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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

METRO HEALTH FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

333 W FORT STREET

1370

City or town, state, and ZIP code

DETROIT, MI 48226

G Check all that apply:

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

H Check type of organization:

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method:

☐

Cash

☒

Accrual

☐

Other (specify)

(from Part II, col. (c), line 16)

▶ \$

6,304,544.

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	171,259.	171,259.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	57,300.			
b	Gross sales price for all assets on line 6a	1,861,892.			
7	Capital gain net income (from Part IV, line 2)		57,300.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	181.	181.		STATEMENT 2
12	Total. Add lines 1 through 11	228,740.	228,740.		
13	Compensation of officers, directors, trustees, etc.	79,164.	15,833.		63,331.
14	Other employee salaries and wages	68,732.	13,746.		54,986.
15	Pension plans, employee benefits	37,467.	7,493.		29,974.
16a	Legal fees STMT 3	950.	475.		475.
b	Accounting fees STMT 4	13,600.	6,800.		6,800.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	1,390.	0.		0.
19	Depreciation and depletion				
20	Occupancy	18,910.	4,774.		14,136.
21	Travel, conferences, and meetings	9,962.	2,254.		7,708.
22	Printing and publications	2,553.	361.		2,192.
23	Other expenses STMT 6	44,387.	38,000.		6,388.
24	Total operating and administrative expenses. Add lines 13 through 23	277,115.	89,736.		185,990.
25	Contributions, gifts, grants paid	215,035.			229,656.
26	Total expenses and disbursements. Add lines 24 and 25	492,150.	89,736.		415,646.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-263,410.			
b	Net investment income (if negative, enter -0-)		139,004.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	97,110.	248,582.	248,582.
	3 Accounts receivable ▶ 18,741.			
	Less: allowance for doubtful accounts ▶	25,027.	18,741.	18,741.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		390.	390.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	4,116,021.	4,303,314.	4,303,314.
	c Investments - corporate bonds STMT 9	1,906,597.	1,732,387.	1,732,387.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)	0.	1,130.	1,130.	
16 Total assets (to be completed by all filers)	6,144,755.	6,304,544.	6,304,544.	
Liabilities	17 Accounts payable and accrued expenses	810.	614.	
	18 Grants payable	110,831.	95,250.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	111,641.	95,864.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	6,033,114.	6,208,680.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input 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			
30 Total net assets or fund balances	6,033,114.	6,208,680.		
31 Total liabilities and net assets/fund balances	6,144,755.	6,304,544.		

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	6,033,114.
2 Enter amount from Part I, line 27a	2	-263,410.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	438,976.
4 Add lines 1, 2, and 3	4	6,208,680.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,208,680.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
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 1,861,892.		1,804,592.	57,300.
b			
c			
d			
e			

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 Losses (from col. (h))
(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	
a			57,300.
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	57,300.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	398,361.	6,404,888.	.062196
2010	531,460.	6,301,734.	.084336
2009	364,837.	5,785,307.	.063063
2008	417,490.	7,028,227.	.059402
2007	460,231.	8,312,449.	.055366

2 Total of line 1, column (d)	2	.324363
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	.064873
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,234,039.
5 Multiply line 4 by line 3	5	404,421.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,390.
7 Add lines 5 and 6	7	405,811.
8 Enter qualifying distributions from Part XII, line 4	8	415,646.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,390.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,390.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,390.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	2,520.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	2,520.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	1,130.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
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			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 1,130. Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>THERESA L. SONDYS</u> Telephone no. ► <u>(313) 965-4220</u> Located at ► <u>333 W FORT ST, SUITE 1370, DETROIT, MI</u> ZIP+4 ► <u>48226</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		79,164.	5,648.	5,630.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THERESA SONDYS 333 W. FORT STREET, DETROIT, MI 48226	SENIOR PROGRAM OFFICER 35.00	65,733.	5,149.	2,459.

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

0

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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	6,133,561.
b	Average of monthly cash balances	1b	195,413.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,328,974.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,328,974.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	94,935.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,234,039.
6	Minimum investment return. Enter 5% of line 5	6	311,702.

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	311,702.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,390.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,390.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	310,312.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	310,312.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	310,312.

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	415,646.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	415,646.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,390.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	414,256.

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.

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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				310,312.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	50,511.			
b From 2008	69,403.			
c From 2009	78,810.			
d From 2010	218,309.			
e From 2011	83,125.			
f Total of lines 3a through e	500,158.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 415,646.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				310,312.
e Remaining amount distributed out of corpus	105,334.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	605,492.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	50,511.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	554,981.			
10 Analysis of line 9:				
a Excess from 2008	69,403.			
b Excess from 2009	78,810.			
c Excess from 2010	218,309.			
d Excess from 2011	83,125.			
e Excess from 2012	105,334.			

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

40182 1

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
VARIOUS- SEE ATTACHED STATEMENT 13	NONE	PUBLIC CHARITY	VARIOUS	229,656.
Total			▶ 3a	229,656.
b Approved for future payment				
VARIOUS- SEE ATTACHED STATEMENT 14	NONE	PUBLIC CHARITY	VARIOUS	95,250.
Total			▶ 3b	95,250.

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




- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	SUSAN MIENCIER	<i>[Signature]</i>	5-14-13		P00842339
	Firm's name ▶ PLANTE & MORAN, PLLC				Firm's EIN ▶ 38-1357951
	Firm's address ▶ P.O. BOX 307 SOUTHFIELD, MI 48037-0307				Phone no. 248-352-2500

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB DIVIDENDS AND INTEREST	171,259.	0.	171,259.
TOTAL TO FM 990-PF, PART I, LN 4	171,259.	0.	171,259.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	181.	181.	
TOTAL TO FORM 990-PF, PART I, LINE 11	181.	181.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	950.	475.		475.
TO FM 990-PF, PG 1, LN 16A	950.	475.		475.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	13,600.	6,800.		6,800.
TO FORM 990-PF, PG 1, LN 16B	13,600.	6,800.		6,800.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,390.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,390.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	33,267.	33,267.		0.
OFFICE EQUIPMENT & SUPPLIES	3,202.	801.		2,402.
MISCELLANEOUS	1,637.	811.		826.
DUES & SUBSCRIPTIONS	554.	277.		277.
INSURANCE	2,410.	1,205.		1,205.
TELEPHONE	1,876.	938.		938.
PARKING	65.	13.		52.
UTILITIES	1,376.	688.		688.
TO FORM 990-PF, PG 1, LN 23	44,387.	38,000.		6,388.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENT SECURITIES	438,976.
TOTAL TO FORM 990-PF, PART III, LINE 3	438,976.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS AND EQUITY FUNDS	4,303,314.	4,303,314.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,303,314.	4,303,314.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS	1,732,387.	1,732,387.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,732,387.	1,732,387.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REFUNDABLE EXCISE TAX	0.	1,130.	1,130.
TO FORM 990-PF, PART II, LINE 15	0.	1,130.	1,130.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LILLIE M. TABOR 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	PRESIDENT 2.00	0.	0.	0.
CHERYL L. CHANDLER 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	VICE PRESIDENT 1.00	0.	0.	0.
RAYMOND COCHRAN 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TREASURER 2.00	0.	0.	0.
DORIS M. FELL 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
GLENN F. KOSSICK 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	PRESIDENT-EMIRITUS 1.00	0.	0.	0.
GLORIA ROBINSON 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
RANDY WALAINIS 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	EXECUTIVE DIRECTOR 24.00	79,164.	5,648.	5,630.
LAURA CHAMPAGNE 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
VALERIE HEROD BELAY 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
BARBARA JUSTICE 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.
JUDITH BEAN, PHD 333 WEST FORT STREET SUITE 1370 DETROIT, MI 48226	TRUSTEE 1.00	0.	0.	0.

METRO HEALTH FOUNDATION

38-2100939

PATRICIA MCCANN
333 WEST FORT STREET SUITE 1370
DETROIT, MI 48226

TRUSTEE
1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

79,164.

5,648.

5,630.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RANDY WALAINIS OR THERESA SONDYS
333 WEST FORT STREET SUITE 1370
DETROIT, MI 48226

TELEPHONE NUMBER

313-965-4220

FORM AND CONTENT OF APPLICATIONS

GRANT APPLICATIONS MUST BE SUBMITTED ON THE REQUIRED GRANT APPLICATION FORMAT. GRANTSEEKERS MUST ALSO INCLUDE A COPY OF THEIR CURRENT IRS DETERMINATION LETTER INDICATING 501(C)(3) TAX-EXEMPT STATUS; LIST OF BOARD OF DIRECTORS WITH AFFILIATIONS; ORGANIZATION'S CURRENT ANNUAL OPERATING BUDGET, INCLUDING EXPENSES AND REVENUE; MOST RECENT ANNUAL FINANCIAL STATEMENT (INDIVIDUALLY AUDITED, IF AVAILABLE; IF NOT AVAILABLE, A COPY OF THE MOST-RECENTLY COMPLETED IRS FORM 990); LETTERS OF SUPPORT VERIFYING PROJECT NEED AND COLLABORATION WITH OTHER ORGANIZATIONS; AND THE MOST RECENT ANNUAL REPORT, IF AVAILABLE.

ANY SUBMISSION DEADLINES

DEADLINES FOR SUBMITTING GRANT APPLICATIONS ARE FEBRUARY 1 AND AUGUST 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION AWARDS GRANTS FOR PRIMARY PHYSICAL HEALTH CARE, AND HEALTH CARE RELATED SERVICES, IN DETROIT AND THE SURROUNDING TRI-COUNTY AREA (WAYNE, OAKLAND AND MACOMB COUNTIES). GENERALLY, GRANTS WILL NOT BE MADE FOR MORE THAN \$30,000, EXCEPT IN SPECIAL CIRCUMSTANCES. THERE WILL BE NO BRICK-AND-MORTAR GRANTS. NO GRANTS ARE MADE TO MUNICIPALITIES, OTHER GOVERNMENT ENTITIES, ANY GOVERNMENTAL DEPARTMENTS OR GOVERNMENT FUNDS, EXCEPT BY SPECIFIC BOARD ACTION. MHF WILL NOT PROVIDE LOANS; SUPPORT RELIGIOUS ORGANIZATIONS; INDULGE IN LOBBYING; OR SUPPORT ORGANIZATIONS WHICH DISCRIMINATE BECAUSE OF RACE, ETHNIC ORIGIN, RELIGION, SEXUAL ORIENTATION, HANDICAP, OR SEX.

Grants and Contributions Paid from 1/1/2012 to 12/31/2012

Organization	Amount
Adult Well-Being Services	
Detroit, MI	
For the Detroit-Wayne County Partnerships for Integrated Care and Health Program which aims to improve the health of adults with severe mental illness living in foster care homes, and suffering disproportionately from co-morbid, diet-related conditions. Grant funds will be used to support the costs of a registered nurse to lead the inter-disciplinary mobile health team.	25,000
AIDS Partnership Michigan	
Detroit, MI	
American adolescent/young males to community service programs, including peer-led risk reduction and education, HIV counseling and testing, and medical case management for HIV positive individuals.	5,500
To support general operations (unrestricted use - Matching Gifts Program).	100
For a social media campaign to link, connect and mobilize African American adolescent/young adult males to HIV prevention service programs, including peer-led risk reduction and education, HIV counseling and testing, and medical case management for HIV positive individuals.	16,000
Alternatives for Girls	
Detroit, MI	
To expand on-site health programming for high-risk girls by offering disease screening, initial health assessments, and coordination with primary care providers.	11,000
Central United Methodist Church Community Development Corporation	
Detroit, MI	
For the coordination of prescription assistance between agencies serving the homeless in downtown Detroit (NOAH Project, Fort Street Presbyterian Church, Second Baptist Church of Detroit, St. Aloysius Catholic Church and Center, and Griswold Pharmacy) and work to improve medication adherence of the chronically ill in downtown Detroit).	8,000
Council of Michigan Foundations	
Grand Haven, MI	
To support annual membership.	1,700
Covenant Community Care	
Detroit, MI	
To purchase needed equipment for the new community health center on Moross Avenue.	30,000
Crossroads of Michigan	
Detroit, MI	
For emergency assistance with prescription medication and medical supplies.	6,000
FernCare Free Medical Clinic	
Ferndale, MI	
To expand free clinic services by recruiting additional medical professionals and increase the number of clinic sessions.	5,000
Hamtramck School-Based Health Center	
Hamtramck, MI	

Grants and Contributions Paid from 1/1/2012 to 12/31/2012

Organization	Amount
To provide basic medical services including immunizations, TB screening, health appraisals and management of acute and chronic disease for a vulnerable urban population - namely immigrants and uninsured students and their siblings in the Hamtramck Public School System.	15,000
Hamtramck United Social Services Hamtramck, MI	
To support annual membership.	15
Hope Medical Clinic Ypsilanti, MI	
To support the part-time Medical Clinic Coordinator position as she works to expand the services provided at the Hope-Wayne Medical Clinic, and provide administrative oversight to ensure the Clinic operates as efficiently and effectively as possible.	20,000
To support general operations (unrestricted use - Matching Gifts Program).	500
Interfaith Health & Hope Coalition Brighton, MI	
To support general operations (unrestricted use - Matching Gifts Program).	250
Joy-Southfield Community Development Corporation Detroit, MI	
To improve medication adherence of uninsured hypertensive clients.	10,000
Jewish Vocational Services - Tri-County Dental Health Council Southfield, MI	
To initiate a pilot project in cooperation with the Macomb Dental Society that will expand the voluntary services of dentists from emergencies to primary dental care for uninsured, low-income residents of Macomb County.	10,000
Lions Hearing Center of Michigan Detroit, MI	
For the purchase of hearing aids for seniors screened by the Lions Hearing Center and deemed to have significant enough hearing loss to require a hearing aid, but cannot afford them.	7,500
Macomb Community College Foundation Warren, MI	
For five (5) two thousand dollar (\$2,000) scholarships for students in the MCC nursing program who successfully complete at least 12 credit hours of study in the nursing curriculum each term and demonstrate financial need.	10,000
Macomb County Rotating Emergency Shelter Team (MCREST) Roseville, MI	
To provide medical, dental and prescription assistance to low-income, homeless individuals and families in Macomb County.	5,000
Mercy Primary Care Detroit, MI	

Grants and Contributions Paid from 1/1/2012 to 12/31/2012

Organization	Amount
For diabetic eye exams for uninsured patients (provided through their collaboration with Optometric Institute and Clinic of Detroit). This grant requires matching funds (1:1) from Trinity Health, or other new funding.	3,750
Michigan League for Human Services Lansing, MI To support annual membership.	250
Michigan Nonprofit Association Lansing, MI To support annual membership.	160
Michigan Universal Health Care Access Network (MichUHCAN) Farmington Hills, MI To support annual membership.	100
Oakland Healthcare Foundation Dearborn, MI To assist in providing accessible, affordable, preventative health care to the uninsured and under-insured teens and young adults through Oakwood's school-based/school-linked health centers in Taylor and Inkster.	3,600
Starfish Family Services Inkster, MI For its prenatal and childbirth classes for low-income, high-risk pregnant women, ages 18-35.	5,231
University of Detroit Mercy - McAuley Health Center Detroit, MI For the purchase of equipment and development of educational material to improve screening, diagnosis, and treatment of pediatric asthma in Detroit children.	10,000
World Medical Relief Detroit, MI To support the Prescription Assistance Program through the purchase of medications not available by donation of good-dated samples. A Richard L. Justice Capacity Building Award for use for the implementation of a donor development system and the start of a planned giving program.	10,000 10,000
Total Grant and Contribution Payments	229,656

Metro Health Foundation (EIN #38-2100939)
Grants Approved for Future Payment

Statement 14

Organization	Amount
Crossroads of Michigan Detroit, MI For emergency assistance with prescription medication and medical supplies.	6,000
Hope Medical Clinic Ypsilanti, MI For the addition of a 15 hour per week Nursing Care Coordinator at the Hope Clinic in Wayne, MI.	12,500
iChallenged, Inc. Dearborn Heights, MI For retinal surgeries performed at the Kresge Eye Institute for uninsured low-income individuals who have acute or chronic medical conditions with ocular ramifications.	5,000
Joy-Southfield Community Development Corporation Detroit, MI To provide pre-natal, peri-natal, gynecologic and obstetric care, along with reproductive health services for men and women.	8,000
Lions Hearing Center of Michigan Detroit, MI For the purchase of hearing aids for seniors screened by the Lions Hearing Center and deemed to have significant enough hearing loss to require a hearing aid, but can not afford them.	3,750
Macomb Community College Foundation Warren, MI For five (5) two thousand dollar (\$2,000) scholarships for students in the MCC nursing program who successfully complete at least 12 credit hours of study in the nursing curriculum each term and demonstrate financial need.	10,000
Macomb County Rotating Emergency Shelter Team (MCREST) Roseville, MI To provide medical, dental and prescription assistance to low-income, homeless individuals and families in Macomb County.	4,000
Oakland Integrated Healthcare Network Pontiac, MI For needed equipment for new health clinics in the Pontiac/Waterford area to increase access to comprehensive and integrated medical, dental and mental health services.	25,000
Starfish Family Services Inkster, MI For its prenatal and childbirth classes for low-income, high-risk pregnant women, ages 18-35.	3,000
Wayne State University - College of Nursing Detroit, MI For three (3) four thousand dollar (\$4,000) scholarships for third and fourth year nursing students who lack the financial resources to complete their undergraduate education.	12,000

Metro Health Foundation (EIN #38-2100939)
Grants Approved for Future Payment

Statement 14

Organization	Amount
World Medical Relief Detroit, MI To support the Prescription Assistance Program through the purchase of medications not available by donation of good-dated samples	6,000
Total Grants Approved for Future Payment	<u>95,250</u>

Investment Detail - Fixed Income

Corporate Bonds	Par	Market Price	Market Value
BANK OF AMERICA 3.625%16 MED TRM NT DUE 03/17/16 CUSIP: 06051GEG0 MOODY'S: Baa2 S&P: A-	100,000.0000	105.6441	105,644.10
Accrued Interest: 1,047.22			
BLACKROCK INC 4.25%21 BONDS DUE 05/24/21 CALLABLE CUSIP: 09247XAH4 MOODY'S: A1 S&P: A+	100,000.0000	112.6028	112,602.80
Accrued Interest: 436.81			
BOEING CAPITAL 3.25%14 NOTES DUE 10/27/14 CALLABLE CUSIP: 097014AK0 MOODY'S: A2 S&P: A	100,000.0000	105.0149	105,014.90
Accrued Interest: 577.78			
DEERE & CO 4.375%19 NOTES DUE 10/16/19 CUSIP: 244199BC8 MOODY'S: A2 S&P: A	125,000.0000	115.9447	144,930.88
Accrued Interest: 1,139.32			
DU PONT EIDE 5%13 NOTES DUE 01/15/13 CALLABLE CUSIP: 263534BS7 MOODY'S: A2 S&P: A	41,000.0000	100.1419	41,058.18
Accrued Interest: 945.28			
GEN ELEC CAP CP 5.45%13 MED TRM NT DUE 01/15/13 CUSIP: 36962GZY3 MOODY'S: A1 S&P: AA+	100,000.0000	100.1530	100,153.00
Accrued Interest: 2,513.06			

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value
GENENTECH INC 4.75%15 NOTES DUE 07/15/15 CALLABLE CUSIP: 368710AG4 MOODY'S: WR S&P: AA	50,000.0000	110.0486	55,024.30
			Accrued Interest: 1,095.14
GENERAL ELEC CO 5.25%17 NOTES DUE 12/06/17 CUSIP: 369604BC6 MOODY'S: Aa3 S&P: AA+	50,000.0000	117.8811	58,940.55
			Accrued Interest: 182.29
JPMORGAN CHASE 3.45%16 NOTES DUE 03/01/16 CUSIP: 46625HHX1 MOODY'S: A2 S&P: A	200,000.0000	106.3975	212,795.00
			Accrued Interest: 2,300.00
LLOYDS TSB BK FLT 2014F NOTES DUE 01/24/14 CUSIP: 539473AK4 MOODY'S: A2 S&P: A	75,000.0000	101.6459	76,234.43
MORGAN STANLEY 4%20 SR UNSECURD DUE 09/22/20 MULTI STEP CPN CALLABLE 09/22/13 AT 100.00000 CUSIP: 61745EE31 MOODY'S: Baa1 S&P: A-	140,000.0000	101.0889	141,524.46
PEPSICO INC 3.75%14 NOTES DUE 03/01/14 CALLABLE CUSIP: 713448BK3 MOODY'S: Aa3 S&P: A-	100,000.0000	103.6999	103,699.90
			Accrued Interest: 1,250.00

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value
PETROBRAS INTL 3.5%17F	75,000.0000	104.8497	78,637.28
NOTES DUE 02/06/17			
CALLABLE			
CUSIP: 71645WAU5			
MOODY'S: A3 S&P: BBB			Accrued Interest: 1,057.29
PETROBRAS INTL 3.875%16F	50,000.0000	105.1878	52,593.90
NOTES DUE 01/27/16			
CALLABLE			
CUSIP: 71645WAT8			
MOODY'S: A3 S&P: BBB			Accrued Interest: 828.82
TEXAS INSTRS INC 1.65%19	100,000.0000	99.6411	99,641.10
NOTES DUE 08/03/19			
CALLABLE			
CUSIP: 882508AU8			
MOODY'S: A1 S&P: A+			Accrued Interest: 664.58
TOYOTA MOTOR CRED 4.5%20	100,000.0000	115.2837	115,283.70
NOTES DUE 06/17/20			
CALLABLE			
CUSIP: 89233P4C7			
MOODY'S: Aa3 S&P: AA-			Accrued Interest: 175.00
WACHOVIA CORP 5.7%13	125,000.0000	102.8872	128,609.00
NOTES DUE 08/01/13			
CUSIP: 92976WBA3			
MOODY'S: A2 S&P: A+			Accrued Interest: 2,968.75

Total Accrued Interest for Corporate Bonds: 18,721.34

Investment Detail - Fixed Income (continued)

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value
ACTUANT CORP CL A NEW SYMBOL: ATU	900.0000	27.9100	25,119.00
AIRGAS INC SYMBOL: ARG	170.0000	91.2900	15,519.30
ALCOA INC SYMBOL: AA	3,520.0000	8.6800	30,553.60
AMERICAN EXPRESS COMPANY SYMBOL: AXP	950.0000	57.4800	54,606.00
AMERISAFE INC SYMBOL: AMSF	600.0000	27.2500	16,350.00
APACHE CORP SYMBOL: APA	1,060.0000	78.5000	83,210.00
APACHE CORP 6% PFD DEP SHS 1/20TH CONV SERIES D SYMBOL: APA+D	400.0000	45.7000	18,280.00
APPLE INC SYMBOL: AAPL	155.0000	532.1729	82,486.80
AUTO DATA PROCESSING SYMBOL: ADP	720.0000	56.9300	40,989.60

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
BALL CORPORATION SYMBOL: BLL	410.0000	44.7500	18,347.50
BANK OF AMERICA CORP SYMBOL: BAC	4,540.0000	11.6100	52,709.40
BANK OF AMERICA 6.375% PFD NON CUMULATIVE PFD SYMBOL: BML+I	1,200.0000	24.8300	29,796.00
BOEING CO SYMBOL: BA	790.0000	75.3600	59,534.40
BORG WARNER INC SYMBOL: BWA	310.0000	71.6200	22,202.20
BOSTON SCIENTIFIC CORP SYMBOL: BSX	4,800.0000	5.7300	27,504.00
CABLEVISION SYS NY GP A SYMBOL: CVC	1,420.0000	14.9400	21,214.80
CARLISLE COMPANIES INC SYMBOL: CSL	500.0000	58.7600	29,380.00
CHURCH & DWIGHT CO INC SYMBOL: CHD	330.0000	53.5700	17,678.10
CISCO SYSTEMS INC SYMBOL: CSCO	3,970.0000	19.6494	78,008.12
CLICKSOFTWARE TECH LTD F SYMBOL: CKSW	1,100.0000	8.4100	9,251.00

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
COMMUNITY HEALTH SYSTEMS SYMBOL: CYH	650.0000	30.7400	19,981.00
CONCHO RESOURCES INC SYMBOL: CXO	210.0000	80.5600	16,917.60
CROSS A T CO CL A CLASS A SYMBOL: ATX	1,800.0000	10.7800	19,404.00
DAVITA HEALTHCARE PTNR SYMBOL: DVA	240.0000	110.5300	26,527.20
DENBURY RES INC NEW SYMBOL: DNR	1,400.0000	16.2000	22,680.00
DENTSPLY INTL INC SYMBOL: XRAY	350.0000	39.6100	13,863.50
DFC GLOBAL CORP SYMBOL: DLLR	1,050.0000	18.5197	19,445.69
DISNEY WALT CO SYMBOL: DIS	870.0000	49.7900	43,317.30
DOVER CORPORATION SYMBOL: DOV	830.0000	65.7100	54,539.30
DU PONT E I DE NEMOUR&CO SYMBOL: DD	990.0000	44.9785	44,528.72
EAST WEST BANCORP SYMBOL: EWBC	1,200.0000	21.4900	25,788.00

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
ECOLAB INC SYMBOL: ECL	640.0000	71.9000	46,016.00
ENERGEN CORP SYMBOL: EGN	340.0000	45.0900	15,330.60
EVEREST RE GROUP LTD F SYMBOL: RE	200.0000	109.9500	21,990.00
EXXON MOBIL CORPORATION SYMBOL: XOM	770.0000	86.5500	66,643.50
FORD MOTOR COMPANY NEW SYMBOL: F	2,595.0000	12.9500	33,605.25
FRANCISCAS HOLDINGS CORP SYMBOL: FRAN	500.0000	25.9300	12,965.00
FREEPORT MCMORAN COPPER SYMBOL: FCX	650.0000	34.2000	22,230.00
GARDNER DENVER INC SYMBOL: GDI	290.0000	68.5000	19,865.00
GENERAL ELECTRIC COMPANY SYMBOL: GE	2,270.0000	20.9900	47,647.30
GLOBE SPECIALTY METALS SYMBOL: GSM	1,380.0000	13.7500	18,975.00
GOLDMAN SACHS 6.20% PFD NON CUM PERPETUAL PFD SYMBOL: GS+B	1,000.0000	25.1500	25,150.00

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
GRANITE CONSTRUCTION INC SYMBOL: GVA	500.0000	33.6200	16,810.00
HEWLETT-PACKARD COMPANY SYMBOL: HPQ	1,500.0000	14.2500	21,375.00
HEXCEL CORP NEW SYMBOL: HXL	700.0000	26.9600	18,872.00
HIBBETT SPORTS INC SYMBOL: HIBB	380.0000	52.7000	20,026.00
HORNBECK OFFSHORE SVCS SYMBOL: HOS	500.0000	34.3400	17,170.00
IDEX CORP SYMBOL: IEX	430.0000	46.5300	20,007.90
ILLINOIS TOOL WORKS INC SYMBOL: ITW	870.0000	60.8100	52,904.70
INTEL CORP SYMBOL: INTC	3,740.0000	20.6200	77,118.80
INTL BUSINESS MACHINES SYMBOL: IBM	360.0000	191.5500	68,958.00
JOHNSON & JOHNSON SYMBOL: JNJ	860.0000	70.1000	60,286.00
JOHNSON CONTROLS INC SYMBOL: JCI	1,150.0000	30.6700	35,270.50

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
JPMORGAN CHASE & CO SYMBOL: JPM	2,150.0000	43.9691	94,533.57
KIMBERLY-CLARK CORP SYMBOL: KMB	720.0000	84.4300	60,789.60
KOHL'S CORP SYMBOL: KSS	1,350.0000	42.9800	58,023.00
LIQUIDITY SERVICES INC SYMBOL: LQDT	280.0000	40.8600	11,440.80
LKQ CORP SYMBOL: LKQ	680.0000	21.1000	14,348.00
M D U RESOURCES GROUP SYMBOL: MDU	430.0000	21.2400	9,133.20
M W I VETERINARY SUPPLY SYMBOL: MWIV	140.0000	110.0000	15,400.00
MARATHON OIL CORP SYMBOL: MRO	2,040.0000	30.6600	62,546.40
MASTERCARD INC SYMBOL: MA	150.0000	491.2800	73,692.00
MAXIM INTEGRATED PRODS SYMBOL: MXIM	720.0000	29.4000	21,168.00
MCKESSON CORPORATION SYMBOL: MCK	360.0000	96.9600	34,905.60

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
MENS WEARHOUSE INC SYMBOL: MW	700.0000	31.1600	21,812.00
METLIFE INC SYMBOL: MET	1,930.0000	32.9400	63,574.20
MICROCHIP TECHNOLOGY INC SYMBOL: MCHP	700.0000	32.5900	22,813.00
MICROFINANCIAL INC SYMBOL: MFI	2,300.0000	7.2800	16,744.00
MICROSOFT CORP SYMBOL: MSFT	1,950.0000	26.7097	52,083.92
MONRO MUFFLER BRAKE INC SYMBOL: MNRO	290.0000	34.9001	10,121.03
NETGEAR INC SYMBOL: NTGR	440.0000	39.4300	17,349.20
NIKE INC CLASS B SYMBOL: NKE	1,040.0000	51.6000	53,664.00
OCCIDENTAL PETE CORP SYMBOL: OXY	380.0000	76.6100	29,111.80
OMNICOM GROUP INC SYMBOL: OMC	950.0000	49.9600	47,462.00
ON SEMICONDUCTOR CORP SYMBOL: ONNN	1,500.0000	7.0500	10,575.00

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
PALL CORP SYMBOL: PLL	240.0000	60.2600	14,462.40
PEABODY ENERGY CORP SYMBOL: BTU	1,120.0000	26.6100	29,803.20
PEPSICO INCORPORATED SYMBOL: PEP	830.0000	68.4300	56,796.90
PERRIGO CO SYMBOL: PRGO	190.0000	104.0300	19,765.70
POTASH CORP SASK INC F SYMBOL: POT	1,000.0000	40.6900	40,690.00
PRAXAIR INC SYMBOL: PX	570.0000	109.4500	62,386.50
PROSPERITY BANCSHARES SYMBOL: PB	450.0000	42.0000	18,900.00
QEP RESOURCES INC SYMBOL: QEP	430.0000	30.2700	13,016.10
SALLY BEAUTY HOLDINGS SYMBOL: SBH	700.0000	23.5700	16,499.00
SCHLUMBERGER LTD F SYMBOL: SLB	1,280.0000	69.2986	88,702.21
SIRONA DENTAL SYSTEMS SYMBOL: SIRO	270.0000	64.4600	17,404.20

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
SKYWORKS SOLUTIONS INC SYMBOL: SWKS	1,100.0000	20.3000	22,330.00
SOLERA HOLDINGS LLC SYMBOL: SLH	360.0000	53.4700	19,249.20
STANDEX INTERNATL CORP SYMBOL: SXI	440.0000	51.2900	22,567.60
STAPLES INC SYMBOL: SPLS	3,770.0000	11.4000	42,978.00
STEEL DYNAMICS INC SYMBOL: STLD	1,000.0000	13.7300	13,730.00
STRYKER CORP SYMBOL: SYK	1,220.0000	54.8200	66,880.40
SYSCO CORPORATION SYMBOL: SY	1,410.0000	31.6600	44,640.60
THE WHITEWAVE FOODS CO SYMBOL: WWAV	600.0000	15.5400	9,324.00
TRACTOR SUPPLY COMPANY SYMBOL: TSCO	240.0000	88.3600	21,206.40
UNITED PARCEL SERVICE B CLASS B SYMBOL: UPS	880.0000	73.7300	64,882.40
UNITEDHEALTH GROUP INC SYMBOL: UNH	1,040.0000	54.2400	56,409.60

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Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
UNIVERSAL HLTH SVCS CL B SYMBOL: UHS	240.0000	48.3500	11,604.00
VERIFONE SYSTEMS INC SYMBOL: PAY	690.0000	29.6800	20,479.20
WATERS CORP SYMBOL: WAT	300.0000	87.1200	26,136.00
WELLPOINT INC SYMBOL: WLP	520.0000	60.9200	31,678.40
WELLS FARGO L 7.5% PFD SERIES L CONV PFD SYMBOL: WFC+L	25.0000	1,225.0000	30,625.00
ZIONS BANCORP SYMBOL: ZION	800.0000	21.4000	17,120.00

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value
BARCLAYS BANK 7.10% ADRF SPONSORED ADR 1 ADR REP 1 PREF SER 3 SYMBOL: BCS+A	1,000.0000	25.0600	25,060.00
FIRST TR DJ INTERNET FD SYMBOL: FDN	2,460 0000	38 9700	95,866.20

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Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value
ISHARES MSCI GRMNY IDX GERMANY INDEX FUND SYMBOL: EWG	1,700.0000	24.7000	41,990.00
SPDR S&P BIOTECH ETF SYMBOL: XBI	410.0000	87.9100	36,043.10
VANGUARD INTL EQTY INDEX FTSE ALL WORLD EX US ETF SYMBOL: VEU	9,950.0000	45.7500	455,212.50
VANGUARD MSCI EMERGING MARKETS ETF SYMBOL: VWO	1,485.0000	44.5300	66,127.05
VANGUARD MSCI PACIFIC ETF SYMBOL: VPL	1,920.0000	53.3900	102,508.80

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