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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 WILLIAM & LISA FORD FOUNDATION		A Employer identification number 38-3441138	
Number and street (or P O box number if mail is not delivered to street address) 1901 ST ANTOINE STREET 6TH FLOOR		B Telephone number (see instructions) (313) 259-7777	
City or town, state, and ZIP code DETROIT, MI 48226		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) \$ 10,642,440	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)				
	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.	170,316	170,316		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	238,154			
	b Gross sales price for all assets on line 6a _____ 4,453,974				
	7 Capital gain net income (from Part IV, line 2)		238,154		
	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)	57,099	57,099		
	12 Total. Add lines 1 through 11	465,569	465,569		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	830	0		830
	b Accounting fees (attach schedule)	26,225	13,112		13,113
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,194	908		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	23,020	22,980		40
	24 Total operating and administrative expenses. Add lines 13 through 23	55,269	37,000		13,983
	25 Contributions, gifts, grants paid	879,850			879,850
	26 Total expenses and disbursements. Add lines 24 and 25	935,119	37,000		893,833
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-469,550			
	b Net investment income (if negative, enter -0-)		428,569		
	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	34,106	686,652	686,652
	3	Accounts receivable ▶ 15,362			
		Less allowance for doubtful accounts ▶	15,693	15,362	15,362
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,993,896	4,000,298	5,031,243
	c	Investments—corporate bonds (attach schedule).	1,665,745	1,687,856	1,741,325
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	3,921,259	2,778,558	3,167,858	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)	6,991	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,637,690	9,168,726	10,642,440	
Liabilities	17	Accounts payable and accrued expenses		586	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	586	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	13,276,552	13,514,706	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-3,638,862	-4,346,566	
30	Total net assets or fund balances (see page 17 of the instructions)	9,637,690	9,168,140		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,637,690	9,168,726		

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	9,637,690
2	Enter amount from Part I, line 27a	2	-469,550
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	9,168,140
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	9,168,140

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	500,000 UNITS FORD MOTOR CREDIT CO 7 5% 8/1/12	P		
b	COMERICA BANK (RHB)PUBLICLY TRADED	P		
c	COMERICA BANK (RHB)PUBLICLY TRADED	P		
d	FROM K-1 PACIFIC FUND I, L P	P		
e	CAPITAL GAINS DIVIDENDS	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 500,000		500,000	0
b 2,475,303		2,478,700	-3,397
c 1,474,680		1,173,905	300,775
d			-63,215
e 3,991			3,991

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			0
b			-3,397
c			300,775
d			-63,215
e			3,991

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	238,154
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div><div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div></div>		3	

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	648,705	11,112,246	0 058377
2010	423,406	10,396,768	0 040725
2009	676,719	9,668,393	0 069993
2008	656,894	11,724,070	0 056030
2007	538,442	12,555,694	0 042884

2	Total of line 1, column (d).	2	0 268009
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 053602
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	10,503,287
5	Multiply line 4 by line 3.	5	562,997
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,286
7	Add lines 5 and 6.	7	567,283
8	Enter qualifying distributions from Part XII, line 4.	8	893,833

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 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,286	
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	0	
3		Add lines 1 and 2.		3	4,286	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,286	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,700		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	5,200		
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	8,900	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	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	4,606	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	4,606	Refunded	11	0

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 \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) 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		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶RODNEY P WOOD Telephone no ▶(313) 961-0500 Located at ▶2000 BRUSH STREET SUITE 440 DETROIT MI ZIP +4 ▶482262229			
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 checked="" type="checkbox"/> Yes <input 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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <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.				
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
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	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	6,997,523
b	Average of monthly cash balances.	1b	704,832
c	Fair market value of all other assets (see instructions).	1c	2,960,881
d	Total (add lines 1a, b, and c).	1d	10,663,236
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	10,663,236
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	159,949
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,503,287
6	Minimum investment return. Enter 5% of line 5.	6	525,164

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	525,164
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,286
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,286
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	520,878
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	520,878
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	520,878

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	893,833
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	893,833
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	4,286
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	889,547
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				520,878
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			283,471	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ➤ \$ 893,833				
a Applied to 2011, but not more than line 2a			283,471	
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.				520,878
e Remaining amount distributed out of corpus	89,484			
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	89,484			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	89,484			
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. . . .	89,484			

Part XIV

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

1a

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

b

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

☐ 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 XV

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

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

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

DAVID M HEMPSTEAD
1901 ST ANTOINE STREET 6TH FLOOR
DETROIT, MI 48226
(313) 259-7777

b

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

BRIEF LETTER, FINANCIAL STATEMENT AND COPY OF IRS DETERMINATION LETTER

c

Any submission deadlines

NONE

d

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

AWARDS GENERALLY LIMITED TO CHARITABLE ORGANIZATIONS ALREADY FAVORABLY KNOWN TO, AND OF INTEREST TO, THE SUBSTANTIAL CONTRIBUTORS OF THIS FOUNDATION. NO GRANTS TO INDIVIDUALS

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	879,850
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	170,316	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	57,099	
8 Gain or (loss) from sales of assets other than inventory			18	238,154	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .		0		465,569	0
13 Total. Add line 12, columns (b), (d), and (e).			13	465,569	465,569

[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

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00082617
	W MICHAEL PERKINS	W MICHAEL PERKINS			
	Firm's name <input type="checkbox"/>	FORD ESTATES LLC		Firm's EIN <input type="checkbox"/> 26-3014408	
		2000 BRUSH STREET SUITE 440			
	Firm's address <input type="checkbox"/>	DETROIT, MI 482262229		Phone no (313) 961-0500	

TY 2012 Accounting Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	26,225	13,112		13,113

TY 2012 General Explanation Attachment**Name:** WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Identifier	Return Reference	Explanation
SERVICES ACCEPTED FROM A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(3)	FORD ESTATES, LLC (2000 BRUSH ST , SUITE 440, DETROIT, MICHIGAN 48226-2229), IS A BUSINESS OFFICE MAINTAINED FOR, AND AT THE EXPENSE OF, VARIOUS MEMBERS OF THE FORD FAMILY WHO, WITH RESPECT TO THIS FUND, ARE "DISQUALIFIED PERSONS", INCLUDING PARTICULARLY WILLIAM CLAY FORD, JR , LISA V FORD AND ELEANOR FORD COBB FORD ESTATES, LLC SUPPLIES ACCOUNTING SERVICES AND OFFICE SERVICES (COLLECTING INCOME, DISTRIBUTION OF CONTRIBUTIONS, MAINTENANCE OF ACCOUNTS AND RECORDS, HANDLING CORRESPONDENCE, PREPARATION OF TAX RETURNS AND ANNUAL REPORTS, AND SIMILAR MATTERS) PERTAINING TO THE OFFICE OF TREASURER SUCH SERVICES ARE PERFORMED BY RODNEY P WOOD AND BY OTHERS IN FORD ESTATES, LLC UNDER HIS SUPERVISION NO COMPENSATION IS PAID BY THE WILLIAM & LISA FORD FOUNDATION DIRECTLY TO RODNEY P WOOD AS COMPENSATION FOR HIS SERVICES IN ANY OF THE CAPACITIES LISTED ABOVE OR OTHERWISE DURING 2012, WILLIAM & LISA FORD FOUNDATION PAID \$26,225 TO FORD ESTATES, LLC FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH

Identifier	Return Reference	Explanation
COMPENSATION PAID TO A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(4)	DAVID M. HEMPSTEAD, LISTED AS SECRETARY, IS A PARTNER IN THE LAW FIRM OF BODMAN LLP, 1901 ST. ANTOINE STREET, 6TH FLOOR, DETROIT, MICHIGAN 48226, WHICH FIRM ACTS AS THE ATTORNEYS FOR THE WILLIAM & LISA FORD FOUNDATION. MR. HEMPSTEAD IS THE PERSON IN THE FIRM PRINCIPALLY CONCERNED WITH SUCH LEGAL SERVICES TO THE FUND, BUT OTHERS IN THE FIRM ALSO RENDER LEGAL SERVICES TO THE FUND UNDER HIS SUPERVISION. THE TIME SPENT BY MR. HEMPSTEAD STRICTLY IN THE LISTED OFFICIAL CAPACITIES CANNOT READILY BE SEPARATED FROM THAT SPENT IN PERFORMING THE LEGAL SERVICES REFERRED TO. DURING 2012, THE WILLIAM & LISA FORD FOUNDATION PAID \$830 TO SAID ATTORNEYS FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH.

**TY 2012 Investments Corporate
Bonds Schedule****Name:** WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Name of Bond	End of Year Book Value	End of Year Fair Market Value
500,000 UNITS FORD MOTOR CREDIT CO 7.5% 08/01/2012	0	0
1,000 SHS AMERICAN EXPRESS CR	0	0
100,000 UNITS UNITED PARCEL SERVICE 3.875% 04/01/2014	104,928	104,205
500,000 UNITS FORD MOTOR CREDIT CO 8.7% 10/01/2014	543,608	559,990
200,000 UNITS FORD MOTOR CREDIT CO LLC 12% 5/15/15	233,081	245,500
100,000 UNITS LILLY ELI & CO 5.2% 03/15/2017	113,522	116,710
100,000 UNITS HEWLETT PACKARD CO GLBL NT 1.25% 9/13/13	100,450	99,999
100,000 UNITS FORD MOTOR CREDIT CO 7% 10/01/2013	103,558	104,510
50,000 UNITS OCCIDENTAL PETROLEUM COR NOTE 1.45% 12/13/2013	50,500	50,522
150,000 UNITS MERCK & CO NOTE 2.25% 01/15/2016	157,790	156,731
100,000 UNITS KELLOGG CO NOT 1.875% 11/17/2016	102,579	102,715
150,000 UNITS CVS CAREMARK CORPORATION 5.75% 06/01/2017	177,840	179,336
ACCRUED INTEREST	0	21,107

**TY 2012 Investments Corporate
Stock Schedule**

Name: WILLIAM & LISA FORD FOUNDATION
EIN: 38-3441138

Name of Stock	End of Year Book Value	End of Year Fair Market Value
300 SHS AGRIMUM INC	22,418	29,961
800 SHS AIR PRODUCTS & CHEMICALS INC	0	0
600 SHS ALLERGAN INC	43,614	55,038
1,000 SHS AMERICAN EXPRESS CR	37,341	57,480
500 SHS APPLE COMPUTER INC	35,611	266,086
2,000 SHS AQUA AMERICA INC	44,323	50,840
300 SHS ARCHER DANIELS MIDLAND CO	0	0
1,200 SHS BOEING CO	75,563	90,432
2,500 SHS BRISTOL MYERS SQUIBB CO	58,275	81,475
1,200 SHS CATERPILLAR INC	28,837	107,530
300 SHS CF INDUSTRIES HOLDINGS INC	50,396	60,948
2,000 SHS CHURCH & DWIGHT CO INC	83,125	107,140
8,000 SHS CISCO SYSTEMS INC	0	0
3,000 SHS COCA COLA CO	79,230	108,750
6,000 SHS CORNING INCORPORATED	0	0
1,000 SHS COSTCO WHOLESALE CORP	49,567	98,730
500 SHS DEERE & CO	40,334	43,210
1,100 SHS DEVON ENERGY CORPORATION	0	0
1,000 SHS DISNEY WALT CO	33,764	49,790
1,000 SHS EDWARDS LIFESCIENCES CORP	84,652	90,170
2,400 SHS ESTEE LAUDER COMPANIES	0	0
700 SHS EXXON MOBIL CORPORATION	61,050	60,585
1,300 SHS FEDEX CORP	0	0
8,000 SHS GENERAL ELEC CO	0	0
100 SHS GOOGLE INC-CL A	48,499	70,738
800 SHS HOME DEPOT INC	28,735	49,480
1,250 SHS ITC HOLDINGS CORP	0	0
2,500 SHS KINDER MORGAN INC	79,722	88,325
600 SHS LINDSAY MANUFACTURING CO	37,236	48,072
500 SHS MCDONALDS CORP	18,970	44,105

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 SHS MOLYCORP, INC	0	0
2,000 SHS MONSANTO CO	123,979	189,300
300 SHS MOSAIC COMPANY	16,213	16,989
1,400 SHS NATIONAL OILWELL VARCO	107,903	95,690
1,200 SHS OCCIDENTAL PETROLEUM CORP	0	0
2,000 SHS ORACLE CORPORATION	51,020	66,640
500 SHS PERRIGO CO	48,271	52,015
600 SHS PLUM CREEK TIMBER CO INC	22,902	26,622
800 SHS PPG INDS INC	0	0
2,500 SHS REPUBLIC SERVICES INC	0	0
6,000 SHS SAKS INCORPORATED	0	0
900 SHS UNION PACIFIC CORP	54,141	113,148
2,500 SHS UNITED TECHNOLOGIES CORP	0	0
300 SHS VALMONT INDUSTRIES	30,457	40,965
1,000 SHS VISA INC - CLASS A SHARES	86,205	151,580
2,000 SHS WELLS FARGO & CO	51,273	68,360
4,000 SHS WEYERHAEUSER	70,781	111,280
500 SHS CNH GLOBAL NV	20,288	20,145
1,000 SHS DIAGEO PLC SPNSRD ADR NEW	77,970	116,580
2,000 SHS NESTLE SA REP RG SH ADR	91,831	130,224
1,000 SHS POTASH CORP SASK INC	0	0
300 SHS QUIMICA Y MINERA CHIL - SP ADR	17,334	17,292
1,200 SHS SCHLUMBERGER LTD	0	0
300 SHS SYNGENTA AG ADR	18,150	24,240
1,300 SHS AMERICAN TOWER CORP	89,058	100,451
6,000 SHS AMERICAN WATER WORKS INC	180,923	222,780
500 SHS AT&T (NEW)	18,858	16,855
2,500 SHS BARRICK GOLD CORP	105,977	87,525
500 SHS CUMMINS INC	49,580	54,175
1,200 SHS ECOLAB INC	76,410	86,280

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2,000 SHS ENBRIDGE INC	82,598	86,640
300 SHS EQUINIX INC	57,914	61,860
3,600 SHS FREEPORT-MCMORAN COPPER B	133,383	123,120
1,800 SHS HAIN CELESTIAL GROUP INC	93,213	97,596
400 SHS IBM CORP	79,762	76,620
2,000 SHS IMPERIAL OIL LTD	92,506	86,000
500 SHS LOCKHEED MARTIN CORP	44,517	46,145
1,000 SHS NIKE INC CL B	49,599	51,600
1,000 SHS PEABODY ENERGY CORP	23,756	26,610
500 SHS PETSMART INC	33,883	34,170
1,000 SHS PRUDENTIAL FINANCIAL INC	56,031	53,330
1,000 SHS QUALCOMM INC	57,547	61,860
350 SHS SHERWIN-WILLIAMS CO	52,642	53,837
3,000 SHS SUNCOR ENERGY INC	102,240	98,940
3,000 SHS CANADIAN NATURAL RESOURCES	93,792	86,610
2,000 SHS RIO TINTO PLC	96,976	116,180
2,500 SHS SEADRILL LTD	98,559	92,000
4,000 SHS STATOIL ASA-SPON ADR	103,501	99,906
1,600 SHS TELENOR ASA	95,646	96,773
5,000 SHS TELSTRA CORPORATION	101,447	113,425

TY 2012 Investments - Other Schedule**Name:** WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PACIFIC FUND I, LP - 1.6784% INTEREST	AT COST	2,778,558	3,167,858
FORD MOTOR MONEY MARKET	AT COST	0	0
FORD MOTOR MONEY MARKET	AT COST	0	0

TY 2012 Legal Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	830	0		830

TY 2012 Other Assets Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL EXCISE TAX RECEIVABLE	6,991		

TY 2012 Other Expenses Schedule**Name:** WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEE - RHB	18,590	18,590		0
INVESTMENT FEE - ICIA	45	45		0
INVESTMENT FEE - RHB BOND	4,345	4,345		0
MICHIGAN ANNUAL REPORT	40	0		40

TY 2012 Other Income Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 PACIFIC FUND I, LP	57,099	57,099	57,099

TY 2012 Taxes Schedule**Name:** WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX - RHB	908	908		0
FEDERAL EXCISE TAX	4,286	0		0

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM CLAY FORD JR	PRESIDENT AND DIRECTOR 0 25	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226				
LISA V FORD	VICE PRESIDENT/DIRECTOR 0 25	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226				
DAVID M HEMPSTEAD	SECRETARY 0 25	0	0	0
1901 ST ANTOINE ST 6TH FLOOR DETROIT, MI 48226				
RODNEY P WOOD	TREASURER 0 60	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226				
ELEANOR FORD COBB	DIRECTOR 0 25	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226				


Form 990PF Part XV Line 1a - 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).

WILLIAM CLAY FORD JR
LISA V FORD

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				
BOYS & GIRLS CLUBS OF BOSTON 50 CONGRESS STREET SUITE 730 BOSTON,MA 02109	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
GREENHILLS SCHOOL 850 GREENHILLS DRIVE ANN ARBOR,MI 48105	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
HENRY FORD HEALTH SYSTEM 1 FORD PLACE STE 5A DETROIT,MI 48202	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	25,000
HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE,CT 06039	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
MICHIGAN ENVIRONMENTAL COUNCIL 602 WIONIA STREET LANSING,MI 48933	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
MICHIGAN STATE UNIVERSITY 300 SPARTAN WAY EAST LANSING,MI 488241005	NO INDIVIDUALS	PUBLIC CHARITY	THE COLLEGE OF VETERINARY MEDICINE	3,000
MICHIGAN WOLVES-HAWKS SOCCER CLUB 30990 WIXOM ROAD WIXOM,MI 48393	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
PANCREATIC CANCER ACTION NETWORK 1500 ROSECRANS AVENUE SUITE 200 MANHATTAN BEACH,CA 90266	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
PRINCETON UNIVERSITY HOCKEY ASSOCIATION P O BOX 71 PRINCETON,NJ 08542	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	1,000
PRINCETON UNIVERSITY P O BOX 71 PRINCETON,NJ 08542	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	520,000
SPIRIT ROCK MEDITATION CENTER BOX 169 WOODACRE,CA 94973	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	35,000
SUPERIOR LAND PRESERVATION SOCIETY PO BOX 130041 ANN ARBOR,MI 48113	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
T WALL FOUNDATION 1011 SOUTH MAIN STREET BUILDING B ANN ARBOR,MI 48104	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
TELLURIDE ACADEMY PO BOX 2255 TELLURIDE,CO 81435	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	3,500
THE CHILDREN'S CENTER 79 ALEXANDRINE WEST DETROIT,MI 48201	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	35,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE HENRY FORD 20900 OAKWOOD BLVD DEARBORN,MI 48124	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	20,000
THE HUNDRED CLUB OF DETROIT PO BOX 1018 FENTON,MI 48430	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	350
THE HURON RIVER WATERSHED COUNCIL 1100 NORTH MAIN STREET SUITE 210 ANN ARBOR,MI 48104	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	15,000
THE IVY CLUB - 1879 FOUNDATION 43 PROSPECT AVE PRINCETON,NJ 08540	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
THE PRINCETON VARSITY CLUB P O BOX 71 PRINCETON,NJ 08542	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	5,000
THE STANFORD FUND PO BOX 20466 STANFORD,CA 94305	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	20,000
UNITED WAY FOR SOUTHEASTERN MICHIGAN 6600 WOODWARD AVENUE STE 300 DETROIT,MI 48226	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	50,000
UNIVERSITY OF MICHIGAN - DEPRESSION CENTER 4250 PLYMOUTH ROAD ANN ARBOR,MI 48109	NO INDIVIDUALS	PUBLIC CHARITY	PROGRAM SERVICES	10,000
Total  3a				879,850