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Department of the Treasury Internal Revenue Service

DLN: 93491316008463

OMB No 1545-0052

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

Open to Public Inspection

		endar year 2012, or tax year beginning 01-	01-2012 , and	end	ling 12-31-		
		undation er Foundation			A Employer id	entification numbe	er
co	Neal G	erber & Eisenberg			36-3522486		
		d street (or P O box number if mail is not delivered to street address aSalle Street	Room/suite		B Telephone nu	mber (see instructior	ıs)
2 1	NOITH LE	isale sueet			(262) 798-5080)	
		n, state, and ZIP code 60602			C If exemption	application is pending	g, check here 🕨 🦵
		F					
G C	hecka	all that apply Initial return Initial return o Final return	f a former public chai rn	rity	_	ganizations, check he	•
		Address change Name change	111			rganızatıons meeting e and attach computa	
H C	neck ty	ype of organization Section 501(c)(3) exempt priva	ate foundation				
<u></u>	ection	14947(a)(1) nonexempt charitable trust Other taxa					
		ket value of all assets at end J Accounting method		rual		ındatıon status was t n 507(b)(1)(A), chec	
		from Part II, col. (c), \$ 7,123,812				ation is in a 60-month	
Pa	rt I	Analysis of Revenue and Expenses (The			under sectio	n 507(b)(1)(B), chec	(d) Disbursements
		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	1 (d)	Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc , received (attach schedule)					
	2	Check $\blacktriangleright \slash\hspace{-0.4cm} \overline{\hspace{-0.4cm} \hspace{-0.4cm} \hspace{-0.4cm} \hspace{-0.4cm} \hspace{-0.4cm} \hspace{-0.4cm} \overline{\hspace{-0.4cm} \hspace{-0.4cm} -0.4$					
	3	Interest on savings and temporary cash investments	110		110		
	4	Dividends and interest from securities	163,399		163,399		
	5a	Gross rents					
	b	Net rental income or (loss)					
Revenue	6a	Net gain or (loss) from sale of assets not on line 10	203,912				
	b	Gross sales price for all assets on line 6a 1,905,067			203,912		
	7	Capital gain net income (from Part IV, line 2)			203,912		
_	8	Net short-term capital gain					
	10a	Gross sales less returns and allowances					
	ь	Less Cost of goods sold					
	_ c	Gross profit or (loss) (attach schedule)					
	11	Other income (attach schedule)	4,087		1,904		
	12	Total. Add lines 1 through 11	371,508		369,325		
	13	Compensation of officers, directors, trustees, etc	40,063		4,006		36,057
ı.n	14	Other employee salaries and wages					
Š	15	Pension plans, employee benefits	25,287		2,214		23,073
Expenses	16a	Legal fees (attach schedule)					1,133
	b	Accounting fees (attach schedule)	<u> </u>		675		225
₽	C	Other professional fees (attach schedule)	25,689		25,144		545
and Administrative	17	Interest	(SE)		4 =		<u> </u>
72	18	Taxes (attach schedule) (see instructions)	3,055		40		15
<u>=</u>	19	Depreciation (attach schedule) and depletion					
Ą	20	Occupancy					
înd	21	Travel, conferences, and meetings					
	23	Other expenses (attach schedule)					318
Operating	24	Total operating and administrative expenses.	310				310
ě	~~	Add lines 13 through 23	96,445		32,079		61,366
Õ	25	Contributions, gifts, grants paid	935,569		, -		935,569
	26	Total expenses and disbursements. Add lines 24 and 25	1,032,014		32,079		996,935
	27	Subtract line 26 from line 12					
	a	Excess of revenue over expenses and disbursements	-660,506				
	ь	Net investment income (If negative, enter -0 -)			337,246		
	С	Adjusted net income (If negative, enter -0-)					

Dа	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year			year			
		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book	Value	(c) Fair Market Value			
	1	Cash—non-interest-bearing							
	2	Savings and temporary cash investments	438,839		289,750	289,750			
	3	Accounts receivable							
		Less allowance for doubtful accounts -							
	4	Pledges receivable							
		Less allowance for doubtful accounts -				_			
	5	Grants receivable							
	6	Receivables due from officers, directors, trustees, and other							
		disqualified persons (attach schedule) (see page 15 of the							
		instructions)							
	7	Other notes and loans receivable (attach schedule)							
.		Less allowance for doubtful accounts							
ssets	8	Inventories for sale or use							
S S	9	Prepaid expenses and deferred charges							
٦	10a	Investments—U S and state government obligations (attach schedule)							
		Investments—corporate stock (attach schedule)		% 3	2,948,686	3,703,211			
	c	Investments—corporate bonds (attach schedule)	2,828,388	1	2,915,683	3,130,851			
	11	Investments—land, buildings, and equipment basis 🕨							
		Less accumulated depreciation (attach schedule)							
	12	Investments—mortgage loans							
	13	Investments—other (attach schedule)							
	14	Land, buildings, and equipment basis •							
		Less accumulated depreciation (attach schedule) > 8,685							
	15	Other assets (describe	2,312	9 3	19,447	7			
	16	Total assets (to be completed by all filers—see the							
		instructions Also, see page 1, item I)	6,834,072		6,173,566	7,123,812			
+	17	Accounts payable and accrued expenses							
	18	Grants payable				1			
s e	19	Deferred revenue				1			
	20	Loans from officers, directors, trustees, and other disqualified persons				1			
Labilt	21	Mortgages and other notes payable (attach schedule)				1			
ڏ	22	Other liabilities (describe				1			
		· · · · · · · · · · · · · · · · · · ·				1			
	23	Total liabilities (add lines 17 through 22)			()			
		Foundations that follow SFAS 117, check here 🕨 🦵							
ام.		and complete lines 24 through 26 and lines 30 and 31.							
or Fund Balances	24	Unrestricted							
밁	25	Temporarily restricted				_			
B3	26	Permanently restricted							
힏		Foundations that do not follow SFAS 117, check here 🕨 🔽							
뫼		and complete lines 27 through 31.							
5	27	Capital stock, trust principal, or current funds							
낉	28	Paid-in or capital surplus, or land, bldg , and equipment fund	6,779,250		6,779,250)			
Assets	29	Retained earnings, accumulated income, endowment, or other funds	54,822		-605,684	1			
	30	Total net assets or fund balances (see page 17 of the							
¥		ınstructions)	6,834,072		6,173,566	5			
	31	Total liabilities and net assets/fund balances (see page 17 of							
		the instructions)	6,834,072		6,173,566	5			
Pa	rt II	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 a	gree					
		with end-of-year figure reported on prior year's return)		1	6,834,072				
2		Enter amount from Part I, line 27a			2	-660,506			
3		Other increases not included in line 2 (itemize)		[3	_			
4		Add lines 1, 2, and 3			4	6,173,566			
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)—F	Part II, column (b), l	ne 30 .	6	6,173,566			

1a		ne kınd(s) of property sold (e g , re use, or common stock, 200 shs M	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)	
	See Additional Data Ta	able				
b						
С						
d						
е		1 122 2 11		<u> </u>	1 (1) =	
(e) Gross sales price	(f) Depreciation allower (or allowable)		t or other basis pense of sale		n or (loss) f) mınus (g)
а	See Additional Data Ta	able				
b						
С						
d						
е						
Со	mplete only for assets sh	owing gain in column (h) and owne	· •			(h) gain minus less than -0-) o
(i)	FM V as of 12/31/69	(j) A djusted basis as of 12/31/69	, ,	cess of col (ı) col (j), ıf any		rom col (h))
а	See Additional Data Ta					
b						
С						
d						
e						
2	Canital gain not income	o or (not conital loss)	If gain, also enter			
2	Capital gain net income	e or (net capital loss)	If (loss), enter -0-	In Part I, line /	2	203,9
3	Net short-term capital	gain or (loss) as defined in sectio	ns 1222(5) and (6))		
		art I, line 8, column (c) (see instru	ctions) If (loss), e	nter -0 -	.	
	ın Part I, line 8 .				3	
ropt	ional use by domestic pri	vate foundations subject to the se				
or opt sections secti	ional use by domestic pri on 4940(d)(2) applies, lea foundation liable for the the foundation does not	vate foundations subject to the se ave this part blank section 4942 tax on the distributa qualify under section 4940(e) Do	ection 4940(a) tax able amount of any not complete this	on net investment year in the base p part	: income) eriod?	
sections the	ional use by domestic pri on 4940(d)(2) applies, lea foundation liable for the the foundation does not	vate foundations subject to the se ave this part blank section 4942 tax on the distribute	ection 4940(a) tax able amount of any not complete this	on net investment year in the base p part	: income) eriod?	
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proptosections the Yes, 'I Ent Base year (o	foundation liable for the solution of the foundation liable for the solution does not the foundation d	vate foundations subject to the seave this part blank section 4942 tax on the distribute qualify under section 4940(e). Do not in each column for each year, seave (b) Adjusted qualifying distributions 774,191 992,893 1,358,045 1,548,606 1,775,706 (d)	able amount of any not complete this ee page 18 of the in Net value of nonchard or in the infless than 5 years of from Part X, line 5	year in the base part instructions before ritable-use assets 7,903,687 7,880,903 7,814,193 10,381,829 12,092,006	eriod? making any entries (d) Distributio (col (b) divided	0 n ratio d by col (c)) 0 0979 0 1259 0 1737 0 1491 0 1468 0 693 0 138 7,064,64
proptosections the Yes,' 1 Ent Base year (c	foundation liable for the state of the foundation liable for the state of the foundation does not the foundation does not the foundation does not the foundation does not the appropriate amound (a) period years Calendar for tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column A verage distribution rathe number of years the Enter the net value of not multiply line 4 by line 3 Enter 1% of net investigation of the state	vate foundations subject to the seave this part blank section 4942 tax on the distribute qualify under section 4940(e). Do not in each column for each year, sea (b) Adjusted qualifying distributions 774,191 992,893 1,358,045 1,548,606 1,775,706 (d)	able amount of any not complete this ee page 18 of the in Net value of nonchard or in the infless than 5 years of from Part X, line 5	year in the base part instructions before ritable-use assets 7,903,687 7,880,903 7,814,193 10,381,829 12,092,006	eriod? making any entries (d) Distributio (col (b) divided)	0 n ratio d by col (c)) 0 09793 0 12593 0 17373 0 14913 0 14683 7,064,64
proptosections the Yes,' 1 Ent Base year (compared to the Year)	foundation liable for the solution of the foundation liable for the solution does not the foundation d	vate foundations subject to the seave this part blank section 4942 tax on the distribute qualify under section 4940(e). Do not in each column for each year, sea (b) Adjusted qualifying distributions 774,191 992,893 1,358,045 1,548,606 1,775,706 (d)	able amount of any not complete this ee page 18 of the in Net value of nonchard or in the infless than 5 years of from Part X, line 5	year in the base part instructions before ritable-use assets 7,903,687 7,880,903 7,814,193 10,381,829 12,092,006	eriod? making any entries (d) Distributio (col (b) divided)	n ratio

	990-PF (2012)			age 4
Pai	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the ins	tructio	ns)	
1 a	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)			
ь	Domestic foundations that meet the section 4940(e) requirements in Part V, check			3,372
_	here F and enter 1% of Part I, line 27b			<u> </u>
С	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-)			
3	Add lines 1 and 2			3,372
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			•
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0			3,372
6	C redits/P ayments			
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 4,508			
b	Exempt foreign organizations—tax withheld at source 6b			
c	Tax paid with application for extension of time to file (Form 8868) 6c 5,000			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d			9,508
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached.			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10			6,136
11	Enter the amount of line 10 to be Credited to 2013 estimated tax • 6,136 Refunded • 11			•
Pai	t VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did		Yes	No
	ıt partıcıpate or ıntervene ın any political campaign?	. 1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of			
	the instructions for definition)?	. 1b		No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation 🕨 \$ (2) On foundation managers 🕨 \$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
	on foundation managers 🕨 \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	. 2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	. 5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	▶IL			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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		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 ►Vicki Kalnins Telephone no ►(262)	798-	5080	
	Located at ▶20875 Crossroads Circle 100 Waukesha WI ZIP+4 ▶5318640			
4-				
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			
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 🕨			
Pai	t 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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 V 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	4.		N
	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			
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,	•-		NI-
_	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))			
_	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d			
а	and 6e, Part XIII) for tax year(s) beginning before 2012?			
	If "Yes," list the years > 20, 20, 20			
ь	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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
Ū	► 20, 20, 20			
За	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at			
-	any time during the year?			
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		No
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

	rt VII-B Statements Rega	rdii	na Activities for	· Wł	ich Form 4720	Max	Be Required (cont	inue	d)		age O
5a	During the year did the foundation		_		11011 1 01111 47 20	114)	be Required (come	,,,,,,,,	Ĭ		
	(1) Carry on propaganda, or other		•		islation (section 49	45(e	:)) [?]	Z No			
	(2) Influence the outcome of any						•	110			
	on, directly or indirectly, any							Z No			
	(3) Provide a grant to an individu					•	Yes F				
	(4) Provide a grant to an organiza					cert		140			
	in section 509(a)(1), (2), or (- No			
						•		NO			
	(5) Provide for any purpose other						□ v ₂₂ □	7 N.			
L	educational purposes, or for t										
D	If any answer is "Yes" to 5a(1)-(!									.	
	Regulations section 53 4945 or i								. 5b	Yes	
	Organizations relying on a curren										
С	If the answer is "Yes" to question	-			· ·		-				
	tax because it maintained expend					•	Yes	No			
	If "Yes," attach the statement requ										
6a	Did the foundation, during the yea	r, re	ceive any funds, dire	ectly	or indirectly, to pay	prer					
	a personal benefit contract?						\ \ Yes \	√ No			
b	Did the foundation, during the yea	r, pa	y premiums, directl	y or ı	ndirectly, on a perso	onal	benefit contract?		6b		No
	If "Yes" to 6b, file Form 8870.										
7a	At any time during the tax year, w	as t	he foundation a part	y to a	a prohibited tax shel	tert	ransaction? TYes F	√ No			
b	If yes, did the foundation receive	any	proceeds or have an	ıy ne	t income attributable	e to t	the transaction?		7b		No
	Information About	: Of	ficers, Directors	s, Tı	rustees, Founda	atio	n Managers, Highly	Paid	Emp	loye	es,
	and Contractors										
_1	List all officers, directors, trustees										
	(a) Name and address	(b)	Title, and average hours per week		c) Compensation If not paid, enter		(d) Contributions to mployee benefit plans		Expens		
	(a) Name and address	de	evoted to position			deferred compensation	other allowances			es	
See	Additional Data Table										
		1									
		ł									
		1									
				<u> </u>							
_2	Compensation of five highest-paid	emp	oloyees (other than	t hos	e included on line 1–	-see		nter "I	NONE.	,	
(-)	Name and address of each ample		(b) Title, and aver	age			(d) Contributions to	(0)	Evnana		ount.
(a,	Name and address of each employ paid more than \$50,000	ee	hours per week		(c) Compensation	n	employee benefit plans and deferred		Expens her all		
	, ,		devoted to positi	on			compensation				
NON	IE										
]								
			1								
			1								
			-								
Tota	I number of other employees hald o	vor	± 5.0.000				.	1			

Part VIII Information About Officers, Directors, Trus and Contractors (continued)	stees, Foundation Managers, Highly	Paid Employees,
3 Five highest-paid independent contractors for professional service	s (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 service	s	•
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include organizations and other beneficiaries served, conferences convened, research papers processes and other beneficiaries.		Expenses
1		
		1
-		1
2		
2		
3		
		1
4		
· <u> </u>		1
		-
	,	
Part IX-B Summary of Program-Related Investments		A
Describe the two largest program-related investments made by the foundation duri	ig the tax year on lines 1 and 2	A mount
1		
2		
		1
		1
All other program-related investments. See page 24 of the instruction	anc.	
All other program-related investments See page 24 of the instruction	JII5	
3		-
Total. Add lines 1 through 3		

Pa	rt X Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.)	reign	foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	Average monthly fair market value of securities	1a	6,891,972
b	Average of monthly cash balances	1b	280,253
C	Fair market value of all other assets (see instructions)	1c	C
d	Total (add lines 1a, b, and c)	1d	7,172,225
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,172,225
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see		
	ınstructions)	4	107,583
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,064,642
6	Minimum investment return. Enter 5% of line 5	6	353,232
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operations	atıng	foundations and
	certain foreign organizations check here 🕨 📗 and do not complete this part.)	1	
1	Minimum investment return from Part X, line 6	1	353,232
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012 (This does not include the tax from Part VI) 2b		
С	Add lines 2a and 2b	2c	3,372
3	Distributable amount before adjustments Subtract line 2c from line 1	3	349,860
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	349,860
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	349,860
Par	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	996,935
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	A mounts set aside for specific charitable projects that satisfy the		
а	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	996,935
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	ıncome Enter 1% of Part I, line 27b (see instructions)	5	3,372
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	993 563

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

For	m 990-PF (2012)					Page 9
P	art XIII Undistributed In	icome (see instruct	tions)			
			(a)	(b)	(c)	(d)
	Distributable amount for 2012 fro	m Dart VI June 7	Corpus	Years prior to 2011	2011	2012
	Undistributed income, if any, as o	· —				313,000
	Enter amount for 2011 only.					
a						
b	Total for prior years 20, Excess distributions carryover, if					
3	From 2007	1,185,740				
a h	From 2008	1,034,513				
6	From 2009	970,557				
d	From 2010					
e	From 2011	390,057				
	Total of lines 3a through e		4,185,931			
	Qualifying distributions for 2012 f					
•	XII, line 4 🕨 \$	996,935				
а	Applied to 2011, but not more tha					
	Applied to undistributed income o	 				
_	(Election required—see instruction					
c	Treated as distributions out of cor					
	required—see instructions)	<u> </u>	0			
d	Applied to 2012 distributable amo	ount				349,860
е	Remaining amount distributed out	of corpus	647,075			
5	Excess distributions carryover ap	plied to 2012				
	(If an amount appears in column (d same amount must be shown in col					
6	Enter the net total of each colum	` ' '				
·	indicated below:					
а	Corpus Add lines 3f, 4c, and 4e S	Subtract line 5	4,833,006			
	Prior years' undistributed income					
	line 4b from line 2b	I				
c	Enter the amount of prior years' ur	ndistributed				
	income for which a notice of defici					
	been issued, or on which the secti tax has been previously assessed	` '				
4	Subtract line 6c from line 6b Tax					
u	—see instructions					
e	Undistributed income for 2011 S					
	4a from line 2a Taxable amount—					
	instructions					
f	Undistributed income for 2012 Si					
	lines 4d and 5 from line 1 This an					0
7	be distributed in 2013					
•	corpus to satisfy requirements im					
	section 170(b)(1)(F) or 4942(g)(3	· · · · · · · · · · · · · · · · · · ·				
	instructions)					
8	Excess distributions carryover fro		1,185,740			
	applied on line 5 or line 7 (see ins	· · · · · · · · · · · · · · · · · · ·	1,103,740			
9	Excess distributions carryover to		3,647,266			
4.0	Subtract lines 7 and 8 from line 6	a	3,047,200			
	Analysis of line 9	1 024 513				
	Excess from 2008	1,034,513 970,557				
	Excess from 2009	605,064				
_	Excess from 2010 Excess from 2011	390,057				
d	Excess from 2011 Excess from 2012	647,075				
~	EVECTO HOUNTONE	,				I

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

c Any submission deadlines

factors

Show any relationship to any foundation manager or substantial contributor Show any relationship to any foundation manager or substantial contributor Purpose of grant or contribution Amount a Paid during the year	Name and address (home or business) a Paid during the year See Additional Data Table show any relationship to any foundation manager or substantial contributor show any relationship to any foundation manager or substantial contributor status of recipient Purpose of grant or contribution Amount Amount	3 Grants and Contributions Paid	If recipient is an individual,		uture Payment	
Total 3a 935,56	Total		show any relationship to	status of	Purpose of grant or contribution	A mount
Total	Total		or substantial contributor	recipient		
		a Paid during the year See Additional Data Table	or substantial contributor	recipient		
						935,56
		b Approved for future payment				

Form 990-		nima Antivitia				Page 1 2
	I-A Analysis of Income-Productions amounts unless otherwise indicated		usiness income	Excluded by section	n 512 513 or 514	(e)
_	n service revenue	(a) Business code	(b)	(c) Exclusion code	(d) A mount	Related or exemp function income (See
a	and contracts from government agencies ership dues and assessments on savings and temporary cash investments and and interest from securities	211110	4,087	14 14	110 163,399 203,912	instructions)
d e 12 Subtot 13 Total. / (See v	The accomplishment of the follogation's		plishment of E	Exempt Purpos e) of Part XVI-A c	ontributed importa	371,508 ntly to

Part XVII	Information Re Noncharitable					actio	ns	and Relati	onships With		,	<u> </u>
1 Did the orga	inization directly or indirectly	-				anızatıon	des	cribed in section			Yes	No
501(c) of th	e Code (other than section	501(c)(3) org	janızatı	ions) or in se	ction 527, relating	to politic	al or	ganizations?				
a Transfers	from the reporting four	ndation to a	nonc	:harıtable e	exempt organiza	ation of	:					
(1) Cash										1a(1)		No
(2) Othe	rassets									1a(2)		No
b Other tran	nsactions											
(1) Sales	of assets to a noncha	rıtable exe	mpt o	rganızatıor	n					1b(1)		No
(2) Purch	nases of assets from a	noncharita	ble ex	cempt orga	ınızatıon					. 1b(2)		No
(3) Renta	al of facilities, equipme	nt, or other	asse	ts						1b(3)		No
(4) Reim	bursement arrangemen	nts								1b(4)		No
	s or loan guarantees.									1b(5)		No
(6) Perfor	mance of services or m	nembership	or fu	ndraising s	solicitations.					1b(6)		No
c Sharing of	f facılıtıes, equipment, i	mailing list	s, oth	er assets,	or paid employ	ees				1c		No
of the goo	wer to any of the above ds, other assets, or sensaction or sharing arranged. (b) Amount involved	rvices give angement,	n by t show	the reportii in column	ng foundation I	f the fo f the go	und ods	ation receive , other asset	d less than fair mark	et value ed	!	nts
					-							
described	ndation directly or indii in section 501(c) of th omplete the following s (a) Name of organization	ne Code (ot schedule		nan sectior	•	ın sect					_{es} F	No
Sign the libase	er penalties of perjury, best of my knowledge a ed on all information of ***** Signature of officer or to	and belief, i which prep	t is tr	ue, correct	, and complete	-	ratio		(other than taxpaye		s this reti	IS urn ow
	Print/Type preparer's	s name	Pron	arer's Sigi	nature		Da	ite	b.	TIN		-
Paid		, . , pe p. eparer 3 manne							Check if self- employed ▶ ☐			
Preparer Use Only	Firm's name 🕨											
	Firm's address ▶								Phone no			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)		
EV Energy Partners	Р	2011-01-01	2012-12-31		
Denbury Res Inc Com	Р	2011-01-01	2012-12-31		
Topiary Trust Class I Series A	Р	2011-01-01	2012-12-31		
M&I Capital Gain Dividends	Р	2011-01-01	2012-12-31		
M&I Trust Long Term Capital Gains	Р	2011-01-01	2012-12-31		
M&I Trust Short Term Capital Gains	Р	2011-01-01	2012-12-31		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gaın or (loss) (e) plus (f) mınus (g)
68,777		58,141	10,636
14,455		12,717	1,738
44,871			44,871
16,048			16,048
1,321,302		1,170,282	151,020
439,614		460,015	-20,401

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (ı) over col (j), ıf any	Losses (from col (h))
			10,636
			1,738
			44,871
			16,048
			151,020
			-20,401

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
William T Schleicher	Treasurer	0		
20875 Crossroads Circle 100 Waukesha, WI 531864093	0 00			
Vicki Kalnins	Secretary	0		
20875 Crossroads Circle 100 Waukesha, WI 531864093	0 00			
Frances Comer	Vice President	0		
20875 Crossroads Circle 100 Waukesha, WI 531864093	0 00			
Guy Comer	Director	0		
20875 Crossroads Circle 100 Waukesha, WI 531864093	0 00			
Stephanie Comer	President	40,063	22,141	
20875 Crossroads Circle 100 Waukesha, WI 531864093	12 00			

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

Recipient	If recipient is an individual,	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	show any relationship to recipient any foundation manager or substantial contributor			
a Paid during the year				
Young Woman's Empowerment Project 2334 W Lawrence Avenue Sacramento, CA 95832	n/a	Public	General Support	10,000
UNICEF 3 United Nations Plaza New York, NY 10017	n/a	Public	General Support	1,000
The American Ireland Fund PO Box 617681 Chicago,IL 60661	n/a	Public	General Support	500
Southern Arizona Aids Foundation 375 South Euclid Avenue Tucson,AZ 85719	n/a	Public	General Support	15,000
Safer Alternatives Thru Networking 8015 Freeport Blvd Sacramento, CA 95832	n/a	Public	General Support	25,000
PHFE Inc 13200 Crossroads Parkway Suite 135 City of Industry, CA 91746	n/a	Public	General Support	30,000
Mendocino County Aids Volunteers PO Box 1350 Ukiah,CA 95482	n/a	Public	General Support	12,500
Museum of Science and Industry 1301 N Astor Street Chicago,IL 60610	n/a	Public	General Support	1,000
Music Institute of Chicago 517 Green Bay Road Wilmette,IL 60091	n/a	Public	General Support	10,000
Lyrıc Opera 20 N Upper Wacker DR Chıcago,IL 60606	n/a	Public	General Support	10,828
Lower East Side Harm Reduction 25 Allen Street New York, NY 10002	n/a	Public	General Support	20,000
Kansas City Free Health Clinic 3515 Broadway Kansas City, MO 64111	n/a	Public	General Support	10,000
Northern Ireland Children's Hospice 18 ONeil Road Newtownabbey, Newtownabbey BT36 6WB EI	n/a	Public	General Support	8,941
Homeless Youth Alliance PO Box 170427 San Francisco,CA 94117	n/a	Public	General Support	25,000
Helping Individual Prostitutes 1309 Rhode Island Ave NE 2B Washington, DC 20018	n/a	Public	General Support	12,500

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

Recipient	If recipient is an individual,	Foundation	Purpose of grant or	A mount	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution		
a Paid during the year					
Harris Theater for Music and Dance 205 E Randolph St Chicago,IL 60601	n/a	Public	General Support	5,000	
GRIP 165-22nd Street Richmond, CA 94801	n/a	Public	Grant Agreement	30,000	
Fresno Needle Exchange 933 F Street Fresno,CA 93706	n/a	Public	General Support	30,000	
The Field Museum 1400 South Lake Shore Drive Chicago,IL 60605	n/a	Public	General Support	1,500	
Family Health Centers of San Diego 1809 National Ave San Diego, CA 92113	n/a	Public	General Support	15,000	
Down East AIDS Network 5 Water St Machias, ME 04654	n/a	Public	Grant Agreement	5,000	
Community Health Awareness Group 1300 West Fort Street Detroit, MI 48226	n/a	Public	General Support	25,000	
Chicago Recovery Alliance 3110 W Taylor Street Chicago,IL 60612	n/a	Public	General Support	30,000	
Colorado AIDS Project 300A 2490 W 26th Ave Denver,CO 80211	n/a	Public	General Support	12,500	
Camden Area Health Clinic 514 Cooper Street Camden, NJ 08102	n/a	Public	General Support	12,500	
Alzheimer Drug Discovery Foundation 57 West 57th Street Suite 904 New York, NY 10019	n/a	Public	General Support	25,000	
Alaskan AIDS Assistance Association 1057 W Fireweed Lane Suite 102 Anchorage, AK 99503	n/a	Public	General Support	10,000	
AIDS Resource Center of Wisconsin PO Box 92487 Milwaukee, WI 53202	n/a	Public	General Support	20,000	
Aids Foundation of Chicago 411 South Wells Street Suite 300 Chicago,IL 60607	n/a	Public	General Support	40,000	
Bethany Place 821 West A Street Belleville, IL 62220	n/a	Public	General Support	5,000	

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	Foundation status of	Purpose of grant or contribution	A mount	
Name and address (home or business)	any foundation manager or substantial contributor	recipient			
a Paid during the year					
Sisters and Brothers Helping Each O 418 N Elm Gardner,IL 60424	n/a	Public	General Support	12,500	
The Art Institute of Chicago 111 South Michigan Ave Chicago,IL 60603	n/a	Public	General Support	29,800	
N Jersey Community Research Initiat 393 Central Avenue Newark,NJ 07103	n/a	Public	General Support	10,000	
Washington Heights Corner Project 76 Wadsworth Avenue New York,NY 10033	n/a	Public	General Support	15,000	
St Ann's Corner of Harm Reduction 310 Walton Avenue 2nd Floor Bronx,NY 10451	n/a	Public	General Support	30,000	
South Jersey Aids Alliance 19 Gordons Alley Atlantic City,NJ 08401	n/a	Public	General Support	12,500	
Reading Risk Reduction PO Box 1191 Reading, PA 19603	n/a	Public	General Support	10,000	
Prevention Point Pittsburgh 907 West St Fifth Floor Pittsburgh, PA 15221	n/a	Public	General Support	20,000	
North American Syringe Exchange Net 535 Dock Street 112 Tacoma, WA 98402	n/a	Public	General Support	162,000	
HIV Alliance 1966 Garden Avenue Eugene,OR 97403	n/a	Public	General Support	12,500	
Harm Reduction Coalition 22 West 27th Street 9th Floor New York,NY 10001	n/a	Public	General Support	100,000	
Austin Harm Reduction Coalition PO Box 13482 Austin,TX 78711	n/a	Public	General Support	30,000	
Alianza Positiva Inc Apartado 35 Las Marias,Puerto Rico 00670 RQ	n/a	Exp Resp	General Support	20,000	
AIDS Network 600 Williamson Street Ste H Madison, WI 53703	n/a	Public	General Support	12,500	
Total				935,569	

TY 2012 Accounting Fees Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax Preparation Fees	900	675	0	225

TY 2012 General Explanation Attachment

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Identifier	Return Reference	Explanation		
		Statement Required by Regulations Section 53 4945-5d1 Alianza Positiva Inc Barrio Balboa 31arenal Street Barrio Balb, Mayaguez, PR 006802 \$20,000 paid on August 9, 2012 for general support of the north american syringe exchange network3 \$20,000 of funds received spent by Alianza Positiva Inc4 All funds spent on intended purpose5 Interim report filed on January 31, 2013 Final report filed on July 31, 2013 Both reports verified when recieved and all funds spent on intended purpose		

ldentifier	Return Reference	Explanation
		IRC SECTION 751 STATEMENTThe taxpayer has reported ordinary income upon the disposition of units in EV Energy Partners, L P, as provided by the General Partner The amount was determined in accordance with the Internal Revenue Code Section 751 Detailed information is available in the office of the General Partner upon request

TY 2012 Investments Corporate Bonds Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Name of Bond	End of Year Book Value	End of Year Fair Market Value
192905.179 SH Sanford Bernstein Fund II	2,915,683	3,130,851

TY 2012 Investments Corporate Stock Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229 **Software Version:** 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
897.578 SH Topiary Trust Class I Series		60,004
3990 SH Ishares Core S&P 500 ETF	520,594	571,129
1470 SH Schnitzer Steel Inds Inc Cl A	43,082	44,585
1790 SH Kaiser Alum Corp Com	60,206	110,425
3860 SH Intrepid Potash Inc Com	87,989	82,179
5520 SH Glatfelter Com	90,864	96,490
1820 SH Deltic Timber Corp Com	109,421	128,528
3790 SH Teletech Hldgs Inc Com	61,973	67,462
166 SH Scansource Inc Com	5,042	5,274
1641 SH Plexus Corp Com	48,861	42,338
3660 SH Molex Inc Cl A	58,397	81,691
2370 SH Materion Corp Com	63,078	61,099
2590 SH Avnet Inc Com	44,228	79,280
1192 SH Viad Corp Com	29,594	32,375
3190 SH Trinity Inds Inc Com	57,762	114,266
1380 SH Titan Machy Inc Com	30,415	34,086
4307 SH Healthcare Svcs Group Inc Com	36,465	100,052
1849 SH Gatx Corp Com	48,931	80,062
2420 SH Encore Wire Corp Com	44,927	73,350
1420 SH Atlas Air Worldwide Hldgs Inc	64,432	62,934
3110 SH American Railcar Inds Inc Com	58,907	98,680
860 SH Analogic Corp Com	44,195	63,898
7130 SH Symetra Finl Corp Com	86,811	92,547
2540 SH Raymond James Finl Inc Com	58,680	97,866
1092 SH Navigators Group Inc Com	51,354	55,768
2450 SH Leucadıa Natl Corp Com	62,524	58,286
1890 SH Jefferies Group Inc New Com	31,982	35,097
6220 SH Investors Bancorp Inc Com	76,824	110,592
410 SH Encore Cap Group Inc Com	11,847	12,554
2409 SH Bankunited Inc Com	58,100	58,876

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1230 SH Associated Banc Corp	16,014	16,138
2640 SH Alexander & Baldwin Inc New Com	72,179	77,537
3960 SH Onebeacon Insurance Group LT	87,451	55,044
640 SH Enstar Group LTD	45,472	71,667
4870 SH Resolute Energy Corp Com	48,693	39,593
3430 SH Carrizo Oil & Gas Inc Com	73,998	71,756
1530 SH Caseys Gen Stores Inc Com	47,120	81,243
1490 SH Andersons Inc Com	57,733	63,921
1810 SH Vail Resorts Inc	79,233	97,903
2421 SH Stage Stores Inc Com	37,251	59,992
2380 SH Mens Warehouse Inc Com	54,741	74,161
2990 SH Marcus Corporation Com	47,035	37,285
2920 SH M D C Hldgs Inc Com	86,870	107,339
2870 SH Foot Locker Inc Com	56,623	92,184
1790 SH Core-Mark Hldg Co Inc Com	59,523	84,757
3300 SH Chicos Fas Inc Com	31,265	60,918

TY 2012 Land, Etc. Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	5,949	5,949		
Furniture and Fixtures	2,736	2,736		

TY 2012 Legal Fees Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal	1,133	0	0	1,133

TY 2012 Other Assets Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Description	Beginning of Year -	End of Year - Book	End of Year - Fair
	Book Value	Value	Market Value
O ther Assets	2,312	19,447	

TY 2012 Other Expenses Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage	106			106
Office Supplies	25			25
Filing Fees	10			10
Bank Fees	177			177

TY 2012 Other Income Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
O ther I nvestment I ncome	4,087	1,904	

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TY 2012 Other Professional Fees Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Trust Fees	25,144	25,144	0	0
Payroll Services	545	0	0	545

TY 2012 Taxes Schedule

Name: The Comer Foundation

co Neal Gerber & Eisenberg

EIN: 36-3522486

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
State Taxes	15			15
Foreign Taxes	40	40		
Federal Taxes	3,000			