Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation: MADISON GAS & ELECTRIC FOUNDATION, INC.

A Employer identification number: 39-6098118

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1231

Room/suite:

B Telephone number (see instructions): 608-252-4739

City or town, state, and ZIP code: MADISON, WI 53701-1231

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)* ▶ $ 15,767,359

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . ▶ ☐

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)	1,000,000			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	305,837	239,942		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	115,673			
	b	Gross sales price for all assets on line 6a 980,491				
	7	Capital gain net income (from Part IV, line 2)		299,226		
	8	Net short-term capital gain			22,428	
	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)		495,528		
	12	**Total.** Add lines 1 through 11	1,421,510	1,034,696	22,428	
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)	22,576			
	c	Other professional fees (attach schedule)	47,778	90,197		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	15,324	15,324		
	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	85,678	105,521		
	25	Contributions, gifts, grants paid	724,762			724,762
	26	**Total expenses and disbursements.** Add lines 24 and 25	810,440	105,521	0	724,762
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	611,070			
	b	**Net investment income** (if negative, enter -0-)		929,175		
	c	**Adjusted net income** (if negative, enter -0-)			22,428	

SCANNED MAY 29 2013

For Paperwork Reduction Act Notice, see instructions. Cat No 11289X Form **990-PF** (2012)

9-18R

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	45,694	52,828	52,828
	2	Savings and temporary cash investments	126,770	348,863	348,863
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable		1,000,000	1,000,000
	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)	9,569,056	10,254,113	10,254,113
	c	Investments—corporate bonds (attach schedule)	4,100,127	4,111,555	4,111,555
	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)	13,841,647	15,767,359	15,767,359
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)			
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			
	30	**Total net assets or fund balances** (see instructions)	13,841,647	15,767,359	
	31	**Total liabilities and net assets/fund balances** (see instructions)	13,841,647	15,767,359	

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	13,841,647
2	Enter amount from Part I, line 27a	2	611,070
3	Other increases not included in line 2 (itemize) ▶ SEE SCHEDULE 3	3	1,314,642
4	Add lines 1, 2, and 3	4	14,452,817
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,767,359

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	SEE SCHEDULE 4			
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				299,226
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	299,226
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	22,428

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	744,122	14,319,798	0.0520
2010	610,032	13,617,428	0 0448
2009	490,720	11,535,140	0 0425
2008	644,963	13,720,169	0.0470
2007	581,750	13,971,491	0.0416

2	**Total** of line 1, column (d)	2	0.2279
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 0456
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	14,167,738
5	Multiply line 4 by line 3	5	646,049
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,292
7	Add lines 5 and 6	7	655,341
8	Enter qualifying distributions from Part XII, line 4	8	724,762

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	9,292
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	9,292
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	9,292
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,600		
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	10,600
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,308
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 1,308 **Refunded** ▶			11	0

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

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ NONE

14 The books are in care of ▶ MADISON GAS & ELECTRIC COMPANY Telephone no. ▶ 608-252-4739

Located at ▶ 133 S. BLAIR ST., MADISON, WI ZIP+4 ▶ 53703

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No If "Yes," list the years ▶ 20_____, 20_____, 20_____, 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		✓
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20_____, 20_____, 20_____, 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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)? **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? ☐ 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.

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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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 ▶

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		

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 PROGRAM SUPPORT FOR PREDOMINANTLY MADISON AREA CHARITABLE/EXEMPT ORGANIZATIONS BASED ON APPLICATION	480,262
2 COMMITMENTS PAID TO MADISON AREA CHARITABLE/EXEMPT ORGANIZATIONS	244,500
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See 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	14,324,999
b	Average of monthly cash balances	1b	58,491
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,383,490
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,383,490
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	215,752
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,167,738
6	**Minimum investment return.** Enter 5% of line 5	6	708,387

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	708,387
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,292		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,292
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	699,095
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	699,095
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	699,095

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	724,762
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	724,762
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	9,292
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	715,470

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					699,095
2	Undistributed income, if any, as of the end of 2012:					
a	Enter amount for 2011 only					
b	Total for prior years: 20___,20____,20____					
3	Excess distributions carryover, if any, to 2012:					
a	From 2007					
b	From 2008					
c	From 2009					
d	From 2010					
e	From 2011	49,214				
f	**Total** of lines 3a through e		49,214			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 724,762					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2012 distributable amount					699,095
e	Remaining amount distributed out of corpus		25,667			
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		74,881			
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					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
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		74,881			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010					
d	Excess from 2011	49,214				
e	Excess from 2012	25,667				

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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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 ⅔ 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).)

NONE

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.

NONE

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:

BONNIE JUUL, MADISON GAS & ELECTRIC FOUNDATION, INC., PO BOX 1231, MADISON, WI 53701-1231, 608-252-7279

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

SEE SCHEDULE 8

c Any submission deadlines:

NONE

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

DONEE ORGANIZATIONS MUST GENERALLY BE LOCATED WITHIN MG&E'S SERVICE TERRITORY IN ORDER TO BE CONSIDERED.

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*				
SEE SCHEDULE 6				724,762
Total ▶ 3a				724,762
b *Approved for future payment*				
SEE SCHEDULE 7				438,831
Total ▶ 3b				438,831

Part XVI-A Analysis of Income-Producing Activities

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

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 ____

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	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)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Signature of officer or trustee | 5/14/13 Date | ▶ SECRETARY & TREASURER Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
MADISON GAS & ELECTRIC FOUNDATION, INC.	39-6098118

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
MADISON GAS & ELECTRIC FOUNDATION, INC.	39-6098118

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MGE ENERGY, INC. PO BOX 1231 MADISON, WI 53703-1231	$ 1,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
MADISON GAS & ELECTRIC FOUNDATION, INC.	39-6098118

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

MADISON GAS & ELECTRIC FOUNDATION, INC

Employer identification number

39-6098118

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry.
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 1**
EIN 39-6098118
2012 FORM 990-PF

	(a) Revenue and expense per books	(b) Net investment income	(c) Adjusted net income
Part I, Line 1 - Contributions, gifts, grants, etc., received			
Description	Amount	Amount	Amount
Contribution Receivable from MGE Energy, Inc.	1,000,000	-	-
Part I, Line 11 - Other Income			
Description	Amount	Amount	Amount
Other Income - Commonfund Institutional Multi Strategy (CFIMS) Bond Fund, LLC K-1	-	290,368	-
Other Income - CFIMS Equity Fund, LLC K-1	-	205,160	-
	-	495,528	-
Part I, Line 16(b) - Accounting Fees			
Description	Amount	Amount	Amount
Accounting Fees	22,576	-	-
Part I, Line 16(c) - Other Professional Fees			
Description	Amount	Amount	Amount
Investment Management Fees	1,572	1,572	-
Fund Management Fees	45,902	-	-
Investment Consulting Fees	304	-	-
Audit Fees	-	-	-
Investment Interest Expense - CFIMS Bond Fund, LLC K-1	-	57	-
Investment Interest Expense - CFIMS Equity Fund, LLC K-1	-	16,115	-
Deductions portfolio (2% floor) - CFIMS Bond Fund, LLC K-1	-	9,008	-
Deductions portfolio (2% floor) - CFIMS Equity Fund, LLC K-1	-	51,157	-
Other Deductions - CFIMS Bond Fund, LLC K-1	-	480	-
Other Deductions - CFIMS Equity Fund, LLC K-1	-	11,808	-
	47,778	90,197	-
Part I, Line 18 - Taxes			
Description	Amount	Amount	Amount
Federal Excise Taxes	15,324	15,324	-

MADISON GAS AND ELECTRIC FOUNDATION, INC.
EIN 39-6098118
2012 FORM 990-PF

Schedule 4

Part IV - Capital Gains/Losses for Tax on Investment Income

(a) Description	(b) How Acq	(c) Date Acq	(d) Date Sold	(e) Proceeds less Expense of Sale	(g) Cost or Other Basis	(h) Gain or (Loss)
From Schedule K-1 - Commonfund Institutional Multi Strategy (CFIMS) Equity Fund LLC - Long Term	P					270,474
From Schedule K-1 - CFIMS Bond Fund, LLC - Long Term	P					6,324
From Schedule K-1 - CFIMS Equity Fund LLC - Short Term	P					22,428
Total						299,226

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 2**
EIN 39-6098118
2012 FORM 990-PF

	BOOK VALUE 12/31/2012	FAIR MARKET VALUE 12/31/2012
Part II, Line 10(b) - Investments-corporate stock		
MGE ENERGY INC	611,400	611,400
Commonfund-Multi-Strategy Equity Fund	9,642,713	9,642,713
	10,254,113	10,254,113
Part II, Line 10(c) - Investments-corporate bonds		
Commonfund-Multi-Strategy Bond Fund	4,111,555	4,111,555

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 3**
EIN 39-6098118
2012 FORM 990-PF

Part III, Line 3 - Increases in Net Assets or Fund Balances

Description	Amount
Miscellaneous Adjustment	100
Current Year Unrealized Gains (Losses) on Investments Carried at Market Value	1,314,542
	1,314,642

MADISON GAS AND ELECTRIC FOUNDATION, INC.
EIN 39-6098118
2012 FORM 990-PF

Schedule 5

Part VIII, Line 1 - All Officers, Directors, Trustees, and Foundation Managers

Name	Address	Title	Average Hours per Week Devoted to Position*	Compensation	Contributions to Employee Benefit Plans, etc	Expense Account Allowances
Gary J Wolter	Post Office Box 1231 Madison, WI 53701-1231	President	1%	0	0	0
Jeff C Newman	Post Office Box 1231 Madison, WI 53701-1231	Secretary and Treasurer	2%	0	0	0
Kristine A Euclide	Post Office Box 1231 Madison, WI 53701-1231	Vice President	1%	0	0	0
Lynn K Hobbie	Post Office Box 1231 Madison, WI 53701-1231	Vice President	1%	0	0	0
Scott A Neitzel	Post Office Box 1231 Madison, WI 53701-1231	Vice President	1%	0	0	0

*Average percent of a 40-hour week devoted to position

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 6**
EIN 39-6098118
2012 FORM 990-PF

Part XV, Line 3(a) - Grants and Contributions Paid During the Year

Name and Address*	Relationship	Status	Purpose	Amount
100 Black Men of Madison, Inc	N/A	Public	Program Support	$2,500
Abundant Life Christian School	N/A	Public	Program Support	100
Access Community Health Centers	N/A	Public	Program Support	17,500
AFP Greater Madison Chapter P-Day	N/A	Public	Program Support	2,500
AIDS Network	N/A	Public	Program Support	1,000
AIESEC - Madison	N/A	Public	Program Support	200
Aldo Leopold Nature Center	N/A	Public	Program Support	10,000
Alzheimer's and Dementia Alliance	N/A	Public	Program Support	3,500
American Cancer Society	N/A	Public	Program Support	16,667
American Heart Association	N/A	Public	Program Support	3,000
Bach Dancing and Dynamite Society	N/A	Public	Program Support	500
Badger Childhood Cancer Network	N/A	Public	Program Support	300
Badger Honor Flight, Inc	N/A	Public	Program Support	250
Bicycle Federation of Wisconsin	N/A	Public	Program Support	1,000
Boys and Girls Club of Dane County	N/A	Public	Program Support	7,000
Capitol City Band	N/A	Public	Program Support	1,000
Capitol Neighborhood, Inc	N/A	Public	Program Support	500
Center for Community Stewardship	N/A	Public	Program Support	500
Community GroundWorks	N/A	Public	Program Support	1,500
Community Partnerships, Inc.	N/A	Public	Program Support	500
Congress for the New Urbanism	N/A	Public	Program Support	500
CWI Foundation, Inc	N/A	Public	Program Support	7,500
Dane County CASA	N/A	Public	Program Support	1,000
Dane County Environmental Council	N/A	Public	Program Support	2,000
Dane County Humane Society	N/A	Public	Program Support	2,000
Dane Dances	N/A	Public	Program Support	5,000
Dean Foundation	N/A	Public	Program Support	2,000
Domestic Abuse Intervention Services	N/A	Public	Program Support	16,667
East Madison Little League	N/A	Public	Program Support	400
Edgewood College Minority Scholarship	N/A	Public	Program Support	11,666
EWB-UW Spring Banquet	N/A	Public	Program Support	500
Fitchburg Days	N/A	Public	Program Support	500
Forward Theater Company	N/A	Public	Program Support	5,000
Foundation Fighting Blindness	N/A	Public	Program Support	2,500
Foundation for Madison's Public Schools	N/A	Public	Program Support	800
Friends of the Zoo	N/A	Public	Program Support	1,000
Fund for Women	N/A	Public	Program Support	3,500
Gathering Waters Conservancy	N/A	Public	Program Support	2,500
Gilda's Club Madison Wisconsin	N/A	Public	Program Support	1,000
Girls on the Run Dane County	N/A	Public	Program Support	250
GRC Madison	N/A	Public	Program Support	1,600
Greater Madison Chamber of Commerce	N/A	Public	Program Support	15,000
Greater Madison Convention Bureau	N/A	Public	Program Support	5,000
Hawks Swim and Dive Team Booster Club, Inc	N/A	Public	Program Support	1,000
Heartland Farm Sanctuary	N/A	Public	Program Support	500
Health First Wisconsin	N/A	Public	Program Support	500
Holy Cross Lutheran School	N/A	Public	Program Support	500
Independent Living, Inc	N/A	Public	Program Support	700
Journey Mental Health Center	N/A	Public	Program Support	500
Juvenile Diabetes Research Foundation	N/A	Public	Program Support	1,000
Kennedy Heights Community Center	N/A	Public	Program Support	1,000
Let There Be Lights	N/A	Public	Program Support	500
MACSAC	N/A	Public	Program Support	5,000
MadCAP	N/A	Public	Program Support	1,500
Madison Area Crime Stoppers	N/A	Public	Program Support	500
Madison Area Down Syndrome Society	N/A	Public	Program Support	2,500
Madison Bach Musicians	N/A	Public	Program Support	500
Madison Blues Society	N/A	Public	Program Support	250
Madison Chapter DST	N/A	Public	Program Support	750
Madison College Foundation	N/A	Public	Program Support	2,500
Madison Community Foundation	N/A	Public	Program Support	25,500
Madison Community Foundation - Library	N/A	Public	Program Support	10,000
Madison Community Foundation - School Foundation	N/A	Public	Program Support	5,000
Madison Fire Department	N/A	Public	Program Support	2,000
Madison Jazz Society	N/A	Public	Program Support	250
Madison Junior Woman's Club	N/A	Public	Program Support	500

Madison Metropolitan School District	N/A	Public	Program Support	250
Madison Music Collective	N/A	Public	Program Support	600
Madison Opera	N/A	Public	Program Support	5,000
Madison Patriots Youth Hockey Association	N/A	Public	Program Support	500
Madison Parks Foundation	N/A	Public	Program Support	500
Madison Police Department	N/A	Public	Program Support	7,500
Madison Public Library Foundation, Inc	N/A	Public	Program Support	1,000
Madison Rotary Foundation	N/A	Public	Program Support	750
Madison Senior Center	N/A	Public	Program Support	750
Madison Sports Hall of Fame Club	N/A	Public	Program Support	1,750
Madison Symphony Orchestra	N/A	Public	Program Support	11,000
Madison Youth Choirs	N/A	Public	Program Support	5,000
Martin Luther King, Jr Coalition	N/A	Public	Program Support	1,500
Mazomanie Regional Heritage Foundation	N/A	Public	Program Support	1,000
Meriter Foundation - Greenbush/Vilas Project	N/A	Public	Program Support	5,000
Middleton VFW Post #8216	N/A	Public	Program Support	100
Monona (City of)	N/A	Public	Program Support	250
Monona Terrace Community Foundation	N/A	Public	Program Support	1,000
NAACP	N/A	Public	Program Support	1,500
National Multiple Sclerosis Society	N/A	Public	Program Support	2,500
Natural Heritage Land Trust	N/A	Public	Program Support	4,000
Natural Resources Foundation of Wisconsin	N/A	Public	Program Support	1,000
Northside Business Association	N/A	Public	Program Support	500
OccuPaws Guide Dog Association	N/A	Public	Program Support	500
Omega School	N/A	Public	Program Support	250
Operation Fresh Start	N/A	Public	Program Support	3,000
Overture Center Foundation	N/A	Public	Program Support	100,000
Planetwalk	N/A	Public	Program Support	5,000
Porchlight, Inc	N/A	Public	Program Support	11,500
Rainbow Project	N/A	Public	Program Support	500
Reap Food Group	N/A	Public	Program Support	1,500
River Food Pantry	N/A	Public	Program Support	1,000
Salvation Army of Dane County	N/A	Public	Program Support	7,000
Shelley Glover Sports Education Foundation	N/A	Public	Program Support	500
Society of St. Vincent de Paul	N/A	Public	Program Support	2,500
South Metropolitan Planning Council	N/A	Public	Program Support	5,000
St Francis Xavier Athletic Association	N/A	Public	Program Support	2,900
Sun Prairie Public Library Foundation	N/A	Public	Program Support	250
Technology Education Foundation	N/A	Public	Program Support	1,500
Townsend Foundation	N/A	Public	Program Support	2,500
UNIDOS Against Domestic Violence	N/A	Public	Program Support	250
United Way of Dane County	N/A	Public	Program Support	120,762
University Research Park, Inc	N/A	Public	Program Support	25,000
Urban League of Greater Madison, Inc	N/A	Public	Program Support	12,500
UW FIRST	N/A	Public	Program Support	1,000
UW Athletic Center	N/A	Public	Program Support	100,000
UW Foundation - Lily's Fund	N/A	Public	Program Support	500
Vernon County Historical Society	N/A	Public	Program Support	5,000
VH1 Save the Music Foundation	N/A	Public	Program Support	500
VMH Foundation	N/A	Public	Program Support	10,000
WBCA/MACC	N/A	Public	Program Support	250
Wildcat Youth Hockey Association	N/A	Public	Program Support	500
Wisconsin Academy for Graduate Service Dogs	N/A	Public	Program Support	500
Wisconsin Coalition Against Domestic Violence	N/A	Public	Program Support	1,000
Wisconsin Council of the Blind	N/A	Public	Program Support	1,000
Wisconsin Environmental Education Foundation	N/A	Public	Program Support	5,000
Wisconsin Football Coaches Association	N/A	Public	Program Support	250
Wisconsin Quarter Horse Youth Association	N/A	Public	Program Support	500
Wisconsin School Music Association	N/A	Public	Program Support	1,000
Wisconsin Science Festival	N/A	Public	Program Support	1,000
Wisconsin Women in Government	N/A	Public	Program Support	1,100
Wisconsin Women's Health Foundation	N/A	Public	Program Support	10,000
Women in Focus, Inc	N/A	Public	Program Support	1,500
Women in the Arts	N/A	Public	Program Support	500
Woodson Foundation, Inc	N/A	Public	Program Support	500
Wounded Warrior Project	N/A	Public	Program Support	750
Yahara River Chorus	N/A	Public	Program Support	200
YMCA of Dane County, Inc.	N/A	Public	Program Support	2,500
YWCA Madison	N/A	Public	Program Support	1,000
Zonta Madison Foundation, Inc	N/A	Public	Program Support	1,000
			Total	$724,762

* Madison, WI, unless otherwise indicated

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 7**
EIN 39-6098118
2012 FORM 990-PF

Part XV, Line 3(b) - Grants and Contributions Approved for Future Payment

Name and Address*	Relationship	Status	Purpose	Amount 2013	Amount 2014	2015	2016	Totals
Access Community Health Centers	N/A	Public	Program Support	$17,500	0	0	0	$17,500
Aldo Leopold Nature Center	N/A	Public	Program Support	10,000	10,000	10,000	0	30,000
Boys and Girls Club of Dane County	N/A	Public	Program Support	5,000	0	0	0	5,000
Dane County Environmental Council	N/A	Public	Program Support	2,000	2,000	2,000	2,000	8,000
Domestic Abuse Intervention Services	N/A	Public	Program Support	16,667	16,666	0	0	33,333
Edgewood College Minority Scholarship	N/A	Public	Program Support	11,666	11,666	11,666	0	34,998
Greater Madison Convention & Visitors Bureau	N/A	Public	Program Support	5,000	5,000	0	0	10,000
Madison Community Foundation - Library	N/A	Public	Program Support	10,000	10,000	0	0	20,000
Madison Community Foundation - School Foundation	N/A	Public	Program Support	5,000	0	0	0	5,000
Overture Center Foundation	N/A	Public	Program Support	62,500	100,000	43,750	43,750	250,000
University Research Park, Inc	N/A	Public	Program Support	5,000	0	0	0	5,000
VMH Foundation	N/A	Public	Program Support	10,000	0	0	0	10,000
Wisconsin Women's Health Foundation	N/A	Public	Program Support	10,000	0	0	0	10,000
Totals				170,333	155,332	67,416	45,750	438,831

* Madison, WI, unless otherwise indicated

PREPARATION OF THE PROPOSAL

Part I.

Please respond to the following information:

1. Full legal name of applicant organization, address, and telephone number.
2. Name of chief executive officer, title, business address, and telephone number.
3. Name of individual preparing grant proposal, title, business address, and telephone number. (If identical to item 2 above, indicate "same.")
4. Specific dollar amount requested.
5. Is this request for annual operating monies or for a specific project or program?
6. What do you plan to do with the funds and why?
7. If this project is for "bricks and mortar" construction, has an approval of your fund drive calendar been received from the Capital Fund Raising Committee of the Civic Progress Group?

Part II.

Please respond to the following questions:

1. Are you seeking other sources of funding? If so, what are the
   (a) Assured funds, source, amount
   (b) Requested funds, source, amount.
2. If funded, what plans do you have for future financial needs of the project?
3. Is the project intended to generate funding? If so, provide financial projections.
4. If funded, what are the desired effects of the program/project? Include both long- and short-range objectives and quantifiable and non-quantifiable objectives.
5. What measurement tools and performance standards are in place to determine the success/failure of the program/project?

PREPARATION OF THE PROPOSAL - CONTINUED

Part III

Please attach the following information:

1. A photocopy of exemption statement under 501(c) of the Internal Revenue Code.
2. A current Balance Sheet and Statement of Income or copy of most recent audit report.
3. Project or program budget.
4. A copy of the minutes of the organization's governing body indicating authorization of the grant proposal.

Part IV

Please attach or include any information which will support the grant proposal, such as printed materials, charts, graphs, photographs, or illustrations. One copy of each is sufficient.

Send the completed proposal to:

Madison Gas and Electric Foundation, Inc.
Post Office Box 1231
Madison, Wisconsin 53701-1231

MADISON GAS AND ELECTRIC FOUNDATION, INC. **Schedule 9**
EIN 39-6098118
2012 FORM 990-PF

Part VII-A, Line 10 - Substantial Contributors

Name	Address
MGE Energy, Inc	Post Office Box 1231 Madison, WI 53701