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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
ALVINMARION BIRNSCHEIN FOUNDATION

A Employer identification number
39-6126798

Number and street (or P O box number if mail is not delivered to street address)
111 EAST WISCONSIN AVE SUITE 1800

Room/suite

B Telephone number (see instructions)
(414) 276-3400

City or town, state, and ZIP code
MILWAUKEE, WI 53202

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)* ▶$ 3,791,599

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	94,440	94,440		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	156,671			
	b	Gross sales price for all assets on line 6a 1,320,336				
	7	Capital gain net income (from Part IV, line 2)		156,671		
	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)	1,181	1,181		
	12	**Total.** Add lines 1 through 11	252,292	252,292		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,500			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	24,768			
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	40,908	40,908		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	507	507		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	218			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	70,901	41,415		0
	25	Contributions, gifts, grants paid	216,500			216,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	287,401	41,415		216,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-35,109			
	b	**Net investment income** (if negative, enter -0-)		210,877		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments			
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	3,487,876	3,452,767	3,791,599
c	Investments—corporate bonds (attach schedule)			
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)	3,487,876	3,452,767	3,791,599
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	
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	3,487,876	3,452,767	
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 page 17 of the instructions)	3,487,876	3,452,767	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,487,876	3,452,767	

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	3,487,876
2	Enter amount from Part I, line 27a	2	-35,109
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,452,767
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,452,767

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 Additional Data Table			
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	See Additional Data Table			
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	156,671
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	5,419

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	184,270	3,596,927	0 051230
2010	201,420	3,793,269	0 053099
2009	200,077	3,402,512	0 058803
2008	193,966	4,098,062	0 047331
2007	242,941	4,654,631	0 052193

2	**Total** of line 1, column (d)	2	0 262656
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 052531
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,808,818
5	Multiply line 4 by line 3	5	200,081
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,109
7	Add lines 5 and 6	7	202,190
8	Enter qualifying distributions from Part XII, line 4	8	216,500

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 page 18 of the 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	2,109
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	
3	Add lines 1 and 2			3	2,109
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,109
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,619		
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	1,619
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	6
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	496
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶JANET M HOEHNEN Telephone no ▶(414) 276-3400

Located at ▶111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE WI ZIP+4 ▶53202

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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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**		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?	**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
PETER C HAENSEL 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 5 00	1,500	0	0
RONALD JODAT 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 1 00	1,500	0	0
JANET M HOEHNEN 111 EAST WISCONSIN AVE SUITE 1800 MILWAUKEE, WI 53202	DIRECTOR 5 00	1,500	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 ▶

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the 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	3,600,450
b	Average of monthly cash balances	1b	266,370
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,866,820
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	3,866,820
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,002
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,808,818
6	**Minimum investment return.** Enter 5% of line 5	6	190,441

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	190,441
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,109		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,109
3	Distributable amount before adjustments Subtract line 2c from line 1			3	188,332
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	188,332
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	188,332

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	216,500
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	216,500
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	2,109
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	214,391

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					188,332
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.	19,568				
b From 2008.					
c From 2009.	31,077				
d From 2010.	17,208				
e From 2011.	8,305				
f **Total** of lines 3a through e.		76,158			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 216,500					
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.					188,332
e Remaining amount distributed out of corpus		28,168			
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		104,326			
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) . . .		19,568			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		84,758			
10 Analysis of line 9					
a Excess from 2008. . . .					
b Excess from 2009. . . .	31,077				
c Excess from 2010. . . .	17,208				
d Excess from 2011. . . .	8,305				
e Excess from 2012. . . .	28,168				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

	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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

PETER C HAENSEL
111 EAST WISCONSIN
MILWAUKEE,WI 53202
(414) 276-3400

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

CONTACT ABOVE FOR APPLICATION

c Any submission deadlines

AUGUST 31 OF EACH YEAR

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

EMPHASIS ON GREATER MILWAUKEE AREA

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 Additional Data Table				
Total . . . . ▶ **3a**				216,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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. . . .			14	94,440	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	1,181	
8 Gain or (loss) from sales of assets other than inventory			18	156,671	
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). .				252,292	

13 Total. Add line 12, columns (b), (d), and (e). **13** 252,292

(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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-05-13 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
JANET HOEHNEN	JANET HOEHNEN	2013-05-13		

Firm's name ▶ LICHTSINN & HAENSEL SC

Firm's EIN ▶

Firm's address ▶ 111 E WISCONSIN AVE STE 1800 MILWAUKEE, WI 53202

Phone no (414) 276-3400

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
55 SHRS HAWAIIAN ELECTRIC INDUSTRIES	P	2009-05-28	2012-01-03
465 SHRS SAFEWAY INC	P	2009-07-31	2012-03-20
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-09-17
1135 SHRS INLAND REAL ESTATE CORP	P	2011-05-10	2012-08-15
810 SHRS AT&T INC	P	2008-10-14	2012-11-20
51 SHRS NETAPP INC	P	2011-03-11	2012-02-13
4 SHRS DENBURY RESOURCES INC NEW HOL	P	2010-10-18	2012-03-01
1 SHRS PRAXAIR INC	P	2010-04-26	2012-03-01
62 SHRS CONCHO RESOURCES INC	P	2010-10-18	2012-06-29
58 SHRS GILEAD SCIENCES INC	P	2007-12-26	2012-12-12
30 SHRS SCHLUMBERGER LTD	P	2006-06-29	2012-11-19
535 SHRS HAWAIIAN ELECTRIC INDUSTRIE	P	2009-07-31	2012-01-03
640 SHRS UNUM GROUP	P	2011-11-02	2012-03-20
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-10-15
755 SHRS INLAND REAL ESTATE CORP	P	2011-08-05	2012-08-15
655 SHRS AURICO GOLD INC	P	2009-10-21	2012-11-20
150 SHRS NETAPP INC	P	2010-06-24	2012-02-13
2 SHRS DECKERS OUTDOOR CORP	P	2010-07-20	2012-03-01
3 SHRS PRECISION CASTPARTS CORP	P	2006-11-02	2012-03-01
8 SHRS CONCHO RESOURCES INC	P	2010-12-29	2012-06-29
SHRS	P		
115 SHRS COOPER INDUSTRIES PLC NEW I	P	2006-06-29	2012-12-03
470 SHRS PNM RESOURCES INC COM	P	2010-08-23	2012-01-03
335 SHRS UNUM GROUP	P	2012-02-03	2012-03-20
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-11-15
1310 SHRS INLAND REAL ESTATE CORP	P	2011-10-06	2012-08-15
860 SHRS BB&T CORP	P	2010-03-08	2012-11-20
196 SHRS NETLOGIC MICROSYSTEMS INC	P	2010-09-27	2012-02-17
9 SHRS EMC CORP - MASS	P	2010-10-01	2012-03-01
1 SHRS RIVERBED TECHNOLOGY INC	P	2011-07-20	2012-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
174 SHRS CATALYST HEALTH SOLUTIONS I	P	2008-08-01	2012-07-03
0 SHRS NOBLE CORPORATION US LISTED	P		2012-02-23
BASIS ADJUSTMENT	P		2012-12-31
535 SHRS CVS CAREMARK CORPORATION	P	2009-11-25	2012-01-09
100 SHRS UNUM GROUP	P	2008-10-31	2012-03-20
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-12-17
290 SHRS AT&T INC	P	2008-10-14	2012-08-21
290 SHRS UNIVERSAL FOREST PRODUCTS I	P	2010-10-14	2012-11-20
1 SHRS ANSYS INC	P	2006-09-27	2012-03-01
8 SHRS EXPRESS SCRIPTS INC COMMON	P	2009-07-16	2012-03-01
1 SHRS ROSS STORES INC	P	2011-08-24	2012-03-01
0 944 SHRS SXC HEALTH SOLUTIONS CORP	P	2008-08-01	2012-07-05
0 SHRS NOBLE CORPORATION US LISTED	P		2012-05-17
140 SHRS CVS CAREMARK CORPORATION	P	2009-12-10	2012-01-09
100 SHRS UNUM GROUP	P	2008-10-31	2012-03-20
220 SHRS MARATHON PETE CORP	P	2010-05-18	2012-04-17
955 SHRS BLACK HILLS CORP	P	2011-06-15	2012-08-21
270 SHRS SNAP-ON INC	P	2012-01-12	2012-11-20
3 SHRS AMETEK INC	P	2011-02-10	2012-03-01
9 SHRS GILEAD SCIENCES INC	P	2007-12-26	2012-03-01
1 SHRS STERICYCLE INC	P	2006-07-13	2012-03-01
0 5 SHRS AMETEK INC	P	2011-02-10	2012-07-10
20 SHRS BASF SE ADR	P	2008-06-03	2012-11-19
112 SHRS TORCHMARK CORP	P	2009-09-01	2012-01-23
100 SHRS UNUM GROUP	P	2008-10-31	2012-03-20
100000 SHRS COLGATE PALMOLIVE CO 5 9	P	2002-04-24	2012-04-25
75000 SHRS SOUTHERN CAL GAS CO 4 800	P	2004-02-26	2012-10-01
100000 SHRS WISCONSIN PUBLIC SERVICE	P	2006-09-12	2012-12-03
2 SHRS AFFILIATED MANAGERS GROUP INC	P	2007-04-10	2012-03-01
3 SHRS INTERCONTINENTALEXCHANGE INC	P	2007-03-15	2012-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2 SHRS SCHLUMBERGER LTD	P	2007-11-20	2012-03-01
300 SHRS EMC CORP-MASS	P	2010-10-01	2012-07-11
10 SHRS BHP BILLITON LTD SPONS ADR	P	2006-06-29	2012-11-19
330 SHRS TORCHMARK CORP	P	2010-09-14	2012-01-23
1530 SHRS PNM RESOURCES INC COM	P	2010-08-23	2012-03-26
300 SHRS UNIVERSAL FOREST PRODUCTS I	P	2010-10-14	2012-05-02
370 SHRS BLACK HILLS CORP	P	2011-06-15	2012-10-04
100 SHRS UNIVERSAL FOREST PRODUCTS I	P	2010-10-14	2012-12-18
3 SHRS ALTERA CORP	P	2010-03-25	2012-03-01
11 SHRS IDEX CORP	P	2006-07-13	2012-03-01
6 SHRS SOUTHWESTERN ENERGY CO	P	2006-07-13	2012-03-01
162 SHRS RIVERBED TECHNOLOGY INC	P	2011-07-20	2012-07-11
45 SHRS CANADIAN NATIONAL RAILWAY CO	P	2008-06-26	2012-11-19
1520 SHRS ATMI INC	P	2010-01-26	2012-02-02
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-01-17
765 SHRS SYSCO CORP	P	2011-05-12	2012-05-16
550 SHRS BLACK HILLS CORP	P	2011-09-15	2012-10-04
100 SHRS UNIVERSAL FOREST PRODUCTS I	P	2010-10-14	2012-12-18
4 SHRS BAXTER INTERNATIONAL INC	P	2009-12-21	2012-03-01
1 SHRS ILLINOIS TOOL WORKS INC	P	2011-02-10	2012-03-01
4 SHRS VERIFONE SYSTEMS INC	P	2011-05-04	2012-03-01
63 SHRS ALLERGAN INC	P	2007-09-27	2012-07-13
25 SHRS CAMERON INTERNATIONAL CORPOR	P	2006-06-29	2012-11-19
1340 SHRS CLOUD PEAK ENERGY INC	P	2011-01-04	2012-02-22
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-02-15
830 SHRS SYSCO CORP	P	2011-08-30	2012-05-16
500 SHRS BLACK HILLS CORP	P	2011-10-06	2012-10-04
220 SHRS UNIVERSAL FOREST PRODUCTS I	P	2010-10-14	2012-12-18
1 SHRS CITRIX SYSTEMS INC	P	2010-06-17	2012-03-01
3 SHRS INTERNATIONAL BUSINESS MACHIN	P	2009-01-22	2012-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4 SHRS VISA INC CL A COMMON STOCK	P	2008-07-30	2012-03-01
93 SHRS ALLERGAN INC	P	2007-09-27	2012-07-19
55 SHRS COOPER INDUSTRIES PLC NEW IR	P	2006-06-29	2012-11-19
1500 SHRS UNUM GROUP	P	2004-04-14	2012-02-22
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-03-15
1200 SHRS EMCOR GROUP INC	P	2010-03-24	2012-06-05
800 SHRS COVIDIEN PLC	P	2007-08-31	2012-10-04
1000 SHRS TE CONNECTIVITY LTD	P	2009-03-26	2012-12-20
1 SHRS COGNIZANT TECHNOLOGY SOLUTION	P	2009-10-07	2012-03-01
2 SHRS JOHNSON CONTROLS INC	P	2007-11-02	2012-03-01
5 SHRS WASTE CONNECTIONS INC	P	2006-07-13	2012-03-01
60 SHRS JOHNSON CONTROLS INC	P	2007-11-02	2012-07-19
10 SHRS CANADIAN PACIFIC RAILWAY LTD	P	2006-06-29	2012-11-19
100 SHRS UNUM GROUP	P	2008-10-31	2012-02-22
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-04-16
3325 SHRS INLAND REAL ESTATE CORP	P	2010-12-08	2012-06-15
150 SHRS CVS CAREMARK CORPORATION	P	2009-12-10	2012-10-18
SHRS	P		
1 SHRS COACH INC	P	2011-03-16	2012-03-01
2 SHRS MSC INDUSTRIAL DIRECT CO INC	P	2010-04-19	2012-03-01
199 SHRS ORACLE CORP	P	2010-10-06	2012-03-19
163 SHRS JOHNSON CONTROLS INC	P	2007-11-05	2012-07-19
65 SHRS CANADIAN PACIFIC RAILWAY LTD	P	2008-06-20	2012-11-19
1500 SHRS ABB LTD SPONS ADR	P	2008-09-30	2012-03-08
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-05-15
1700 SHRS BENCHMARK ELECTRONICS INC	P	2007-10-23	2012-08-06
530 SHRS CVS CAREMARK CORPORATION	P	2010-08-27	2012-10-18
96 SHRS TARGET CORP	P	2006-07-13	2012-01-05
7 SHRS CATALYST HEALTH SOLUTIONS INC	P	2008-08-01	2012-03-01
1 SHRS OCCIDENTAL PETE CORP	P	2011-06-07	2012-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
6 SHRS PRICELINE COM INC COM NEW	P	2010-03-26	2012-05-08
72 SHRS JOHNSON CONTROLS INC	P	2011-03-21	2012-07-19
25 SHRS DIAGEO PLC SPONS ADR NEW	P	2006-12-26	2012-11-19
1000 SHRS LEGGETT & PLATT INC	P	2011-05-25	2012-03-09
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-06-15
300 SHRS BENCHMARK ELECTRONICS INC	P	2008-07-24	2012-08-06
35 SHRS RAYMOND JAMES FINANCIAL INC	P	2009-04-08	2012-11-08
73 SHRS TARGET CORP	P	2009-07-16	2012-01-05
5 SHRS CELGENE CORP	P	2007-08-13	2012-03-01
1 SHRS PRICELINE COM INC COM NEW	P	2010-03-26	2012-03-01
30 SHRS O REILLY AUTOMOTIVE INC	P	2009-06-16	2012-05-21
210 SHRS IDEX CORP	P	2006-07-13	2012-08-01
235 SHRS ENSIGN ENERGY SERVICES INC	P	2006-06-29	2012-11-19
1080 SHRS LEGGETT & PLATT INC	P	2011-08-19	2012-03-09
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-07-16
1105 SHRS INLAND REAL ESTATE CORP	P	2010-12-08	2012-08-15
100 SHRS RAYMOND JAMES FINANCIAL INC	P	2009-04-08	2012-11-08
182 SHRS PROCTER & GAMBLE CO	P	2006-07-13	2012-01-26
3 SHRS CHURCH & DWIGHT CO INC	P	2006-10-17	2012-03-01
1 SHRS O REILLY AUTOMOTIVE INC	P	2009-06-16	2012-03-01
1 SHRS O REILLY AUTOMOTIVE INC	P	2009-09-24	2012-05-21
346 SHRS NCR CORP NEW	P	2012-07-11	2012-08-15
45 SHRS NOVARTIS AG SPONS ADR	P	2006-06-29	2012-11-19
450 SHRS SAFEWAY INC	P	2009-03-26	2012-03-20
0 SHRS FREDDIE MAC CMO/SERIES 2649-P	P	2003-08-12	2012-08-15
1640 SHRS INLAND REAL ESTATE CORP	P	2011-01-13	2012-08-15
380 SHRS RAYMOND JAMES FINANCIAL INC	P	2009-06-05	2012-11-08
18 SHRS GOOGLE INC CL A	P	2006-07-13	2012-02-13
3 SHRS DANAHER CORP	P	2006-07-13	2012-03-01
6 SHRS ORACLE CORP	P	2010-10-06	2012-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
96 SHRS OCCIDENTAL PETE CORP	P	2011-06-07	2012-06-21
119 SHRS CATAMARAN CORP	P	2008-08-01	2012-12-11
40 SHRS NESTLE SA SPONS ADR	P	2006-06-29	2012-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,438		938	500
9,807		8,969	838
223		223	
9,067		10,272	-1,205
26,959		21,637	5,322
1,991		2,445	-454
81		74	7
109		89	20
5,159		4,307	852
4,404		2,729	1,675
2,117		1,868	249
13,989		9,735	4,254
15,429		14,214	1,215
248		248	
6,031		5,885	146
5,133		6,169	-1,036
5,856		5,997	-141
152		90	62
503		202	301
666		699	-33
9,127		5,185	3,942
8,394		5,485	2,909
8,076		8,085	-9
123		123	
10,465		9,309	1,156
23,993		25,032	-1,039
9,800		5,385	4,415
251		184	67
29		32	-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,327		5,455	4,872
55		55	
		89	-89
21,951		17,136	4,815
2,411		1,579	832
140		140	
10,466		7,747	2,719
9,759		8,923	836
63		23	40
426		266	160
54		37	17
93		45	48
54		54	
5,744		4,487	1,257
2,411		1,583	828
8,767		5,863	2,904
29,585		28,712	873
20,570		14,732	5,838
144		133	11
413		423	-10
86		32	54
17		15	2
1,647		1,491	156
5,077		3,203	1,874
2,411		1,582	829
100,000		100,006	-6
75,000		75,000	
100,000		97,578	2,422
215		224	-9
411		386	25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
155		185	-30
7,095		6,124	971
701		412	289
14,959		12,029	2,930
28,109		17,857	10,252
10,941		9,231	1,710
12,920		11,124	1,796
3,651		3,077	574
115		74	41
460		326	134
200		86	114
2,278		5,139	-2,861
3,839		2,217	1,622
36,034		26,901	9,133
173		173	
21,047		24,591	-3,544
19,205		17,433	1,772
3,682		3,077	605
232		233	-1
56		56	
192		196	-4
5,618		4,001	1,617
1,333		581	752
23,633		31,055	-7,422
174		174	
22,835		23,425	-590
17,459		15,719	1,740
8,022		6,769	1,253
75		45	30
591		268	323

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
467		312	155
8,137		5,907	2,230
4,242		2,480	1,762
34,486		23,045	11,441
108		108	
31,011		32,097	-1,086
47,762		32,308	15,454
37,281		11,374	25,907
71		39	32
65		85	-20
160		78	82
1,558		2,563	-1,005
926		489	437
2,299		1,603	696
117		117	
27,858		29,083	-1,225
6,926		4,808	2,118
75		51	24
159		111	48
5,889		5,496	393
4,233		6,990	-2,757
6,022		4,332	1,690
30,129		29,327	802
173		173	
26,231		36,845	-10,614
24,473		14,739	9,734
4,617		4,637	-20
437		219	218
104		102	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,413		1,504	2,909
1,870		2,908	-1,038
2,908		1,973	935
22,475		25,840	-3,365
127		127	
4,629		4,552	77
1,313		585	728
3,511		2,837	674
367		301	66
630		251	379
2,796		1,061	1,735
7,884		6,227	1,657
3,357		4,619	-1,262
24,273		21,421	2,852
95		95	
8,827		9,665	-838
3,751		1,691	2,060
11,865		10,303	1,562
144		59	85
87		35	52
93		36	57
7,741		7,880	-139
2,672		2,366	306
9,491		9,671	-180
171		171	
13,101		14,676	-1,575
14,254		6,620	7,634
11,016		7,361	3,655
158		93	65
177		166	11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,064		9,826	-1,762
5,834		2,824	3,010
2,525		1,216	1,309

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			500
			838
			-1,205
			5,322
			-454
			7
			20
			852
			1,675
			249
			4,254
			1,215
			146
			-1,036
			-141
			62
			301
			-33
			3,942
			2,909
			-9
			1,156
			-1,039
			4,415
			67
			-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			4,872
			-89
			4,815
			832
			2,719
			836
			40
			160
			17
			48
			1,257
			828
			2,904
			873
			5,838
			11
			-10
			54
			2
			156
			1,874
			829
			-6
			2,422
			-9
			25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-30
			971
			289
			2,930
			10,252
			1,710
			1,796
			574
			41
			134
			114
			-2,861
			1,622
			9,133
			-3,544
			1,772
			605
			-1
			-4
			1,617
			752
			-7,422
			-590
			1,740
			1,253
			30
			323

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			155
			2,230
			1,762
			11,441
			-1,086
			15,454
			25,907
			32
			-20
			82
			-1,005
			437
			696
			-1,225
			2,118
			24
			48
			393
			-2,757
			1,690
			802
			-10,614
			9,734
			-20
			218
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			2,909
			-1,038
			935
			-3,365
			77
			728
			674
			66
			379
			1,735
			1,657
			-1,262
			2,852
			-838
			2,060
			1,562
			85
			52
			57
			-139
			306
			-180
			-1,575
			7,634
			3,655
			65
			11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-1,762
			3,010
			1,309

Form 990PF Part XV Line 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*				
ACACIA THEATRE COMPANY 3195 SOUTH SUPERIOR STREE MILWAUKEE, WI 53207		PUBLIC	GENERAL	5,000
AUDIO & BRAILLE LITERACY ENHANCEMEN 803 WEST WELLS STREET MILWAUKEE, WI 53233		PUBLIC	GENERAL	10,000
CENTER FOR DEAF-BLIND PERSONS 3195 SOUTH SUPERIOR STREE MILWAUKEE, WI 53207		PUBLIC	GENERAL	6,000
DISCOVERY WORLD 500 N HARBOR DRIVE MILWAUKEE, WI 53202		PUBLIC	GENERAL	10,000
EISENHOWER CENTER 4425 WEST WOOLWORTH AVENU MILWAUKEE, WI 53218		PUBLIC	GENERAL	15,000
FONDY FOOD CENTER 2347 W FOND DU LAC AVENUE MILWAUKEE, WI 53206		PUBLIC	GENERAL	5,000
HOUSE OF PEACE 1702 W WALNUT STREET MILWAUKEE, WI 53205		PUBLIC	GENERAL	10,000
HUNGER TASK FORCE INC 201 SOUTH HAWLEY COURT MILWAUKEE, WI 53214		PUBLIC	GENERAL	5,000
LIFESTRIDERS THERAPEUTIC RIDING CEN S11W29667 SUMMIT AVENUE WAUKESHA, WI 53072		PUBLIC	GENERAL	10,000
LITERACY SERVICES OF WISCONSIN 555 N PLANKINTON AVENUE MILWAUKEE, WI 53203		PUBLIC	GENERAL	3,000
MARQUETTE UNIVERSITY PO BOX 1881 MILWAUKEE, WI 53201		PUBLIC	GENERAL	19,000
MILWAUKEE HOMELESS VETERANS INITIAT PO BOX 80699 MILWAUKEE, WI 53208		PUBLIC	GENERAL	5,000
MILWAUKEE RESCUE MISSION 830 NORTH 19TH STREET MILWAUKEE, WI 53233		PUBLIC	GENERAL	5,000
MILWAUKEE SYMPHONY ORCHESTRA 1101 N MARKET STREET SUI MILWAUKEE, WI 53202		PUBLIC	GENERAL	10,000
OCCUPAWS GUIDE DOG ASSOCIATION PO BOX 45857 MADISON, WI 53744		PUBLIC	GENERAL	4,000

Form 990PF Part XV Line 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*				
OLD WORLD WISCONSIN FOUNDATION 123 EAST MAIN STREET EAGLE, WI 53119		PUBLIC	GENERAL	5,500
REPAIRERS OF THE BREACH PO BOX 13791 MILWAUKEE, WI 53213		PUBLIC	GENERAL	10,000
ROYAL FAMILY KIDS INC 4970 S SWIFT AVENUE CUDAHY, WI 53110		PUBLIC	GENERAL	10,000
SHERMAN PARK COMMUNITY MINISTRIES 3302 N SHERMAN BLVD MILWAUKEE, WI 53216		PUBLIC	GENERAL	3,500
SOJOURNER FAMILY PEACE CENTER PO BOX 080319 MILWAUKEE, WI 53208		PUBLIC	GENERAL	8,000
VARIETY - THE CHILDREN'S CHARITY PO BOX 1997 SUITE C120 MILWAUKEE, WI 53201		PUBLIC	GENERAL	10,000
VISION FORWARD ASSOCIATION 912 NORTH HAWLEY ROAD MILWAUKEE, WI 53213		PUBLIC	GENERAL	10,000
WHEELCHAIR RECYCLING PROGRAM 12040 W FEERICK STREET U WAUWATOSA, WI 53222		PUBLIC	GENERAL	25,000
WISCONSIN ACADEMY FOR GRADUATE SERV 1338 DEWET COURT MADISON, WI 53703		PUBLIC	GENERAL	5,000
WISCRAFT INC 5316 W STATE STREET MILWAUKEE, WI 53208		PUBLIC	GENERAL	7,500
Total . . . . ▶ **3a**				216,500

TY 2012 Compensation Explanation

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Person Name	Explanation
PETER C HAENSEL	
RONALD JODAT	
JANET M HOEHNEN	

TY 2012 Investments Corporate Stock Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS	3,452,767	3,791,599

TY 2012 Legal Fees Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND ADMINISTRATION	24,768			

TY 2012 Other Expenses Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
CHECK PRINTING	218			

TY 2012 Other Income Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECURITIES LITIGATION SETTLEM	1,181	1,181	

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TY 2012 Other Professional Fees Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORS	40,886	40,886		
PROCESSING FEES	22	22		

TY 2012 Taxes Schedule

Name: ALVINMARION BIRNSCHEIN FOUNDATION

EIN: 39-6126798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	507	507		