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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 LeRoy Thom Jean Thom and T-L Foundation		A Employer identification number 47-0776789	
Number and street (or P O box number if mail is not delivered to street address) PO Box 1047		B Telephone number (see instructions) (402) 462-4128	
City or town, state, and ZIP code Hastings, NE 689021047		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) ☒ \$ 27,300,820		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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)	5,157,000			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13,608	13,608		
	4 Dividends and interest from securities.	880,689	880,689		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	26,163			
	b Gross sales price for all assets on line 6a <u>3,943,596</u>				
	7 Capital gain net income (from Part IV , line 2)		26,163		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	6,077,460	920,460		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) 	2,083	2,083		
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	2,411	2,411		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	15,894	15,894		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	20,388	20,388		0
	25 Contributions, gifts, grants paid	1,818,000			1,818,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,838,388	20,388		1,818,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,239,072			
	b Net investment income (if negative, enter -0-)		900,072		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,688,468	6,671,633	6,671,633
	3	Accounts receivable ▶ <u>6,412</u>			
		Less allowance for doubtful accounts ▶ _____		6,412	6,412
	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)	11,985,319	 11,567,314	12,349,233
	b	Investments—corporate stock (attach schedule)	6,012,812	 6,669,155	8,273,542
	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)	20,686,599	24,914,514	27,300,820	
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			
	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	20,686,599	24,914,514	
	30	Total net assets or fund balances (see page 17 of the instructions)	20,686,599	24,914,514	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	20,686,599	24,914,514	

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 20,686,599
2	Enter amount from Part I, line 27a	2 4,239,072
3	Other increases not included in line 2 (itemize) ▶  _____	3 1
4	Add lines 1, 2, and 3	4 24,925,672
5	Decreases not included in line 2 (itemize) ▶  _____	5 11,158
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 24,914,514

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	26,163
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	4,596

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	868,182	18,552,507	000 046796
2010	593,000	15,655,984	000 037877
2009	753,700	11,889,507	000 063392
2008	284,500	10,549,533	000 026968
2007	383,534	9,702,875	000 039528

2	Total of line 1, column (d).	2	000 214561
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	000 042912
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	23,533,620
5	Multiply line 4 by line 3.	5	1,009,875
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	9,001
7	Add lines 5 and 6.	7	1,018,876
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,818,000

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	9,001
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	9,001
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	9,001
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,600	
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	11,600
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	2,599
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 2,599	Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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?	2		No
	If "Yes," attach a detailed description of the activities.			
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) ☐ NE _____			
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	Yes	

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 ▶James ThomTelephone no ▶(402) 462-4128 Located at ▶151East Highway 6 Hastings NEZIP +4 ▶68901			
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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

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
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

Total number of others receiving over \$50,000 for professional services.	1
--	---

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 none	0
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 none	
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	19,301,560
b	Average of monthly cash balances.	1b	4,590,440
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	23,892,000
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	23,892,000
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	358,380
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,533,620
6	Minimum investment return. Enter 5% of line 5.	6	1,176,681

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	1,176,681
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	9,001
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,001
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,167,680
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,167,680
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	1,167,680

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	1,818,000
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	1,818,000
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	9,001
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,808,999
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				1,167,680
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			14,350	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,818,000				
a Applied to 2011, but not more than line 2a			14,350	
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.				1,167,680
e Remaining amount distributed out of corpus	635,970			
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	635,970			
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.	635,970			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .	635,970			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

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

James Thom
PO Box 1047
Hastings, NE 68902
(402) 462-4128

b

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

No particular form

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

Generally limited to NE religious and educational orgnizations and activities

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,818,000
b Approved for future payment				
Total			3b	

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			14	13,608	
4 Dividends and interest from securities.			14	880,689	
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			18	26,163	
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).				920,460	
13 Total. Add line 12, columns (b), (d), and (e).			13		920,460

[illegible]

Part XVII

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

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.

Signature of officer or trustee

Date

2013-05-03

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
David H Fisher	David H Fisher	2013-05-03	☒	
Firm's name	Dunmire Fisher & Hastings		Firm's EIN	
	PO Box 1044			
Firm's address	Hastings, NE 68902		Phone no (402) 463-1383	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization LeRoy Thom Jean Thom and T-L Foundation	Employer identification number 47-0776789
--	---

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 33¹/₃% 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)

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization LeRoy Thom Jean Thom and T-L Foundation	Employer identification number 47-0776789
--	---

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 LeRoy Thom Jean Thom and T-L Foundation	Employer identification number 47-0776789
--	---

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

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Fed Farm Crd 9/9/24 31331JA86	2011-11	P	2012-01		1,500,000	1,500,000				
Fed Home 4/27/21 313373GW6-5000sh	2011-04	P	2012-04		500,000	500,000				
Fed Home 3/15/27 313378J36-10000shs	2012-03	P	2012-07		1,000,000	1,000,000				
Fed home 5/7/27 313378ZP9-5000shs	2012-04	P	2012-08		500,000	500,000				
Eaton Corporation-1250 shs	2012-11	P	2012-01		64,882	60,286			4,596	
Thurston Co SD T88609PBQ6-400shs	2009-03	P	2012-06		40,000	40,000				
Thurston Co SD T88069PBQ6-950 shs	2009-03	P	2012-07		95,950	95,000			950	
Saunders Co UTGO-200 shs	2006-10	P	2012-12		20,000	19,830			170	
USB Capital XI Trustor PFD Sec-4000shs	2007-11	P	2012-05		100,000	86,552			13,448	
JPMorgan PFD-4000shs	2008-05	P	2012-07		100,000	100,000				
Wells Fargo Edu Assn 6/6/28 38996AF5		P	2012-06	principal paydown	7,754	7,754				
Wells Frgo Edu Assn 6/6/28 38996AF5		P	2012-01	principal paydown	8,011	8,011				

TY 2012 General Explanation Attachment

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

TY 2012 Investments Corporate
Stock Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation
EIN: 47-0776789
Software ID: 12000057
Software Version: 12.13.328.3

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3636 shares of Wells Fargo Bank	55,241	124,278
6364 shares of Wells Fargo Bank	74,799	217,522
12000 shares of Tyson Foods Inc.	70,666	232,800
1108 shares of Windstream Corp.	3,501	9,174
2050 shares of Ei Dupont	70,920	92,207
3000 shares of I Shares - Midcap 400 Index	215,929	305,100
8000 shares of I Shares - Russell 1000 Index	511,136	582,560
3400 shares of I Shares - Russell 2000 Index	204,455	286,681
6900 shares of I Shares - SP 500 Index	713,253	987,666
6000 shares of I Shares - EAFE Index	312,658	341,160
15000 shares of I Shares - Australia	275,359	377,100
5000 shares of SP Dividend EFT	206,102	290,800
3000 shares of SPDR - SP Int Div EFT	135,885	144,330
9000 shares of Vanguard Specialized Funds - EFT	353,258	416,990
14026 shares of Linsco - AmCap	250,661	304,215
5911 shares of Linsco - Capitol World Growth	179,267	219,899
2743 shares of Linsco - Euro Pacific	84,905	113,073
9770 shares of Linsco Growth Fund	255,877	335,614
8297 shares of Linsco - New Econmy	187,844	235,893
5223 shares of Linsco - New Perspective	137,027	163,268
4017 shares of Linsco - Small Cap	120,838	160,332
14486 shares of Linsco - Wash Mutual	424,101	452,113
American Intl Group - PFD	100,000	101,640
Bank America Corp - PFD	100,000	102,400
Barclays Bank PLC PFD	100,000	100,720
ING Groep PFD	95,612	100,320
Credit Suisse GU PFD	100,000	101,480
Deutsche Cap PFD	92,960	102,680
Metlife Inc PFD	94,720	100,888
Aegon Perpetual Cap	97,080	100,000

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Royal Bank of Scotland	99,400	96,960
Wells Fargo Cap	100,000	101,320
Xcel Energy Inc.	100,000	101,200
2000 shares of Altria Group	60,793	62,880
1250 shares of Conoco Phillips	68,073	72,488
1250 shares of Eaton Corp PLC	64,882	67,725
3000 shares of Intel Corp	60,072	61,860
750 shares of McDonalds	63,027	66,158
1000 shares of Walmart	68,684	68,230
2250 shares of Microsoft	60,170	60,098
4000 shares of BBT PPF	100,000	103,920
4000 shares of Public Storage PFD	100,000	103,200
4000 shares of Charles Swhwab Corp PFD	100,000	104,600

TY 2012 Investments Government Obligations Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

US Government Securities - End of

Year Book Value: 1,301,813

US Government Securities - End of

Year Fair Market Value: 1,359,076

**State & Local Government
Securities - End of Year Book**

Value: 10,265,501

**State & Local Government
Securities - End of Year Fair**

Market Value: 10,990,157

TY 2012 Legal Fees Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dunmire Fisher Hastings	2,083	2,083		

TY 2012 Other Decreases Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Description	Amount
Excise taxes paid in 2012	11,158

TY 2012 Other Expenses Schedule**Name:** LeRoy Thom Jean Thom and T-L Foundation**EIN:** 47-0776789**Software ID:** 12000057**Software Version:** 12.13.328.3

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accrued Interest Paid on Investments	12,267	12,267		
Bond Premiums on Investments	3,627	3,627		

TY 2012 Other Increases Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Description	Amount
Rounding adjustments	1

TY 2012 Substantial Contributors Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Name	Address
See Schedule B	

TY 2012 Taxes Schedule

Name: LeRoy Thom Jean Thom and T-L Foundation

EIN: 47-0776789

Software ID: 12000057

Software Version: 12.13.328.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid on Invest Income	2,411	2,411		

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)
Fed Farm Crd 9/9/24 31331JA86-15000sh	P	2011-11-15	2012-01-23
Fed Home 4/27/21 313373GW6-5000sh	P	2011-04-27	2012-04-27
Fed Home 3/15/27 313378J36-10000shs	P	2012-03-15	2012-07-20
Fed home 5/7/27 313378ZP9-5000shs	P	2012-04-27	2012-08-07
Eaton Corporation-1250 shs	P	2012-11-20	2012-01-23
Thurston Co SD T88609PBQ6-400shs	P	2009-03-17	2012-06-15
Thurston Co SD T88069PBQ6-950 shs	P	2009-03-17	2012-07-31
Saunders Co UTGO-200 shs	P	2006-10-19	2012-12-17
USB Capital XI Trustor PFD Sec-4000shs	P	2007-11-15	2012-05-18
JPMorgan PFD-4000shs	P	2008-05-08	2012-07-12
Wells Fargo Edu Assn 6/6/28 38996AF5	P		2012-06-06
Wells Frgo Edu Assn 6/6/28 38996AF5	P		2012-01-26

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)
1,500,000		1,500,000	
500,000		500,000	
1,000,000		1,000,000	
500,000		500,000	
64,882		60,286	4,596
40,000		40,000	
95,950		95,000	950
20,000		19,830	170
100,000		86,552	13,448
100,000		100,000	
7,754		7,754	
8,011		8,011	

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	
			4,596
			950
			170
			13,448

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LeRoy W Thom 2585 S Maxon Ave Hastings,NE 68901	Pres 000 50	0		
Jean E Thom 2585 S Maxon Ave Hastings,NE 68901	Sec 000 50	0		
Thomas A Thom 1017 Country Club Dr Hastings,NE 68901	Dir 000 50	0		
David W Thom 5000 W Platte River Dr Doniphan,NE 68832	Dir 000 50	0		
James Thom 5130 Osborne Drive East Hastings,NE 68901	VP Finance 000 50	0		
Robert Lubken Route 1 Box60C Trumbull,NE 68980	Dir 000 50	0		
David H Fisher 1131 N St Joseph Ave Hastings,NE 68901	Dir, Gen Cou 000 50	0		

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Cancer Society 3808 28th Av Kearney,NE 68845			research	6,000
American Center for Law & Justice PO Box 90555 Washington,DC 20090			research	15,000
AOPA - Air Safety Foundation 421 Aviation Way Fredrick,MD 21701		x	public safety	450
Bethany Home 515 W 15th Street Minden,NE 68959			public welfare	9,000
Bible League PO Box 28000 Chicago,IL 60628			religious mission	15,000
Billy Graham Crusade 1 Billy Graham Parkway Charlotte,NC 28201			religious mission	24,000
CASA 2727 W 2nd Street Suite 410 Hastings,NE 68901			children welfare	6,600
Catholic Social Services - St Gianna House 333 W 2nd Street Hastings,NE 68901			religious welfare	15,000
Catholic Social Services of Nebraska 333 W 2nd Street Hastings,NE 68901			religious welfare	30,000
Children's Ark Daycare 926 East E Street Hastings,NE 68901			children welfare	6,750
Christ Lutheran School 3175 W 70th Street Juniata,NE 68955			education	6,000
Christian Heritage Childrens Homes 14880 Old Cheney Road Walton,NE 68461			children welfare	45,000
Comfort the Children 307 West Live Oak Street Austin,TX 78704			children welfare	22,500
Concordia University Foundation 800 N Columbia Avenue Seward,NE 68434		x	education	200,000
Concordia University Foundation 800 N Columbia Avenue Seward,NE 68434		x	education	30,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Crossroads Center 702 W 14th Street Hastings, NE 68901			public welfare	33,000
Disabled American Veterans Service Trust 3725 Alexandria Pike Cold Spring, KY 41076			veteran assistance	21,000
Dakota Boys Ranch PO Box 5007 Minot, ND 587025007			child welfare	15,000
Epilepsy Foundation 8301 Professional Place Landover, MD 20785		x	medical research	7,500
Faith Lutheran Church 9th Chestnut Hastings, NE 68901			church programs	46,000
Farmers Feeding the World PO Box 6 Cedar Falls, IA 50613			food relief	9,000
Fellowship of Christian Athletes co Hastings Community Foundation PO Box 703 Hastings, NE 68902			christian programs	9,000
Fellowship of Christian Athletes 838 N Diers Avenue Grand Island, NE 68803			christian programs	30,000
Freedom Alliance Scholarship Fund 22570 Markey Court Suite 240 Dulles, VA 20166			education	6,000
Friends of Madison Valley Library PO Box 492 Ennis, MT 597290492			public library	1,000
Grace Life Fellowship Balanced Books 317 N kansas 103 Hastings, NE 68901			christian education	18,000
Hastings Catholic Schools 111 N Burlington Avenue Hastings, NE 68901			catholic education	22,500
Hastings College Foundation 1001 N 6th St Hastings, NE 68901		x	secondary education	241,000
Hastings Community Foundation PO Box 703 Hastings, NE 68902			community support	12,000
Heartcry Missionary Society PO Box 2309 Christianburg, VA 24068			missions	1,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Heartland Luthern High School 3900 West Husker Highway Grand Island, NE 68803			education	10,000
In Touch Ministries PO Box 7900 Atlanta, GA 30357			missions	22,500
Intrepid Fallen Heroes Fund One Intrepid Square W 46th St 12th New York, NY 10036			veteran support	21,000
Kearney County Community Foundation PO Box 213 Minden, NE 68959		x	community programs	15,000
Kearney County Medical Foundation 727 E 1st Street Minden, NE 68959		x	medical programs	15,000
Life Legal Defense Foundation PO Box 2105 Napa, CA 94558		x	public education	9,000
Matt Talbot Kitchen & Outreach PO Box 80935 Lincoln, NE 68501			public welfare	6,000
Mercy Ministries PO Box 111060 Nashville, TN 37222			chrisitan education	30,000
Midrivers Red Cross of Hastings 415 N Kansas Avenue Hastings, NE 68901			disaster relief	5,900
Minden Volunteer Fire Department 325 N Colorado Minden, NE 68959			public program	4,500
Mission Nebraska PO Box 30345 Lincoln, NE 68503			public education	15,000
Montana Land Reliance PO Box 355 Helena, MT 596240355			public education	1,000
Nebraska Right to Life - Education PO Box 80410 Lincoln, NE 68501			public education	15,000
New Life Christian Counseling 8101 Bancroft Avenue Lincoln, NE 68506			public counseling	15,000
New Life Community Church 909 James Way Pismo Beach, CA 93449			chrisitian programs	6,000

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Orphan Grain Train PO Box 1466 Norfolk, NE 68702			world relief	45,000
Prairie Loft PO Box 1731 Hastings, NE 68901			public education	2,500
Priests for Life PO Box 141172 Staten Island, NY 10314			catholic support	9,000
Special Olympics 11011 Q Street Suite 104C Omaha, NE 68137			special ed programs	9,000
St Cecilia Church 301 W 7th Street Hastings, NE 68901			catholic support	900
St Jude's Hospital 501 St Jude Place Memphis, TN 38105			medical research	9,000
St Luke's Cooley Transplant Center St Luke's Episcopal Hospital 6720 Bertner Ave MC 2-114A Houston, TX 77030			medical research	600
St Mary's McCracken heritage Assn 304 E Florence Rush Center, KS 67575			historical support	450
St Michael's Catholic Church 715 Creighton Avenue Hastings, NE 68901			catholic education	900
Teammates Mentoring 1924 W A Street Hastings, NE 68901			children welfare	21,900
University of Nebraska Foundation PO Box 82555 Lincoln, NE 685022555			secondary education	50,000
The Heritage Foundation 214 Massachusetts Avenue NE Washington, DC 20002		x	historic education	15,900
The Salvation Army 400 S Burlington Avenue Hastings, NE 68901			public welfare	54,000
United Way 421 N Kansas Avenue Hastings, NE 68901			public welfare	22,600
Virtue Media Inc 450 W Crossville Rd Suite 101 Roswell, GA 30075			religious support	15,000

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Voice of the Martyrs PO Box 443 Bartlesville,OK 74005			public education	1,500
Water for Life Po Box 456 Kalona,IA 52247			world relief	39,000
Webster County Fire Department 137 E 5th Street Red Cloud,NE 68970			public support	4,500
YFC - Youth for Christ PO Box 386 Hastings,NE 68902			religious support	15,000
YWCA 604 N St Joseph Hastings,NE 68901			youth support	2,000
Zion Lutheran School 465 S Marion Road Hastings,NE 68901			private education	56,000
Answers and Altern Pregnancy Resource Center 223 E 14th 202 Hastings,NE 68901			child protection	9,000
Bethany Luthern Church 437 E 4th St Minden,NE 68959			christian support	3,000
Big Brothers Big Sisters 312 N Lincoln Hastings,NE 68901			child welfare	2,900
Boy Scouts of America PO Box 1361 Grand Island,NE 688021361			child welfare	1,900
Camp Luther of Nebraska 1050 Road 4 Schuyler,NE 68861			child welfare	1,000
Central Community College Foundation 2727 W 2nd St 211 Hastings,NE 68901		x	secondary education	5,000
Community Action Partners of Mid NE Food Pantry 341 E 4th St MInden,NE 68959			public welfare	6,000
Ebenezer United Methodist Church 7312 N Main Houston,TX 77022			church support	600
Catholic Social Services Food 4 Thought PO Box 1662 Hastings,NE 689021662			child welfare	750

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a <i>Paid during the year</i>				
Food for the Hungrey-Rwanda 1224 E Washington Pheonix,AZ 850341102			world relief	30,000
Franklin County Foundation for Rose Bowl Theatre PO Box 212 Franklin Co,NE 68939			community programs	6,000
Hastings YMCA PO box 1065 Hastings,NE 689021065			child welfare	6,000
Hastings Museum Foundation PO Box 148 Hastings,NE 689020148		x	community programs	1,000
Hastings Public Library 517 W 4th St Hastings,NE 68901			community programs	1,000
Hastings Sympony PO Box 597 Hastings,NE 689020597			community program	1,000
Hillsdale College 33 E College St Hillsdale,MI 49242			secondary education	900
International Justice Mission PO Box 58147 Washington,DC 20037			public education	1,500
International Lutheran Laymans League 660 Mason Ridge Center Dr St Louis,MO 631418557			christian support	9,000
Joy Church PO Box 17050 Fountain Hills,AZ 85268			christian support	7,000
Kearney County CASA PO Box 1005 Holdredge,NE 68949			child welfare	3,000
Larson Tractor Museum PO Box 830833 Lincoln,NE 685830833			history support	1,000
LCMS National Mission 1859 Phelps Ave Fremont,NE 68025			christian missions	20,000
LCMS World Mission 40718 Highway E 16 Mapleton,IA 510347105			christian missions	10,000
Lutheran Family Service 124 S 24th St 230 Omaha,NE 68102			family welfare	8,000

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Luthern High Northeast 2010 N 37th St Norfolk, NE 687013108			private education	10,000
Madision Valley Medical Center Foundation PO Box 993 Ennis, MT 59729		x	public health	10,000
Madonna Foundation 5401 S St Lincoln, NE 685062134			public health	9,000
Mayo Foundation 200 Fistrst St SW Rochester, MN 55905			public health	25,000
Nebraska Easther Seal Society 2727 W 2nd St 471 Hastings, NE 68901			medical research	2,000
Nebraska LEAD Program PO Box 830763 Lincoln, NE 685830763			public education	7,000
Pastoral Leadership Institute 12300 Ford Road 450 Dallas, TX 752348108			christian training	30,000
Pastoral Leadership International 16611 Moss creek St Tustin, CA 92782			christian training	20,000
Peace Lutheran Church 906 N California Av Hastings, NE 68901			church support	20,000
Royal Fmily Kids Camp PO Box 186 Hastings, NE 68901			child welfare	15,000
Shephers of the Hills Luthern Ch PO Box785 Ennis, MT 59729			church support	5,000
Willa Cather Foundation 413 N Webster St Red Cloud, NE 68970		x	history support	50,000
Wounded Warrior Project 4899 Belford Road 300 Jacksonville, FL 32256			veteran support	10,000
Total  3a				1,818,000