Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation
MAY L FLANAGAN FOUNDATION INC

A Employer identification number 36-3463110

Number and street (or P O. box number if mail is not delivered to street address) 233 SOUTH 13TH STREET

Room/suite 1400

B Telephone number (see instructions) (402) 476-9200

City or town, state, and ZIP code
LINCOLN, NE 68508-2003

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,325,162.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	96,041.	96,041.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,312.			
	b Gross sales price for all assets on line 6a 203,691.				
	7 Capital gain net income (from Part IV, line 2)		12,312.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	108,353.	108,353.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	33,480.	16,740.		16,740.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	8,378.	4,189.		4,189.
	b Accounting fees (attach schedule) ATCH 3	825.	412.		413.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	424.	151.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	43,107.	21,492.		21,342.
	25 Contributions, gifts, grants paid	119,500.			119,500.
	26 Total expenses and disbursements. Add lines 24 and 25	162,607.	21,492.	0	140,842.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-54,254.			
	b Net investment income (if negative, enter -0-)		86,861.		
	c Adjusted net income (if negative, enter -0-).				

JSA **For Paperwork Reduction Act Notice, see instructions.**
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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	39,269.	46,042.	46,042.
	3	Accounts receivable ▶ 720.			
		Less: allowance for doubtful accounts ▶	1,039.	720.	720.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 5	1,805,055.	1,744,347.	2,278,400.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,845,363.	1,791,109.	2,325,162.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,845,363.	1,791,109.	
	30	Total net assets or fund balances (see instructions)	1,845,363.	1,791,109.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,845,363.	1,791,109.	

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	1,845,363.
2	Enter amount from Part I, line 27a	2	-54,254.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,791,109.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,791,109.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) 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				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	12,312.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2011	144,252.	2,374,802.	0.060743
2010	144,417.	2,284,987.	0.063203
2009	131,554.	2,178,272.	0.060394
2008	115,327.	2,468,143.	0.046726
2007	109,616.	2,500,862.	0.043831

2	**Total** of line 1, column (d)	2	0.274897
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054979
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,394,805.
5	Multiply line 4 by line 3	5	131,664.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	869.
7	Add lines 5 and 6	7	132,533.
8	Enter qualifying distributions from Part XII, line 4	8	140,842.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	869.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	869.
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	869.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	800.		
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	800.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	69.
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 2013 estimated tax** ▶ **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NE,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GREGORY H. PERRY Telephone no ▶ 402-476-9200

Located at ▶ LINCOLN, NE ZIP+4 ▶ 68508

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
ATCH 6		33,480.	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 ▶

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	2,363,897.
b	Average of monthly cash balances	1b	67,317.
c	Fair market value of all other assets (see instructions)	1c	60.
d	**Total** (add lines 1a, b, and c)	1d	2,431,274.
e	*Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)* 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,431,274.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	36,469.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,394,805.
6	**Minimum investment return.** Enter 5% of line 5	6	119,740.

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	119,740.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	869.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	869.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	118,871.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	118,871.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	118,871.

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	140,842.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	140,842.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	869.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	139,973.

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
1	Distributable amount for 2012 from Part XI, line 7					118,871.
2	Undistributed income, if any, as of the end of 2012:					
a	Enter amount for 2011 only					
b	Total for prior years: 20 10 ,20 09 ,20 08					
3	Excess distributions carryover, if any, to 2012:					
a	From 2007					
b	From 2008					
c	From 2009	24,188.				
d	From 2010	32,756.				
e	From 2011	27,098.				
f	Total of lines 3a through e		84,042.			
4	Qualifying distributions for 2012 from Part XII, line 4· ▶ $ 140,842.					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2012 distributable amount					118,871.
e	Remaining amount distributed out of corpus		21,971.			
5	Excess distributions carryover applied to 2012 (*If an amount appears in column (d), the same amount must be shown in column (a).*)					
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		106,013.			
b	Prior years' undistributed income. Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b. Taxable amount - see instructions					
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		106,013.			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009	24,188.				
c	Excess from 2010	32,756.				
d	Excess from 2011	27,098.				
e	Excess from 2012	21,971.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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 or e-mail of the person to whom applications should be addressed:

ATCH 7

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

ATCH 8

c Any submission deadlines:

OCTOBER 1ST OF EACH YEAR

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

LINCOLN, NEBRASKA, THE CATHOLIC CHURCH AND ITS RELATED ORGANIZATIONS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 9				
Total . . . . ▶ **3a**				119,500.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	96,041.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	12,312.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				108,353.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 108,353.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Signature of officer or trustee

5-1-13
Date

▶ Treas/Director
Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
VONITA L. WOOD	VONITA L. WOOD	04/30/2013		P00415828

Firm's name ▶ LABENZ & ASSOCIATES LLC
Firm's EIN ▶ 47-0814192
Firm's address ▶ 4535 NORMAL BLVD., SUITE 195
LINCOLN, NE 68506
Phone no. 402-437-8383

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,964.	
		UNION BANK & TRUST CO - LONG TERM SALES				P	01/01/2011	12/31/2012
		PROPERTY TYPE: SECURITIES						
200,727.		191,379.					9,348.	
TOTAL GAIN(LOSS)	......	....					12,312.	

May L Flanagan Foundation Investment Agency

Tax Worksheet:From 1/1/2012 to 12/31/2012

Trust Category: Man. Agcy (Exempt)
Dates Open: 2/2/2007 to Present
Trust Year End: December
Date Printed: 02/06/2013

Admin Officer: R David Wilcox
Invest Officer: William S Eastwood
Tax State: (none)
Tax ID:

Capital Gains and Losses

Individual Transactions

Long-Term

	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Wash Sale Cost Adjustment	Gain/Loss	Description of Transaction
Stratus Government Securities Instl	863161402	9,111 499000	03/16/1999	04/25/2012	4,789	0 00	97,675 27	-90,477 19	0 00	7,198 08	Sold 9,111 499 shares @ $10 7200
Stratus Government Securities Instl	863161402	1,908 675000	01/07/2005	04/25/2012	2,665	0 00	20,461 00	-18,934 05	0 00	1,526 95	Sold 1,908 675 shares @ $10 7200
Duke Energy Corporation	26441C204	0 330000	05/14/2007	07/06/2012	1,880	0 00	22 63	-20 40	0 00	2.23	Sold 0 33 shares @ $68 5700 Fractional Shares
Vanguard GNMA Admiral Shares #536	922031794	662 443000	03/01/2002	12/10/2012	3,937	0 00	7,293 50	-6,942 40	0 00	351 10	Sold 662 443 shares @ $11 0100 of Vanguard GNMA Admiral Shares #536
Vanguard GNMA Admiral Shares #536	922031794	1,154 087000	10/30/2003	12/10/2012	3,329	0 00	12,706 50	-12,071 75	0 00	634 75	Sold 1,154 087 shares @ $11 0100 of Vanguard GNMA Admiral Shares #536
Templeton Instl Foreign Equity #454	880210505	511 509000	05/14/2007	12/10/2012	2,037	0 00	10,000 00	-14,941 17	0 00	-4,941 17	Sold 511 509 shares @ $19 5500 of Templeton Instl Foreign Equity #454
Abbott Laboratories	002824100	800 000000	01/14/2008	12/10/2012	1,792	0 00	52,567 86	-47,992 00	0 00	4,575 86	Sold 800 shares @ $65 7613
				Long-Term Total		0.00	200,726.76	-191,378.96	0.00	9,347.80	
				Individual Transactions Total		0 00	200,726.76	-191,378.96	0.00	9,347.80	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	82,391.	82,391.
INTEREST	13,650.	13,650.
TOTAL	96,041.	96,041.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		8,378.	4,189.		4,189.
	TOTALS	8,378.	4,189.		4,189.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP		825.	412.		413.
	TOTALS	825.	412.		413.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2012 FORM 990-PF ESTIMATED TAX	273.	
FOREIGN TAXES PAID	151.	151.
TOTALS	424.	151.

ATTACHMENT 5

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EQUITY MUTUAL FUNDS	30,732.	22,359.
COMMON & FOREIGN STOCKS	902,963.	1,411,658.
FIXED FUNDS	810,652.	844,383.
TOTALS	1,744,347.	2,278,400.

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

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		
UNION BANK & TRUST CO 6801 S 27TH ST LINCOLN, NE 68512	TRUSTEE - AS NEEDED	18,480.	0	0
ANGIE MUHLEISEN P.O. BOX 82535 LINCOLN, NE 68501-2535	PRESIDENT/DIRECTOR-AS NEEDED	5,000.	0	0
JOSEPH F. BACHMANN 233 S. 13TH ST., SUITE 1400 LINCOLN, NE 68508	V. PRES/SEC/DIRECTOR-AS NEEDED	5,000.	0	0
GREGORY H. PERRY 233 S. 13TH ST., SUITE 1400 LINCOLN, NE 68508	TREAS/DIRECTOR-AS NEEDED	5,000.	0	0
	GRAND TOTALS	33,480.		

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

THOMAS M. HAASE
233 SOUTH 13TH STREET, SUITE 1400
LINCOLN, NE 68508
402-476-9200

ATTACHMENT 8

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THE APPLICATION IS SUPPLIED BY THE FOUNDATION. THE APPLICANT MUST SUBMIT A SUMMARY OF THE APPLICANT'S NEEDS AND GOALS WITH TIME LIMITS FOR ACHIEVING THOSE GOALS.

GRANT APPLICATION

(Please type)

Submission Date______________________________________

1. Organization_____________________________________

2. Address____

   City_________________, State______, ZIP___________

3. Contact Person____________________________________

4. Brief history and general purpose of organization (include year founded):

5. Geographic area served:

6. Amount requested $_________________

7. Describe purpose of request, summarizing proposed activities or project.

8. This is a request for: (Please circle)

   A specific project   General Operating

9. Other confirmed sources of income to support your agency or specific projects as outlined above:

Please submit the following:

1. Copy of your most recent IRS exempt-status determination letter, an affirmative statement that your tax exempt status has not been terminated by the IRS and a copy of your most recent filed Form 990, 990-EZ or 990N.
2. List of Board Members
3. Financial statement (audited, if available) for the last fiscal year.
4. Current year budget and budget for year you are seeking support if different from your current fiscal year.
5. Send project budget if applicable.
6. Listing of actual commitments toward your project by other sources.
7. A completed Grant Application.

Please also note that we do NOT make grants to supporting organizations classified as public charities under IRC Section 509(a)(3).

SUBMISSION DATES FOR GRANT APPROVAL

Submission Date
By October 1

Proposals that are received well in advance of the submission date deadline have a better chance for thorough review. If the proposal submitted clearly does not meet our funding guidelines, a denial will be sent out as soon as possible. All other requests will receive notification by January 1.

WHERE TO SEND APPLICATIONS:

ATT: Gregory H. Perry
May L. Flanagan Foundation
233 South 13 Street, Suite 1400
Lincoln, NE 68508

AREAS OF PRIORITY FOR GIVING

1. The community of Lincoln, Nebraska
2. The Catholic Church
3. Educational and charitable organizations of the Catholic Church

FUNDING LIMITATIONS AND RESTRICTIONS

While the Foundation has varied interests, the following areas are not eligible for grant requests:

1. Individual needs
2. Endowments
3. Advertising

WHAT YOU SHOULD KNOW ABOUT APPLYING FOR A GRANT

1. Many excellent proposals are received which we simply cannot grant due to the limit on funds available.

2. Grantees are asked to agree in writing to submit annually a written progress report on the use of the grants and how original objectives have been met.

3. Multiple year funding requests will be decided on a case by case basis.

APPLICATION PROCEDURE

1. Grant Application

   Submission of an application outlining the name of the organization requesting the grant, the amount requested and the desired time for receipt of funds. (Attached)

2. Summary

   A summary no longer than two pages outlining the purpose of the funds and what you hope to accomplish with the funds.

3. Proposal

   Outline in three pages or less the strategy and time-frame in which you plan to accomplish the objectives for which the funds are intended.

Dr. May L. Flanagan Foundation

Dr. Flanagan was a contemporary woman leader in Lincoln, Nebraska in the early 1900's. She was a physician as well as director of the Dr. Benjamin F. Bailey Hospital and Sanatorium. She successfully lived the life of a modern day woman during a time period where such a life-style was uncommon.

She was born in Orleans, Michigan on October 22, 1866 and died in Lincoln, Nebraska on August 8, 1963 at the age of 97.

Dr. Flanagan came to Lincoln after graduating from Hahneman Medical School, Chicago, Illinois in 1900. The late Dr. Bailey, with whom she began her practice, offered her a partnership when he established Bailey's in 1901.

After Dr. Bailey's death in 1944, Dr. Flanagan bought and managed the 24 acres and the sanatorium. The 115 bed facility was the only private institution in the state with surgical and mental patients.

In 1958, at the dynamic age of 91, she sold the sanatorium to the Benedictine Sisters of Sacred Heart Convent, Yankton, South Dakota to be used as a home for the aged.

A private person, Dr. Flanagan avoided much of the credit for her success in building an outstanding reputation for the hospital and sanatorium. Her personal dedication to the institution as well as her teaching in the nursing school were two factors which helped build the fine reputation of the facility.

A devout Catholic, she attend daily Mass and was known for her charity to the less fortunate.

When Dr. Flanagan died, she specified in her will that money be given to three interests:

1. The community of Lincoln, Nebraska,
2. The Catholic Church,
3. Educational and charitable organizations of the Catholic Church.

Such a career and life-style are admirable. As Directors we are privileged to carry out the directives of Dr. Flanagan's will to the best of our abilities.

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

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CATHEDRAL OF THE RISEN CHRIST SCHOOL 3245 SOUTH 37TH ST LINCOLN, NE 68506	NONE 501(C)(3)	TO ASSIST IN REPLACING THE BOILER	15,000.
CATHOLIC SOCIAL SERVICES 1313 ELDON DRIVE LINCOLN, NE 68510	NONE 501(C)(3)	ASSIST IN FUNDING THE ST. FRANCIS FOOD PANTRY & THEIR EMERGENCY SERVICES PROGRAM	9,000.
MADONNA FOUNDATION 5401 SOUTH STREET LINCOLN, NE 68506	NONE FOUNDATION 501(C)(3)	TO PROVIDE THEIR EMPLOYEES WITH THE MEANS TO ENHANCE THEIR PROFESSIONAL SKILLS THROUGH TUITION FOR CONTINUING EDUCATION.	7,500.
MADONNA FOUNDATION 5401 SOUTH STREET LINCOLN, NE 68506	NONE FOUNDATION 501(C)(3)	TO HELP WITH THE EXPENSES FOR THE FAMILY HOUSING PROGRAM	15,000.
PIUS X FOUNDATION 6000 A STREET LINCOLN, NE 68510	NONE FOUNDATION 501(C)(3)	FUNDS TO BE USED TOWARD THE FUNDING OF THE SECOND PHASE OF A THREE-PHASE PROJECT TO RENOVATE TWO CHEMISTRY LABS.	10,000.
ST. ELIZABETH FOUNDATION 6900 L STREET, SUITE 100 LINCOLN, NE 68510	NONE FOUNDATION 501(C)(3)	TO ASSIST NEW & EXPECTING PARENTS OF NEWBORNS IN THE NEONATAL INTENSIVE CARE UNIT.	10,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRIGHT LIGHTS, INC 5561 SOUTH 48TH ST, SUITTE 230 LINCOLN, NE 68516	NONE 501(C)(3)	TO ASSIST WITH HEALTH & SAFETY PROGRAMS FOR BRIGHT LIGHTS.	1,000.
LINCOLN CHILDREN'S MUSEUM 1420 P STREET LINCOLN, NE 68508	NONE 501(C)(3)	TO CONTINUE SHINING STAR PROGRAM FOR CHILDREN WITH IMMUNE DEFICIENCIES-ALLOWING THESE CHILDREN TO PLAY AT THE MUSEUM AFTER IT HAS BEEN SANITIZED	1,000.
LINCOLN CHILDREN'S ZOO & BOTANICAL GARDENS 1222 SOUTH 27TH ST LINCOLN, NE 68502	NONE 501(C)(3)	TO FUND MEMBERSHIPS FOR AT-RISK CHILDREN AND THEIR FAMILIES	3,000.
FRIENDSHIP HOME PO BOX 85358 LINCOLN, NE 68501	NONE 501(C)(3)	TO HELP MEET THE GENERAL OPERATING EXPENSES OF TWO EMERGENCY SHELTERS	5,000.
LIGHTHOUSE 2530 N STREET LINCOLN, NE 68510	NONE 501(C)(3)	FUNDS TO PROVIDE HIGH QUALITY AFTER-SCHOOL PROGRAMMING TO MIDDLE AND HIGH SCHOOL AGED YOUTH	5,000.
LINCOLN LITERACY COUNCIL 745 SOUTH 9TH ST LINCOLN, NE 68508	NONE 501(C)(3)	CONTINUE SUPPORT FOR THE VOLUNTEER TUTOR TRAINING PROGRAM	5,000.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MATT TALBOT KITCHEN P.O. BOX 80935 LINCOLN, NE 68503	NONE 501(C)(3)	TO HELP FUND THEIR GENERAL OPERATIONS - MEALS, OUTREACH AND PREVENTION SERVICES.	5,000.
TABITHA, INC. FOR MEALS ON WHEELS 4720 RANDOLPH LINCOLN, NE 68510	NONE 501(C)(3)	HELP TO UNDERWRITE THE COST OF MEALS ON WHEELS RECEIPIENTS WHO DO NOT HAVE THE RESOURCES TO PAY	7,500.
ST. MICHAEL CATHOLIC CHURCH 9210 YANKEE HILL RD LINCOLN, NE 68526	NONE 501(C)(3)	TO ASSIST IN FURNISHING THE SCHOOL LIBRARY	5,000.
FOOD BANK OF LINCOLN STE A, 4840 DORIS BAIR CR LINCOLN, NE 68504	NONE 501(C)(3)	TO ASSIST IN THE FUNDING OF THE FOOD BANK "BACKPACK" PROGROM.	5,000.
MOURNING HOPE GRIEF CENTER 4919 BALDWIN AVE. LINCOLN, NE 68504	NONE 501(C)(3)	TO HELP WITH FUNDING THE DEVELOPMENT AND IMPLEMENTATION OF A PROGRAM FOR PERSONS AGE 19 TO 30(ISH)	1,000.
ST. THOMAS AQUINAS CHURCH 320 N. 16TH STREET LINCOLN, NE 68508	NONE 501(C)(3)	TO CONTRIBUTE TO THE $25 MILLION CAPITAL CAMPAIGN TO CONSTRUCT A LARGER CHURCH, STUDENT CENTER, RECTORY, TWO HOUSES FOR SORORITY AND FRATERNITY, MINISTRY AND PROGRAM SUPPORT INCLUDING A $2.5 MILLION ENDOWMENT	5,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY ACTION PROGRAM 1120 K ST. STE 100 LINCOLN, NE 68508	NONE 501(C)(3)	TO SUPPORT "THE GATHERING PLACE"	2,500.
MARCH OF DIMES 315 S. 9TH ST, STE 214 LINCOLN, NE 68508	NONE 501(C)(3)	TO ASSIST IN THE FUNDING OF THE MARCH FOR BABIES PROJECT	2,000.
		TOTAL CONTRIBUTIONS PAID	119,500.