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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**

OMB No 1545-0052

2012

Open to Public Inspection

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

For calendar year 2012 or tax year beginning , and ending

Name of foundation THE CHARLES J STROSACKER FOUNDATION		A Employer identification number 38-6062787
Number and street (or P.O. box number if mail is not delivered to street address) 812 W. MAIN STREET, P.O. BOX 471		B Telephone number (see instructions) 989-832-0066
City or town, state, and ZIP code MIDLAND MI 48640-0471		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 54,357,204	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	952	952		
	4 Dividends and interest from securities	1,430,839	1,430,839		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,560,517			
	b Gross sales price for all assets on line 6a	18,426,692			
	7 Capital gain net income (from Part IV, line 2)		1,566,295		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	6,289	-12,212			
12 Total. Add lines 1 through 11	2,998,597	2,985,874	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	10,750	5,375		5,375
	c Other professional fees (attach schedule) STMT 3	178,571	178,571		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	56,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	3,330			3,330
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	71,105	4,118		66,987
	24 Total operating and administrative expenses. Add lines 13 through 23	319,756	188,064	0	75,692
	25 Contributions, gifts, grants paid	2,572,811			2,572,811
26 Total expenses and disbursements. Add lines 24 and 25	2,892,567	188,064	0	2,648,503	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	106,030				
b Net investment income (if negative, enter -0-)		2,797,810			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see Instructions.

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	1,060,954	2,055,923	2,055,923
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶	0		
	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) SEE STMT 6	32,092,737	32,846,645	47,929,831
	c Investments – corporate bonds (attach schedule) SEE STMT 7	5,816,085	4,150,123	4,150,123
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 8	125,052	221,327	221,327
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe) SEE STATEMENT 9	71,850		
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	39,166,678	39,274,018	54,357,204
Liabilities	17 Accounts payable and accrued expenses		1,310	
	18 Grants payable	1,261,550	651,450	
	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)	1,261,550	652,760	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	37,905,128	38,621,258	
	30 Total net assets or fund balances (see instructions)	37,905,128	38,621,258	
	31 Total liabilities and net assets/fund balances (see instructions)	39,166,678	39,274,018	

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	37,905,128
2 Enter amount from Part I, line 27a	2	106,030
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	610,100
4 Add lines 1, 2, and 3	4	38,621,258
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	38,621,258

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	VARIOUS	VARIOUS
b NORTH COAST TECH		P	VARIOUS	VARIOUS
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 18,420,914		16,860,397	1,560,517
b 5,778			5,778
c			
d			
e			

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

(i) FMV 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			1,560,517
b			5,778
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	1,566,295
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	2,452,535	53,586,288	0.045768
2010	2,203,354	49,512,989	0.044501
2009	2,755,508	44,066,859	0.062530
2008	2,614,973	56,544,766	0.046246
2007	3,450,143	66,195,899	0.052120

2 Total of line 1, column (d)	2	0.251165
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	0.050233
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	53,453,503
5 Multiply line 4 by line 3	5	2,685,130
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,978
7 Add lines 5 and 6	7	2,713,108
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	2,648,503

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	55,956
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	55,956
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	55,956
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	55,000
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	55,000
8	Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	217
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,173
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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?	N/A	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ _____ (2) On foundation managers. ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	N/A	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
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

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 ► N/A	13	X	
14	The books are in care of ► JAMES BORIN 812 MAIN STREET Located at ► MIDLAND MI ZIP+4 ► 48640 Telephone no. ► 989-832-0066			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		☐
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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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?	N/A	1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes	☒ 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)	N/A	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?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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**

If "Yes" to 6b, file Form 8870

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

N/A

7b**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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 STATEMENT 11				

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
WILLIAM BLAIR 222 WEST ADAMS STREET CHICAGO IL 60606	INVESTMENT MGMT	163,062

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 N/A	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	51,573,416
b	Average of monthly cash balances	1b	2,688,054
c	Fair market value of all other assets (see instructions)	1c	6,046
d	Total (add lines 1a, b, and c)	1d	54,267,516
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	54,267,516
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	814,013
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	53,453,503
6	Minimum investment return. Enter 5% of line 5	6	2,672,675

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	2,672,675
2a	Tax on investment income for 2012 from Part VI, line 5	2a	55,956
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	55,956
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,616,719
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,616,719
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,616,719

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	2,648,503
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,648,503
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,648,503

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				2,616,719
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			2,521,017	
b Total for prior years: 20____, 20____, 20____				
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				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 2,648,503				
a Applied to 2011, but not more than line 2a			2,521,017	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				127,486
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				2,489,233
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

1 Information Regarding Foundation Managers:

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

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.
N/A

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
GRANT REQUESTS 989-832-0066
P.O. BOX 471 MIDLAND MI 48640-0471

b The form in which applications should be submitted and information and materials they should include:
SEE STATEMENT 12

c Any submission deadlines
SEE STATEMENT 13

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.
SEE STATEMENT 14

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 STATEMENT					2,572,811
Total					▶ 3a 2,572,811
b Approved for future payment SEE STATEMENT					651,450
Total					▶ 3b 651,450

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
NORTH COAST TECHNOLOGY INVEST	\$ 5,040	-738	\$
NCTI III, LIMITED PARTNERSHIP	-11,488	-11,488	
OTHER INCOME	14	14	
TOTAL	\$ 6,289	\$ -12,212	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 10,750	\$ 5,375	\$	\$ 5,375
TOTAL	\$ 10,750	\$ 5,375	\$ 0	\$ 5,375

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BANK TRUST DEPARTMENT FEES	\$ 15,380	\$ 15,380	\$	\$
WILLIAM BIAIR - INVESTMENT MGMT	163,191	163,191		
TOTAL	\$ 178,571	\$ 178,571	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES	\$ 56,000	\$	\$	\$
TOTAL	\$ 56,000	\$ 0	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
OFFICE EXPENSES	17,031			17,031
RENT	12,000			12,000
SECRETARIAL EXPENSE	32,599			32,599
OTHER EXPENSES	1,956			1,956
BANK SERVICE CHARGES	27			27
COMPUTER AND SOFTWARE EXPENSE	3,374			3,374
FOREIGN TAXES	4,118	4,118		
TOTAL	\$ 71,105	\$ 4,118	\$ 0	\$ 66,987

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED STMTS	\$ 32,092,737	\$ 32,846,645	COST	\$ 47,929,831
TOTAL	\$ 32,092,737	\$ 32,846,645		\$ 47,929,831

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED STMTS	\$ 5,816,085	\$ 4,150,123	COST	\$ 4,150,123
TOTAL	\$ 5,816,085	\$ 4,150,123		\$ 4,150,123

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
N. COAST TECH INVETORS LTD PRTRNSHP	\$ 62,360	\$ 67,400	COST	\$ 67,400
NCTI III, LTD PARTNERSHIP	62,692	153,927	COST	153,927
TOTAL	\$ 125,052	\$ 221,327		\$ 221,327

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
FEDERAL EXCISE TAX RECEIVABLE	\$ 13,100	\$	\$
MORGAN STANLEY DIVIDEND RECEIVABLE	58,750		
TOTAL	\$ 71,850	\$ 0	\$ 0

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
DECREASE IN FUTURE PLEDGE OBLIGATIONS	\$ 610,100
TOTAL	\$ 610,100

Federal Statements

Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
BOBBIE N. ARNOLD 812 W. MAIN STREET MIDLAND MI 48640-0471	PRES./CEO	1.38	0	0	0
DAVID J. ARNOLD 812 W. MAIN STREET MIDLAND MI 48640-0471	CHAIRMAN	0.35	0	0	0
KIMBERLEE K. BACZEWSKI 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
JOHN N. BARTOS 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
JAMES L. BORIN 812 W. MAIN STREET MIDLAND MI 48640-0471	TREASURER	0.69	0	0	0
STEPHANIE A. BURNS 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
MARIAN L. CIMBALIK 812 W. MAIN STREET MIDLAND MI 48640-0471	ASST. SECR.	3.00	0	0	0
DAVID H. DUNN 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
CAROLYN THRUNE DURAND 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
DONNA T. MORRIS 812 W. MAIN STREET	SECRETARY	0.46	0	0	0

Federal Statements

Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc. (continued)

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
MIDLAND MI 48640-0471					
RICHARD M. REYNOLDS 812 W. MAIN STREET MIDLAND MI 48640-0471	EXEC. V.P.	0.35	0	0	0
CHARLES J. THRUNE 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
CHARLIE C. THRUNE LUNDQUIST 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE	0.09	0	0	0
EUGENE C. YEHLE 812 W. MAIN STREET MIDLAND MI 48640-0471	ASST. TREAS.	0.23	0	0	0
ERICK J. ARNOLD 812 W. MAIN STREET MIDLAND MI 48640-0471	ASSO TRUSTEE	0.09	0	0	0
KARIE A. LYONS 812 W. MAIN STREET MIDLAND MI 48640-0471	ASSO TRUSTEE	0.09	0	0	0
LAWRENCE E. BURKS 810 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE EMER	0.09	0	0	0
RALPH A. COLE 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE EMER	0.09	0	0	0
RICHARD A. HAZLETON 812 W. MAIN STREET MIDLAND MI 48640-0471	TRUSTEE EMER	0.09	0	0	0

Federal Statements**Statement 12 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

GRANT APPLICATIONS SHOULD BE MADE BY LETTER DESCRIBING:
THE PURPOSE, MAJOR EXPENDITURES, MAJOR INCOME SOURCES,
TIMING REQUIREMENTS, AND AMOUNTS REQUESTED.

Statement 13 - Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

THERE IS NO DEADLINE; SUBMISSIONS CAN BE MADE AT ANY TIME
DURING THE YEAR.

Statement 14 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

THE FOUNDATION MAKES GRANTS ONLY TO ELIGIBLE
ORGANIZATIONS NOT TO INDIVIDUALS. THEREFORE, THE
APPLICANT SHOULD ALSO FURNISH COPIES OF THE THE
FOLLOWING:

THE IRS LETTER GRANTING TAX EXEMPT STATUS TO THE
ORGANIZATION. THE ORGANIZATION'S LATEST FINANCIAL
STATEMENTS.

**SUPPLEMENTAL STATEMENT TO FORM 990PF
THE CHARLES J. STROSACKER FOUNDATION
Calendar Year 2012**

38-6062787

**PART XV – SUPPLEMENTARY INFORMATION – Line 3a – Grants and Contributions Paid During
the Year**

PAYMENTS MADE -- 2012

The Charles J. Strosacker Foundation
1/22/2013

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>January 2012</u>					
Crisp Point Light Historical Society <i>fund installation and one-year of operation for emergency phone service</i> \$ 2,000.00	1789	1/17/2012	\$2,000.00		5532
Midland Area Community Foundation <i>Central Park Bandshell renovation</i> \$ 10,000.00	1787	1/12/2012	\$10,000.00		5529
<u>May 2012</u>					
Lee Township <i>to build an ADA restroom facility for Lee Park</i> \$ 30,000.00	1798	5/30/2012	\$30,000.00		5542
Midland Explorers Booster Club <i>support for 2012 Fast Ball Tournament</i> \$ 5,000.00	1800	5/24/2012	\$5,000.00		5541
<u>August 2012</u>					

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Friends of Whispering Pines <i>purchase a classroom trailer for tutoring, mentoring, and teaching life skills</i> \$ 5,000.00	1807	8/23/2012	\$5,000.00		
<u>October 2012</u>					
Michigan Humanities Council <i>general operations</i> \$ 500.00	1833	10/23/2012	\$500.00		
<u>November 2012</u>					
Midland Area Community Foundation <i>support renovation of Santa House</i> \$ 10,000.00	1823	11/8/2012	\$10,000.00		\$563
<u>December 2012</u>					
Albion College <i>in support of the renovation of the Stockwell Memorial Library which includes the John S. Ludington Career and Internship Center</i> \$ 250,000.00	1839	12/17/2012	\$250,000.00		\$570

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Alma College <i>in support of the renovation of the Center for Student Opportunity</i> \$ 250,000.00	1830	12/17/2012	\$250,000.00		5571
Alma Public Schools <i>to replace three sousaphones</i> \$ 6,300.00	1848	12/18/2012	\$6,300.00		5590
ALS of Michigan <i>Midland 2012 ALS Walk</i> \$ 400.00	1862	12/17/2012	\$400.00		5572
Big Brothers Big Sisters <i>in support of the "1,000 Starts with One" campaign</i> \$ 20,000.00	1842	12/17/2012	\$20,000.00		5573
Boy Scouts of America <i>for the general fund</i> \$ 500.00	1860	12/17/2012	\$500.00		5574
Cancer Services <i>two additional years of support for the Maria Mencia Cancer Caregiver Support Network</i> \$ 15,000.00	1815	12/17/2012	\$10,000.00		5575
Carnegie Institution for Science <i>Science/Discovery Research</i> \$ 500.00	1874	12/17/2012	\$500.00		5577
Central Michigan University College of Medicine <i>in support of the College of Medicine</i> \$ 1,000.00	1855	12/17/2012	\$1,000.00		5578

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Central Michigan University College of Medicine <i>Endowed scholarship for the College of Medicine</i> \$ 250,000.00	1841	12/20/2012	\$250,000.00		5658
Chemical City Band <i>three year funding for band operations</i> \$ 9,000.00	1558	12/17/2012	\$3,000.00		5579
Council of Michigan Foundations <i>Annual Dues</i> \$ 6,300.00	1749	12/17/2012	\$6,300.00		5580
Council on Domestic Violence & Sexual Assault <i>for program costs including supplies and medications, liability/LAFN membership, training costs and the cost of approximately 3 exams annually</i> \$ 30,000.00	1653	12/17/2012	\$10,000.00		5582
Council on Domestic Violence & Sexual Assault <i>for the general fund</i> \$ 300.00	1863	12/17/2012	\$300.00		5581
Council on Domestic Violence & Sexual Assault \$ 500.00	1890	12/18/2012	\$500.00		5591
Delta College-Public Broadcasting \$ 1,750.00	1750	12/17/2012	\$1,750.00		5583
Detroit Area Pre-College Engineering Program \$ 5,000.00	1751	12/17/2012	\$5,000.00		5584
Drake University <i>Bulldog Club</i> \$ 2,000.00	1880	12/17/2012	\$2,000.00		5585

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Eagle Village <i>in support of general operations</i> \$ 1,000.00	1881	12/17/2012	\$1,000.00		5586
First Tee of Mid-Michigan <i>to further their mission</i> \$ 10,000.00	1836	12/17/2012	\$10,000.00		5587
Freeland High School Athletics <i>Stadium turf project</i> \$ 1,000.00	1861	12/17/2012	\$1,000.00		5588
Girl Scouts Heart of Michigan <i>to support and expand Girl Scouting in the Great Lakes Bay Region.</i> \$ 50,000.00	1831	12/17/2012	\$50,000.00		5589
Good Hope United Methodist Church <i>Good Hope United Methodist Women</i> \$ 300.00	1864	12/18/2012	\$300.00		5592
Homes for our Troops <i>Building/renovating homes for veterans and their families</i> \$ 1,000.00	1873	12/18/2012	\$1,000.00		5593
Junior Achievement of Central Michigan, Inc. <i>funding to provide impetus to increase JA's impact in local area school and communities</i> \$ 75,000.00	1663	12/18/2012	\$15,000.00		5596
Junior Achievement of Central Michigan, Inc. \$ 4,500.00	1753	12/18/2012	\$4,500.00		5595

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Junior Achievement of Central Michigan, Inc. <i>in support of general operations</i> \$ 500.00	1884	12/18/2012	\$500.00		5594
Kalamazoo College <i>in support of the construction of a fitness and wellness center</i> \$ 250,000.00	1801	12/18/2012	\$250,000.00		5597
King's Daughters & Sons of Midland, Inc. <i>in support of the Christmas Closet</i> \$ 3,500.00	1754	12/18/2012	\$3,500.00		5598
Laramie Plains Museum <i>in support of operations</i> \$ 50.00	1850	12/26/2012	\$50.00		5663
The Legacy Center <i>in support of general operations</i> \$ 500.00	1882	12/18/2012	\$500.00		5599
The Legacy Center \$ 250.00	1889	12/20/2012	\$250.00		5653
Little Forks Conservancy \$ 3,000.00	1755	12/18/2012	\$3,000.00		5600
Mackinac Center for Public Policy \$ 7,500.00	1756	12/18/2012	\$7,500.00		5601
Mackinac Center for Public Policy <i>in support of general operations</i> \$ 500.00	1883	12/18/2012	\$500.00		5602

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Make A Wish Foundation <i>granting of wishes for children from Midland, MI</i> \$ 5,000.00	1704	12/18/2012	\$5,000.00		5603
McLaren Northern Michigan Hospital Foundation-Petoskey <i>funding for Sound Beginnings hearing program - challenge grant</i> \$ 30,000.00	1423	12/19/2012	\$10,000.00		5642
McLaren Northern Michigan Hospital Foundation-Petoskey <i>'Sound Beginnings' Newborn Hearing Screening Program</i> \$ 1,000.00	1867	12/19/2012	\$1,000.00		5641
Memorial Presbyterian Church <i>in support of operations</i> \$ 1,000.00	1887	12/19/2012	\$1,000.00		5628
Meridian Public Schools <i>in support of a New Tech Network high school experience beginning fall 2012</i> \$ 300,000.00	1706	12/18/2012	\$131,250.00		5604
Michigan Baseball Foundation <i>in support of general operations</i> \$ 1,000.00	1879	12/18/2012	\$1,000.00		5605
Michigan Dental Association Foundation <i>Two-day program at SVSU to provide free dental care of people unable to afford care.</i> \$ 5,000.00	1819	12/18/2012	\$5,000.00		5606
Michigan Harvest Gathering \$ 5,000.00	1757	12/18/2012	\$5,000.00		5607

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
MidMichigan Innovation Center <i>operating funds for three years 2010-2012</i> \$ 30,000.00	1536	12/18/2012	\$15,000.00		5608
Michigan State University <i>for the Spartan Fund</i> \$ 2,000.00	1856	12/18/2012	\$2,000.00		5609
Michigan State University <i>support advancements in the College of Communication Arts & Sciences Health & risk Communication Graduate Program.</i> \$ 500,000.00	1838	12/20/2012	\$500,000.00		5657
Midland Amateur Sports Hall of Fame <i>in support of moving Hall of Fame from the Ice Arena to Dow Diamond.</i> \$ 10,000.00	1840	12/18/2012	\$10,000.00		5610
Midland Area Chamber Foundation <i>in support of Midland Blooms</i> \$ 10,000.00	1758	12/18/2012	\$10,000.00		5612
Midland Area Community Foundation <i>for the Stockwell Library renovation at Albion College in memory of Jack Ludington</i> \$ 0.00	1646	12/18/2012	\$100,000.00		
Midland Area Community Foundation <i>Eugene & Mildred Yehle Endowed Scholarship Fund</i> \$ 4,000.00	1875	12/18/2012	\$4,000.00		5613

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Midland Area Community Foundation <i>for the Stockwell Library renovation at Albion College in memory of Jack Ludington</i> \$ 0.00	1646	12/18/2012	(\$100,000.00)		VOID - Void of Payment [1272] for 100,000, paid on 12/18/2012.
Midland Area Homes \$ 7,500.00	1759	12/18/2012	\$7,500.00		5614
Midland Center for the Arts-MATRIX: Midland \$ 3,500.00	1761	12/18/2012	\$3,500.00		5611
Midland Center for the Arts-Alden B. Dow Museum of Science & Arts \$ 3,500.00	1762	12/18/2012	\$3,500.00		5611
Midland Center for the Arts-HISTORICAL SOCIETY \$ 3,500.00	1763	12/18/2012	\$3,500.00		5611
Midland Center for the Arts-MUSIC SOCIETY \$ 3,500.00	1764	12/18/2012	\$3,500.00		5611
Midland Center for the Arts-THEATRE GUILD \$ 3,500.00	1765	12/18/2012	\$3,500.00		5611
Midland Center for the Arts-SYMPHONY \$ 3,500.00	1766	12/18/2012	\$3,500.00		5611
Midland Center for the Arts <i>Friends</i> \$ 19,000.00	1760	12/18/2012	\$19,000.00		5611
Midland Center for the Arts <i>Capital Campaign Pledge</i> \$ 1,000.00	1854	12/18/2012	\$1,000.00		5615

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Midland Center for the Arts <i>Capital Campaign</i> \$ 500.00	1859	12/18/2012	\$500.00		5616
Midland Community Center \$ 10,000.00	1767	12/18/2012	\$10,000.00		5617
Midland Community Center <i>in support of North Midland Family Center</i> \$ 5,250.00	1768	12/18/2012	\$5,250.00		5617
Midland Community Center <i>in support of North Midland Family Center</i> \$ 1,500.00	1893	12/18/2012	\$1,500.00		5618
Midland County <i>base funding for 4H office</i> \$ 20,000.00	1680	12/18/2012	\$10,000.00		5620
Midland County -Pinecrest Farms Special Donors Fund \$ 3,000.00	1770	12/18/2012	\$3,000.00		5619
Midland County Educational Service Agency <i>Imagination Library</i> \$ 1,000.00	1752	12/18/2012	\$1,000.00		5621
Midland County Habitat for Humanity \$ 3,500.00	1769	12/18/2012	\$3,500.00		5622
Midland County Habitat for Humanity <i>debt reduction; pay off land contract on building</i> \$ 20,000.00	1822	12/18/2012	\$20,000.00		5623

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Midland Kids First <i>fund five years of pilot program to provide substance abuse treatment for Midland County adolescents</i> \$ 55,000.00	1817	12/18/2012	\$20,000.00		5624
Midland Kids First \$ 250.00	1886	12/20/2012	\$250.00		5656
MidMichigan Health <i>medical education facility</i> \$ 500,000.00	1719	12/18/2012	\$250,000.00		5625
MidMichigan Medical Center - Midland \$ 1,000.00	1891	12/19/2012	\$1,000.00		5627
Mitech Plus Inc. <i>for development of a STEM (Science, Technology, Engineering, Mathematics) Center of Excellence in the Great Lakes Bay Region</i> \$ 100,000.00	1898	12/18/2012	\$50,000.00		5626
Montana State University <i>Turf Fund</i> \$ 700.00	1877	12/19/2012	\$700.00		5647
National Math and Science Initiative <i>in support of science & math education</i> \$ 1,000.00	1872	12/19/2012	\$1,000.00		5632
Nine 13 Sports <i>for the operating fund</i> \$ 500.00	1857	12/19/2012	\$500.00		5652

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Norskedalen <i>in support of general operations</i> \$ 100.00	1851	12/26/2012	\$100.00		5664
Open Door Crisis Shelter & Soup Kitchen <i>for the operating fund</i> \$ 500.00	1858	12/19/2012	\$500.00		5651
Purdue Foundation <i>ALUS Faculty Development Fund Support</i> \$ 1,500.00	1869	12/19/2012	\$1,500.00		5643
Purdue Foundation <i>Hazleton SLHS Audiology and Speech Clinic Support</i> \$ 1,500.00	1868	12/19/2012	\$1,500.00		5644
Reece Endeavor of Midland <i>to assist in the construction of two duplexes for persons with special needs.</i> \$ 25,000.00	1799	12/19/2012	\$25,000.00		5648
Reece Endeavor of Midland \$ 250.00	1888	12/20/2012	\$250.00		5655
Salvation Army <i>Coats for Kids Program</i> \$ 300.00	1878	12/19/2012	\$300.00		5645
Salvation Army <i>special grant in honor of Stephanie Burns who resigned from the Board on 12-11-2012 after six years of service.</i> \$ 25,000.00	1899	12/19/2012	\$25,000.00		5646

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Shepherd Public Schools <i>in support of the annual Megastart middle school track & field meet</i> \$ 5,000.00	1811	12/19/2012	\$5,000.00		5640
South Dakota School of Mines & Technology Foundation <i>Scholarship Fund</i> \$ 4,000.00	1866	12/19/2012	\$4,000.00		5630
Special Olympics Michigan Inc. Area 30 \$ 10,000.00	1771	12/19/2012	\$10,000.00		5649
St. Brigid Catholic Church <i>Cardinal Hickey Trust Fund - John C. Morris Memorial</i> \$ 1,000.00	1871	12/19/2012	\$1,000.00		5639
Swartz Creek Community Food Basket <i>general operations</i> \$ 100.00	1894	12/19/2012	\$100.00		5631
Tawas United Methodist Church <i>in support of debt payment</i> \$ 4,000.00	1876	12/19/2012	\$4,000.00		5629
United Negro College Fund <i>in support of scholarships</i> \$ 5,000.00	1772	12/19/2012	\$5,000.00		5650
United Way of Albany County <i>in support of general operations; sent from the rural segment</i> \$ 50.00	1852	12/26/2012	\$50.00		5662

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
United Way of Clare County \$ 8,000.00	1773	12/19/2012	\$8,000.00		5634
United Way of Gladwin County \$ 8,000.00	1774	12/19/2012	\$8,000.00		5635
United Way of Gratiot County \$ 8,000.00	1775	12/19/2012	\$8,000.00		5636
United Way of Midland County <i>Strosacker Employee Award</i> \$ 2,500.00	1776	12/19/2012	\$2,500.00		5637
United Way of Midland County <i>2012 Campaign</i> \$ 100,000.00	1777	12/19/2012	\$100,000.00		5637
University of Wyoming Foundation <i>in support of the Cowboy Joe Club</i> \$ 911.00	1853	12/26/2012	\$911.00		5665
West Midland Family Center \$ 5,250.00	1778	12/19/2012	\$5,250.00		5633
West Midland Family Center <i>in support of the John C. Morris Memorial</i> \$ 1,000.00	1870	12/19/2012	\$1,000.00		5638
West Midland Family Center \$ 250.00	1885	12/20/2012	\$250.00		5654
Grand Total (109 items)					<u>\$2,572,811.00</u>

**SUPPLEMENTAL STATEMENT TO FORM 990PF
THE CHARLES J. STROSACKER FOUNDATION
Calendar Year 2012**

38-6062787

**PART XV – SUPPLEMENTARY INFORMATION – Line 3b – Grants and Contributions Approved for
Future Payment**

GRANT COMMITMENT SCHEDULE - 2013 - 2018

The Charles J. Strosacker Foundation

1/22/2013

Organization Grant Amount	Total Paid	Scheduled Payments	
		2013	2014
American Red Cross \$ 3,000.00 <i>annual grant reinstated at \$3,000 level.</i>	\$0.00	\$3,000.00	\$0.00
Cancer Services \$ 15,000.00 <i>two additional years of support for the Maria Mencia Cancer Caregiver Support Network</i>	\$10,000.00	\$5,000.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments	
		2013	2014
Caregiving Network, Inc. \$ 20,000.00 <i>renovation of historic church building</i>	\$0.00	\$20,000.00	\$0.00
Council of Michigan Foundations \$ 7,200.00 <i>annual membership dues; increased from \$6,300 to \$7,200 for 2013 as a result of CMF increasing rates.</i>	\$0.00	\$7,200.00	\$0.00
Council on Domestic Violence & Sexual Assault \$ 30,000.00 <i>for program costs including supplies and medications, liability/IAFN membership, training costs and the cost of approximately 3 exams annually</i>	\$20,000.00	\$10,000.00	\$0.00
Delta College-Public Broadcasting \$ 1,750.00 <i>Annual Grant for 2013</i>	\$0.00	\$1,750.00	\$0.00
Detroit Area Pre-College Engineering Program \$ 5,000.00 <i>annual grant for 2013</i>	\$0.00	\$5,000.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments		
		2013	2014	2015
Hamilton Township \$ 10,000.00 <i>to allow Hamilton Township to relocate to a new location; and to restore the building</i>	\$0.00	\$10,000.00	\$0.00	\$0.00
Junior Achievement of Central Michigan, Inc. \$ 75,000.00 <i>funding to provide impetus to increase JA's impact in local area school and communities</i>	\$30,000.00	\$45,000.00	\$0.00	\$0.00
Junior Achievement of Central Michigan, Inc. \$ 4,500.00 <i>annual grant for 2013</i>	\$0.00	\$4,500.00	\$0.00	\$0.00
King's Daughters & Sons of Midland, Inc. \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00	\$0.00
Little Forks Conservancy \$ 3,000.00 <i>annual grant for 2013</i>	\$0.00	\$3,000.00	\$0.00	\$0.00
Mackinac Center for Public Policy \$ 7,500.00 <i>annual grant for 2013</i>	\$0.00	\$7,500.00	\$0.00	\$0.00

Organization	Grant Amount	Total Paid	Scheduled Payments		
			2013	2014	2015
Meridian Public Schools	\$ 300,000.00	\$131,250.00	\$43,500.00	\$93,300.00	\$31,950.00
<i>in support of a New Tech Network high school experience beginning fall 2012</i>					
Michigan Harvest Gathering	\$ 5,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00
<i>annual grant for 2013</i>					

Organization Grant Amount	Total Paid	Scheduled Payments	
		2013	2014
Midland Area Chamber Foundation \$ 10,000.00 <i>annual grant for 2013 in support of Midland Blooms</i>	\$0.00	\$10,000.00	\$0.00
Midland Area Homes \$ 7,500.00 <i>annual grant for 2013</i>	\$0.00	\$7,500.00	\$0.00
Midland Center for the Arts-MATRIX: Midland \$ 3,500.00 <i>annual grant for 2013 to Matrix</i>	\$0.00	\$3,500.00	\$0.00
Midland Center for the Arts-Alden B. Dow Museum of Science & Arts \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00
Midland Center for the Arts-HISTORICAL SOCIETY \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00
Midland Center for the Arts-MUSIC SOCIETY \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00
Midland Center for the Arts-THEATRE GUILD \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments		
		2013	2014	2015
Midland Center for the Arts-SYMPHONY \$ 3,500.00 <i>annual grant for 2013</i>	\$0.00	\$3,500.00	\$0.00	\$0.00
Midland Center for the Arts \$ 19,000.00 <i>annual grant for 2013 to "Friends"</i>	\$0.00	\$19,000.00	\$0.00	\$0.00
Midland Community Center \$ 10,000.00 <i>annual grant for 2013 (george Street)</i>	\$0.00	\$10,000.00	\$0.00	\$0.00
Midland Community Center \$ 5,250.00 <i>annual grant for 2013; send cc to EC at NMFC</i>	\$0.00	\$5,250.00	\$0.00	\$0.00
Midland Community Center \$ 2,500.00 <i>NEW annual grant for 2013; also send cc to ED at Railway.</i>	\$0.00	\$2,500.00	\$0.00	\$0.00
Midland County -Pinecrest Farms Special Donors Fund \$ 3,000.00 <i>annual grant for 2013; Pinecrest special donors fund</i>	\$0.00	\$3,000.00	\$0.00	\$0.00
Midland County Educational Service Agency \$ 1,000.00 <i>annual grant for 2013</i>	\$0.00	\$1,000.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments	
		2013	2014
Midland County Habitat for Humanity \$ 3,500.00 annual grant for 2013	\$0.00	\$3,500.00	\$0.00
Midland Kids First \$ 55,000.00 fund five years of pilot program to provide substance abuse treatment for Midland County adolescents	\$20,000.00	\$20,000.00	\$15,000.00
Mitech Plus Inc. \$ 100,000.00 for development of a STEM (Science, Technology, Engineering, Mathematics) Center of Excellence in the Great Lakes Bay Region	\$50,000.00	\$50,000.00	\$0.00
Mt. Pleasant Discovery Museum \$ 30,000.00 capital campaign to secure funding to build a children's museum	\$0.00	\$30,000.00	\$0.00
Reaching our Community Kids Youth Center (ROCK) \$ 2,500.00 NEW annual grant for 2013	\$0.00	\$2,500.00	\$0.00
Salvation Army \$ 2,500.00 NEW annual grant for 2013	\$0.00	\$2,500.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments		
		2013	2014	2015 Grand Total
Special Olympics Michigan Inc. Area 30 \$ 10,000.00 <i>annual grant for 2013</i>	\$0.00	\$10,000.00	\$0.00	\$0.00
United Negro College Fund \$ 5,000.00 <i>annual grant for 2013</i>	\$0.00	\$5,000.00	\$0.00	\$0.00
United Way of Clare County \$ 8,250.00 <i>annual grant for 2013</i>	\$0.00	\$8,250.00	\$0.00	\$0.00
United Way of Gladwin County \$ 8,250.00 <i>annual grant for 2013</i>	\$0.00	\$8,250.00	\$0.00	\$0.00
United Way of Gratiot County \$ 8,250.00 <i>annual grant for 2013</i>	\$0.00	\$8,250.00	\$0.00	\$0.00
United Way of Midland County \$ 2,500.00 <i>annual grant for 2013</i>	\$0.00	\$2,500.00	\$0.00	\$0.00
United Way of Midland County \$ 102,000.00 <i>annual grant for 2013</i>	\$0.00	\$102,000.00	\$0.00	\$0.00
West Midland Family Center \$ 5,250.00 <i>annual grant for 2013</i>	\$0.00	\$5,250.00	\$0.00	\$0.00
Grand Total (50 items)		511,200	108,300	31,950 651,450

SUPPLEMENTAL STATEMENT TO FORM 990PF
STROSACKER FOUNDATION
Calendar Year 2012

38-6062787

PART II, LINE 10b - CORPORATE STOCK

	<u>Book Value</u>	<u>Fair Market Value</u>
Account #1	14,263,410	18,190,376
Account #2	18,145,819	22,215,391
Account #4	437,416	7,524,064
	<u>32,846,645</u>	<u>47,929,831</u>

PART II, LINE 10c - CORPORATE BONDS

	<u>Book Value</u>	<u>Fair Market Value</u>
Account #1	3,876,633	3,876,633
Account #3	273,490	273,490
	<u>4,150,123</u>	<u>4,150,123</u>

PART II, LINE 13- INVESTMENTS - OTHER

NCTI III	153,927	153,927
NORTH COAST	67,400	67,400
	<u>221,327</u>	<u>221,327</u>

STROSACKER FDN. CUSTODIAL AGENCY

Corporate Bonds		
Chemical Bank CD #6012305402 Dtd 8/11/10 2.25% Due 8/11/13 Raise Your Rate	1,053,876.050	1,053,876.05 1,053,876.05
Chemical Bank CD #6202215817 Dtd 7/7/11 1.50% Due 7/7/2014 Raise Your Rate	1,021,360.350	1,021,360.35 1,021,360.35
Chemical Bank CD #6202217201 Dtd 12/16/11 1.50% Due 12/16/14	1,319,636.970	1,319,636.97 1,319,636.97
Powershares ETF Tr II	9,000	249,120 249,120
SPDR Series Trust	4,000	232,640 232,640
Corporate Bonds		3,876,633
Equities		
Chemical Financial Corporation	30,512.000	724,965.12 252,153.56
Dow Chemical Co	5,427.000	175,451.65 11,273.41
Fidelity Low-Priced Stock Fd #316	- - - - -	959,575.95 850,000 00

STROSACKER FDN. CUSTODIAL AGENCY

Portfolio Investments

Asset Description	Units	Market Value Cost
Vanguard MSCI EAFE ETF	15,141.000	533,417.43 524,360.19
Vanguard Value ETF	9,416.000	553,660.80 438,593.52
Wolverine Bancorp Inc Com	15,000.000	255,450.00 150,000.00
Capital Income Bldr Fd	284,022 275	14,987,855
Sh Ben Int		12,037,029
Total Equity		18,190,376 14,263,410

STROSACKER FOUNDATION/WM. BLAIR

Equities

Covidien PLC Shs	10,130.000	584,906.20 440,270.32
Affiliated Managers Group Com	3,970.000	516,695.50 402,664.97
Allergan Inc	3,850.000	353,160.50 224,906.41
Amazon Com Inc Com	1,380.000	346,200.60 249,248.13
American Express Co.	6,750.000	387,990.00 237,435.64
Ameriprise Finl Inc Com	5,540.000	346,970.20 248,910.39
Apple Inc	2,110.000	1,122,884.82 443,158.27
Blair, Wm Mut Fds Int'L Growth Class I	91,028.922	2,088,203.47 2,234,155.05
Chevron Corporation	7,670.000	829,433.80 772,425.74
Citix Systems, Inc.	6,130.000	402,250.60 401,169.60
Cognizant Technology Solutions Corp Cl A	7,410.000	547,467.84 518,705.59

STROSACKER FOUNDATION/WM. BLAIR

Portfolio Investments

Asset Description	Units	Market Value Cost
Colgate Palmolive Co	6,750.000	705,645.00 615,602.89
Davita Inc	2,540 000	280,746.20 204,619.21
Discovery Communications Ser A	8,190.000	519,901.20 405,003.98
Dollar Gen Corp New Com	6,880.000	303,339 20 349,246.19
Donaldson Inc	11,880.000	390,139 20 402,526.16
Ebay Inc Com	12,110.000	617,582.15 297,648.94
Express Scripts Hldg Co Com	9,790.000	528,660.00 549,908.32
Gilead Sciences Inc	7,690.000	564,830 50 323,750.50
Google Inc Cl A	1,042.000	737,089 96 517,142.89
Grainger W W Inc	1,270.000	257,009.90 105,120.74
Harley Davidson Inc	10,600.000	517,598.00 399,080.33
J. P. Morgan Chase & Co.	19,930 000	876,304.16 800,338.74
Mastercard Inc Cl A	1,300 000	638,664.00 568,639.02
Mead Johnson Nutrition Co Com	5,900.000	388,751.00 291,121.60
Monsanto Co	5,860 000	554,649 00 522,894.45
National Oilwell Varco	4,170.000	285,019.50 252,985.15
Perrigo Co Com	1,710.000	177,891.30 189,828.47

STROSACKER FOUNDATION/WM. BLAIR

Portfolio Investments

Asset Description	Units	Market Value Cost
Praxair Inc	3,655.000	400,039.75 128,848.44
Precision Castparts Corp Com	3,530 000	668,652.60 578,005.61
Priceline Com Inc Com New	505.000	313,296.95 286,735.77
Qualcomm Incorporated	9,705 000	600,347.42 448,021.45
SBA Communications Corp Com	7,740 000	549,385.20 402,213.81
Schlumberger Ltd	8,035.000	556,814.25 448,057.31
Starbucks Corp	10,840.000	581,349.20 399,227.33
Stericycle Inc	5,550 000	517,704.00 407,489.14
Suncor Energy Inc New Canada	8,760.000	288,904.80 304,406.28
Union Pac Corp	4,840.000	608,484.80 561,187.59
Wells Fargo And Company New	20,570.000	703,082.60 707,022.69
Whole Foods Mkt Inc Com	2,960.000	269,833.60 197,003.47
Yum Brands Inc	4,330 000	287,512.00 309,092.16
Total Equities		\$ 22,215,390.97 \$ 18,145,818.74

FIXED INCOME

FIXED INCOME ETFS

VANGUARD SHORT-TERM CORPORATE BO TICKER: VCSH	3,405.00	1.72	79.29	269,982.29	80.32	273,489.60
Corporate Bond						<u>273,489.60</u>

COMMON STOCKS

Materials

Diversified Chemicals

DOW CHEMICAL CORP COM STK
TICKER: DOW

235,000 00

1 28

488,160

32 13

7,597,409.00

<i>Security Description</i>	<i>Shares or Face Value</i>	<i>Div or YTM@pur</i>	<i>Book Price</i>	<i>Book Cost</i>	<i>Market Price</i>	<i>Market Value</i>
CALL OPTIONS						
CALL DOW 100@34 16 MAR 2013 DOW CHEMICAL CO TICKER DOW130316C00034000	(230 00)		0 49	(11,269 74)	0 85	(19,550 00)
CALL DOW 100@35 16 MAR 2013 DOW CHEMICAL CO TICKER DOW130316C00035000	(1,015 00)		0 39	(39,475 61)	0 53	(53,795 00)
TOTAL EQUITIES				437,416		7,524,064.00