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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 , 2012, and ending , 20

Name of foundation WILLIAM & SANDY HEITZ FAMILY FOUND		A Employer identification number 39-1799844
Number and street (or P O box number if mail is not delivered to street address) 10800 N HADDONSTONE PLACE		B Telephone number (see instructions) (262) 377-3970
City or town, state, and ZIP code MEQUON, WI 53092		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input checked="" type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Name change
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,454,380		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		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		71	71	
	4 Dividends and interest from securities	73,605	73,605	73,605	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	124,533			
	b Gross sales price for all assets on line 6a	400,333			
	7 Capital gain net income (from Part IV, line 2)		124,533		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	STM106	(175)	(175)	(175)	
12 Total. Add lines 1 through 11		198,034	198,034	73,501	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23		0	0	0
	25 Contributions, gifts, grants paid	124,120			124,120
26 Total expenses and disbursements. Add lines 24 and 25	124,120	0		124,120	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	73,914				
b Net investment income (if negative, enter -0-)		198,034			
c Adjusted net income (if negative, enter -0-)			73,501		

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	180,611	53,360	53,360
	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 ▶			
	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) STM137	1,004,734	961,893	961,893
	c Investments - corporate bonds (attach schedule) STM138	1,165,199	1,439,127	1,439,127
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,350,544	2,454,380	2,454,380	
Liabilities	17 Accounts payable and accrued expenses			
	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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,350,544	2,454,380	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,350,544	2,454,380	
31 Total liabilities and net assets/fund balances (see instructions)	2,350,544	2,454,380		

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	2,350,544
2 Enter amount from Part I, line 27a	2	73,914
3 Other increases not included in line 2 (itemize) ▶ STM115	3	156,151
4 Add lines 1, 2, and 3	4	2,580,609
5 Decreases not included in line 2 (itemize) ▶ STM116	5	126,229
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,454,380

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a See STM-134				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 400,333		275,800	124,533
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a			124,533
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	124,533
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	100,525	2,296,860	0.043766
2010	97,901	2,132,766	0.045903
2009	96,181	1,925,108	0.049961
2008	85,317	2,087,295	0.040874
2007	81,950	2,154,536	0.038036

2 Total of line 1, column (d)	2	0.218541
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	0.043708
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,498,306
5 Multiply line 4 by line 3	5	109,196
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,980
7 Add lines 5 and 6	7	111,176
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	124,120

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	1,980
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		
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	1,980
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	1,980
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 6a		
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	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,980
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 <input type="checkbox"/> Refunded <input type="checkbox"/> 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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
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		
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (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?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WI		
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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ STEPHANIE FLEMING Telephone no. ▶ 262-377-3970			
	Located at ▶ 10800 N HADDONSTONE PLACE MEQUON, WI ZIP+4 ▶ 53092			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ▶		<input type="checkbox"/> Yes <input type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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)? ☐ Yes ☒ No

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? ☐ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
SANDRA HEITZ 8111 BAY COLONY DRIVE UNIT 903, FL 34108	PRESIDENT 5	0	0	0
STEPHANIE FLEMING 10800 N HADDONSTONE PLACE, WI 53092	TREASURER 5	0	0	0
GREG HEITZ 5301 W RIVER TRAIL DRIVE, WI 53092	SECRETARY 5	0	0	0

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
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS	
	7,920
2 CONTRIBUTIONS TO EDUCATIONAL ORGANIZATIONS	
	116,270
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 NONE	
	0
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	2,385,361
b	Average of monthly cash balances	1b	150,990
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,536,351
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,536,351
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,045
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,498,306
6	Minimum investment return. Enter 5% of line 5	6	124,915

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	124,915
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,980
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,980
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	122,935
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	122,935
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	122,935

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	124,120
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	124,120
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	1,980
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	122,140

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				122,935
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			36,512	
b Total for prior years:				
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: ► \$ 124,120				
a Applied to 2011, but not more than line 2a			36,512	
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				87,608
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				35,327
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))

Sandra Heitz,

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.

990APP

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year RIDING FOR RESEARCH MILWAUKEE COUNTY Milwaukee WI 53211	NONE	EXEMPT	GENERAL FUND	2,000
CHARLES KUBLY FOUNDATION PO Box 170284 Milwaukee WI 53217	NONE	EXEMPT	GENERAL FUND	5,000
FOX POINT LUTHERAN CHURCH SANTA MONICA BLVD Milwaukee WI 53217	NONE	EXEMPT	BUILDING FUND	2,500
AMERICAN HEART ASSOCIATION 660 E MASON Milwaukee WI 53202	NONE	EXEMPT	HEART RESEARACH	2,500
MEQUON THIENSVILLE EDUCATION MEQUON ROAD Mequon WI 53092	NONE	EXEMPT	EDUCATION FUNDING	120
ALPHA CHI OMEGA LANGLEY AVENUE Madison WI 53708	NONE	EXEMPT	BUILDING FUND	1,800
OZAUKEE HUMANE SOCIETY 630 West Dekora Street Saukville WI 53080	NONE	EXEMPT	ANIMAL LIFE FUNDING	500
CENTER FOR DEAF AND BLIND 3195 South Superior Street Milwaukee WI 53207	NONE	EXEMPT	GENERAL FUNDING	2,500
Total			▶ 3a	
b Approved for future payment				
Total			▶ 3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
MILWAUKEE CENTER FOR INDEPENDENCE 2020 West Wells Street Milwaukee WI 53233	NONE	EXEMPT	GENERAL FUNDING	2,000
SHELTER FOR ABUSED WOMEN PO Box 10102 Naples FL 34101	NONE	EXEMPT	GENERAL FUNDING	2,000
HOMESTEAD HIGH DANCE TEAM MEQUON ROAD Mequon WI 53092	NONE	EXEMPT	TRAVEL COMPETITION	3,500
WIS OVARIAN CANCER ALLIANCE 13825 W National Ave Ste 103 New Berlin WI 53151	NONE	EXEMPT	CANCER RESEARCH	200
FROEDTERT HOSPITAL 9200 W WISCONSIN AVENUE Milwaukee WI 53226	NONE	EXEMPT	RESEARCH FUND	7,500
SCHLITZ AUDUBON CENTER BROWN DEER ROAD Milwaukee WI 53217	NONE	EXEMPT	NATURE EDUCATION	1,000
MAKE A WISH FOUNDATION 13195 West Hampton Avenue Butler WI 53007	NONE	EXEMPT	GENERAL FUNDING	15,000
RONALD MCDONALD HOUSE 8948 Watertown Plank Road Milwaukee WI 53226	NONE	EXEMPT	GENERAL FUNDING	2,000
Total			3a	
b Approved for future payment				
Total			3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ST FRANCIS CHILDREN'S CENTER PORT WASHINGTON ROAD Milwaukee WI 53217	NONE	EXEMPT	BUILDING FUND	2,500
MUSCULAR DYSTROPHY ASSN 330 South Executive Drive Brookfield WI 53005	NONE	EXEMPT	MDA RESEARCH	10,000
MEDICAL COLLEGE OF WISCONSIN 8700 W WATERTOWN PLANK ROAD Milwaukee WI 53226	NONE	EXEMPT	EDUCATION AND RESEARCH	50,000
KATHY'S HOUSE 600 N 103rd St Milwaukee WI 53226	NONE	EXEMPT	BUILDING AND GENERAL FUNDS	5,000
ST COLETTA N4637 County Hwy Y Jefferson WI 53549	NONE	EXEMPT	GENERAL FUNDING	250
OZAUKEE FAMILY SERVICES 885 Badger Circle Grafton WI 53024	NONE	EXEMPT	GENERAL FUNDING	500
PREVENT BLINDNESS 759 N Milwaukee St Ste 305 Milwaukee WI 53202	NONE	EXEMPT	GENERAL FUNDING	250
LEUKEMIA AND LYMPHOMA SOCIETY 1311 Mamaroneck Avenue Suite White Plains NY 10605	NONE	EXEMPT	GENERAL FUNDING	3,000
Total			3a	
b Approved for future payment				
Total			3b	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SUSAN G KOMEN FUND 3 DAY WALK Chicago IL 60611	NONE	EXEMPT	CANCER RESEARCH	2,500
Total			▶ 3a	124,120
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

▼

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. A vertical margin line is positioned on the left side, creating a narrow left margin. The paper appears to be from a notebook or a standard ruled document. There are no markings, text, or drawings on the page.

Federal Supporting Statements**2012 PG 01**

Name(s) as shown on return

Your Social Security Number

WILLIAM & SANDY HEITZ FOUND

39-1799844

Form 990PF, Part XV, Line 2
Application Submission Information

990APP

Grant Program

GENERAL GRANTS

Applicant Name

STEPHANIE FLEMING

Address

10800 N HADDONSTONE PLACE

MEQUON

WI 53092

Telephone

262-377-3970

Email Address**Form & Content**PURPOSE OF ORGANIZATION AND REQUEST
AMOUNT REQUESTED**Submission Deadline**

NONE

Restrictions on Award

NONE

STM115

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FOUND

39-1799844

Form 990PF, Part III, Line 3

Statement #115

Other Increases Schedule

GAIN ON MARKET VALUE OF INVESTMENTS 105,348

BOOK GAIN ON SALE OF INVESTMENTS 50,803

Total 156,151

STM116

Form 990PF, Part III, Line 5

PG 01

Statement #116

Other Decreases Schedule

EXCISE TAX 1,696

TAX GAIN ON SALE OF INVESTMENTS 124,533

Total 126,229

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FOUND

39-1799844

Form 990PF, Part II, Line 10(b)
Investments: Corporate Stock Schedule

Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
ALTRIA GROUP	38,545	40,872	40,872
AMERIGAS PARTNERSHIP	45,910	38,740	38,740
APPLE COMPUTER	324,000	319,304	319,304
ATMOS ENERGY	33,350	35,120	35,120
ASTORIA FINANCIAL	8,914		
BLUE RIBBON INCOME FUND	41,199	43,913	43,913
NEXTERA	36,528	41,514	41,514
ELAN CORP	2,748		
EXELON	15,180	10,409	10,409
MOMDELEZ INTERNATIONAL		22,882	22,882
FUNDAMENTAL INVESTORS FUND	29,217	33,955	33,955
FIRSTENERGY	62,020	29,232	29,232
JOHNSON AND JOHNSON	52,464	56,080	56,080
KRAFT FOODS	33,587	13,596	13,596
MERCK	32,045	34,799	34,799
VENTAS	43,332	50,870	50,870
NOVARTIS	17,151	18,990	18,990
PHILIP MORRIS	102,024	108,732	108,732
SCANA CORP	45,060	22,820	22,820
XCEL ENERGY	41,460	40,065	40,065
Totals	<u>1,004,734</u>	<u>961,893</u>	<u>961,893</u>

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

FEIN

WILLIAM & SANDY HEITZ FOUND

39-1799844

Form 990PF, Part II, Line 10(c)
Investments: Corporate Bond Schedule

Statement #138

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
CAPMARK BANK	31,576	31,184	31,184
GOLDMAN SACHS BANK		75,885	75,885
GOLDMAN SACHS BANK		102,053	102,053
SALLIE MAE BANK		100,708	100,708
SUMMIT COMMUNITY BANK	76,656		
UNION NATIONAL BANK	34,955		
BMW NAMK	41,443	139,640	139,640
INTERVEST BANK	73,627	70,635	70,635
DISCOVER BANK	52,098	50,443	50,443
COMMUNITY BANK AND TRUST	51,973	50,428	50,428
DISCOVER BANK	38,355	37,324	37,324
GOLDMAN SACHS	71,466	69,895	69,895
PROTECTIVE LIFE	50,510	50,811	50,811
CAPITAL ONE BANK	75,463	74,781	74,781
GE CAPITAL FINANCIAL	50,260	50,742	50,742
GE CAPITAL FINANCIAL	55,820	55,049	55,049
ALLSTATE CORP	50,261		
GE CAPITAL BANK		59,776	59,776
CAPMARK BANK	52,470	51,841	51,841
FIRST FINANCIAL	50,400	51,504	51,504
DISCOVER BANK	75,462	77,281	77,281
DISCOVER BANK	50,189	51,556	51,556
GE CAPITAL FINANCIAL	49,749	51,078	51,078
GE CAPITAL FINANCIAL	42,157	43,009	43,009
GE MONEY BANK	90,309	93,504	93,504
Totals	<u>1,165,199</u>	<u>1,439,127</u>	<u>1,439,127</u>

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

Your Social Security Number

WILLIAM & SANDY HEITZ FOUND

39-1799844

Form 990-PF, Part I, Line 11 - Other Income Schedule

Statement #106

Description	Revenue and expenses	Net investment	Adjusted net income
AMERIGAS PARTNERSHIP INCOME	(175)	(175)	(175)
Totals	(175)	(175)	(175)

PG 01

Form 990-PF, Part IV, Capital Gains And Losses Information (Overflow)

Statement #134

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
APPLE INC	P	1983-02-18	2012-08-24	134,465		871	133,594	133,594
ASTORIA FINANCIAL CORP	P	2002-01-17	2012-08-06	10,044		19,872	(9,828)	(9,828)
ELAN FINANCIAL PLC ADR	P	2000-09-20	2012-08-06	2,166		10,146	(7,980)	(7,980)
FIRSTENERGY CORP	P	2010-09-21	2012-08-24	31,040		25,813	5,227	5,227
KRAFT FOODS	P	1999-04-01	2012-10-08	31		8	23	23
SCANA CORP NEW	P	2010-12-09	2012-08-24	23,587		20,327	3,260	3,260
ALLSTATE CORP BOND	P	2009-02-27	2012-02-15	50,000		50,375	(375)	(375)
BMW BANK CD	P	2007-11-14	2012-11-16	40,000		40,000		
SUMMIT COMMUNITY BANK CD	P	2008-07-07	2012-07-11	75,000		75,000		
UNION NATIONAL BANK CD	P	2006-10-11	2012-08-27	34,000		33,388	612	612
Total				400,333		275,800	124,533	124,533