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

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2013

For calendar year 2013, or tax year beginning 2013, and ending

|                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                      |                                                                                                                                                                                                     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>THE SAMUEL L. WESTERMAN FOUNDATION</b>                                                                                                                                                                                                                                            |                                                                                                                                                                                                      | <b>A</b> Employer identification number<br>23-7108795                                                                                                                                               |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>40950 WOODWARD AVENUE</b>                                                                                                                                                                                          | Room/suite<br>306                                                                                                                                                                                    | <b>B</b> Telephone number (see the instructions)<br>(248) 594-5770                                                                                                                                  |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>BLOOMFIELD HILLS MI 48304</b>                                                                                                                                                                                               |                                                                                                                                                                                                      | <b>C</b> If exemption application is pending, check here. <input type="checkbox"/>                                                                                                                  |
| <b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                                                                      | <b>D</b> 1 Foreign organizations, check here. . . . . <input type="checkbox"/><br>2 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<br><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, column (c), line 16)<br>\$ 8,695,939.                                                                                                                                                                                               | <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. . . . . <input type="checkbox"/>                                                                    |

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

|                                                                                         | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|-----------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>1</b> Contributions, gifts, grants, etc. received (att sch)                          |                                    |                           |                         |                                                             |
| <b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B   |                                    |                           |                         |                                                             |
| <b>3</b> Interest on savings and temporary cash investments. . . . .                    |                                    |                           |                         |                                                             |
| <b>4</b> Dividends and interest from securities. . . . .                                | 148,982.                           | 148,982.                  |                         |                                                             |
| <b>5a</b> Gross rents. . . . .                                                          |                                    |                           |                         |                                                             |
| <b>b</b> Net rental income or (loss). . . . .                                           |                                    |                           |                         |                                                             |
| <b>6a</b> Net gain/(loss) from sale of assets not on line 10                            |                                    |                           |                         |                                                             |
| <b>b</b> Gross sales price for all assets on line 6a. . . . .                           |                                    |                           |                         |                                                             |
| <b>7</b> Capital gain net income (from Part IV, line 2). . . . .                        |                                    |                           |                         |                                                             |
| <b>8</b> Net short-term capital gain. . . . .                                           |                                    |                           |                         |                                                             |
| <b>9</b> Income modifications. . . . .                                                  |                                    |                           |                         |                                                             |
| <b>10a</b> Gross sales less returns and allowances. . . . .                             |                                    |                           |                         |                                                             |
| <b>b</b> Less: Cost of goods sold. . . . .                                              |                                    |                           |                         |                                                             |
| <b>c</b> Gross profit/(loss) (att sch). . . . .                                         |                                    |                           |                         |                                                             |
| <b>11</b> Other income (attach schedule). . . . .<br>See Line 11 Stmt                   | 39,165.                            | 39,165.                   |                         |                                                             |
| <b>12</b> Total. Add lines 1 through 11. . . . .                                        | 188,147.                           | 188,147.                  |                         |                                                             |
| <b>13</b> Compensation of officers, directors, trustees, etc. . . . .                   | 18,000.                            | 10,000.                   |                         | 10,000.                                                     |
| <b>14</b> Other employee salaries and wages. . . . .                                    |                                    |                           |                         |                                                             |
| <b>15</b> Pension plans, employee benefits. . . . .                                     |                                    |                           |                         |                                                             |
| <b>16a</b> Legal fees (attach schedule). . . . .                                        | 3,132.                             | 3,132.                    |                         |                                                             |
| <b>b</b> Accounting fees (attach sch). . . . .                                          |                                    |                           |                         |                                                             |
| <b>c</b> Other prof fees (attach sch). . . . .                                          |                                    |                           |                         |                                                             |
| <b>17</b> Interest. . . . .                                                             |                                    |                           |                         |                                                             |
| <b>18</b> Taxes (attach schedule) (see instrs) See Line 18 Stmt                         | 4,200.                             | 4,200.                    |                         |                                                             |
| <b>19</b> Depreciation (attach sch) and depletion. . . . .                              |                                    |                           |                         |                                                             |
| <b>20</b> Occupancy. . . . .                                                            |                                    |                           |                         |                                                             |
| <b>21</b> Travel, conferences, and meetings. . . . .                                    | 9,459.                             |                           |                         | 10,948.                                                     |
| <b>22</b> Printing and publications. . . . .                                            |                                    |                           |                         |                                                             |
| <b>23</b> Other expenses (attach schedule) See Line 23 Stmt                             | 4,782.                             | 17.                       |                         | 1,455.                                                      |
| <b>24</b> Total operating and administrative expenses. Add lines 13 through 23. . . . . | 39,573.                            | 17,349.                   |                         | 22,403.                                                     |
| <b>25</b> Contributions, gifts, grants paid. . . . .                                    | 528,020.                           |                           |                         | 443,580.                                                    |
| <b>26</b> Total expenses and disbursements. Add lines 24 and 25. . . . .                | 567,593.                           | 17,349.                   |                         | 465,983.                                                    |
| <b>27</b> Subtract line 26 from line 12:                                                |                                    |                           |                         |                                                             |
| <b>a</b> Excess of revenue over expenses and disbursements. . . . .                     | -379,446.                          |                           |                         |                                                             |
| <b>b</b> Net investment income (if negative, enter -0-). . . . .                        |                                    | 170,798.                  |                         |                                                             |
| <b>c</b> Adjusted net income (if negative, enter -0-). . . . .                          |                                    |                           |                         |                                                             |

9-14

4

**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

|                                    |                                                                                  |                                                                                                                                            |                                                               |             |            |
|------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|-------------|------------|
| <b>ASSETS</b>                      | 1                                                                                | Cash — non-interest-bearing . . . . .                                                                                                      | 33,597.                                                       | 168,653.    | 168,653.   |
|                                    | 2                                                                                | Savings and temporary cash investments . . . . .                                                                                           | 342,543.                                                      | 0.          | 0.         |
|                                    | 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 instructions) . . . . .          |                                                               |             |            |
|                                    | 7                                                                                | Other notes and loans receivable (attach sch) . . . . .                                                                                    |                                                               |             |            |
|                                    |                                                                                  | Less: allowance for doubtful accounts . . . . .                                                                                            | 445,000.                                                      | 105,000.    | 105,000.   |
|                                    | 8                                                                                | Inventories for sale or use . . . . .                                                                                                      |                                                               |             |            |
|                                    | 9                                                                                | Prepaid expenses and deferred charges . . . . .                                                                                            |                                                               |             |            |
|                                    | 10a                                                                              | Investments — U.S. and state government obligations (attach schedule) . . . . .                                                            |                                                               |             |            |
|                                    | b                                                                                | Investments — corporate stock (attach schedule) . . . . .                                                                                  | 0.                                                            |             |            |
|                                    | c                                                                                | Investments — corporate bonds (attach schedule) . . . . .                                                                                  |                                                               |             |            |
|                                    | <b>LIABILITIES</b>                                                               | 11                                                                                                                                         | Investments — land, buildings, and equipment: basis . . . . . |             |            |
|                                    |                                                                                  | Less: accumulated depreciation (attach schedule) . . . . .                                                                                 |                                                               |             |            |
| 12                                 |                                                                                  | Investments — mortgage loans . . . . .                                                                                                     |                                                               |             |            |
| 13                                 |                                                                                  | Investments — other (attach schedule) . . . . .                                                                                            | 6,385,272.                                                    | 6,553,313.  | 8,422,286. |
| 14                                 |                                                                                  | Land, buildings, and equipment: basis . . . . .                                                                                            |                                                               |             |            |
|                                    |                                                                                  | Less: accumulated depreciation (attach schedule) . . . . .                                                                                 |                                                               |             |            |
| 15                                 |                                                                                  | Other assets (describe . . . . .)                                                                                                          |                                                               |             |            |
| 16                                 |                                                                                  | <b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I). . . . .                              | 7,206,412.                                                    | 6,826,966.  | 8,695,939. |
| 17                                 |                                                                                  | Accounts payable and accrued expenses . . . . .                                                                                            |                                                               |             |            |
| 18                                 |                                                                                  | Grants payable . . . . .                                                                                                                   |                                                               |             |            |
| 19                                 | Deferred revenue . . . . .                                                       |                                                                                                                                            |                                                               |             |            |
| 20                                 | Loans from officers, directors, trustees, & other disqualified persons . . . . . |                                                                                                                                            |                                                               |             |            |
| 21                                 | Mortgages and other notes payable (attach schedule) . . . . .                    |                                                                                                                                            |                                                               |             |            |
| 22                                 | Other liabilities (describe . . . . .)                                           |                                                                                                                                            |                                                               |             |            |
| 23                                 | <b>Total liabilities</b> (add lines 17 through 22) . . . . .                     |                                                                                                                                            |                                                               |             |            |
| <b>NET ASSETS OR FUND BALANCES</b> |                                                                                  | <b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> . . . . .                        |                                                               |             |            |
|                                    | 24                                                                               | Unrestricted . . . . .                                                                                                                     |                                                               |             |            |
|                                    | 25                                                                               | Temporarily restricted . . . . .                                                                                                           |                                                               |             |            |
|                                    | 26                                                                               | Permanently restricted . . . . .                                                                                                           |                                                               |             |            |
|                                    |                                                                                  | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> . . . . . <input checked="" type="checkbox"/> |                                                               |             |            |
|                                    | 27                                                                               | Capital stock, trust principal, or current funds . . . . .                                                                                 | 10,313,992.                                                   | 10,160,383. |            |
|                                    | 28                                                                               | Paid-in or capital surplus, or land, building, and equipment fund . . . . .                                                                |                                                               |             |            |
|                                    | 29                                                                               | Retained earnings, accumulated income, endowment, or other funds . . . . .                                                                 | -3,107,580.                                                   | -3,333,417. |            |
|                                    | 30                                                                               | <b>Total net assets or fund balances</b> (see instructions) . . . . .                                                                      | 7,206,412.                                                    | 6,826,966.  |            |
|                                    | 31                                                                               | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                                                         | 7,206,412.                                                    | 6,826,966.  |            |

**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 | 7,206,412. |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | -379,446.  |
| 3 | Other increases not included in line 2 (itemize) . . . . .                                                                                                           | 3 |            |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 6,826,966. |
| 5 | Decreases not included in line 2 (itemize) . . . . .                                                                                                                 | 5 |            |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) — Part II, column (b), line 30 . . . . .                                               | 6 | 6,826,966. |

**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 shares MLC Company) |  | (b) How acquired<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------|-----------------------------------------|-------------------------------------|
| 1 a                                                                                                                                      |  |                                                  |                                         |                                     |
| b                                                                                                                                        |  |                                                  |                                         |                                     |
| c                                                                                                                                        |  |                                                  |                                         |                                     |
| d                                                                                                                                        |  |                                                  |                                         |                                     |
| e                                                                                                                                        |  |                                                  |                                         |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     |                                            |                                                 |                                              |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (l) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| a                                                                                           |                                      |                                                     |                                                                                                       |
| b                                                                                           |                                      |                                                     |                                                                                                       |
| c                                                                                           |                                      |                                                     |                                                                                                       |
| d                                                                                           |                                      |                                                     |                                                                                                       |
| e                                                                                           |                                      |                                                     |                                                                                                       |

|                                                                                |                                                                                                                                                                                                           |  |   |  |
|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|---|--|
| 2 Capital gain net income or (net capital loss)                                | <div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7<br/>           If (loss), enter -0- in Part I, line 7         </div>                                 |  | 2 |  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | <div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-<br/>           in Part I, line 8         </div> |  | 3 |  |

**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<br>Calendar year (or tax year<br>beginning in) | (b) Adjusted qualifying distributions | (c) Net value of<br>noncharitable-use assets | (d) Distribution ratio<br>(column (b) divided by column (c)) |
|----------------------------------------------------------------------|---------------------------------------|----------------------------------------------|--------------------------------------------------------------|
| 2012                                                                 | 528,371.                              | 7,611,201.                                   | 0.069420                                                     |
| 2011                                                                 | 450,400.                              | 7,575,278.                                   | 0.059457                                                     |
| 2010                                                                 | 471,099.                              | 7,270,460.                                   | 0.064796                                                     |
| 2009                                                                 | 461,996.                              | 6,862,851.                                   | 0.067318                                                     |
| 2008                                                                 | 547,484.                              | 8,219,418.                                   | 0.066609                                                     |

|                                                                                                                                                                                |   |          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|----------|
| 2 Total of line 1, column (d)                                                                                                                                                  | 2 | 0.327600 |
| 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.065520 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5                                                                                                 | 4 | 0.       |
| 5 Multiply line 4 by line 3                                                                                                                                                    | 5 | 0.       |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | 6 | 1,708.   |
| 7 Add lines 5 and 6                                                                                                                                                            | 7 | 1,708.   |
| 8 Enter qualifying distributions from Part XII, line 4                                                                                                                         | 8 | 465,983. |

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

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

|                                                                                                                                                                                                                                   |      |          |        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|----------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs) |      |          |        |
| 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        | 1,708. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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        | 1,708. |
| 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        | 1,708. |
| 6 Credits/Payments:                                                                                                                                                                                                               |      |          |        |
| a 2013 estimated tax pmts and 2012 overpayment credited to 2013                                                                                                                                                                   | 6 a  | 1,965.   |        |
| b Exempt foreign organizations — tax withheld at source                                                                                                                                                                           | 6 b  |          |        |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                             | 6 c  |          |        |
| d Backup withholding erroneously withheld                                                                                                                                                                                         | 6 d  |          |        |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                             | 7    | 1,965.   |        |
| 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    |          |        |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                      | 10   | 257.     |        |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax                                                                                                                                                               | 257. | Refunded | 11     |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                      | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1 a 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  |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?                                                                                                                                                                                         |     | X  |
| If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities                                                                                                                                         |     |    |
| c Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                               |     | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation \$ _____ (2) On foundation managers \$ _____                                                                                                                                                           |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____                                                                                                                                                                                      |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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  |
| 4 a 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?<br>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:<br>• By language in the governing instrument, or<br>• 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, column (c), and Part XIV                                                                                                                                                                                               | X   |    |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions)<br>MI — Michigan                                                                                                                                                                                                              |     |    |
| 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 2013 or the taxable year beginning in 2013 (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  |

BAA

Form 990-PF (2013)

**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? . . . . .<br>Website address . . . . . N/A                                                | 13 | X |   |
| 14 | The books are in care of James H. LoPrete Telephone no (248) 594-5770<br>Located at 40950 Woodward Avenue, Suite 306 Bloomfield Hills MI ZIP +4 48304                                                         |    |   |   |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .<br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . 15 |    |   |   |
| 16 | At any time during calendar year 2013, 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 |   | X |
|    | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country . . . . .                                                                  |    |   |   |

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

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

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Yes | No |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <b>1 a</b> 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? (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>b</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)? . . . . .                                                                                                                                                                                                                                                                           | 1 b |    |
| Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                             |     |    |
| <b>c</b> 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 2013? . . . . .                                                                                                                                                                                                                                                                                                        | 1 c | X  |
| <b>2</b> 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))                                                                                                                                                                                                                                                                                                                            |     |    |
| <b>a</b> At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If 'Yes,' list the years 20 __, 20 __, 20 __, 20 __                                                                                                                                                                                                                   |     |    |
| <b>b</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) . . . . .                                                                                                                                                                                       | 2 b |    |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here<br>20 __, 20 __, 20 __, 20 __                                                                                                                                                                                                                                                                                                                                                            |     |    |
| <b>3 a</b> 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>b</b> If 'Yes,' did it have excess business holdings in 2013 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 2013) . . . . . | 3 b |    |
| <b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .                                                                                                                                                                                                                                                                                                                                                                              | 4 a | X  |
| <b>b</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 2013? . . . . .                                                                                                                                                                                                                                                              | 4 b | X  |

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

**5 a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?. . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . **5 b** ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here . . . . . ☐

**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . ☐ Yes ☒ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . **6 b** ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870.

**7 a** 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? . . . . . **7 b** ☐ Yes ☒ No

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

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

| (a) Name and address                                                             | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| James H. LoPrete<br>40950 Woodward Avenue Suite 306<br>Bloomfield Hills MI 48304 | President<br>2.00                                         | 2,000.                                    | 0.                                                                    | 0.                                    |
| Martha M. Muir<br>14532 Indian Trails Drive<br>Grand Haven MI 49417              | Vice Pres/Treasurer<br>2.00                               | 2,000.                                    | 0.                                                                    | 0.                                    |
| Kent G. LoPrete<br>4739 N. Pennsylvania Avenue<br>Indianapolis IN 46205          | Vice Pres/Asst Secretary<br>1.00                          | 2,000.                                    | 0.                                                                    | 0.                                    |
| See Information about Officers, Directors, Trustees, Etc.                        |                                                           | 12,000.                                   | 0.                                                                    | 0.                                    |

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

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

Total number of other employees paid over \$50,000 . . . . . None

**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 |                     | None             |

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

|   | Expenses |
|---|----------|
| 1 |          |
| 2 |          |
| 3 |          |
| 4 |          |

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

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

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

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

**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.)

|                                                                                                                       |            |        |
|-----------------------------------------------------------------------------------------------------------------------|------------|--------|
| <b>1</b> Minimum investment return from Part X, line 6 . . . . .                                                      | <b>1</b>   | 0.     |
| <b>2 a</b> Tax on investment income for 2013 from Part VI, line 5 . . . . .                                           | <b>2 a</b> | 1,708. |
| <b>b</b> Income tax for 2013 (This does not include the tax from Part VI) . . . . .                                   | <b>2 b</b> |        |
| <b>c</b> Add lines 2a and 2b . . . . .                                                                                | <b>2 c</b> | 1,708. |
| <b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                              | <b>3</b>   | 0.     |
| <b>4</b> Recoveries of amounts treated as qualifying distributions . . . . .                                          | <b>4</b>   |        |
| <b>5</b> Add lines 3 and 4 . . . . .                                                                                  | <b>5</b>   | 0.     |
| <b>6</b> Deduction from distributable amount (see instructions) . . . . .                                             | <b>6</b>   |        |
| <b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>   | 0.     |

**Part XII Qualifying Distributions** (see instructions)

|                                                                                                                                                                            |            |          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------|
| <b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                                        |            |          |
| <b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26 . . . . .                                                                           | <b>1 a</b> | 465,983. |
| <b>b</b> Program-related investments — total from Part IX-B . . . . .                                                                                                      | <b>1 b</b> |          |
| <b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .                                               | <b>2</b>   |          |
| <b>3</b> Amounts set aside for specific charitable projects that satisfy the:                                                                                              |            |          |
| <b>a</b> Suitability test (prior IRS approval required) . . . . .                                                                                                          | <b>3 a</b> |          |
| <b>b</b> Cash distribution test (attach the required schedule) . . . . .                                                                                                   | <b>3 b</b> |          |
| <b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                              | <b>4</b>   | 465,983. |
| <b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.<br>Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b>   | 1,708.   |
| <b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .                                                                                          | <b>6</b>   | 464,275. |

**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.

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**Part XIII Undistributed Income** (see instructions)

|                                                                                                                                                                                      | (a)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 0.          |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                                |               |                            |             |             |
| a Enter amount for 2012 only . . . . .                                                                                                                                               |               |                            | 378,243.    |             |
| b Total for prior years 20 , 20 , 20                                                                                                                                                 |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2013                                                                                                                                    |               |                            |             |             |
| a From 2008 . . . . .                                                                                                                                                                | 142,445.      |                            |             |             |
| b From 2009 . . . . .                                                                                                                                                                | 123,861.      |                            |             |             |
| c From 2010 . . . . .                                                                                                                                                                | 111,378.      |                            |             |             |
| d From 2011 . . . . .                                                                                                                                                                | 79,979.       |                            |             |             |
| e From 2012 . . . . .                                                                                                                                                                | 530,688.      |                            |             |             |
| f Total of lines 3a through e . . . . .                                                                                                                                              | 988,351.      |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 465,983.                                                                                                              |               |                            |             |             |
| a Applied to 2012, but not more than line 2a . . . . .                                                                                                                               |               |                            |             |             |
| b Applied to undistributed income of prior years (Election required — see instructions) . . . . .                                                                                    |               |                            |             |             |
| c Treated as distributions out of corpus (Election required — see instructions) . . . . .                                                                                            |               |                            |             |             |
| d Applied to 2013 distributable amount . . . . .                                                                                                                                     |               |                            |             |             |
| e Remaining amount distributed out of corpus . . . . .                                                                                                                               | 465,983.      |                            |             |             |
| 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .                                        |               |                            |             |             |
| 6 Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .                                                                                                                          | 1,454,334.    |                            |             |             |
| 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 . . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount — see instructions . . . . .                                                                                                          |               | 0.                         |             |             |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions . . . . .                                                                            |               |                            | 378,243.    |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .                                                                |               |                            |             | 0.          |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              | 142,445.      |                            |             |             |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 1,311,889.    |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                               |               |                            |             |             |
| a Excess from 2009 . . . . .                                                                                                                                                         | 123,861.      |                            |             |             |
| b Excess from 2010 . . . . .                                                                                                                                                         | 111,378.      |                            |             |             |
| c Excess from 2011 . . . . .                                                                                                                                                         | 79,979.       |                            |             |             |
| d Excess from 2012 . . . . .                                                                                                                                                         | 530,688.      |                            |             |             |
| e Excess from 2013 . . . . .                                                                                                                                                         | 465,983.      |                            |             |             |

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

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . .

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

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

|                                                                                                                                                                    | Prior 3 years |          |          |          | (e) Total |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|----------|----------|-----------|
|                                                                                                                                                                    | (a) 2013      | (b) 2012 | (c) 2011 | (d) 2010 |           |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                  |               |          |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                             |               |          |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                           |               |          |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                   |               |          |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                                 |               |          |          |          |           |
| <b>a</b> 'Assets' alternative test — enter                                                                                                                         |               |          |          |          |           |
| <b>(1)</b> Value of all assets . . . . .                                                                                                                           |               |          |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                     |               |          |          |          |           |
| <b>b</b> 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                              |               |          |          |          |           |
| <b>c</b> 'Support' alternative test — enter                                                                                                                        |               |          |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |               |          |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .                                      |               |          |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization . . . . .                                                                                         |               |          |          |          |           |
| <b>(4)</b> Gross investment income . . . . .                                                                                                                       |               |          |          |          |           |

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

**1 Information Regarding Foundation Managers:**

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

None

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc. Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed

RUTH LOPRETE  
4739 N. PENNSYLVANIA STREET  
INDIANAPOLIS IN 46205 (248) 835-3002

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

LETTER FURNISHING PURPOSE AND COPY OF EXEMPT STATUS

**c** Any submission deadlines

NONE

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

NONE

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business)                                                                                           | If recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount                 |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|------------------------|
| <b>a Paid during the year</b><br>SEE ATTACHED                                                                                              |                                                                                                                    | 501(c)(3)                            | CHARITABLE                          | 528,020.               |
| <b>Total . . . . .</b>                                                                                                                     |                                                                                                                    |                                      | <b>3 a</b>                          | 528,020.               |
| <b>b Approved for future payment</b><br><br>CULVER EDUCATIONAL FOUNDATION<br>1300 ACADEMY ROAD<br>CULVER IN 46511<br>See Line 3b statement | NONE                                                                                                               | 501(c)(3)                            | EDUCATION                           | 15,000.<br><br>60,000. |
| <b>Total . . . . .</b>                                                                                                                     |                                                                                                                    |                                      | <b>3 b</b>                          | 75,000.                |

**Part XVI-A Analysis of Income-Producing Activities**

\*Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated                          | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions ) |
|-------------------------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------|
|                                                                         | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>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 . . . .     |                           |               |                                      |               |                                                                    |
| <b>4</b> Dividends and interest from securities . . . . .               |                           | 148,982.      | 14                                   |               |                                                                    |
| <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 . . . . .                              |                           |               | 14                                   | 20,102.       |                                                                    |
| <b>8</b> Gain or (loss) from sales of assets other than inventory . . . |                           |               | 14                                   |               |                                                                    |
| <b>9</b> Net income or (loss) from special events . . . . .             |                           |               |                                      |               |                                                                    |
| <b>10</b> Gross profit or (loss) from sales of inventory . . .          |                           |               |                                      |               |                                                                    |
| <b>11</b> Other revenue                                                 |                           |               |                                      |               |                                                                    |
| <b>a</b> CAPITAL GAIN DISTRIBUTIONS                                     |                           |               | 14                                   | 19,063.       |                                                                    |
| <b>b</b>                                                                |                           |               |                                      |               |                                                                    |
| <b>c</b>                                                                |                           |               |                                      |               |                                                                    |
| <b>d</b>                                                                |                           |               |                                      |               |                                                                    |
| <b>e</b>                                                                |                           |               |                                      |               |                                                                    |
| <b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .             |                           | 148,982.      |                                      | 39,165.       |                                                                    |
| <b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .       |                           |               |                                      |               | 188,147.                                                           |

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

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

[illegible]



Form 990-PF, Page 1, Part I, Line 11

**Line 11 Stmt**

| Other income.             | Rev/Exp Book   | Net Inv Inc    | Adj Net Inc |
|---------------------------|----------------|----------------|-------------|
| Capital Gain Distribution | 19,063.        | 19,063.        |             |
| Loan interest             | 20,102.        | 20,102.        |             |
| <b>Total</b>              | <b>39,165.</b> | <b>39,165.</b> |             |

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

| Taxes           | Rev/Exp Book  | Net Inv Inc   | Adj Net Inc | Charity Disb |
|-----------------|---------------|---------------|-------------|--------------|
| Excise tax      | 0.            |               |             |              |
| Estimated taxes | 4,200.        | 4,200.        |             |              |
| <b>Total</b>    | <b>4,200.</b> | <b>4,200.</b> |             |              |

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

| Other expenses:            | Rev/Exp Book  | Net Inv Inc | Adj Net Inc | Charity Disb  |
|----------------------------|---------------|-------------|-------------|---------------|
| Bank Service Charges       | 17.           | 17.         |             |               |
| Assn. of Small Foundations | 725.          |             |             |               |
| Charitable Events          | 4,040.        |             |             | 1,455.        |
| <b>Total</b>               | <b>4,782.</b> | <b>17.</b>  |             | <b>1,455.</b> |

Form 990-PF, Page 6, Part VIII, Line 1

**Information about Officers, Directors, Trustees, Etc.**

| (a)<br>Name and address                                                                                                                                           | (b)<br>Title, and<br>average hours<br>per week<br>devoted to<br>position | (c)<br>Compensation<br>(If not paid,<br>enter -0-) | (d)<br>Contributions<br>to employee<br>benefit plans<br>and deferred<br>compensation | (e)<br>Expense<br>account, other<br>allowances |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------|--------------------------------------------------------------------------------------|------------------------------------------------|
| Person.. <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Cameron K. Muir<br>1575 Pontiac S.E.<br>Grand Rapids MI 49506                   | Vice Pres/Asst Secy/Treas<br>3.00                                        | 5,000.                                             | 0.                                                                                   | 0.                                             |
| Person.. <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Gordon J. Muir<br>2602 Beacon Hill Dr Apt 110<br>Auburn Hills MI 48326          | Trustee<br>1.00                                                          | 2,000.                                             | 0.                                                                                   | 0.                                             |
| Person.. <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Ruth R. LoPrete<br>4739 N. Pennsylvania Avenue<br>Indianapolis IN 46205         | Trustee/Grant Officer<br>6.00                                            | 5,000.                                             | 0.                                                                                   | 0.                                             |
| Person.. <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Mary M. Lyneis<br>40950 Woodward Avenue, Suite 306<br>Bloomfield Hills MI 48304 | Secretary<br>2.00                                                        | 0.                                                 | 0.                                                                                   | 0.                                             |

Form 990-PF, Page 6, Part VIII, Line 1

Continued

**Information about Officers, Directors, Trustees, Etc.**

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

Total

12,000.      0.      0.

Form 990-PF, Page 10, Part XV, line 3b

**Line 3b statement**

| Recipient<br><br>Name and address<br>(home or business) | If recipient is<br>an individual,<br>show any<br>relationship to<br>any foundation<br>manager or<br>substantial<br>contributor | Founda-<br>tion<br>status<br>of re-<br>cipient | Purpose of<br>grant or contribution | Person or<br>Business<br>Checkbox<br><br>Amount |
|---------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|-------------------------------------|-------------------------------------------------|
| <b>b Approved for future payment</b>                    |                                                                                                                                |                                                |                                     |                                                 |
| CULVER EDUCATIONAL FOUNDATION                           | NONE                                                                                                                           |                                                |                                     | Person or <input type="checkbox"/>              |
| 1300 ACADEMY ROAD                                       |                                                                                                                                |                                                |                                     | Business <input checked="" type="checkbox"/>    |
| CULVER IN 46511                                         |                                                                                                                                | 501(c) (3)                                     | EDUCATION                           | 35,000.                                         |
| DETROIT ZOOLOGICAL SOCIETY                              | NONE                                                                                                                           |                                                |                                     | Person or <input type="checkbox"/>              |
| 8450 WET 10 MILE ROAD                                   |                                                                                                                                |                                                |                                     | Business <input checked="" type="checkbox"/>    |
| ROYAL OAK MI 48067                                      |                                                                                                                                | 501(c) (3)                                     | EDUCATION                           | 10,000.                                         |
| SPRING ARBOR UNIVERSITY                                 |                                                                                                                                |                                                |                                     | Person or <input type="checkbox"/>              |
| 106 EAST MAIN STREET                                    |                                                                                                                                |                                                |                                     | Business <input checked="" type="checkbox"/>    |
| SPRING ARBOR MI 49238                                   | NONE                                                                                                                           | 501(c) (3)                                     | EDUCATION                           | 15,000.                                         |

Total

60,000.

Samuel L. Westerman Foundation  
2013 Donations of James H. LoPrete

| DONEE                                             | CONTACT                                                  | ADDRESS                                                     | GRANT<br>AMOUNT | DESCRIPTION                       |
|---------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-----------------|-----------------------------------|
| 1 Adrian Dominican Sisters                        | Sister Adrienne Schaffer, OP, Director<br>of Development | 1257 East Siena Heights<br>Drive, Adrian, MI<br>49221       | \$ 2,000        | Gen. Charitable                   |
| 2 Alma First Church of God                        | Chris Sipka, Director                                    | 200 West Superior<br>Street, Alma, MI 48801                 | \$ 1,000        | Wellness Programs for<br>Families |
| 3 Alzheimers Association of Greater<br>Michigan   | Jennifer Lepard, President and CEO                       | 25200 Telegraph Road,<br>Suite 100, Southfield,<br>MI 48033 | \$ 5,000        | Medical Research and<br>Advocacy  |
| 4 Beaumont Foundation                             | Margaret Cooney Casey, President                         | 3711 West Thirteen<br>Mile Road, Royal Oak,<br>MI 48073     | \$ 1,000        | Healthcare                        |
| 5 Boy Scouts of America - Detroit Area<br>Council | G. Richard Williamson, Scout<br>Executive and CEO        | 1776 West Warren<br>Ave., Detroit, MI 48208                 | \$ 1,000        | Programs for Youth                |
| 6 Boy Scouts of America Clinton Valley<br>Council | Steve Montgomery, Scout Executive<br>and CEO             | 1100 County Center<br>Drive West, Waterford,<br>MI 48328    | \$ 1,000        | Programs for Youth                |
| 7 Camp Westminster on Higgins Lake                | Jim Bates, Director of Development                       | 17567 Hubbell Avenue,<br>Detroit, MI 48235                  | \$ 1,000        | Programs for Youth                |
| 8 DAC Foundation                                  | Mr. Mark Cleary, President                               | 241 Madison Avenue,<br>Detroit, MI 48336                    | \$ 10,000       | Cultural                          |
| 9 Detroit Institute of Arts                       | Ronald G. Miller, Vice President of<br>Development       | 5200 Woodward Ave.,<br>Detroit, MI 48202                    | \$ 2,000        | Cultural                          |
| 10 Detroit Zoological Society                     | Gregory Harris                                           | 8450 West 10 Mile<br>Road, Royal Oak, MI<br>48067           | \$ 10,000       | Cultural                          |

Samuel L. Westerman Foundation  
2013 Donations of James H. LoPrete

|    |                                                                |                                                                |                                                                   |           |                                |
|----|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------------------------------------|-----------|--------------------------------|
| 11 | DSO Orchestra Hall                                             | Lee Woodbury                                                   | 3663 Woodward Ave.,<br>Ste. 100, Detroit, MI<br>48201             | \$ 1,000  | Cultural                       |
| 12 | Ecumenical Theological Seminary                                | James Huntley, Vice President for<br>Institutional Advancement | 2930 Woodward Ave.,<br>Detroit, MI 48201                          | \$ 1,000  | Religious                      |
| 13 | Foundation Endowment                                           | Silvia Crutchfield                                             | 611 Cameron Street,<br>Alexandria, VA 22314                       | \$ 1,000  | Education                      |
| 14 | Friends of the Detroit Public Library                          | Patricia R. Merritt, Executive Director                        | 5201 Woodward Ave.,<br>Detroit, MI 48201                          | \$ 5,000  | Educational/Cultural           |
| 15 | Galway Early Music Society                                     | Secretary                                                      | Secretary,<br>Caherfurvaus,<br>Craughwell, Co. Galway,<br>Ireland | \$ 2,500  | Cultural                       |
| 16 | Henry Ford Health Systems                                      | Gary E. Rounding, Sr. Vice President,<br>Philanthropy          | Executive Offices, 1<br>Ford Place, 5B, Detroit,<br>MI 48202      | \$ 3,000  | Healthcare/Medical<br>Research |
| 17 | Heritage Foundation (The)                                      | Edwin J. Feulner, Ph. D., President                            | 214 Massachusetts<br>Ave., NE, Washington,<br>DC, 20002           | \$ 10,000 | Educational Research           |
| 18 | Hillsdale College                                              | John Cervini, VP for Institutional<br>Advancement              | 33 East College Street.,<br>Hillsdale, MI 49242                   | \$ 3,000  | Education                      |
| 19 | Jensen Beach Community Church                                  | The Reverend Dr. David J. Schnepf                              | 3900 NE Skyline Dr.,<br>Jensen Beach, FL 34957                    | \$ 3,000  | Religious                      |
| 20 | Jewish Family and Children's Service<br>of Southern New Jersey | Susan S. Kershbaum, Executive<br>Director                      | 1301 Springdale Road,<br>Ste. 150, Cherry Hills, NJ<br>08003      | \$ 2,000  | Programs for Youth             |

Samuel L. Westerman Foundation  
2013 Donations of James H. LoPrete

|    |                                                 |                                                                  |                                                                                  |          |                            |
|----|-------------------------------------------------|------------------------------------------------------------------|----------------------------------------------------------------------------------|----------|----------------------------|
| 21 | Leadership Institute (The)                      | Morton Blackwell, President                                      | Steven P.J. Wood Bldg.,<br>1001 North Highland<br>Street, Arlington, VA<br>22201 | \$ 2,000 | Educational Research       |
|    | Lincoln Institute for Research and<br>Education | Jay Parker, President                                            | P.O. Box 96852,<br>Washington, DC 20090-<br>6852                                 | \$ 1,000 | Educational Research       |
| 23 | Little Traverse Nature Conservancy              | Thomas C. Bailey, Executive Director                             | 3264 Powell Road,<br>Harbor Springs, MI<br>49740                                 | \$ 1,000 | Environmental              |
| 24 | Lourdes Senior Community                        | Sister Maureen Comer, OP                                         | 2300 Watkins Lake<br>Road, Waterford, MI<br>48328                                | \$ 2,000 | Senior Living<br>Community |
| 25 | Martin County Library System                    | Director of Libraries                                            | 2401 SE Monterey<br>Road, Stuart, FL 34996                                       | \$ 2,000 | Educational/Cultural       |
| 26 | Martin Memorial Hospital Foundation             | Mr. Arthur M. Brink, Jr., CFP, VP Chief<br>Philanthropic Officer | PO Box 9010, Stuart, FL<br>34995                                                 | \$ 5,000 | Medical                    |
| 27 | Medieval Academy of America                     | Richard K. Emmerson, Executive<br>Director                       | 104 Mt. Auburn St., 5th<br>Floor, Cambridge, MA<br>02138                         | \$ 3,000 | Educational/Cultural       |
| 28 | Michigan Opera Theater                          | David DiChiera, General Director                                 | 1526 Broadway,<br>Detroit, MI 48226                                              | \$ 5,000 | Cultural                   |
| 29 | National Right to Work Legal Defense            | Mark Mix, President                                              | 8001 Braddock Road,<br>Springfield, VA 22160                                     | \$ 1,000 | Educational Research       |
| 30 | Oakland Youth Orchestra                         | Joanne Walle                                                     | PO Box 80186,<br>Rochester, MI 48308                                             | \$ 1,000 | Programs for Youth         |
| 31 | Old Mariner's Church                            | The Reverend Richard W. Ingalls                                  | 170 East Jefferson<br>Avenue, Detroit, MI<br>48226                               | \$ 1,000 | Religious                  |

Samuel L. Westerman Foundation  
2013 Donations of James H. LoPrete

|    |                                                            |                                                  |                                                                                                 |                   |                  |
|----|------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------------------------|-------------------|------------------|
| 32 | Olivet College                                             | Dr. Donald Tucki, President                      | 320 South Main Street,<br>Olivet, MI 49076                                                      | \$ 1,000          | Education        |
| 33 | Orchard Lake Community Church                              | David W. Robertson, Pastor                       | 5171 Commerce Road,<br>Orchard Lake, MI 48324                                                   | \$ 11,500         | Religious        |
| 34 | Rose Hill Center                                           | Ben Y. Robinson, President and CEO               | 5130 Rose Hill Blvd.,<br>Holly, MI 48442                                                        | \$ 6,000          | Healthcare       |
| 35 | SandCastles                                                | Loretta A. Crow, RN, BSN, CHPN                   | One Ford Place., Ste.<br>1A, Detroit, MI 48202                                                  | \$ 2,000          | Grief Counseling |
| 36 | St. Joseph Mercy Hospital                                  | Jack Weiner, President and CEO                   | 44405 Woodward Ave.,<br>Pontiac, MI 48341                                                       | \$ 2,000          | Healthcare       |
| 37 | Thomas More Law Center                                     | Richard Thompson, President and<br>Chief Counsel | 24 Frank Lloyd Wright<br>Dr., PO Box 393, Ann<br>Arbor, MI 48106                                | \$ 5,000          | Education        |
| 38 | University of Detroit Jesuit High<br>School                | Father Karl Kiser, S. J., President              | 8400 South Cambridge<br>Ave., Detroit, MI 48221                                                 | \$ 5,000          | Education        |
| 39 | University of Michigan                                     | Timothy P. Slottow, Executive Vice<br>President  | Office of Grant<br>Administration, 3003<br>South State St., Ste<br>8000, Ann Arbor, MI<br>48209 | \$ 15,000         | Education        |
| 40 | University of Michigan Club of Detroit<br>Scholarship Fund | Bill Wenzell, President                          | 23230 Industrial Park<br>Drive, Farmington Hills,<br>MI 48335                                   | \$ 2,500          | Education        |
| 41 | Westminster Church of Detroit                              | John Tashnick, Treasurer                         | 17587 Hubbell, Detroit,<br>MI 48235                                                             | \$ 10,000         | Religious        |
|    |                                                            |                                                  | <b>TOTAL</b>                                                                                    | <b>\$ 149,500</b> |                  |

Samuel L. Westerman Foundation  
2013 Donations of Kent and Ruth LoPrete

| DONEE                                        | CONTACT                                                       | ADDRESS                                             | GRANT AMOUNT | DESCRIPTION                    |
|----------------------------------------------|---------------------------------------------------------------|-----------------------------------------------------|--------------|--------------------------------|
| 1 American Pianists Association              | Joel Harrison, President                                      | 4603 Clarendon Road,<br>Indianapolis, IN 46208      | \$ 500       | Cultural                       |
| 2 Athenaeum Foundation                       | Cassie Stockamp                                               | 401 East Michigan Street,<br>Indianapolis, IN 46204 | \$ 500       | Cultural/Historic Preservation |
| 3 Brebeuf Jesuit High School                 | Jamie L. Elkins, Vice President for Institutional Advancement | 2801 West 86th Street,<br>Indianapolis, IN 46268    | \$ 1,500     | Education                      |
| 4 Camp Westminster on Higgins Lake           | Jim Bates, Director of Development                            | 17567 Hubbell Avenue, Detroit, MI 48235             | \$ 22,500    | Programs for Youth             |
| 5 Capuchin Community Center                  | Br. Jerry Smith, OFM Capuchin, Executive Director             | 1820 Mt. Elliott Street, Detroit, MI 48207          | \$ 2,500     | Gen. Charitable                |
| 6 CISV - Greater Detroit Chapter             | Tom Carroll, Treasurer                                        | PO Box 20254, Ferndale, MI 48220                    | \$ 5,000     | Programs for Youth             |
| 7 Coalition on Temporary Shelter (COTS)      | Cheryl P. Johnson                                             | 26 Peterboro, Detroit, MI 48201                     | \$ 1,000     | Gen. Charitable                |
| 8 Culver Educational Foundation (Endowments) | Mr. Antonio Giraldi, Director of International Advancement    | 1300 Academy Road, Culver, IN 46511                 | \$ 30,000    | Programs for Youth             |
| 9 Culver Educational Foundation (Operating)  | Mr. Antonio Giraldi, Director of International Advancement    | 1300 Academy Road, Culver, IN 46511                 | \$ 7,000     | Education/Programs for Youth   |

Samuel L. Westerman Foundation  
2013 Donations of Kent and Ruth LoPrete

|    |                                                           |                                                   |                                             |    |        |                    |
|----|-----------------------------------------------------------|---------------------------------------------------|---------------------------------------------|----|--------|--------------------|
|    | Detroit Cristo Rey High School/Jewish Vocational Services | Mike Khoury, President                            | 5679 Vernor Highway, Detroit, MI 48209      | \$ | 10,000 | Education          |
| 10 |                                                           |                                                   | 150 Stimson Street, Detroit, MI 48201       | \$ | 1,000  | Gen. Charitable    |
| 11 | Detroit Rescue Mission                                    | Aurine Moore, VP, Development                     | 631 West Fort Street, Detroit, MI 48226     | \$ | 500    | Programs for Youth |
| 12 | Fort Street Presbyterian Church - Open Door               | Benjamin Ogden, Director                          | 527 Hancock Ave., Hancock, MI 49930         | \$ | 1,000  | Gen. Charitable    |
| 13 | Indianapolis Rowing Center                                |                                                   |                                             | \$ | 500    | Cultural           |
| 14 | Little Brothers Friends of the Elderly                    | Mike Aten, Executive Director                     | 26645 West Six Mile Road, Detroit, MI 48240 | \$ | 1,000  | Gen. Charitable    |
| 15 | Meridian Kessler Neighborhood Association                 |                                                   |                                             | \$ | 1,000  | Gen. Charitable    |
| 16 | Methodist Children's Home Society                         | M. Beth Tarquinio, MSSA, LMSW, Executive Director | 114 Orchard Lake Road, Pontiac, MI 48341    | \$ | 1,000  | Gen. Charitable    |
| 17 | Oakland Family Services                                   | Michael S. Earl, President and CEO                | 16130 Northland Drive, Southfield, MI 48075 | \$ | 750    | Gen. Charitable    |
| 18 | Salvation Army of Metropolitan Detroit                    | Major Norman S. Marshall, Divisional Commander    | 700 Southway Blvd., East, Kokomo, IN 46902  | \$ | 1,000  | Education          |
| 19 | St. Luke's Preschool                                      | Cindy Ramseyer, Director                          | TOTAL                                       | \$ | 88,250 |                    |

## Samuel L. Westerman Foundation

2013 Donations of Martha, Cameron, and Gordon Muir

|    | Donee                                                  | Contact                                                     | Address                                                           | Grant Amount | Description                     |
|----|--------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------|--------------|---------------------------------|
| 1  | University of Notre Dame -<br>ENDOWMENT                | Brian J. Dean, Office of<br>Development                     | 1100 Grace Hall, Notre<br>Dame, IN 46556                          | \$15,000     | Education                       |
| 2  | Grand Rapids Christian Schools -<br>ENDOWMENT          | Lon L. Swartzentruber,<br>Executive Director<br>Development | 1508 Alexander S.E.,<br>Grand Rapids, MI 49506                    | \$12,000     | Education                       |
| 3  | Easter Seals                                           | Elizabeth Boyce,<br>Development Director                    | 1105 North Telegraph<br>Road, Waterford, MI<br>48328              | \$11,370     | Support and Medical<br>Research |
| 4  | Cedarville University - ENDOWMENT                      | Bill Brown, President                                       | 251 North Main,<br>Cedarville, OH 45314                           | \$10,000     | Education                       |
| 5  | Spring Arbor University -<br>ENDOWMENT                 | Danny Lacy, Director of<br>Giving                           | 106 East Main Street,<br>Spring Arbor, MI 49283                   | \$10,000     | Education                       |
| 6  | Ministry Center (Love Inc.) PLEDGE                     | Eric Morgan, Executive<br>Director                          | 1106 Fulton Street,<br>Grand Haven, MI 49417                      | \$10,000     | Homeless Women &<br>Children    |
| 7  | Grand Valley State University -<br>ENDOWMENT EXTENSION | Steven DePolo, Director<br>of Foundation Giving             | 301 Michigan Ave NE,<br>Suite 118, Grand Rapids,<br>MI 49503-3314 | \$10,000     | Education                       |
| 8  | Blue Lake Fine Arts Camp<br>(Endowment Extension)      | Bill McFarlin, Vice<br>President of Development             | 300 E. Crystal Lake Rd,<br>Twin Lake, MI 49457                    | \$10,000     | Youth / Cultural                |
| 9  | Mercy Ships - ENDOWMENT<br>EXTENSION                   | Jeff Kramer, VP of<br>Development                           | P.O. Box 2020, Garden<br>Valley, TX 75771-2020                    | \$10,000     | Medical                         |
| 10 | Muskegon Community College -<br>ENDOWMENT EXTENSION    | Tina Dee, Foundation<br>Director                            | 221 S. Quarterline Road,<br>Muskegon, MI 49442                    | \$10,000     | Education                       |
| 11 | New Era Christian School                               | Phil Morse, Principal                                       | 1901 Oak Avenue, New<br>Era, MI 49446                             | \$8,500      | Education                       |
| 12 | Four Points Center for Successful<br>Aging             | Brigit Hassig, Executive<br>Director                        | 1051 South Beacon Blvd,<br>Grand Haven, MI, 49417                 | \$7,000      | Community Support               |
| 13 | Down Syndrome Association of West<br>Michigan          | Melissa Tourtelotte,<br>Director                            | 233 E. Fulton St., STE<br>108, Grand Rapids, MI<br>49503          | \$6,000      | Programs for Disabled           |
| 14 | Grand Rapids Christian Schools                         | Lon L. Swartzentruber,<br>Executive Director<br>Development | 1508 Alexander S.E.,<br>Grand Rapids, MI 49506                    | \$5,000      | Education                       |

## Samuel L. Westerman Foundation

2013 Donations of Martha, Cameron, and Gordon Muir

|    | Donee                                                 | Contact                                             | Address                                                     | Grant Amount | Description                |
|----|-------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------|--------------|----------------------------|
| 15 | Taylor University - ENDOWMENT<br>EXTENSION            | Dr. Eugene Habecker,<br>President                   | 236 W. Reade Avenue,<br>Upland, IN 46989                    | \$5,000      | Education                  |
| 16 | Cornerstone University - ENDOWMENT<br>EXTENSION       | Todd Sytsma, Director of<br>Advancement             | 1001 East Beltline<br>Avenue NE, Grand<br>Rapids, MI 49525  | \$5,000      | Education                  |
| 17 | Love, Inc.                                            | Mark Green, Executive<br>Director                   | 1106 Fulton Street,<br>Grand Haven, MI 49417                | \$4,500      | Gen. Charitable            |
| 18 | Ebenezer Christian School                             | Lee Veldboom, Board<br>Member                       | P.O. Box 158, Ellsworth,<br>MI 49729                        | \$4,000      | Education                  |
| 19 | Livingston Christian School                           | Ted Nast, Principal                                 | 550 East Hamburg St.,<br>Pickney, MI 48169                  | \$4,000      | Religious / Education      |
| 20 | Noorthoek Academy - Grand Rapids<br>Community College | Elizabeth G. Crouch<br>Trustee                      | P.O. Box 6241, Grand<br>Rapids, MI 49516                    | \$4,000      | Education                  |
| 21 | Westside Christian Academy                            | Daryl Ounanian,<br>Principal/Founder                | 9540 Bramell, Detroit, MI<br>48239                          | \$4,000      | Religious / Education      |
| 22 | West Michigan Symphony Orchestra                      | Karen VanderZanden,<br>Director of Education        | 425 W. Western Avenue,<br>Ste. 409, Muskegon, MI<br>49440   | \$4,000      | Youth / Cultural           |
| 23 | Forgotten Man Ministries                              | Bill Cariano, Director of<br>Mission Administration | 3940 Fruit Ridge NW,<br>Grand Rapids, MI 49544              | \$3,000      | Prison Ministry            |
| 24 | Lambs Farm                                            | Dianne M. Yaconetti,<br>President and CFO           | 14245 W. Rockland<br>Road, Libertyville, IL<br>60048        | \$3,000      | Programs for Disabled      |
| 25 | Loutit District Library                               | John Martin, Director                               | 407 Columbus Ave.,<br>Grand Haven, MI 49417                 | \$3,000      | Educational                |
| 26 | Spring Hill Camps                                     | Michael Perry, President                            | P.O. Box 100, Ewart, MI<br>49631                            | \$2,000      | Camp for Youth             |
| 27 | Indian Trails Camp                                    | Tim Hileman, Executive<br>Director                  | 0-1859 Lake Michigan Dr.<br>N.W., Grand Rapids, MI<br>49534 | \$2,000      | Camp for Disabled Youth    |
| 28 | Arc of Kent County                                    | Tammy Finn, Executive<br>Director                   | 629 Michigan Ave. NE,<br>Suite D, Grand Rapids,<br>MI 49503 | \$2,000      | Advocates for the disabled |

## Samuel L. Westerman Foundation

2013 Donations of Martha, Cameron, and Gordon Muir

|    | Donee                                                            | Contact                                                               | Address                                                             | Grant Amount | Description                     |
|----|------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------------------------------------------------------|--------------|---------------------------------|
| 29 | Boy Scouts of America - Grand Rapids<br>(Gerald R. Ford Council) | Michael D. Sulgrove,<br>Scout Executive                               | 3213 Walker Avenue<br>N.W., Grand Rapids, MI<br>49544-9775          | \$2,000      | Programs for Youth              |
| 30 | Camp Blodgett                                                    | Kim Schurr, Finance<br>Director                                       | 1545 Buchanan Ave.<br>S.W., Grand Rapids, MI<br>49507               | \$2,000      | Special Needs Camp              |
| 31 | Camp Sunshine, Inc                                               | Cindy Terlouw, Executive<br>Director                                  | 430 E. Eighth St.,<br>Holland, MI 49423                             | \$2,000      | Camp for Special Needs          |
| 32 | Degage Ministries                                                | Marge Palmerlee,<br>Executive Director                                | 144 South Division,<br>Grand Rapids, MI 49503                       | \$2,000      | Religious/Charitable            |
| 33 | Faith in Action                                                  | Tammy Davison,<br>Administrative Director                             | P.O. Box 171, Spring<br>Lake, MI 49456                              | \$2,000      | Religious/Charitable            |
| 34 | Health Intervention Services (HIS)                               | Laur Schaberg, Director<br>of Advancement                             | 15 Andre S.E., Grand<br>Rapids, MI 49507                            | \$2,000      | Human Services                  |
| 35 | Holland Rescue Mission                                           | Darryl Bartlett, Executive<br>Director                                | 356 Fairbanks Avenue,<br>Holland, MI 49423                          | \$2,000      | Gen. Charitable                 |
| 36 | Lakeshore Pregnancy Center                                       | Becky Eminger, Director                                               | 700 Washington, Suite<br>130, Grand Haven, MI<br>49417              | \$2,000      | Health/Community Support        |
| 37 | Lighthouse Community Service Fund                                | Holly Johnson, President,<br>Grand Haven Area<br>Community Foundation | One South Harbor, Grand<br>Haven, MI 49417                          | \$2,000      | Civic Activities                |
| 38 | Mel Trotter Ministries                                           | Rev. Chico Daniels,<br>President & CEO                                | 225 Commerce Ave.,<br>S.W., Grand Rapids, MI<br>49503               | \$2,000      | Gen. Charitable                 |
| 39 | Muscular Dystrophy Assn. Summer<br>Camps                         | Jessica Budzynski-Stotts,<br>Camp Director                            | 678 Front Avenue N.W.,<br>Suite 265, Grand Rapids,<br>MI 49504      | \$2,000      | Support/Programs for<br>Youth   |
| 40 | Muskegon Rescue Mission                                          | Keith Newton, Executive<br>Director                                   | 1691 Peck St.,<br>Muskegon, MI 49441                                | \$2,000      | Gen. Charitable                 |
| 41 | Outdoor Discovery Center of Wildlife<br>Unlimited                | M. Bradley Klow,<br>Development Director                              | A-4214 56th Street,<br>Holland, MI 49423                            | \$2,000      | Education/Programs for<br>Youth |
| 42 | Pine Rest Christian Homes<br>Endowment Fund                      | Randall Johnson, MA,<br>Senior Development<br>Officer                 | 300 68th St., S.E., P.O.<br>Box 165, Grand Rapids,<br>MI 49501-0165 | \$2,000      | Support/Community<br>Services   |

# Samuel L. Westerman Foundation

## 2013 Donations of Martha, Cameron, and Gordon Muir

| Donee                                            | Contact                                          | Address                                                          | Grant Amount | Description           |
|--------------------------------------------------|--------------------------------------------------|------------------------------------------------------------------|--------------|-----------------------|
| 43 Salvation Army - Grand Haven                  | Jay Davis, Captain, Corps Officer                | 310 N. DeSpelder St.,<br>Grand Haven, MI 49417                   | \$2,000      | General Charitable    |
| 44 Salvation Army - Grand Rapids                 | Major Robert Mueller,<br>Kent Count Coordinator  | 1215 East Fulton, Grand<br>Rapids, MI 49503                      | \$2,000      | General Charitable    |
| 45 The Fellowship of St. James                   | James Kushiner,<br>Executive Director            | P.O. Box 410788,<br>Chicago, IL 60641                            | \$2,000      | Education / Religion  |
| 46 Tri-Cities Area Habitat for Humanity          | Beth Hanis, Executive<br>Director                | 233 Washington Avenue,<br>P.O. Box 707, Grand<br>Haven, MI 49417 | \$2,000      | Community Development |
| 47 Youth For Christ - Grand<br>Rapids/Muskegon   | Dan Kregel, Executive<br>Director                | P.O. Box 2678, Grand<br>Rapids, MI 49501                         | \$2,000      | Religious / Youth     |
| 48 Grand Haven High School (Music<br>Department) | Shirley Lemon, Music<br>Director                 | 17001 Ferris Street,<br>Grand Haven, MI 49417                    | \$2,000      | Education             |
| 49 Grand Rapids Art Museum                       | Elly Barnette-Dawson,<br>Director of Advancement | 101 Monro Center, Grand<br>Rapids, MI 49503                      | \$2,000      | Childrens Program     |
| 50 Special Olympics                              | Lois Arnold, President &<br>CEO                  | Central Michigan<br>University, Mt. Pleasant,<br>MI 48859        | \$2,000      | Program for Disabled  |
| 51 St. Jude Children's Research                  |                                                  |                                                                  | \$2,000      |                       |
| 52 Hope Hospitality & Warming Center             | Elizabeth Kelly, Executive<br>Director           | 249 Balwin Avenue,<br>Pontiac, MI 48342                          | \$2,000      | Basic Needs           |
| 53 Holland Symphony                              | Kay Walvoord, President<br>& CEO                 | P.O. Box 2685, Holland,<br>MI 49422-2685                         | \$2,000      | Education             |
| 54 Harbor Humane Society                         | John Topp, Finance<br>Manager                    | 14345 Bagly, West Olive,<br>MI 49460                             | \$1,000      | Animal Rescue         |
| 55 Adullam Ministries, Inc.                      | Fran Gonzalez, Assistant<br>to the Director      | P.O. Box 131, Whitehall,<br>MI 49461-0131                        | \$1,000      | Prison Ministry       |
| 56 Bible League International                    | Robert T. Frank,<br>President & CEO              | 1 Bible League Plaza,<br>Crete, IL 60417-9902                    | \$1,000      | Religious             |
| 57 Big Brothers/Big Sisters - Grand<br>Rapids    | Sharon L. Loughridge,<br>Executive Director      | 805 Leonard St. N.E.,<br>Grand Rapids, MI 49503-<br>1158         | \$1,000      | Programs for Youth    |

## Samuel L. Westerman Foundation

2013 Donations of Martha, Cameron, and Gordon Muir

| Donee                                                     | Contact                                  | Address                                                | Grant Amount | Description              |
|-----------------------------------------------------------|------------------------------------------|--------------------------------------------------------|--------------|--------------------------|
| 58 Boys & Girls Club of Greater Holland                   | Craig Spoelhof, Executive Director       | 435 VanRaalte Ave, Holland, MI 49423                   | \$1,000      | Programs for Youth       |
| 59 Broadway Grand Rapids                                  | Mike Lloyd, Executive Director           | 122 Lyon St. N.W., Grand Rapids, MI 49503              | \$1,000      | Youth / Cultural         |
| 60 Center for Women in Transition                         | Charisse Mitchell, Executive Director    | 411 Butternut Drive, Holland, MI 49424                 | \$1,000      | Shelter                  |
| 61 Crazy Horse Memorial                                   | Mrs. Ruth Ziolkowski, President & CEO    | 12151 Avenue of the Chiefs, Crazy Horse, SD 57730-8900 | \$1,000      | Cultural Memorial        |
| 62 D.A. Blodgett /St. John's Home                         | Sharon L. Loughridge, Executive Director | 2355 Knapp St., N.E., Grand Rapids, MI 49505           | \$1,000      | Community Support        |
| 63 First Priority of the Lakeshore                        | Randy White, Executive Director          | 834 Grant Avenue, Grand Haven, MI 49417                | \$1,000      | Community Support        |
| 64 Grand Rapids Civic Theatre                             | Nancy Brozek, Director of Development    | 30 N. Division Ave, Grand Rapids, MI 49503             | \$1,000      | Childrens Program        |
| 65 Maranatha Bible Conference                             | Mark Sumney, Executive Director          | 4759 Lake Harbour, Muskegon, MI 49441                  | \$1,000      | Saturday Night Concerts  |
| 66 National Multiple Sclerosis Society                    | Elana A. Sullivan, President             | 21311 Civic Center Drive, Southfield, MI 48076-3911    | \$1,000      | Support/Medical Research |
| 67 Panama City Music Association                          | Nancy Moore, Sponsor Chairman            | P.O. Box 133, Panama City, FL 32402                    | \$1,000      | Cultural                 |
| 68 Spectrum Health Foundation (Renucci Hospitality House) | Vicki J. Weaver, President               | 100 Michigan Street N.E., Grand Rapids, MI 49503       | \$1,000      | Medical Support          |
| 69 The Gideons International                              | Ken Thomas, President                    | P.O. Box 361, Grand Haven, MI 49417                    | \$1,000      | Religious                |
| 70 Tri-Cities Historical Museum                           | Steven Radtke, Director                  | 200 Washington Avenue, Grand Haven, MI 49417           | \$1,000      | Cultural                 |
| 71 Youth For Christ - Detroit                             | Dale Bishop, Executive Director          | P.O. Box 40801, Detroit, MI 48240                      | \$1,000      | Religious / Youth        |
| 72 Kids Hope USA                                          | George Hoogerhyde, V.P. Development      | 100 S. Pine St., Suite 280, Zeeland, MI 49464          | \$1,000      | Children's Education     |

## Samuel L. Westerman Foundation

2013 Donations of Martha, Cameron, and Gordon Muir

| Donee | Contact                                    | Address                                                                     | Grant Amount | Description        |
|-------|--------------------------------------------|-----------------------------------------------------------------------------|--------------|--------------------|
|       |                                            | First Reformed Church of Grand Haven, 301 Washington, Grand Haven, MI 49417 |              |                    |
| 73    | Worship on the Waterfront (WOW)            | Irv Boersen, Fundraising                                                    | \$1,000      | Religious          |
|       |                                            | 34834 Weyer Haeuser Way South, Federal Way, WA 98001                        | \$1,000      | Medical Support    |
| 74    | World Vision                               | Richard Stearns, CEO                                                        |              |                    |
|       |                                            | 31700 West 12 Mile Road, Suite 201, Farmington Hills, MI 48334              |              |                    |
| 75    | Rebuilding Together Oakland County         | Allen S. Kaczkowski, Executive Director                                     | \$1,000      | General Charitable |
| 76    | Calvin College                             | Kristi Potts, Director of January Series                                    | \$1,000      | Education          |
| 77    | Muskegon Civic Theatre                     | Jamie Tygrett, Education Department                                         | \$1,000      | Children's Program |
| 78    | Northwest Ottawa Chamber Foundation        | 1 South Harbor, Grand Haven, MI 49417                                       | \$1,000      | General Charitable |
| 79    | Grand Haven Community Foundation (TCAN)    | One South Harbor, Grand Haven, MI 49417                                     | \$1,000      | Education          |
|       |                                            | P.O. Box 534470, Atlanta, GA 30353-4470                                     | \$1,000      | Overseas Work      |
| 80    | Adventures in Missions                     | Seth Barnes, Executive Director                                             | \$1,000      |                    |
| 81    | Detroit Cristo Rey                         |                                                                             |              |                    |
| 82    | Grand Haven High School (Science Olympiad) | Michael Reed, Head Coach                                                    | \$500        | Education          |
| 83    | Friends of Loutit District Library         | Anne Kammarad, President                                                    | \$500        | Education          |
| 84    | Spring Lake Presbyterian Church            | Linda Trier, Assistant Chair                                                | \$500        | Children's Program |
| 85    | Girl Scouts Shore to Shore                 |                                                                             | \$380        | Youth / Cultural   |
| 86    | Helen DeVos Children's Hospital            | Vicki J. Weaver, President                                                  | \$250        | Medical            |

# **Samuel L. Westerman Foundation** 2013 Donations of Martha, Cameron, and Gordon Muir

| Donee                      | Contact                                        | Address                                          | Grant Amount     | Description |
|----------------------------|------------------------------------------------|--------------------------------------------------|------------------|-------------|
| 87 American Cancer Society | Peter M. Wege, Director                        | 129 Jefferson Ave. SE,<br>Grand Rapids, MI 49503 | \$250            | Medical     |
| 88 Messiah College         | Beth Trott-Clark, Director<br>of Annual Giving | One College Avenue,<br>Mechanicsburg, PA 17055   | \$250            | Education   |
| <b>RESERVE</b>             |                                                |                                                  |                  |             |
|                            |                                                |                                                  |                  |             |
|                            |                                                | <b>TOTAL</b>                                     | <b>\$265,000</b> |             |
|                            |                                                |                                                  |                  |             |