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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation
MIDLANDS COMMUNITY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
217 NORTH JEFFERSON STREET

City or town, state, and ZIP code
PAPILLION, NE 68046

A Employer identification number
51-0191738

B Telephone number
402-991-8027

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☒ Address change ☐ Name change

H Check type of organization: ☐ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 5,846,105. (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

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).)		(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	818,676.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	79,259.	79,259.		STATEMENT 1
	4 Dividends and interest from securities	89,977.	89,977.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	29,289.			
	b Gross sales price for all assets on line 6a	617,026.			
	7 Capital gain net income (from Part IV, line 2)		29,289.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	38,632.	0.		STATEMENT 3	
12 Total. Add lines 1 through 11	1,055,833.	198,525.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	74,386.	0.		74,386.
	14 Other employee salaries and wages	26,785.	0.		26,785.
	15 Pension plans, employee benefits	3,613.	0.		3,613.
	16a Legal fees STMT 4	150.	0.		150.
	b Accounting fees STMT 5	17,828.	0.		17,828.
	c Other professional fees STMT 6	22,888.	22,888.		0.
	17 Interest				
	18 Taxes STMT 7	8,350.	0.		8,350.
	19 Depreciation and depletion	7,538.	0.		
	20 Occupancy	17,839.	0.		17,839.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	356,353.	0.		352,364.
	24 Total operating and administrative expenses. Add lines 13 through 23	535,730.	22,888.		501,315.
	25 Contributions, gifts, grants paid	342,478.			342,478.
26 Total expenses and disbursements. Add lines 24 and 25	878,208.	22,888.		843,793.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	177,625.				
b Net investment income (if negative, enter -0-)		175,637.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	9,167.	4,329.	4,329.
	2	Savings and temporary cash investments	582,659.	502,966.	502,966.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ 55,921.			
		Less: allowance for doubtful accounts ▶	3,875.	55,921.	55,921.
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,832.	9,631.	9,631.
	10a	Investments - U.S. and state government obligations STMT 9	110,395.	106,096.	106,096.
	b	Investments - corporate stock STMT 10	860,071.	2,407,698.	2,407,698.
	c	Investments - corporate bonds STMT 11	1,190,291.	1,203,024.	1,203,024.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	2,608,464.	1,525,840.	1,525,840.
	14	Land, buildings, and equipment: basis ▶ 60,876.			
		Less accumulated depreciation STMT 13 ▶ 30,276.	13,138.	30,600.	30,600.
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	5,379,892.	5,846,105.	5,846,105.
	17	Accounts payable and accrued expenses	14,952.	10,963.	
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	14,952.	10,963.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	4,777,327.	5,036,190.	
	25	Temporarily restricted	432,222.	628,163.	
	26	Permanently restricted	155,391.	170,789.	
		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	5,364,940.	5,835,142.	
	31	Total liabilities and net assets/fund balances	5,379,892.	5,846,105.	

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	5,364,940.
2	Enter amount from Part I, line 27a	2	177,625.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	292,577.
4	Add lines 1, 2, and 3	4	5,835,142.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,835,142.

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 PUBLICLY TRADED SECURITIES	P	07/01/12	06/30/13
b CAPITAL GAINS DIVIDENDS			
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 611,864.		587,737.	24,127.
b 5,162.			5,162.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			24,127.
b			5,162.
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 29,289.
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). If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	580,043.	4,609,935.	.125825
2010	527,008.	4,501,771.	.117067
2009	441,840.	4,347,852.	.101623
2008	438,294.	3,979,426.	.110140
2007	413,660.	5,121,798.	.080765

2 Total of line 1, column (d)	2 .535420
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 .107084
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4 5,104,306.
5 Multiply line 4 by line 3	5 546,590.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 1,756.
7 Add lines 5 and 6	7 548,346.
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.	8 843,793.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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	1,756.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,756.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,756.
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 penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,756.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NE</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.MIDLANDSCOMMUNITY.ORG</u>	13	X	
14	The books are in care of ► <u>TONEE GAY</u> Telephone no. ► <u>402-991-8027</u> Located at ► <u>217 NORTH JEFFERSON STREET, PAPILLION, NE</u> ZIP+4 ► <u>68046</u>			
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	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)?

☒ 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

X

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?

SEE STATEMENT 15

☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

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.

(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 STATEMENT 14		74,386.	5,207.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	5,088,853.
b	Average of monthly cash balances	1b	93,184.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,182,037.
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	5,182,037.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,731.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,104,306.
6	Minimum investment return. Enter 5% of line 5	6	255,215.

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	255,215.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,756.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,756.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	253,459.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	253,459.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	253,459.

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	843,793.
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	843,793.
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	5	1,756.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	842,037.

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				253,459.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	166,292.			
b From 2008	242,395.			
c From 2009	222,485.			
d From 2010	305,367.			
e From 2011	332,316.			
f Total of lines 3a through e	1,268,855.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	843,793.			
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				253,459.
e Remaining amount distributed out of corpus	590,334.			
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	1,859,189.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	166,292.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,692,897.			
10 Analysis of line 9:				
a Excess from 2008	242,395.			
b Excess from 2009	222,485.			
c Excess from 2010	305,367.			
d Excess from 2011	332,316.			
e Excess from 2012	590,334.			

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				
ALEGENT CREIGHTON HEALTH 12809 WEST DODGE ROAD OMAHA, NE 68154	N/A	509(A)(1)	SUBSIDIZE HEALTH FAIR	7,000.
ALS IN THE HEARTLAND INC 1320 SOUTH 119TH STREET OMAHA, NE 68144	N/A	509(A)(2)	NEW AND EXPANDED ALS PATIENT SERVICE AND SUPPORTS	11,266.
ANGELS AMONG US 11918 POPPLETON PLAZA OMAHA, NE 68144	N/A	509(A)(1)	ASSITANCE WITH EXPENSES DURING CHILD'S CANCER CARE	5,000.
ASSISTANCE LEAGUE OF OMAHA NEBRASKA INC 3569 LEAVENWORTH STREET OMAHA, NE 68105	N/A	509(A)(2)	FUNDING FOR OPERATION SCHOOL BELL TO CLOTHE NEEDY CHILDREN	10,000.
AUTISM SOCIETY OF AMERICA PO BOX 83559 LINCOLN, NE 68501	N/A	509(A)(1)	IMPROVEMENT, CONSTRUCTION AND BEAUTIFICATION OF THE TRUE BUDDY FARMS CLUBHOUSE FOR SPECIAL	13,500.
Total SEE CONTINUATION SHEET(S)			3a	342,478.
b Approved for future payment				
NONE				
Total			3b	0.


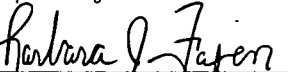
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

- 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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		03/21/14 Date		PRESIDENT Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	BARBARA J. FAJEN				3-13-14		P00400874
	Firm's name ▶ SEIM JOHNSON, LLP					Firm's EIN ▶ 47-6097913	
	Firm's address ▶ 18081 BURT STREET, SUITE 200 OMAHA, NE 68022-4722					Phone no. (402) 330-2660	

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

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

MIDLANDS COMMUNITY FOUNDATION

51-0191738

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 33 1/3% 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)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
MIDLANDS COMMUNITY FOUNDATION	51-0191738

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN FULLENKAMP 3610 SOUTH 118TH STREET OMAHA, NE 68144	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	THOMAS F ACKLEY 9805 SOUTH 20TH STREET BELLEVUE, NE 68123	\$ 18,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	JEFF AND SHIRLEY BOYER 22780 LINCOLN ROAD GRETNA, NE 68028	\$ 101,671.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	RANDY AND TERESA SUMP 11391 232ND STREET GRETNA, NE 68028	\$ 97,821.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	DANIEL JAKSICH AND JAYNE TIMMERMAN 1303 PHOENIX CIRCLE PAPILLION, NE 68046	\$ 500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	DANIEL JAKSICH AND JAYNE TIMMERMAN 1303 PHOENIX CIRCLE PAPILLION, NE 68046	\$ 19,590.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

MIDLANDS COMMUNITY FOUNDATION**51-0191738****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	<u>JANICE M JAPP</u> <u>12318 DOUGLAS CIRCLE</u> <u>OMAHA, NE 68154</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

MIDLANDS COMMUNITY FOUNDATION**51-0191738****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
<u>3</u>	<u>3,300 SHARES OF ORCL</u>	\$ <u>101,671.</u>	<u>10/23/12</u>
<u>4</u>	<u>900 SHARES OF GE; 600 SHARES OF RDS.A; 400 SHARES OF MMM</u>	\$ <u>97,821.</u>	<u>12/20/12</u>
<u>6</u>	<u>600 SHARES OF WILLIAMS CO</u>	\$ <u>19,590.</u>	<u>12/19/12</u>
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

MIDLANDS COMMUNITY FOUNDATION**51-0191738****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) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BESS STREETER ALDRICH FOUNDATION PO BOX 167 ELMWOOD, NE 68349	N/A	509(A)(1)	ADVERTISING FOR SPECIAL SHOWING OF "CHEERS FOR MISS BISHOP" FILM AS A FUNDRAISER FOR THE	2,500.
BIG BROTHERS BIG SISTERS OF THE MIDLANDS 10831 OLD MILL ROAD OMAHA, NE 68154	N/A	509(A)(1)	SARPY AND CASS COUNTIES MENTOR MATCHES FOR 10 AT-RISK YOUTH	5,000.
CASA-CASS COUNTY 346 NORTH MAIN STREET PLATTSMOUTH, NE 68048	N/A	509(A)(1)	KIDS CLUB: PROVIDES FUNDING FOR EXTRACURRICULAR ACTIVITIES FOR FOSTER CARE CHILDREN	5,000.
COLLEGE POSSIBLE 450 NORTH SYNDICATE STREET, SUITE 325 ST. PAUL, MN 55104	N/A	509(A)(1)	COLLEGE COUNSELING FOR LOW-INCOME STUDENTS IN PAPILLION-LAVISTA HIGH SCHOOL	1,250.
ESU 3 EDUCATIONAL FOUNDATION 6949 SOUTH 110TH STREET LAVISTA, NE 68128	N/A	509(A)(1)	DEVELOP "LIVING HISTORY OF THE PLAINS" PROGRAM AT GIFFORD FARMS	2,500.
FRIENDS OF THE LIBRARY OF PAPILLION NEBRASKA 222 N JEFFERSON STREET PAPILLION, NE 68046	N/A	509(A)(2)	KIDS ART FEST FOR YOUTH AGED 3-12 AT THE LIBRARY	1,000.
GIRL SCOUTS - SPIRIT OF NEBRASKA 2121 S 44TH STREET OMAHA, NE 68105	N/A	509(A)(1)	PURCHASE AND INSTALL ADA-COMPLIANT WHEELCHAIR LIFT FOR POOL AT CAMP MAHA	4,200.
HABITAT FOR HUMANITY PO BOX 1664 BELLEVUE, NE 68005	N/A	509(A)(1)	HOME FOR FAMILY	6,000.
HEARTLAND FAMILY SERVICE 2101 SOUTH 42ND STREET OMAHA, NE 68105	N/A	509(A)(1)	NEW DISHWASHERS AT SAFE HAVEN AND PRESCRIPTION ASSISTANCE FOR RESIDENTS	1,600.
HELP ADULT SERVICES 1941 S 42ND STREET SUITE 200 OMAHA, NE 68105	N/A	509(A)(2)	COVER THE COST OF WAREHOUSING, REFURBISHING AND CLEANING MEDICAL EQUIPMENT FOR LOW- OR	4,500.
Total from continuation sheets				295,712.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOSLYN ART MUSEUM 2200 DODGE STREET OMAHA, NE 68102	N/A	509(A)(1)	TRANSPORTATION FOR SCHOOL CHILDREN TO VISIT MUSEUM	5,000.
LUTHERAN FAMILY SERVICES OF NEBRASKA, INC. 124 S 24TH STREET, SUITE 230 OMAHA, NE 68102	N/A	509(A)(2)	PEER SUPPORT, COMMUNITY SUPPORT AND ACTIVE REHABILITATION TO VETERANS AND THEIR LOVED ONES	10,000.
MERRYMAKERS ASSOCIATION 11213 DAVENPORT STREET, SUITE 201 OMAHA, NE 68154	N/A	509(A)(1)	PROFESSIONAL ENTERTAINMENT AT SENIOR FACILITIES	1,500.
NOVA THERAPEUTIC COMMUNITY INC 8502 MORMON BRIDGE ROAD OMAHA, NE 68152	N/A	509(A)(1)	"SECOND CHANCE FUND" THAT ALLOWS INDIVIDUALS WHO HAVE BEEN DECLINED BY FEDERAL/STATE AID TO	5,000.
ONEWORLD COMMUNITY HEALTH CENTERS INC 4920 SOUTH 30TH STREET, SUITE 103 OMAHA, NE 68107	N/A	509(A)(1)	PROVIDE CAREMOBILE DENTAL CARE TO AN ADDITIONAL 50 CHILDREN IN SARPY/CASS COUNTIES	10,000.
PAPILLION AREA HISTORICAL SOCIETY 242 N JEFFERSON STREET PAPILLION, NE 68046	N/A	509(A)(1)	CHAUTAUQUA IN NEBRASKA EVENT	5,000.
PAPILLION LAVISTA SCHOOLS FOUNDATION 1201 GOLDEN GATE DRIVE PAPILLION, NE 68046	N/A	509(A)(2)	PURCHASE EQUIPMENT TO EXPAND BROADCASTING CAPABILITIES	10,000.
PLATTSMOUTH PUBLIC LIBRARY FOUNDATION 8520 ASHLAND ROAD PLATTSMOUTH, NE 68048	N/A	509(A)(1)	FUNDING TO DIGITIZE NEWSPAPERS FOR INTERNET SEARCH CAPABILITIES	5,000.
SARPY COUNTY HISTORICAL SOCIETY 2402 CLAY STREET BELLEVUE, NE 68005	N/A	509(A)(1)	UPDATE AND OVERHAUL PERMANENT EXHIBITION DISPLAY AT MUSEUM REGARDING HISTORY OF SARPY COUNTY	3,164.
SARPY COUNTY SAFE POLICY CORPORATION 1210 GOLDEN GATE DRIVE PAPILLION, NE 68046	N/A	509(A)(1)	SUPPORT FOR START-UP COSTS AND ONGOING EXPENSES OF COURTHOUSE DOG PROGRAM	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. BERNADETTE SCHOOL 7600 SOUTH 42ND STREET BELLEVUE, NE 68147	N/A	509(A)(1)	FUNDS TO REPLACE AND PURCHASE EQUIPMENT FOR NEW SCIENCE LAB	1,946.
STRATEGIC AIR AND SPACE MUSEUM 28210 WEST PARK HIGHWAY ASHLAND, NE 68003	N/A	509(A)(1)	SUPPORT FOR ROBOTS! THE INTERACTIVE EXHIBITION	10,000.
TEAMMATES MENTORING PROGRAM 6801 O STREET LINCOLN, NE 68510	N/A	509(A)(1)	SUPPORT MATCHES, PROVIDE ACTIVITES, RESOURCES AND OPPORTUNITIES FOR MENTEE AND MENTOR TO	2,000.
TED E BEAR HOLLOW INC 7811 FARNAM DRIVE OMAHA, NE 68114	N/A	509(A)(1)	SUPPORT FOR GRIEVING CHILDREN IN CONNECTION WITH SPECIAL HOLIDAYS	65,000.
THE DURHAM MUSEUM 801 SOUTH 10TH STREET OMAHA, NE 68108	N/A	509(A)(1)	FUNDS FOR 16 FIELD TRIPS FOR STUDENTS K-12	2,500.
THE LOFTE ASSOCIATION, INC. PO BOX 62 MANLEY, NE 68403	N/A	509(A)(2)	ASSITANCE WITH THE CONSTRUCTION OF NEW BUILDING FOR COSTUME STORAGE AND CLASSROOM SPACE	7,500.
THE SALVATION ARMY 3612 CUMMING STREET OMAHA, NE 68131	N/A	509(A)(3) - TYPE I	WALK FOR WARMTH: ENERGY ASSISTANCE FOR LOW-INCOME INDIVIDUALS	5,000.
AMERICAN CANCER SOCIETY, INC. 250 WILLIAMS STREET ATLANTA, GA 30303	N/A	509(A)(1)	TO PROVIDE FUNDS TO ELIMINATE CANCER AS A MAJOR HEALTH PROBLEM	7,000.
CITY OF BELLEVUE 210 WEST MISSION AVENUE BELLEVUE, NE 68005	N/A	GOVERNMENTAL	SPLASH PADS	5,870.
FONTENELLE FOREST ASSN. 1111 BELLEVUE BLVD NORTH BELLEVUE, NE 68005	N/A	509(A)(1)	TO PROVIDE A PLACE WHERE PEOPLE CAN EXPERIENCE AND ENJOY THE QUIET WILD OF NATURE.	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEBRASKA LUTHERAN OUTDOOR MINISTRIES 27416 RANCH ROAD ASHLAND, NE 68003	N/A	509(A)(1)	TO PROVIDE FUNDING FOR ANGEL'S GULCH WESTERN TOWN BUILDING PROJECT	7,200.
CITY OF PLATTSMOUTH 136 NORTH 5TH STREET PLATTSMOUTH, NE 68048	N/A	GOVERNMENTAL	TO PROVIDE FUNDING FOR CASS COUNTY ARTS AND ENTERTAINMENT	2,700.
CITY OF GRETNA 204 NORTH MCKENNA AVENUE - P O BOX 69 GRETNA, NE 68028	N/A	GOVERNMENTAL	TO PROVIDE FUNDING FOR THE GRETNA CHOIR AND COMMUNITY IMPROVEMENT	20,836.
KIWANIS CLUB OF BELLEVUE PO BOX 715 BELLEVUE, NE 68005	N/A	501(C)(4)	FUNDING FOR PURCHASE OF FOOD	9,500.
GRETNA UNITED METHODIST CHURCH 11457 S 204TH STREET GRETNA, NE 68028	N/A	509(A)(1)	ASSISTANCE TO PAY OF BUILDING LOAN	12,000.
PAPILLION LIBRARY FOUNDATION 222 N JEFFERSON STREET PAPILLION, NE 68046	N/A	509(A)(1)	TO PROVIDE FUNDING FOR NEW LIBRARY	546.
MISSOURI VALLEY CANCER CONSORTIUM 1015 N 98TH STREET SUITE 200 OMAHA, NE 68114	N/A	N/A	TO HELP PROVIDE QUALITY CANCER CARE AND RESEARCH OPPORTUNITIES	2,500.
MOSAIC 4980 S 118TH STRET OMAHA, NE 68137	N/A	509(A)(2)	TO ADVOCATE FOR PEOPLE WITH INTELLECTUAL DISABILITIES	5,000.
PROJECT HARMONY 11949 Q STREET OMAHA, NE 68137	N/A	509(A)(1)	TO PROTECT AND SUPPORT CHILDREN	5,000.
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL LINCOLN, NE 68508	N/A	509(A)(1)	SCHOLARSHIP	400.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV | **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - AUTISM SOCIETY OF AMERICA

IMPROVEMENT, CONSTRUCTION AND BEAUTIFICATION OF THE TRUE BUDDY FARMS
CLUBHOUSE FOR SPECIAL NEEDS OR MEDICALLY CHALLENGED CHILDREN AND ADULTS

NAME OF RECIPIENT - BESS STREETER ALDRICH FOUNDATION

ADVERTISING FOR SPECIAL SHOWING OF "CHEERS FOR MISS BISHOP" FILM AS A
FUNDRAISER FOR THE FOUNDATION

NAME OF RECIPIENT - HELP ADULT SERVICES

COVER THE COST OF WAREHOUSING, REFURBISHING AND CLEANING MEDICAL
EQUIPMENT FOR LOW- OR MIDDLE-INCOME PATIENTS

NAME OF RECIPIENT - NOVA THERAPEUTIC COMMUNITY INC

"SECOND CHANCE FUND" THAT ALLOWS INDIVIDUALS WHO HAVE BEEN DECLINED BY
FEDERAL/STATE AID TO RECEIVE TREATMENT

NAME OF RECIPIENT - TEAMMATES MENTORING PROGRAM

SUPPORT MATCHES, PROVIDE ACTIVITIES, RESOURCES AND OPPORTUNITIES FOR
MENTEE AND MENTOR TO INTERACT

NAME OF RECIPIENT - THE LUSTGARTEN FOUNDATION

TO ADVANCE THE SCIENTIFIC AND MEDICAL RESEARCH RELATED TO THE
DIAGNOSIS, TREATMENT, CURE AND PREVENTION OF PANCREATIC CANCER

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
WELLS FARGO	79,259.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	79,259.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO	95,139.	5,162.	89,977.
TOTAL TO FM 990-PF, PART I, LN 4	95,139.	5,162.	89,977.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	38,632.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	38,632.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	150.	0.		150.
TO FM 990-PF, PG 1, LN 16A	150.	0.		150.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	17,828.	0.		17,828.	
TO FORM 990-PF, PG 1, LN 16B	17,828.	0.		17,828.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	22,888.	22,888.		0.	
TO FORM 990-PF, PG 1, LN 16C	22,888.	22,888.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	8,094.	0.		8,094.	
OTHER TAXES	34.	0.		34.	
PROPERTY TAXES	222.	0.		222.	
TO FORM 990-PF, PG 1, LN 18	8,350.	0.		8,350.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	49,838.	0.		49,838.	
REFLECTION BALL -					
FUNDRAISING EVENT	35,289.	0.		35,289.	
GOLF OUTING - FUNDRAISING					
EVENT	14,690.	0.		14,690.	

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INCREASE IN ACCOUNTS PAYABLE	0.	0.	-3,989.
INSURANCE	2,004.	0.	2,004.
BOB GIBSON PROJECT EXPENSES	198,068.	0.	198,068.
FINANCIAL ASSISTANCE	5,220.	0.	5,220.
FEES	876.	0.	876.
TRAVELING FALLEN HEROES			
EXHIBIT	38,380.	0.	38,380.
YOUTH SPORTS	11,988.	0.	11,988.
TO FORM 990-PF, PG 1, LN 23	356,353.	0.	352,364.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS	X		106,096.	106,096.
TOTAL U.S. GOVERNMENT OBLIGATIONS			106,096.	106,096.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			106,096.	106,096.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	2,407,698.	2,407,698.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,407,698.	2,407,698.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT/BONDS	1,203,024.	1,203,024.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,203,024.	1,203,024.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	1,250,492.	1,250,492.
ALTERNATIVE INVESTMENTS	COST	251,227.	251,227.
INTEREST RECEIVABLE	COST	24,121.	24,121.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,525,840.	1,525,840.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS AND EQUIPMENT	35,876.	30,276.	5,600.
LAND	25,000.	0.	25,000.
TOTAL TO FM 990-PF, PART II, LN 14	60,876.	30,276.	30,600.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TONEE GAY 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	EXECUTIVE DIRECTOR 40.00	74,386.	5,207.	0.
KARLA RUPIPER 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	PRESIDENT 1.00	0.	0.	0.
RANDY SUMP 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	VICE PRESIDENT 1.00	0.	0.	0.
KEVIN DASHER 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	TREASURER 1.00	0.	0.	0.
TERRI SCHOLTING 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	VP ADVISORY 1.00	0.	0.	0.
MARY GAWECKI 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	PAST PRESIDENT 1.00	0.	0.	0.
JULIE BEAR 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	MEMBER AT LARGE 1.00	0.	0.	0.
TOM ACKLEY 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
JANET BARNA 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
BRENDA CARLSON 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
JAN DAVIS 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.

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BOB FREDERICK 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
MARY BETH HARROLD 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
JIM LANGLEY 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
BONNIE MILLER 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
PHIL PANKONIN 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
LEE POLIKOV 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
JEFF RENNER 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
BARB SLATTERY 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.
JIM THOMPSON 217 NORTH JEFFERSON STREET PAPILLION, NE 68046	DIRECTOR 1.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

74,386.

5,207.

0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 15

GRANTEE'S NAME

BELLEVUE HOUSING AUTHORITY FOUNDATION ✓

GRANTEE'S ADDRESS8214 ARMSTRONG CIR ✓
BELLEVUE, NE 68147GRANT AMOUNT

1,750.

DATE OF GRANT

11/07/11

AMOUNT EXPENDEDPURPOSE OF GRANT"KICKS FOR KIDS" TO PROVIDE NEW SHOES TO CHILDREN PARTICIPATING IN HOUSING
AUTHORITY PROGRAMS.DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

GRANTEE'S NAME

GRETNA PUBLIC SCHOOLS FOUNDATION ✓

GRANTEE'S ADDRESS11717 S. 216TH STREET
GRETNA, NE 68028GRANT AMOUNT

2,250.

DATE OF GRANT

05/14/10

AMOUNT EXPENDEDPURPOSE OF GRANTPURCHASE OF SPORTS EQUIPMENT TO EXPAND FITNESS PROGRAMS AT THREE GRETNA
KIDS CONNECTION LOCATIONS.DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

GRANTEE'S NAME

KIWANIS INTERNATIONAL ✓

GRANTEE'S ADDRESS

P.O. BOX 715
BELLEVUE, NE 68005

GRANT AMOUNT

3,500.

DATE OF GRANT

12/31/11

AMOUNT EXPENDED

PURPOSE OF GRANT

PURCHASE FOOD FOR BELLEVUE FOOD BANK

DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

GRANTEE'S NAME

GRETNА PUBLIC SCHOOLS FOUNDATION

GRANTEE'S ADDRESS

11717 S. 216TH STREET
GRETNА, NE 68028

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
2,000.	03/15/12	

PURPOSE OF GRANT

SUPPORT FOR PALISADES ELEMENTARY & GRETNА MIDDLE SCHOOL

DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

GRANTEE'S NAME

KIWANIS INTERNATIONAL

GRANTEE'S ADDRESS

P.O. BOX 715
BELLEVUE, NE 68005

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
9,500.	12/31/13	

PURPOSE OF GRANT

PURCHASE FOOD FOR BELLEVUE FOOD BANK

DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

GRANTEE'S NAME

MISSOURI VALLEY CANCER CONSORTIUM

GRANTEE'S ADDRESS1015 N 98TH STREET, SUITE 200
OMAHA, NE 68114

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
2,500.	01/17/13	

PURPOSE OF GRANT

TO HELP PROVIDE QUALITY CANCER CARE AND RESEARCH OPPORTUNITIES

AFTER THE FOUNDATION PROVIDED FUNDING TO MISSOURI VALLEY CANCER CONSORTIUM (MVCC), IT WAS DISCOVERED THAT MVCC'S EXEMPT STATUS HAD BEEN REVOKED. IT IS THE FOUNDATION'S UNDERSTANDING THAT MVCC IS IN THE PROCESS OF REINSTATING ITS EXEMPT STATUS.

DATES OF REPORTS BY GRANTEE

NO REPORTS REC'D AS OF 06/30/13.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDTONEE GAY C/O MIDLANDS COMMUNITY FOUNDATION
217 NORTH JEFFERSON STREET
PAPILLION, NE 68046TELEPHONE NUMBERNAME OF GRANT PROGRAM

402-991-8027

MIDLANDS COMMUNITY FOUNDATION GRANT PROGRAM

FORM AND CONTENT OF APPLICATIONSTHE GRANT APPLICATION MUST BE IN WRITING. NO SPECIFIC FORMAT FOR REQUESTS
IS REQUIRED.ANY SUBMISSION DEADLINES

GRANTS ARE ACCEPTED AT ANY TIME.

RESTRICTIONS AND LIMITATIONS ON AWARDSPREFERENCE IS GIVEN TO CHARITABLE ORGANIZATIONS AND ACTIVITIES WHICH
BENEFIT RESIDENTS OF SARPY AND CASS COUNTIES IN NEBRASKA.

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS AND EQUIPMENT			.000	16	35,876.			35,876.	22,738.		7,538.
2	LAND					25,000.			25,000.			0.
	* TOTAL 990-PF PG 1 DEPR					60,876.		0.	60,876.	22,738.	0.	7,538.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MIDLANDS COMMUNITY FOUNDATION	51-0191738
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	945 NORTH ADAMS, NO. 7	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PAPILLION, NE 68046	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

TONEE GAY

- The books are in the care of **945 NORTH ADAMS STREET, SUITE 7 - PAPILLION, NE 68046**
Telephone No **402-991-8027** FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **MAY 15, 2014**
5 For calendar year , or other tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**
6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

- 7 State in detail why you need the extension
ALL OF THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Barbara L. Lefen** Title **CPA**

Date **1-25-14**

Form 8868 (Rev. 1-2013)

E-FILED

FEB 04 2014

ef.

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

NOV 12 2013
OMB No. 1545-1709
E-FILED

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	MIDLANDS COMMUNITY FOUNDATION	51-0191738
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
File by the due date for filing your return. See instructions.	945 NORTH ADAMS, NO. 7	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PAPILLION, NE 68046	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

TONEE GAY

- The books are in the care of ► **945 NORTH ADAMS STREET, SUITE 7 - PAPILLION, NE 68046**
Telephone No. ► **402-991-8027** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

04-11-11