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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 JA WOOLLAM FOUNDATION		<b>A Employer identification number</b>  47-0812219	
Number and street (or P O box number if mail is not delivered to street address) 645 M ST STE 13		<b>B Telephone number</b> (see instructions)  (402) 477-1444	
City or town, state, and ZIP code LINCOLN, NE 68508		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 15,679,313		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(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)	8,816,169			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	250	250	250	
	4 Dividends and interest from securities. . . . .	115,211	1,793	115,211	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-2,627			
	b Gross sales price for all assets on line 6a _____ 3,562,450				
	7 Capital gain net income (from Part IV , line 2 ) . . . .		0		
	8 Net short-term capital gain . . . . .			0	
	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) . . . . .	 3,892	0	0	
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	8,932,895	2,043	115,461	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	 62,283	0	0	62,283
	b Accounting fees (attach schedule) . . . . .	 3,760	1,880	1,880	0
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	 15,429	0	0	15,429
	19 Depreciation (attach schedule) and depletion . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	1,234	0	0	1,234
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	 162,933	5,233	10,208	147,492
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	245,639	7,113	12,088	226,438
	25 Contributions, gifts, grants paid . . . . .	15,054,945			15,054,945
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	15,300,584	7,113	12,088	15,281,383
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-6,367,689			
	b <b>Net investment income</b> (if negative, enter -0-)		0		
	c <b>Adjusted net income</b> (if negative, enter -0-)			103,373	

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 . . . . .	394,832	34,054	34,054
	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)	3,689,934	823,940	824,970
	b	Investments—corporate stock (attach schedule) . . . . .			
	c	Investments—corporate bonds (attach schedule). . . . .	65,375	0	0
	11	Investments—land, buildings, and equipment basis ▶ _____ 7,770,289 Less accumulated depreciation (attach schedule) ▶ _____	10,932,415	7,770,289	7,770,289
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)	7,050,000	7,050,000	7,050,000
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,132,556	15,678,283	15,679,313

Liabilities	17	Accounts payable and accrued expenses . . . . .	156	307	
	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) . . . . .	156	307	

Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .	22,132,400	15,677,976	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	22,132,400	15,677,976	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	22,132,556	15,678,283	

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	22,132,400
2	Enter amount from Part I, line 27a . . . . .	2	-6,367,689
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	15,764,711
5	Decreases not included in line 2 (itemize) ▶ _____	5	86,735
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	15,677,976

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 )
1 a	RBC CAPITAL MARKETS - SHORT TERM			
b	RBC CAPITAL MARKETS - LONG TERM			
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 1,666,600		1,667,347	-747
b 1,895,850		1,897,730	-1,880
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-747
b			-1,880
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	-2,627
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	-747

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	5,353,859	654,237	8 183363
2010	2,490,305	1,160,141	2 146554
2009	10,142,049	6,273,256	1 616712
2008	3,647,061	6,943,454	0 525252
2007	7,176,118	8,958,244	0 801063

2 Total of line 1, column (d). . . . .	2	13 272944
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	2 654589
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	3,070,233
5 Multiply line 4 by line 3. . . . .	5	8,150,207
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	0
7 Add lines 5 and 6. . . . .	7	8,150,207
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	15,281,383

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	0
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2. . . . .	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	0
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments. Add lines 6a through 6d. . . . .	7	0
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	0
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

Part VII-A

Statements 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
	<i>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.</i>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ <u>0</u> <b>(2)</b> On foundation managers <input type="checkbox"/> \$ <u>0</u>			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	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 <b>Form 990-T</b> for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NE, MI _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i> . . . . .	9	Yes	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 ▶N/A				
14	The books are in care of ▶JOHN A WOOLLAM Telephone no ▶(402) 477-1444 Located at ▶645 M ST STE 13 LINCOLN NE ZIP +4 ▶68508			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . . ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?. . . . .	1c		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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <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

<b>Part VII-B</b> <b>Statements Regarding Activities for Which Form 4720 May Be Required</b> <i>(continued)</i>				
<b>5a</b> During the year did the foundation pay or incur any amount to				
<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>(4)</b> 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).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?		<b>5b</b>		
Organizations relying on a current notice regarding disaster assistance check here.		<input checked="" type="checkbox"/>		
<b>c</b> 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?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>		<b>No</b>
If "Yes" to 6b, file Form 8870.				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>		

<b>Part VIII</b> <b>Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors</b>				
<b>1</b> List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation (If not paid, enter -0-)	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
JOHN A WOOLLAM	TRUSTEE	0	0	0
2436 SHERIDAN BLVD	5 00			
LINCOLN,NE 68502				
<b>2</b> Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
<b>(a)</b> Name and address of each employee paid more than \$50,000	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
NONE				
<b>Total</b> number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SUPPORT OF CONSERVATION OF COCKBURN ISLAND IN LAKE HURON. THIS ISLAND FEATURES A VARIETY OF SIGNIFICANT SPECIES AND PLANTS.	5,000,000
2 ASSISTANCE WITH THE PURCHASE OF CRISP POINT PROPERTY ON LAKE SUPERIOR. THIS IS THE NUMBER THREE PRIORITY FOR THE FOREST LEGACY PROGRAM IN THE UNITED STATES.	1,808,000
3 TRANSFER OF LAND FOR THE LUNEACK PRESERVE TO THE NATURE CONSERVATORY IN MICHIGAN.	1,361,949
4 SUPPORT OF THE BETE GRISE PRESERVES IN THE HOUGHTON/KEWEENAW CONSERVATION DISTRICT IN MICHIGAN. THIS IS THE HIGHEST QUALITY DUNE SWALE WETLAND SYSTEM IN THE UPPER GREAT LAKES.	631,550

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,380,007
b	Average of monthly cash balances. . . . .	1b	736,981
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	3,116,988
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	3,116,988
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	46,755
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,070,233
6	Minimum investment return. Enter 5% of line 5. . . . .	6	153,512

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

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	15,281,383
b	Program-related investments—total from Part IX-B. . . . .	1b	0
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	15,281,383
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	15,281,383
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				0
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .	7,180,818			
b From 2008. . . . .	3,647,061			
c From 2009. . . . .	10,142,473			
d From 2010. . . . .	2,490,305			
e From 2011. . . . .	5,354,255			
f Total of lines 3a through e. . . . .	28,814,912			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ _____				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2012 distributable amount. . . . .				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	28,814,912			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
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. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
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). . . . .	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	7,180,818			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	21,634,094			
10 Analysis of line 9				
a Excess from 2008. . . .	3,647,061			
b Excess from 2009. . . .	10,142,473			
c Excess from 2010. . . .	2,490,305			
d Excess from 2011. . . .	5,354,255			
e Excess from 2012. . . .				

Part XIV

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

1a

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

b

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

☒ 4942(j)(3) or ☐ 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	
		103,373	0	0	42,407	145,780
b	85% of line 2a	87,867	0	0	36,046	123,913
c	Qualifying distributions from Part XII, line 4 for each year listed.	15,281,383	5,354,255	2,490,305	10,142,473	33,268,416
d	Amounts included in line 2c not used directly for active conduct of exempt activities.	11,552,753	3,450,326	2,203,478	4,557,565	21,764,122
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.	3,728,630	1,903,929	286,827	5,584,908	11,504,294
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	102,341	21,808	38,667	209,108	371,924
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).					0
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
	(3) Largest amount of support from an exempt organization					0
	(4) Gross investment income					0

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) )

JOHN A WOOLLAM

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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	15,054,945
b Approved for future payment				
Total . . . . .			3b	0

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	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments			14	250	
<b>4</b> Dividends and interest from securities. . . . .			14	115,211	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	-2,627	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
REFUND OF 990-PF					
<b>11</b> Other revenue <b>a</b> OVERPAYMENT					3,892
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). .		0		112,834	3,892
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		116,726

[illegible]



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

<b>Name of the organization</b> JA WOOLLAM FOUNDATION	<b>Employer identification number</b> 47-0812219
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Organization type (check one)

<b>Filers of:</b>	<b>Section:</b>
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33<sup>1</sup>/<sub>3</sub>% 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).





<b>Name of organization</b> JA WOOLLAM FOUNDATION	<b>Employer identification number</b> 47-0812219
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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
_____	_____ _____ _____ _____	\$ _____	_____

<b>Name of organization</b> JA WOOLLAM FOUNDATION	<b>Employer identification number</b> 47-0812219
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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
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

**TY 2012 Accounting Fees Schedule****Name:** JA WOOLLAM FOUNDATION**EIN:** 47-0812219

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES FOR GENERAL BOOKKEEPING & CONSULTING	3,760	1,880	1,880	0

**TY 2012 Investments Corporate  
Bonds Schedule**

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	0	0

# **TY 2012 Investments Government Obligations Schedule**

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

**US Government Securities - End of  
Year Book Value:**

0

**US Government Securities - End of  
Year Fair Market Value:**

0

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

823,940

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

824,970

## TY 2012 Legal Fees Schedule

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES RELATED TO LAND ACQUISITIONS AND OTHER CHARITABLE PURPOSES	62,283	0	0	62,283

TY 2012 Other Assets Schedule

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CONSERVATION EASEMENTS	7,050,000	7,050,000	7,050,000

TY 2012 Other Decreases Schedule

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	86,735



**TY 2012 Other Expenses Schedule****Name:** JA WOOLLAM FOUNDATION**EIN:** 47-0812219

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONTRACT SERVICES	119,443	5,233	5,233	108,977
LAND PRESERVE EXPENSES	34,815	0	0	34,815
OFFICE EXPENSE	7,400	0	3,700	3,700
DUES	1,275	0	1,275	0

TY 2012 Other Income Schedule

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REFUND OF 990-PF OVERPAYMENT	3,892		3,892

TY 2012 Taxes Schedule

**Name:** JA WOOLLAM FOUNDATION

**EIN:** 47-0812219

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TOWNSHIP/PROPERTY TAXES	15,429	0	0	15,429

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)				
<b>a</b> <i>Paid during the year</i>				
THE NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	NATURE CONSERVANCY IN THE CARIBBEAN	210,000
THE NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	NATURE CONSERVANCY IN NEBRASKA	200,358
THE NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	NATURE CONSERVANCY IN MICHIGAN	525,395
BIG SUR LAND TRUST PO BOX 4071 MONTEREY,CA 93942	NONE	PUBLIC CHARITY	LAND TRUST	10,000
PILGRIM RIVER WATERSHED PROJECT PO BOX 232 HANCOCK,MI 49930	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000
NATURAL RESOURCES DEFENSE COUNCIL 40 W 20TH ST NEW YORK,NY 10011	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
THE WILDERNESS SOCIETY 1615 M ST NW WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000
FISHTOWN PRESERVATION SOCIETY PO BOX 721 LELAND,MI 49654	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
WYOMING WILDERNESS ASSOCIATION PO BOX 6588 SHERIDAN,WY 82801	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
LITTLE TRAVERSE CONSERVANCY 3264 POWELL RD HARBOR SPRINGS,MI 49740	NONE	PUBLIC CHARITY	LAND ACQUISITION AND CONSERVATION	2,793,470
HEART OF THE LAKES 300 N BRIDGE ST GRAND LEDGE,MI 48837	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
ISLAND RESOURCES FOUNDATION 1718 P ST NW STE T4 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	BVI ENVIRONMENTAL PROFILE PROGRAM	27,500
HEADWATERS LAND CONSERVANCY 110 SOUTH ELM AVE GAYLORD,MI 49735	NONE	PUBLIC CHARITY	GENERAL SUPPORT - PRESERVATION OF FORESTS, FARMS, WATER	157,271
KALAMAZOO COMMUNITY FOUNDATION 151 S ROSE ST STE 332 KALAMAZOO,MI 49007	NONE	PUBLIC CHARITY	PARKS & TRAILS FUND AND ENDOWMENT FUND	300,000
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL STE 300 LINCOLN,NE 68508	NONE	PUBLIC CHARITY	EDUCATION SUPPORT FUNDS	72,550


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)				
<b>a</b> <i>Paid during the year</i>				
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS PO BOX 82889 LINCOLN,NE 68501	NONE	PUBLIC CHARITY	SCIENCE OLYMPIAD	2,000
LAND CONSERVANCY OF WEST MICHIGAN 1345 MONROE AVE NW STE 324 GRAND RAPIDS,MI 49505	NONE	PUBLIC CHARITY	NATURE PRESERVE PROJECT AND LANDMARK LEADER PROGRAM	265,000
THE LITTLE FORKS CONSERVANCY 105 POST ST MIDLAND,MI 48640	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND STE 201 TOPSHAM,ME 04086	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000
MARION DAY CARE CENTER 710 MARION ST SHERIDAN,WY 82801	NONE	PUBLIC CHARITY	PLAYGROUND SURFACING	17,500
MICHIGAN MARITIME MUSEUM 260 DYCKMAN AVE SOUTH HAVEN,MI 49090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
NEBRASKA LAND TRUST 9200 ANDERMATT DR STE 7 LINCOLN,NE 68526	NONE	PUBLIC CHARITY	OUTREACH & LAND PROTECTION	30,000
NEBRASKA TRAILS FOUNDATION 7421 OSAGE CT LINCOLN,NE 68506	NONE	PUBLIC CHARITY	N STREET CONNECTION	1,000
NET FOUNDATION FOR TELEVISION 1800 N 33RD ST LINCOLN,NE 68503	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
NORTH COUNTRY TRAIL ASSOCIATION 229 E MAIN ST LOWELL,MI 49331	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000
STATE OF MICHIGAN DEPT OF NATUARAL RESOURCES 530 WALLEGAN ST LANSING,MI 48909	NONE	PUBLIC/GOVERNMENTAL	PAYMENT IN LIEU OF TAXES FOR CRISP POINT LAND PROJECT	300,000
FRESHWATER FUTURE PO BOX 2479 PETOSKEY,MI 49770	NONE	PUBLIC CHARITY	GENERAL SUPPORT	68,000
SPRING CREEK PRAIRIE AUDUBON PO BOX 117 DENTON,NE 68339	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
CHIKAMING OPEN LANDS 14913 LAKESIDE RD LAKESIDE,MI 49116	NONE	PUBLIC CHARITY	CONSERVATION	1,000
KENYON COLLEGE COLLEGE RELATIONS BUILDING GAMBIER,OH 43022	NONE	PUBLIC CHARITY	LAND PURCHASE	212,884

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)				
<b>a</b> <i>Paid during the year</i>				
SOUTHEAST COMMUNITY COLLEGE EDUCATIONAL FOUNDATION 301 S 68TH ST PLACE LINCOLN,NE 68510	NONE	PUBLIC CHARITY	SCHOLARSHIP FUND	19,200
VOLUNTEERS OF AMERICA 1876 S SHERIDAN AVE SHERIDAN,WY 82801	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500
PRESERVATION ASSOCIATION OF BEAVER ISLAND PO BOX 494 BEAVER ISLAND,MI 49782	NONE	PUBLIC CHARITY	COMMUNITY CENTER	10,000
PARKS FOUNDATION KALAMAZOO COUNTY PO BOX 50467 KALAMAZOO,MI 49005	NONE	PUBLIC CHARITY	RIVER VALLEY TRAILWAY CAMPAIGN	10,000
JOST VAN DYKE PRESERVATION SOCIETY 326 FIRST AVE STE 37B ANNAPOLIS,MD 21403	NONE	PUBLIC CHARITY	GOAT ERADICATION PROJECT	27,525
THE GROUNDWATER FOUNDATION PO BOX 22558 LINCOLN,NE 68542	NONE	PUBLIC CHARITY	SCIENCE OLYMPIAD	15,000
OXBOW 36 S WABASH AVE 12TH FL CHICAGO,IL 60603	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
RAISING READERS IN WYOMING 6 MAXINE PL SHERIDAN,WY 82801	NONE	PUBLIC CHARITY	GENERAL SUPPORT	750
NATURE CONSERVANCY CANADA 400-36 EGLINTON AVE WEST TORONTO,ONTARIO M4R 1A1 CA	NONE	PUBLIC CHARITY	COCKBURN ISLAND	5,000,000
HURON PINES 4241 OLD US 27 SOUTH STE 2 GAYLORD,MI 49735	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
STRAITS AREA COMMUNITY FOUNDATION PO BOX 495 ALPENA,MI 49707	NONE	PUBLIC CHARITY	ST HELENA LIGHTHOUSE ENDOWMENT	500
SIERRA CLUB NEBRASKA CHAPTER PO BOX 4664 OMAHA,NE 68104	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,500
CHIPPEWA WATERSHED CONSERVANCY PO BOX 896 MOUNT PLEASANT,MI 48804	NONE	PUBLIC CHARITY	LAND ACQUISITION PROJECT	60,000
DOWNEAST COASTAL CONSERVANCY PO BOX 760 MACHIAS,ME 04654	NONE	PUBLIC CHARITY	TWO RIVERS CAMPAIGN	400,000
OWL CREEK CONSERVANCY PO BOX 291 MOUNT VERNON,OH 43050	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000

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)				
<b>a</b> <i>Paid during the year</i>				
FRIENDS OF MEXICAN DEVELOPMENT FOUNDATION 6 W 48TH ST 10TH FL NEW YORK,NY 10036	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
HOUGHTON KEWEENAW CONSERVATION DISTRICT 600 LAKE SHORE DR STE 204 HOUGHTON,MI 49931	NONE	PUBLIC CHARITY	GENERAL SUPPORT	631,550
ANGLERS OF THE AU SABLE 403 BLACK BEAR DR GRAYLING,MI 49738	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000
GATHERING WATERS CONSERVANCY 211 S PATERSON ST STE 270 MADISON,WI 53703	NONE	PUBLIC CHARITY	LAND LEGACY SOCIETY	2,000
SOUTHWEST MICHIGAN LAND CONSERVANCY 6851 S SPRINKLE RD PORTAGE,MI 49002	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
ARBOR DAY FOUNDATION 211 N 12TH ST LINCOLN,NE 68508	NONE	PUBLIC CHARITY	REFORESTATION PROJECTS	6,000
DOG & CAT SHELTER 84 E RIDGE RD SHERIDAN,WY 82801	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100
WHITEFISH POINT BIRD OBSERVATORY 16914 N WHITEFIST POINT RD PARADISE,MI 49768	NONE	PUBLIC CHARITY	LAND ACQUISITION	15,000
ISD #181 LEARNING CENTER 311 10TH AVE NE BRAINERD,MN 56401	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
MICHIGAN AUDUBON PO BOX 15249 LANSING,MI 48901	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200
THE NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	TRANSFER OF LAND - LUNEACK PROPERTY - BOOK VALUE AND FAIR MARKET VALUE ARE THE SAME	1,361,949
LITTLE TRAVERSE CONSERVANCY 3264 POWELL RD HARBOR SPRINGS,MI 49740	NONE	PUBLIC CHARITY	TRANSFER OF LAND - 6 BEAVER ISLAND PARCELS - BOOK VALUE AND FAIR MARKET VALUE ARE THE SAME	1,257,161
LITTLE TRAVERSE CONSERVANCY 3264 POWELL RD HARBOR SPRINGS,MI 49740	NONE	PUBLIC CHARITY	TRANSFER OF LAND - BRAUN PRESERVE HARRIS/MAPLE PROPERTY - BOOK VALUE AND FAIR MARKET VALUE ARE THE SAME	883,082
<b>Total . . . . .</b>  <b>3a</b>				15,054,945