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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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 01-01-2012 , and ending 12-31-2012

Name of foundation JIM GILMORE JR FOUNDATION		A Employer identification number 36-3584018	
Number and street (or P O box number if mail is not delivered to street address) 162 E MICHIGAN AVE		B Telephone number (see instructions) (269) 381-3490	
City or town, state, and ZIP code KALAMAZOO, MI 49007		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 13,748,020	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	12,863,039			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,261	1,261		
	4 Dividends and interest from securities.	22,450	22,450		
	5a Gross rents	1,728,075	1,728,075		
	b Net rental income or (loss) 865,255				
	6a Net gain or (loss) from sale of assets not on line 10	41,844			
	b Gross sales price for all assets on line 6a 393,807				
	7 Capital gain net income (from Part IV , line 2)		41,844		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	238,371	238,371		
	12 Total. Add lines 1 through 11	14,895,040	2,032,001		
	13 Compensation of officers, directors, trustees, etc	187,809	136,866		50,943
	14 Other employee salaries and wages	156,057	140,814		15,243
	15 Pension plans, employee benefits	62,692	52,078		10,614
	16a Legal fees (attach schedule)	90,396	56,872		33,524
	b Accounting fees (attach schedule)	2,435			2,435
	c Other professional fees (attach schedule)	51,003	50,763		240
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	187,336	173,280		56
	19 Depreciation (attach schedule) and depletion	9,376			
	20 Occupancy	17,257	12,080		5,177
	21 Travel, conferences, and meetings	3,903	3,903		
	22 Printing and publications				
	23 Other expenses (attach schedule)	857,838	851,675		6,163
	24 Total operating and administrative expenses. Add lines 13 through 23	1,626,102	1,478,331		124,395
	25 Contributions, gifts, grants paid	93,000			93,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,719,102	1,478,331		217,395
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	13,175,938			
	b Net investment income (if negative, enter -0-)		553,670		
	c Adjusted net income (if negative, enter -0-)				

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	391	670,791
	3	Accounts receivable ▶ <u>13,646</u>		
		Less allowance for doubtful accounts ▶ _____	13,646	13,646
	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 ▶ _____		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges	213,983	213,983
	10a	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 ▶ <u>6,696,179</u>		
		Less accumulated depreciation (attach schedule) ▶ <u>403,442</u>	6,292,737	6,696,179
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	6,153,421	6,153,421
	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)	391	13,344,578
				13,748,020
Liabilities	17	Accounts payable and accrued expenses		171,522
	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)		171,522
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>		
		and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>		
		and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds	391	13,173,056
	30	Total net assets or fund balances (see page 17 of the instructions)	391	13,173,056
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	391	13,344,578

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	391
2	Enter amount from Part I, line 27a	2	13,175,938
3	Other increases not included in line 2 (itemize) ▶ _____	3	8,700
4	Add lines 1, 2, and 3	4	13,185,029
5	Decreases not included in line 2 (itemize) ▶ _____	5	11,973
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,173,056

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)
1 a	ISHARES BARCLAYS 20+ YR TREAS BD FD	P	2012-03-21	2012-05-23
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 393,807		351,963	41,844
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			41,844
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	41,844
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	41,844

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

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

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

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

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


(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011		406	
2010	540	268	2 014925
2009	640	129	4 961240
2008	640	311	2 057878
2007	640	297	2 154882

2 Total of line 1, column (d).	2	11 188925
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	2 797231
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	10,461,907
5 Multiply line 4 by line 3.	5	29,264,371
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,537
7 Add lines 5 and 6.	7	29,269,908
8 Enter qualifying distributions from Part XII, line 4. 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	8	217,395

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	11,073
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	11,073
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	11,073
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,000	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	3,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	17,000
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	5,927
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 5,927	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	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		No
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?	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 <ul style="list-style-type: none">By language in the governing instrument, orBy 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) <input type="checkbox"/> MI _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	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	Yes	

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶CHRIS SHOOK Telephone no ▶(269) 381-3490 Located at ▶162 E MICHIGAN AVE KALAMAZOO MI ZIP +4 ▶49007			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/>		
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?			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	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?			
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
See Additional Data Table				
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
SUE BROCKELBANK	CONTROLLER	50,812	5,851	
162 E MICHIGAN AVE	40 00			
KALAMAZOO, MI 49007				
Total number of other employees paid over \$50,000.				

Part VIII

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
LENNON MILLER ETAL	LEGAL	68,257
151 S ROSE ST		
KALAMAZOO, MI 49007		

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.

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		
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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

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	715,451
b	Average of monthly cash balances.	1b	3,391,774
c	Fair market value of all other assets (see instructions).	1c	6,514,000
d	Total (add lines 1a, b, and c).	1d	10,621,225
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	10,621,225
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	159,318
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,461,907
6	Minimum investment return. Enter 5% of line 5.	6	523,095

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	523,095
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	11,073
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,073
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	512,022
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	512,022
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	512,022

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	217,395
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	217,395
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	217,395
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				512,022
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				625
b From 2008.				624
c From 2009.				634
d From 2010.				527
e From 2011.				
f Total of lines 3a through e.	2,410			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 217,395				
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.				217,395
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,410			2,410
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.				292,217
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.				
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.				
e Excess from 2012.				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	93,000
b Approved for future payment				
Total			3b	

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			14	1,261	
4 Dividends and interest from securities.			14	22,450	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	865,255	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	41,844	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a MISCELLANEOUS INCOME			16	226,398	
b K-1 INCOME FROM GCG PORTAGE			16	11,973	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .				1,169,181	
13 Total. Add line 12, columns (b), (d), and (e).					1,169,181

[illegible]

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p> (1) Cash.</p> <p> (2) Other assets.</p> <p>b Other transactions</p> <p> (1) Sales of assets to a noncharitable exempt organization.</p> <p> (2) Purchases of assets from a noncharitable exempt organization.</p> <p> (3) Rental of facilities, equipment, or other assets.</p> <p> (4) Reimbursement arrangements.</p> <p> (5) Loans or loan guarantees.</p> <p> (6) Performance of services or membership or fundraising solicitations.</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.</p> <p>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</p>		Yes	No
	1a(1)		No
	1a(2)		No
	1b(1)		No
	1b(2)		No
	1b(3)		No
	1b(4)		No
	1b(5)		No
	1b(6)		No
	1c		No

[illegible]

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







b If "Yes," complete the following schedule

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


Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	Signature of officer or trustee	2013-08-15 <hr style="width: 100%;"/> Date	Title
	<div style="border: 1px solid black; padding: 5px; display: inline-block;"> May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div>		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	RHONDA L NEWMAN	RHONDA L NEWMAN	2013-08-14		
	Firm's name <input type="checkbox"/>	JANSEN VALK THOMPSON & REAHM PC		Firm's EIN <input type="checkbox"/>	
		7171 STADIUM DR			
	Firm's address <input type="checkbox"/>	KALAMAZOO, MI 490094943		Phone no (269) 381-7600	

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
CASE HOOGENDOORN  122 S MICHIGAN AVENUE SUITE 1220 CHICAGO,IL 60603	SECRETARY/TR 5 00	0	0	0
SYDNEY GILMORE HOERLER  915 BERKSHIRE RD GROSSE POINTE PARK,MI 48230	DIRECTOR 5 00	0	0	0
BETHANY GILMORE  12275 S SHERMAN LAKE DR AUGUSTA,MI 49012	DIRECTOR 5 00	0	0	0
CHRISTOPHER SHOOK  162 E MICHIGAN AVE KALAMAZOO,MI 49007	PRESIDENT 40 00	169,809	16,005	0
GEORGE LENNON  151 S ROSE ST STE 900 KALAMAZOO,MI 49007	DIRECTOR 5 00	18,000	0	0
MARIETTE LEMIEUX  1051 DOGWOOD DR PORTAGE,MI 49024	CHAIR 5 00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CITY OF KALAMAZOO 241 W SOUTH ST KALAMAZOO,MI 49007	NONE	GOVT	RED ARROW GOLF COURSE FLAG POLE	1,500
DOWNTOWN KALAMAZOO ASSOC CHARITIES 141 E MICHIGAN AVE STE 5 KALAMAZOO,MI 49007	NONE	PUBLIC	ARCADIA FESTIVAL SITE FLAGPOLES	9,000
KALAMAZOO INSTITUTE OF ARTS 314 PARK ST KALAMAZOO,MI 49007	NONE	PUBLIC	PROGRAMMING	7,500
GRYPHON PLACE 3245 S 8TH ST KALAMAZOO,MI 49009	NONE	PUBLIC	CAPITAL CAMPAIGN	15,000
THE UNIVERSITY OF MICHIGAN LAW SCHL 625 S STATE ST ANN ARBOR,MI 48109	NONE	PUBLIC	OPERATIONS	5,000
CATHOLIC SCHOOLS OF GRTR KALAMAZOO 1000 W KILGORE RD KALAMAZOO,MI 49008	NONE	PUBLIC	OPERATIONS	7,000
COMMUNITY HEALING CENTERS 2615 STADIUM DR KALAMAZOO,MI 49008	NONE	PUBLIC	OPERATIONS	5,000
SPECIAL DAYS CAMPS 2232 S MAIN ST 161 ANN ARBOR,MI 48103	NONE	PUBLIC	OPERATIONS	5,000
SAINT JOSEPH CATHOLIC CHURCH 936 LAKE ST KALAMAZOO,MI 49001	NONE	PUBLIC	OPERATIONS	2,000
BRIGHT PROMISE FUND FOR URBAN CHRISTIAN EDUCATION 1550 S STATE STE 107 CHICAGO,IL 60605	NONE	PUBLIC	OPERATIONS	3,000
SEMINARY CONSORTIUM FOR URBAN PASTORAL EDUCATION 200 N MICHIGAN AVE CHICAGO,IL 60601	NONE	PUBLIC	OPERATIONS	3,000
THE ALBAN INSTITUTE 131 ELDEN ST STE 202 HERNDON,VA 20170	NONE	PUBLIC	OPERATIONS	3,000
CENTER FOR PUBLIC JUSTICE 1115 MASSACHUSETTS AVE WASHINGTON,DC 20005	NONE	PUBLIC	OPERATIONS	3,000
ALTERNATIVES FOR GIRLS 903 W GRAND BLVD DETROIT,MI 48208	NONE	PUBLIC	OPERATIONS	12,000
BARN THEATRE SCHOOL FOR ADVANCED THEATRE TRAINING PO BOX 277 AUGUSTA,MI 49012	NONE	PUBLIC	OPERATIONS	12,000
Total  3a				93,000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization JIM GILMORE JR FOUNDATION	Employer identification number 36-3584018
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Employer identification number

36-3584018

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF JIM GILMORE JR 162 E MICHIGAN AVE KALAMAZOO, MI 49007	\$ 12,863,039	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

[illegible]

Name of organization JIM GILMORE JR FOUNDATION	Employer identification number 36-3584018
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Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively</i> religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ Use duplicate copies of Part III if additional space is needed
-----------------	---

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

TY 2012 Accounting Fees Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT FEES	2,435			2,435

TY 2012 Compensation Explanation**Name:** JIM GILMORE JR FOUNDATION**EIN:** 36-3584018

Person Name	Explanation
CASE HOOGENDOORN	
SYDNEY GILMORE HOERLER	
BETHANY GILMORE	
CHRISTOPHER SHOOK	
GEORGE LENNON	
MARIETTE LEMIEUX	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
MICHIGAN BLDG-FDN PORTION						9,376			

TY 2012 Employee Compensation Explanation

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Employee	Explanation
SUE BROCKELBANK	

TY 2012 Investments - Land Schedule**Name:** JIM GILMORE JR FOUNDATION**EIN:** 36-3584018

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
124 S KALAMAZOO MALL-BLDG	58,300	2,486	55,814	58,300
151 S ROSE ST-IMPROVEMENTS	32,977	827	32,150	32,977
151 S ROSE ST-BLDG	4,527,023	115,571	4,411,452	4,527,023
MICHIGAN AVE-BLDG	889,337	284,335	605,002	889,337
1122 PORTAGE ST-BLDG	9,068	223	8,845	9,068
LAND-155 W MICHIGAN	400,000		400,000	400,000
LAND-124 S KALAMAZOO MALL	88,895		88,895	88,895
LAND-151 S ROSE ST	300,000		300,000	300,000
LAND-MICHIGAN AVE	211,580		211,580	211,580
LAND-1122 PORTAGE ST	72,311		72,311	72,311
LAND-1138 PORTAGE ST	106,688		106,688	106,688

TY 2012 Investments - Other Schedule**Name:** JIM GILMORE JR FOUNDATION**EIN:** 36-3584018

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK LIQUIDITY FUNDS MONEY MRKT	FMV	3,692,699	3,692,699
ISHARES BARCLAYS TR US TIP	FMV	199,477	199,477
ISHARES IBOXX INV GRADE CORP BD FD	FMV	255,289	255,289
ISHARES BARCLAYS 20+ YR TREAS BD FD	FMV	620,199	620,199
ISHARES BARCLAYS 1-3 YR CRED FD	FMV	400,402	400,402
T ROWE PRICE INTSTL FLOATING RATE FD	FMV	357,386	357,386
MCDONALDS CORP	FMV	17,642	17,642
HALLIBURTON CO	FMV	20,814	20,814
APPLE INC	FMV	26,609	26,609
INTEL CORP	FMV	20,620	20,620
FREEPORT MCMORAN COPPER & GOLD	FMV	51,300	51,300
AT&T	FMV	49,351	49,351
NATIONAL FUEL GAS CO	FMV	20,276	20,276
HSBC EQUITY NOTE	FMV	102,430	102,430
LINN ENERGY LLC	FMV	21,144	21,144
EATON VANCE GLOBAL MACRO ABS RET FD	FMV	197,783	197,783
GCG PORTAGE, LLC	FMV	100,000	100,000

TY 2012 Legal Fees Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES-FDN	33,524			33,524
LEGAL FEES-RENTAL GENERAL	34,184	34,184		
155 W MICHIGAN AVE	20,888	20,888		
151 S ROSE ST	1,800	1,800		

TY 2012 Other Decreases Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Description	Amount
INCOME FROM GCG PORTAGE NOT ON BKS	11,973

TY 2012 Other Expenses Schedule

Name: JIM GILMORE JR FOUNDATION
 EIN: 36-3584018

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
155 W MICHIGAN AVE				
INSURANCE	628	628		
UTILITIES	478	478		
REPAIRS & MAINTENANCE	586	586		
124 S KALAMAZOO MALL				
INSURANCE	889	889		
REPAIRS & MAINTENANCE	1,336	1,336		
INVESTMENT DEPRECIATION	2,486	2,486		
151 S ROSE ST				
INSURANCE	18,946	18,946		
REPAIRS & MAINTENANCE	62,631	62,631		
UTILITIES	380,034	380,034		
TELEPHONE	4,059	4,059		
SUPPLIES	24,194	24,194		
CONTRACT SERVICES	158,637	158,637		
MISCELLANEOUS	400	400		
ADVERTISING	15,794	15,794		
INVESTMENT DEPRECIATION	116,398	116,398		
1122 PORTAGE RD				
INSURANCE	847	847		
REPAIRS & MAINTENANCE	2,148	2,148		
UTILITIES	5,716	5,716		
SUPPLIES	49	49		
CONTRACT SERVICES	1,240	1,240		
INVESTMENT DEPRECIATION	223	223		
MICHIGAN BLDG				
INSURANCE	2,732	2,732		
REPAIRS & MAINTENANCE	5,389	5,389		
UTILITIES	14,024	14,024		
TELEPHONE	2,260	2,260		
SUPPLIES	338	338		
CONTRACT SERVICES	1,936	1,936		
ADVERTISING	3,949	3,949		
INVESTMENT DEPRECIATION	11,785	11,785		
EXPENSES				
WORKERS COMP INSURANCE	10,863	8,657		2,206
MISCELLANEOUS	305	320		-15
OFFICE	2,566	2,566		
INSURANCE	2,173			2,173
TELEPHONE	1,799			1,799

TY 2012 Other Income Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	226,398	226,398	
K-1 INCOME FROM GCG PORTAGE	11,973	11,973	

TY 2012 Other Increases Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	8,700

TY 2012 Other Professional Fees Schedule**Name:** JIM GILMORE JR FOUNDATION**EIN:** 36-3584018

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PNC BANK, N A - INVEST MGMT FEE	15,257	15,257		
PAYROLL PROCESSING FEES	1,180	940		240
RENTAL PROPERTIES- COMMISSIONS, E		34,566		
155 W MICHIGAN AVE	2,000			
151 S ROSE ST	30,068			
MICHIGAN BLDG	2,498			

TY 2012 Substantial Contributors Schedule

Name: JIM GILMORE JR FOUNDATION

EIN: 36-3584018

Name	Address
JIM GILMORE JR ESTATE	162 E MICHIGAN AVE KALAMAZOO,MI 49007

TY 2012 Taxes Schedule**Name:** JIM GILMORE JR FOUNDATION**EIN:** 36-3584018

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	14,000			
PROPERTY TAX-FDN PORTION	56			56
RENTAL PROPERTIES		173,280		
155 W MICHIGAN AVE	11,436			
124 S KALAMAZOO MALL	5,363			
151 S ROSE ST	148,112			
1122 PORTAGE RD	5,570			
MICHIGAN BLDG	2,799			