066
100 SHS MCDONALDS CORP	5,667	8,821
100 SHS MOLYCORP, INC	0	0
200 SHS MONSANTO CO	12,803	18,930
125 SHS NATIONAL OILWELL VARCO	9,451	8,544
75 SHS OCCIDENTAL PETROLEUM CORP	0	0
200 SHS ORACLE CORPORATION	5,102	6,664

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 SHS PERRIGO CO	10,084	10,403
100 SHS PPG INDS INC	0	0
250 SHS REPUBLIC SERVICES INC	0	0
500 SHS SAKS INCORPORATED	0	0
100 SHS UNION PACIFIC CORP	6,403	12,572
200 SHS UNITED TECHNOLOGIES CORP	0	0
75 SHS VISA INC - CLASS A SHARES	6,465	11,369
250 SHS WELLS FARGO & CO	6,664	8,545
200 SHS WEYERHAEUSER CO	3,446	5,564
100 SHS DIAGEO PLC SPNSRD ADR NEW	7,836	11,658
300 SHS GAZPROM - SPON ADR	0	0
200 SHS NESTLE SA REP RG SH ADR	10,091	13,022
150 SHS POTASH CORP SASK INC	0	0
350 SHS SCHLUMBERGER LTD	0	0
100 SHS AMERICAN TOWER CORP	6,850	7,727
50 SHS CUMMINS INC	5,066	5,418
100 SHS ECOLAB INC	6,711	7,190
25 SHS EQUINIX INC	4,644	5,155
250 SHS FREEPORT-MCMORAN COPPER - B	8,969	8,550
150 SHS HAIN CELESTIAL GROUP INC	7,951	8,133
100 SHS NIKE INC CL B	4,960	5,160
200 SHS PEABODY ENERGY CORP	4,751	5,322
50 SHS PETSMART INC	3,388	3,417
100 SHS PRUDENTIAL FINANCIAL INC	5,258	5,333
50 SHS QUALCOMM INC	2,874	3,093
25 SHS SHERWIN-WILLIAMS CO	3,760	3,846

**TY 2012 Investments - Other Schedule**

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
21118.789 UNITS CRM SMALL/MID CAP VALUE FUND	AT COST	0	0
26845.965 UNITS PIMCO TOTAL RETURN FD INST CLASS	AT COST	306,115	301,749
36619.605 UNITS MANNING & NAPIER WORLD OPPORTUNITIES A	AT COST	288,340	283,802
FORD MOTOR MONEY MARKET	AT COST	0	0

## TY 2012 Legal Fees Schedule

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,369	495		874

## TY 2012 Other Expenses Schedule

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSE - ICIA	326	326		0
INVESTMENT EXPENSE - RHB	171	171		0
MANAGEMENT FEES - SCHOLARSHIP AMERICA	10,495	0		10,495
MICHIGAN ANNUAL REPORT	40	0		40

**TY 2012 Other Increases Schedule**

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Description	Amount
ADJUSTMENT FOR PRIOR GRANTS REFUNDED	2,250

# TY 2012 Taxes Schedule

**Name:** WILLIAM C FORD JR SCHOLARSHIP PROGRAM

**EIN:** 20-2462203

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX - ICIA	52	52		0
FOREIGN TAX - RHB	411	411		0
FEDERAL EXCISE TAX	857	0		0