See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public By law, the IRS generally cannot redact the information on the form

▶ Information about Form 990 and its instructions is at www.IRS.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning 01-01-2013 , 2013, and ending 12-31-2013

B Check if applicable
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization
AGRACE HOSPICECARE FOUNDATION INC

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
5395 E Cheryl Parkway

City or town, state or province, country, and ZIP or foreign postal code
Madison, WI 53711

D Employer identification number
30-0001703

E Telephone number
(608) 276-4660

G Gross receipts $ 20,602,070

F Name and address of principal officer
LYNNE MYERS
5395 E Cheryl Parkway
Madison, WI 53711

H(a) Is this a group return for subordinates? ☐ Yes ☑ No

H(b) Are all subordinates included? ☐ Yes ☐ No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status ☑ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW AGRACE ORG

K Form of organization ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation 2001

M State of legal domicile WI

Part I Summary

1 Briefly describe the organization's mission or most significant activities
THE AGRACE HOSPICECARE FOUNDATION, INC 'S MISSION IS TO DEVELOP, STEWARD AND DISTRIBUTE CHARITABLE GIFTS FROM THE COMMUNITY TO IMPROVE QUALITY OF LIFE FOR PATIENTS AND FAMILIES (CONTINUED ON SCHEDULE O)

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	**3**	14
4	Number of independent voting members of the governing body (Part VI, line 1b)	**4**	12
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	**5**	15
6	Total number of volunteers (estimate if necessary)	**6**	241
7a	Total unrelated business revenue from Part VIII, column (C), line 12	**7a**	0
b	Net unrelated business taxable income from Form 990-T, line 34	**7b**	0

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	4,344,233	4,363,059
9	Program service revenue (Part VIII, line 2g)	0	0
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	791,260	2,199,475
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	781,679	853,685
12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	5,917,172	7,416,219
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	543,738	2,622,723
14	Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	1,298,070	1,116,483
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
b	Total fundraising expenses (Part IX, column (D), line 25) ▶685,815		
17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	414,331	406,870
18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	2,256,139	4,146,076
19	Revenue less expenses Subtract line 18 from line 12	3,661,033	3,270,143
Net Assets or Fund Balances		**Beginning of Current Year**	**End of Year**
20	Total assets (Part X, line 16)	45,574,022	21,503,532
21	Total liabilities (Part X, line 26)	150,883	424,581
22	Net assets or fund balances Subtract line 21 from line 20	45,423,139	21,078,951

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here

****** | 2014-06-19
Signature of officer | Date

LYNNE MYERS PRESIDENT/CEO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Nicole Bencik				P00756195

Firm's name ▶ CROWE HORWATH LLP | Firm's EIN ▶

Firm's address ▶ 70 West Madison Street, Suite 700, Chicago, IL 606024903 | Phone no (312) 899-7000

May the IRS discuss this return with the preparer shown above? (see instructions) ☑ Yes ☐ No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III . . . . . ☑

1 Briefly describe the organization's mission

THE AGRACE HOSPICECARE FOUNDATION, INC 'S MISSION IS TO DEVELOP, STEWARD AND DISTRIBUTE CHARITABLE GIFTS FROM THE COMMUNITY TO IMPROVE QUALITY OF LIFE FOR PATIENTS AND FAMILIES THROUGHOUT SERIOUS ILLNESS WE WORK TO ENSURE THAT EVERY INDIVIDUAL AND FAMILY RECEIVES THE BEST POSSIBLE CARE AND SUPPORT AVAILABLE, REGARDLESS OF ABILITY TO PAY

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? . . . . . ☐ Yes ☑ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? . . . . . ☐ Yes ☑ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses $ 2,029,783 including grants of $ 2,029,783) (Revenue $)

JANESVILLE INPATIENT FACILITY THE MISSION OF AGRACE'S "SHARING THE JOURNEY, BUILDING THE MEMORY" CAPITAL CAMPAIGN IS TO BUILD A FACILITY THAT WILL ACCOMMODATE ALL OF AGRACE'S EXISTING SERVICES AND ADD A NEW CAPABILITY- PROVIDING SHORT-TERM, ACUTE MEDICAL CARE FOR OUR HOSPICE PATIENTS AGRACE IS ADDRESSING THIS NEED BY BUILDING A 12-BED FREE-STANDING INPATIENT HOSPICE FACILITY AND SERVICE CENTER IN JANESVILLE, FROM WHICH WE WILL SERVE RESIDENTS OF ROCK COUNTY AND THE SURROUNDING REGION THE FACILITY IS SCHEDULED TO OPEN JULY 2014 AND WILL BE COMPLETELY FUNDED BY COMMUNITY SUPPORT

4b (Code) (Expenses $ 278,832 including grants of $ 278,832) (Revenue $)

OTHER PROGRAM SERVICES THE FOUNDATION PROVIDES GRANTS TO AGRACE HOSPICECARE, INC TO SUPPORT OTHER PROGRAM SERVICES, INCLUDING RESPITE CARE PROVIDING END-OF-LIFE CARE FOR A FAMILY MEMBER OR FRIEND CAN LEAVE CAREGIVERS FATIGUED AND STRESSED TO GIVE THEM A BREAK OF UP TO FIVE DAYS, AGRACE OFFERS RESPITE CARE FOR HOSPICE PATIENTS COMMUNITY GIFTS SUPPLEMENT INSURANCE REIMBURSEMENTS, WHICH COVER LESS THAN 25 PERCENT OF THE TOTAL COST OF RESPITE CARE WISH PROGRAM THE WISH PROGRAM HELPS OUR HOSPICE PATIENTS ACHIEVE THEIR END-OF-LIFE GOALS A WISH CAN BE SOMETHING A PATIENT COULD NOT ATTAIN DURING HIS/HER LIFE, SOMETHING HE/SHE CANNOT AFFORD OR SIMPLY A FINAL DESIRE AGRACE HAS GRANTED MORE THAN 50 PATIENT WISHES SINCE 2010 CLINICAL EDUCATION & TRAINING IT TAKES A SPECIAL COMMITMENT TO WORK WITH PATIENTS WHO ARE SERIOUSLY ILL OR DYING COMMUNITY DONATIONS ALLOW AGRACE TO FUND STAFF EDUCATIONAL OPPORTUNITIES AND PROFESSIONAL DEVELOPMENT PROGRAMS, WHICH INCREASE STAFF COMPETENCE AND RETENTION VOLUNTEER TRAINING & APPRECIATION AGRACE'S 1,000+ VOLUNTEERS SERVE IN A VARIETY OF ROLES, INCLUDING DIRECT SERVICE TO PATIENTS AND FAMILIES COMMUNITY SUPPORT FUNDS THE COMPREHENSIVE TRAINING NEEDED TO PREPARE VOLUNTEERS FOR THEIR ROLES AND ALSO FUNDS THE RECOGNITION PROGRAMS THAT SUSTAIN THEIR COMMITMENT TO SERVE IN A TYPICAL YEAR, MORE THAN 70,000 HOURS ARE VOLUNTEERED, SAVING OVER $1 5 MILLION DOLLARS PALLIATIVE MEDICINE FELLOWSHIP AGRACE IS COMMITTED TO DEVELOPING TOP-NOTCH PALLIATIVE CARE PROVIDERS IN OUR COMMUNITY COMMUNITY GIFTS SUPPORT THE HOSPICE AND PALLIATIVE MEDICINE FELLOWSHIP, A PARTNERSHIP WITH THE UW AND VETERANS HOSPITALS, THIS PROGRAM OFFERS PALLIATIVE-CARE ROTATIONS AND CONTINUING EDUCATION OPPORTUNITIES FOR PHYSICIANS IN TRAINING PATIENT ASSISTANCE FUND GRANTS USED TO ASSIST PATIENTS AND FAMILIES BY IMPROVING QUALITY OF LIFE AND FULFILLING END OF LIFE GOALS EXAMPLES INCLUDE BUYING A BURIAL DRESS OR PROVIDING A BIRTHDAY CAKE

4c (Code) (Expenses $ 214,108 including grants of $ 214,108) (Revenue $)

CARE FOR ALL (CHARITY CARE) -- EACH YEAR, DOZENS OF OUR NEIGHBORS WHO CANNOT AFFORD HOSPICE OR PALLIATIVE CARE SERVICES RECEIVE THEM AT NO COST THROUGH AGRACE'S "CARE FOR ALL" PROGRAM THOSE WE SERVE INCLUDE SOME OF OUR MOST VULNERABLE COMMUNITY MEMBERS-CHILDREN AND YOUNG ADULTS WITH NO INSURANCE, SENIORS WITHOUT CAREGIVERS, INDIVIDUALS LACKING SAFE HOUSING, AND THOSE WITH SPECIAL NEEDS

(Code) (Expenses $ 100,000 including grants of $ 100,000) (Revenue $)

COMMUNITY GRIEF SERVICES EVERY YEAR, MORE THAN 8,000 PEOPLE, INCLUDING 300 CHILDREN, GET SUPPORT FROM AGRACE'S GRIEF SERVICES TO HELP THEM COPE WITH THE DEATH OF A LOVED ONE ALTHOUGH GRIEF SUPPORT IS REQUIRED BY STATE AND FEDERAL REGULATIONS, IT IS NOT COVERED BY MEDICARE, MEDICAID OR PRIVATE INSURANCE COMMUNITY DONATIONS ENABLE US TO OFFER SPECIALIZED GRIEF SUPPORT THAT IS OPEN TO EVERYONE, FREE OF CHARGE

4d Other program services (Describe in Schedule O)

(Expenses $ 100,000 including grants of $ 100,000) (Revenue $)

4e **Total program service expenses** ▶ 2,622,723

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	Yes	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		No
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		No
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	Yes	
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI.*	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d	Yes	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		No
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		No
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		No
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I (see instructions)*	17		No
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	Yes	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19	Yes	
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	**21**	Yes	
22	Did the organization report more than $5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	**22**		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	**23**	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a*	**24a**		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	**24b**		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	**24c**		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	**24d**		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	**25a**		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	**25b**		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If so, complete Schedule L, Part II*	**26**		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	**27**		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	**28a**		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	**28b**		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	**28c**		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	**29**	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	**30**		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	**31**		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	**32**		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	**33**	Yes	
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	**34**	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	**35a**		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	**35b**		No
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	**36**		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	**37**		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	**38**	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V . . . . . ☑

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	11		
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	1		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	15		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? **Note.** If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		2b	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?		3a		No
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O*		3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a		No
b	If "Yes," enter the name of the foreign country ▶ _____ See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a	Yes	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	Yes	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		No
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?		9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		9b		
10	**Section 501(c)(7) organizations.** Enter				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O		13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?		14a		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*		14b		

Part VI **Governance, Management, and Disclosure** *For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.*

Check if Schedule O contains a response or note to any line in this Part VI . . . . . ☑

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	**1a**	14		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O				
b	Enter the number of voting members included in line 1a, above, who are independent	**1b**	12		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	**2**			No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .	**3**			No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	**4**			No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .	**5**			No
6	Did the organization have members or stockholders?	**6**		Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	**7a**		Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	**7b**			No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body?	**8a**		Yes	
b	Each committee with authority to act on behalf of the governing body?	**8b**		Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	**9**			No

Section B. Policies (*This Section B requests information about policies not required by the Internal Revenue Code.*)

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	**10a**		No
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	**10b**		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	**11a**	Yes	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	**12a**	Yes	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	**12b**	Yes	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	**12c**	Yes	
13	Did the organization have a written whistleblower policy?	**13**	Yes	
14	Did the organization have a written document retention and destruction policy?	**14**	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	**15a**		No
b	Other officers or key employees of the organization	**15b**		No
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	**16a**		No
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	**16b**		

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed ▶ WI

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply

☐ Own website ☐ Another's website ☑ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

▶ Jennifer Maurer 5395 E CHERYL PARKWAY
MADISON, WI 53711 (608) 276-4660

Part VII **Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII . . . . . ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) KEN THOMPSON CHAIR	1 00 2 00	X		X				0	0	0
(2) LOU BERNHARDT VICE CHAIR	1 00 0 00	X		X				0	0	0
(3) LYNNE MYERS PRESIDENT/CEO	5 00 35 00	X		X				0	299,732	28,859
(4) MICHAEL SMITH TREASURER	1 00 0 00	X		X				0	0	0
(5) STEVE DITULLIO SECRETARY	1 00 0 00	X		X				0	0	0
(6) GORDON DERZON DIRECTOR	1 00 2 00	X						0	0	0
(7) HUGH BOYSEN DIRECTOR	1 00 0 00	X						0	0	0
(8) JACK BOLZ DIRECTOR - PART YEAR	1 00 0 00	X						0	0	0
(9) JIM CRIPE DIRECTOR	1 00 0 00	X						0	0	0
(10) KATHY CULLEN DIRECTOR	1 00 0 00	X						0	0	0
(11) LINDA KROHN DIRECTOR	1 00 0 00	X						0	0	0
(12) LOTTIE FRANK DIRECTOR - PART YEAR	1 00 0 00	X						0	0	0
(13) PATRICK RYAN DIRECTOR	1 00 0 00	X						0	0	0
(14) PETER LUNDBERG DIRECTOR	1 00 0 00	X						0	0	0
(15) RALPH CAGLE DIRECTOR	1 00 0 00	X						0	0	0
(16) RICK LANGER DIRECTOR	1 00 0 00	X						0	0	0
(17) SUSAN RICHARDSON DIRECTOR - PART YEAR	1 00 0 00	X						0	0	0

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(18) TOM BOLGER DIRECTOR - PART YEAR	1 00 0 00	X						0	0	0
(19) TOM RAGATZ DIRECTOR - PART YEAR	1 00 0 00	X						0	0	0
(20) DAVID KOEHLER VP FOUNDATION	40 00 0 00			X				59,381	0	2,617
(21) JOYCE ZEASMAN ASSISTANT SECRETARY/VP FINANCE - PART YEAR	5 00 35 00			X				0	173,800	18,674
(22) JULIA HOUCK ASSISTANT SECRETARY/CAO	5 00 35 00			X				0	220,722	34,753
(23) MARCIA WHITTINGTON VP FOUNDATION & HOLDINGS - PART YEAR	30 00 5 00			X				37,443	0	1,578
1b **Sub-Total** . . . . . ▶										
c **Total from continuation sheets to Part VII, Section A** . . . . ▶										
d **Total (add lines 1b and 1c)** . . . . . ▶								96,824	694,254	86,481

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 0

			Yes	No
3	Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	**3**		No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	**4**	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	**5**		No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII . . . . . ☐

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns . .	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c	266,308			
	d	Related organizations . . .	1d	2,000,000			
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	2,096,751			
	g	Noncash contributions included in lines 1a-1f $		1,274,533			
	h	**Total.** Add lines 1a-1f . . . . . ▶		4,363,059			
Program Service Revenue			Business Code				
	2a			0			
	b			0			
	c			0			
	d			0			
	e			0			
	f	All other program service revenue		0	0	0	0
	g	**Total.** Add lines 2a–2f . . . . . ▶		0			
	3	Investment income (including dividends, interest, and other similar amounts) . . . . . ▶		498,920			498,920
	4	Income from investment of tax-exempt bond proceeds . . ▶		0			
	5	Royalties . . . . . ▶		0			
			(i) Real	(ii) Personal			
	6a	Gross rents					
	b	Less rental expenses					
	c	Rental income or (loss)	0	0			
	d	Net rental income or (loss) . . . . . ▶		0			
			(i) Securities	(ii) Other			
	7a	Gross amount from sales of assets other than inventory	14,773,625				
	b	Less cost or other basis and sales expenses	13,073,070				
	c	Gain or (loss)	1,700,555	0			
	d	Net gain or (loss) . . . . . ▶		1,700,555			1,700,555
Other Revenue	8a	Gross income from fundraising events (not including $ 266,308 of contributions reported on line 1c) See Part IV, line 18 . . a	32,875				
	b	Less direct expenses . . . b	91,026				
	c	Net income or (loss) from fundraising events . . ▶		-58,151			-58,151
	9a	Gross income from gaming activities See Part IV, line 19 . . . a	43,565				
	b	Less direct expenses . . . b	21,755				
	c	Net income or (loss) from gaming activities . . ▶		21,810			21,810
	10a	Gross sales of inventory, less returns and allowances . a	889,625				
	b	Less cost of goods sold . . b					
	c	Net income or (loss) from sales of inventory . . ▶		889,625			889,625
		Miscellaneous Revenue	Business Code				
	11a	OTHER REVENUE	900099	401			401
	b			0			
	c			0			
	d	All other revenue		0	0	0	0
	e	**Total.** Add lines 11a–11d . . . . . ▶		401			
	12	**Total revenue.** See Instructions . . . . . ▶		7,416,219	0	0	3,053,160

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX . . . . . ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21	2,622,723	2,622,723		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	101,020		48,265	52,755
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	804,655		384,443	420,212
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	24,288		11,604	12,684
9 Other employee benefits	119,701		57,190	62,511
10 Payroll taxes	66,819		31,924	34,895
11 Fees for services (non-employees)				
a Management	0			
b Legal	6,430		6,430	
c Accounting	7,908		7,908	
d Lobbying	0			
e Professional fundraising services See Part IV, line 17	0			
f Investment management fees	46,385		46,385	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	0	0	0	0
12 Advertising and promotion	12,085			12,085
13 Office expenses	66,673		6,654	60,019
14 Information technology	3,633		3,633	
15 Royalties . .	0			
16 Occupancy	213,458		213,458	
17 Travel	12,388			12,388
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	4,713		2,088	2,625
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	703		703	
23 Insurance	0			
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a BANK AND CREDIT CARD FEES	19,590		16,712	2,878
b DONATION DEVELOPMENT	12,763			12,763
c				
d				
e All other expenses	141	0	141	0
25 **Total functional expenses.** Add lines 1 through 24e	4,146,076	2,622,723	837,538	685,815
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X . . . . . ☑

				(A) Beginning of year		(B) End of year
Assets	1	Cash–non-interest-bearing		2,716,755	1	913,141
	2	Savings and temporary cash investments		15,533	2	
	3	Pledges and grants receivable, net		1,993,165	3	1,659,288
	4	Accounts receivable, net			4	
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		0	5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		0	6	0
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		46,956	9	32,916
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 14,700			
	b	Less accumulated depreciation	10b 6,326	9,077	10c	8,374
	11	Investments—publicly traded securities		13,305,470	11	17,034,907
	12	Investments—other securities See Part IV, line 11		0	12	0
	13	Investments—program-related See Part IV, line 11		0	13	0
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11		27,487,066	15	1,854,906
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		45,574,022	16	21,503,532
Liabilities	17	Accounts payable and accrued expenses		37,372	17	33,396
	18	Grants payable			18	
	19	Deferred revenue		16,915	19	28,362
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D			21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		0	22	0
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		96,596	25	362,823
	26	**Total liabilities.** Add lines 17 through 25		150,883	26	424,581
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☑ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		41,060,427	27	15,904,800
	28	Temporarily restricted net assets		4,278,259	28	5,047,551
	29	Permanently restricted net assets		84,453	29	126,600
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		45,423,139	33	21,078,951
	34	Total liabilities and net assets/fund balances		45,574,022	34	21,503,532

Part XI Reconcilliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI . . . . . ☑

1	Total revenue (must equal Part VIII, column (A), line 12)	1	7,416,219
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,146,076
3	Revenue less expenses Subtract line 2 from line 1	3	3,270,143
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	45,423,139
5	Net unrealized gains (losses) on investments	5	-328,451
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-27,285,880
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	21,078,951

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII . . . . . ☐

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☑ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☐ Separate basis ☑ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	Yes	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE A (Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**
▶ **Information about Schedule A (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)

9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☑ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a ☑ Type I **b** ☐ Type II **c** ☐ Type III - Functionally integrated **d** ☐ Type III - Non-functionally integrated

e ☑ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? **11g(i)**		No
(ii) A family member of a person described in (i) above? **11g(ii)**		No
(iii) A 35% controlled entity of a person described in (i) or (ii) above? **11g(iii)**		No

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A) AGRACE HOSPICECARE INC	391319537	9	Yes						592,940
Total									592,940

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 **Total support** (Add lines 7 through 10)						

12 Gross receipts from related activities, etc (see instructions) **12**

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** . . . . . ▶☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f)) **14**

15 Public support percentage for 2012 Schedule A, Part II, line 14 **15**

16a **33 1/3% support test—2013.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

b **33 1/3% support test—2012.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

17a **10%-facts-and-circumstances test—2013.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶☐

b **10%-facts-and-circumstances test—2012.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support.** (Add lines 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** ▶☐

Section C. Computation of Public Support Percentage

15	Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	
16	Public support percentage from 2012 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2013** (line 10c, column (f) divided by line 13, column (f))	17	
18	Investment income percentage from **2012** Schedule A, Part III, line 17	18	

19a **33 1/3% support tests—2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

b **33 1/3% support tests—2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶☐

Part IV **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test		
Return Reference	Explanation	

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions. ▶ Information about Schedule D (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)
☐ Preservation of land for public use (e g , recreation or education) ☐ Preservation of an historically important land area
☐ Protection of natural habitat ☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

		Held at the End of the Year
a	Total number of conservation easements	2a
b	Total acreage restricted by conservation easements	2b
c	Number of conservation easements on a certified historic structure included in (a)	2c
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ _____

(ii) Assets included in Form 990, Part X ▶ $ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a ☐ Public exhibition
- b ☐ Scholarly research
- c ☐ Preservation for future generations
- d ☐ Loan or exchange programs
- e ☐ Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table

		Amount
c	Beginning balance	1c
d	Additions during the year	1d
e	Distributions during the year	1e
f	Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII . . . . . ☐

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

		(a) Current year	(b) Prior year	b (c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance	84,453	62,026	549,776	472,208	460,319
b	Contributions	42,147	22,427		14,510	0
c	Net investment earnings, gains, and losses				66,356	11,889
d	Grants or scholarships				0	0
e	Other expenditures for facilities and programs			487,750	3,298	0
f	Administrative expenses				0	0
g	End of year balance	126,600	84,453	62,026	549,776	472,208

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment ▶
- b Permanent endowment ▶ 100 000 %
- c Temporarily restricted endowment ▶

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

		Yes	No
(i) unrelated organizations	3a(i)		No
(ii) related organizations	3a(ii)		No
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				0
b Buildings		14,700	6,326	8,374
c Leasehold improvements				0
d Equipment				0
e Other				0
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				8,374

Part VII **Investments—Other Securities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		
Total. *(Column (b) must equal Form 990, Part X, col (B) line 12)* ▶		

Part VIII **Investments—Program Related.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 13)* ▶		

Part IX **Other Assets.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11d See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) DUE FROM AFFILIATES	1,703,746
(2) BENEFICIAL INTEREST IN ASSETS HELD BY COMMUNITY FOUNDATIONS	151,160
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 15.)* . . . . . ▶	1,854,906

Part X **Other Liabilities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1 (a) Description of liability	(b) Book value
Federal income taxes	0
DUE TO AFFILIATES	362,823
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25)* ▶	362,823

2. Liability for uncertain tax positions In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☑

Part XI **Reconciliation of Revenue per Audited Financial Statements With Revenue per Return** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue Add lines **3** and **4c.** (This must equal Form 990, Part I, line 12)			5	

Part XII **Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part IX, line 25, but not on line **1:**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18)			5	

Part XIII **Supplemental Information**

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Return Reference	Explanation
Schedule D, Part V, Line 4, Intended uses of endowment funds	THE PURPOSE OF THE ENDOWMENT FUNDS ARE TO PROVIDE SUPPORT, AS NEEDED, TO AGRACE HOSPICECARE, INC , A RELATED TAX-EXEMPT ORGANIZATION
Schedule D, Part X, Line 2, FIN 48 (ASC 740) footnote	THE ORGANIZATION IS EXEMPT FROM INCOME TAXES ON INCOME FROM RELATED ACTIVITIES UNDER SECTION 501(C)(3) OF THE U S INTERNAL REVENUE CODE AND CORRESPONDING STATE TAX LAW ACCORDINGLY, NO PROVISION HAS BEEN MADE FOR FEDERAL OR STATE INCOME TAXES ADDITIONALLY, THE ORGANIZATION HAS BEEN DETERMINED NOT TO BE A PRIVATE FOUNDATION UNDER SECTION 509(A) OF THE INTERNAL REVENUE CODE U S GAAP REQUIRES THAT A TAX POSITION IS RECOGNIZED AS A BENEFIT ONLY IF IT IS "MORE LIKELY THAN NOT" THAT THE TAX POSITION WOULD BE SUSTAINED IN A TAX EXAMINATION, WITH A TAX EXAMINATION BEING PRESUMED TO OCCUR THE AMOUNT RECOGNIZED IS THE LARGEST AMOUNT OF TAX BENEFIT THAT IS GREATER THAN 50 PERCENT LIKELY OF BEING REALIZED ON EXAMINATION FOR TAX POSITIONS NOT MEETING THE "MORE LIKELY THAN NOT" TEST, NO TAX BENEFIT IS RECORDED DUE TO ITS TAX-EXEMPT STATUS, THE ORGANIZATION IS NOT SUBJECT TO U S FEDERAL INCOME TAX OR STATE INCOME TAX THE ORGANIZATION'S FORM 990 HAS NOT BEEN SUBJECT TO EXAMINATION BY THE INTERNAL REVENUE SERVICE OR THE STATE OF WISCONSIN FOR THE LAST THREE YEARS THE ORGANIZATION DOES NOT EXPECT THE TOTAL AMOUNT OF UNRECOGNIZED TAX BENEFITS TO SIGNIFICANTLY CHANGE IN THE NEXT 12 MONTHS THE ORGANIZATION RECOGNIZES INTEREST AND/OR PENALTIES RELATED TO INCOME TAX MATTERS IN INCOME TAX EXPENSE THE ORGANIZATION DID NOT HAVE ANY AMOUNTS ACCRUED FOR INTEREST AND PENALTIES AT DECEMBER 31, 2013 OR 2012

Part XIII Supplemental Information *(continued)*

Return Reference	Explanation

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE G (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

▶ **Information about Schedule G (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities Check all that apply

- **a** ☐ Mail solicitations
- **b** ☐ Internet and email solicitations
- **c** ☐ Phone solicitations
- **d** ☐ In-person solicitations
- **e** ☐ Solicitation of non-government grants
- **f** ☐ Solicitation of government grants
- **g** ☐ Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ **Yes** ☐ **No**

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization

(i) Name and address of individual or entity (fundraiser)	**(ii)** Activity	**(iii)** Did fundraiser have custody or control of contributions? Yes	No	**(iv)** Gross receipts from activity	**(v)** Amount paid to (or retained by) fundraiser listed in col **(i)**	**(vi)** Amount paid to (or retained by) organization
Total . . . . . ▶						

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

Part II **Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

		(a) Event #1 GOLF (event type)	(b) Event #2 GALA (event type)	(c) Other events 6 (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	97,370	110,165	91,648	299,183
	2 Less Contributions	91,200	92,675	82,433	266,308
	3 Gross income (line 1 minus line 2)	6,170	17,490	9,215	32,875
Direct Expenses	4 Cash prizes				0
	5 Noncash prizes				0
	6 Rent/facility costs			1,750	1,750
	7 Food and beverages	6,181	13,702		19,883
	8 Entertainment		2,500		2,500
	9 Other direct expenses	10,195	8,031	48,667	66,893
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				(91,026)
	11 Net income summary Subtract line 10 from line 3, column (d) ▶				-58,151

Part III **Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1 Gross revenue			43,565	43,565
Direct Expenses	2 Cash prizes				0
	3 Non-cash prizes			19,385	19,385
	4 Rent/facility costs				0
	5 Other direct expenses			2,370	2,370
	6 Volunteer labor	☐ Yes % ☐ No	☐ Yes % ☐ No	☑ Yes 85 % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ▶				21,755
	8 Net gaming income summary Subtract line 7 from line 1, column (d) ▶				21,810

9 Enter the state(s) in which the organization operates gaming activities WI

a Is the organization licensed to operate gaming activities in each of these states? ☑ Yes ☐ No

b If "No," explain

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☑ No

b If "Yes," explain

11

Does the organization operate gaming activities with nonmembers? . . . . . ☐ Yes ☑ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? . . . . . ☐ Yes ☑ No

13 Indicate the percentage of gaming activity operated in

a	The organization's facility	13a	%
b	An outside facility	13b	100 %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ DEBBIE BRADLEY AGRACE HOSPICECARE INC

Address ▶ 5395 E CHERYL PARKWAY
MADISON, WI 53711

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . . ☐ Yes ☑ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ $ _____ and the amount of gaming revenue retained by the third party ▶ $ _____

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶ FINANCE DEPARTMENT EMPLOYEES

Gaming manager compensation ▶ $ 0

Description of services provided ▶ ACCOUNTING AND RECORDKEEPING

☐ Director/officer ☑ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . . ☐ Yes ☑ No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ $

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

Return Reference	Explanation
SCHEDULE G, PART II, FUNDRAISING EVENTS	THE FOUNDATION'S FUNDRAISING EVENT TOTAL IS $229,967 WHICH AGREES WITH AUDITED INFORMATION AND IS THE SUM OF FORM 990, PART VIII, LINES 1C, 8C AND 9C
SCHEDULE G, PART II, LINE 11, FUNDRAISING EVENTS	THE FOUNDATION'S FUNDRAISING EVENT TOTAL ON LINE 11, COLUMN (D) EXCLUDES $266,308 OF CHARITABLE CONTRIBUTIONS WHICH IS REPORTED ON LINE 2, COLUMN (D) FUNDRAISING EVENT TOTAL INCOME, INCLUDING THIS CHARITABLE CONTRIBUTION AMOUNT PRODUCES A POSITIVE NET INCOME OF $208,157

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

Schedule I (Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990**

▶ **Information about Schedule I (Form 990) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? . . . . . ☑ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) AGRACE HOSPICECARE INC 5395 E CHERYL PKWY MADISON, WI 53711	39-1319537	501(C)(3)	592,940		N/A	N/A	TO PROVIDE FINANCIAL SUPPORT TO AGRACE HOSPICECARE, INC
(2) AGRACE HOSPICECARE HOLDINGS INC 5395 E CHERYL PKWY MADISON, WI 53711	30-0001715	501(C)(3)	2,029,783		N/A	N/A	TO PROVIDE CAPITAL CONTRIBUTION TOWARDS AGRACE HOSPICECARE HOLDINGS, INC 'S CONSTRUCTION PROJECT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . . ▶ 2

3 Enter total number of other organizations listed in the line 1 table . . . . . ▶ 0

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Schedule I, Part I, Line 2, Procedures for monitoring use of grant funds	ALL GRANT PROPOSALS ARE PRESENTED TO THE BOARD OF DIRECTORS AND THE BOARD OF DIRECTORS APPROVES ALL GRANT AWARDS AGRACE HOSPICECARE FOUNDATION INC IS OPERATED FOR THE EXCLUSIVE BENEFIT AND SUPPORT OF AGRACE HOSPICECARE INC AND AGRACE HOSPICECARE HOLDINGS INC
Schedule I, Part II, Column H, Purpose of grant or assistance	AGRACE HOSPICECARE HOLDINGS, INC , 30-0001715 TO PROVIDE CAPITAL CONTRIBUTION TOWARDS AGRACE HOSPICECARE HOLDINGS, INC 'S CONSTRUCTION PROJECT ,

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

Schedule J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, line 23.**
▶ **Attach to Form 990.** ▶ **See separate instructions.**
▶ **Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax idemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	**1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	**2**		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III ☐ Compensation committee ☐ Written employment contract ☐ Independent compensation consultant ☐ Compensation survey or study ☐ Form 990 of other organizations ☐ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	**4a**		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	**4c**		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	**5a**		No
b	Any related organization?	**5b**		No
	If "Yes," to line 5a or 5b, describe in Part III			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	**6a**		No
b	Any related organization?	**6b**		No
	If "Yes," to line 6a or 6b, describe in Part III			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		No
8	Were any amounts reported in Form 990, Part VII, paid or accured pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	**8**		No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	**9**		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1)JULIA HOUCK ASSISTANT SECRETARY/CAO	(i) (ii)	0 167,448	0 49,829	0 3,445	0 10,602	0 24,150	0 255,475	0 0
(2)LYNNE MYERS PRESIDENT/CEO	(i) (ii)	0 250,766	0 30,625	0 18,341	0 27,000	0 1,859	0 328,591	0 0
(3)JOYCE ZEASMAN ASSISTANT SECRETARY/VP FINANCE - PART YEAR	(i) (ii)	0 141,216	0 23,926	0 8,658	0 0	0 18,674	0 192,474	0 0

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II
Also complete this part for any additional information

Return Reference	Explanation
Schedule J, Part I, Line 3, Arrangement used to establish the top management official's compensation	THE ORGANIZATION RELIED ON AGRACE HOSPICECARE, A RELATED TAX-EXEMPT ORGANIZATION, TO DETERMINE THE COMPENSATION OF ITS OTHER OFFICERS AND KEY EMPLOYEES BELOW IS THE PROCESS USED BY AGRACE HOSPICECARE FOR DETERMINING COMPENSATION OF THE ORGANIZATION'S TOP MANAGEMENT OFFICIAL EACH YEAR THE ORGANIZATION GATHERS MARKET DATA FOR COMPENSATION OF THE EXECUTIVE LEADERSHIP TEAM THIS DATA INCLUDES BENCHMARKS OF NATIONAL, REGIONAL, AND LOCAL COMPENSATION THAT ARE PROVIDED FROM INDEPENDENT COMPENSATION SURVEYS IN FEBRUARY OF EACH YEAR, THE CHIEF ADMINISTRATIVE OFFICER PRESENTS THE MARKET DATA INFORMATION TO THE EXECUTIVE COMMITTEE OF THE BOARD ALONG WITH PERTINENT 990 COMPENSATION REPORTING BY SIMILAR SIZED NON-PROFIT HOSPICES BASED ON THIS INFORMATION, THE EXECUTIVE COMMITTEE OF THE BOARD APPROVES THE PAY STRUCTURE FOR THE CHIEF EXECUTIVE OFFICER FOR THE YEAR AND CONTEMPORANEOUSLY DOCUMENTS THEIR APPROVAL IN WRITING THIS PROCESS WAS COMPLETED IN JANUARY 2013, AND LAST UNDERTAKEN IN FEBRUARY 2014
Schedule J, Part I, Line 4b, Supplemental nonqualified retirement plan	LYNNE MYERS PARTICIPATED IN A 457(F) DEFERRED COMPENSATION PLAN UNDER AGRACE HOSPICECARE, INC , A RELATED ORGANIZATION NO DISTRIBUTIONS WERE MADE FROM THE PLAN DURING 2013

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.
▶Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods	X		889,625	MARKET VALUE
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	15	379,708	MARKET VALUE
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (SPECIAL EVENT RELATED ITEMS)	X	10	5,200	MARKET VALUE
26 Other ▶( )				
27 Other ▶( )				
28 Other ▶ ( )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . | 29 | 0

		Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		No
b	If "Yes," describe the arrangement in Part II		
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	Yes	
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		No
b	If "Yes," describe in Part II		
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II		

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Return Reference	Explanation
Schedule M, Part I, Explanations of reporting method for number of contributions	CLOTHING AND HOUSEHOLD GOODS AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013 THIS AMOUNT REPRESENTS A VERY HIGH NUMBER OF RELATIVELY LOW-VALUE THRIFT STORE ITEMS SECURITIES - PUBLICLY TRADED AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013 OTHER AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013
Schedule M, part I, column (b), Line 5, Number of contributions or items contributed	AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013 THIS AMOUNT REPRESENTS A VERY HIGH NUMBER OF RELATIVELY LOW-VALUE THRIFT STORE ITEMS
Schedule M, part I, column (b), Line 9, Number of contributions or items contributed	AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013
Schedule M, part I, column (b), Line other, Number of contributions or items contributed	OTHER=SPECIAL EVENT RELATED ITEMS AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Return Reference	Explanation
FORM 990, PART I, LINE 8, CONTRIBUTIONS	THE CONSOLIDATED AGRACE ENTITIES' CONTRIBUTIONS FOR 2013 ARE $5,379,679 WHICH DOESN'T INCLUDE 212,059 OF DONATED IN-KIND SERVICES THE $4,363,059 OF CONTRIBUTIONS REPORTED ON LINE 8 OF PAGE OF THIS FORM 990 DOES NOT INCLUDED DONATED MERCHANDISE SALES PROCEEDS OF $889,625 WHICH IS INCLUDED ON LINE 10 THE BALANCE OF THE $162,887 OF CONSOLIDATED CONTRIBUTIONS RELATES TO DONATIONS MADE DIRECTLY TO ONE OF THE OTHER AGRACE AFFILIATES AGRACE HOSPICECARE, INC AND AGRACE HOSPICECARE HOLDINGS

Return Reference	Explanation
FORM 990, PART I, LINE 1, MISSION (CONTINUED)	THROUGHOUT SERIOUS ILLNESS PRIORITY PROGRAMS INCLUDE FUNDING FOR HOSPICE AND PALLIATIVE CARE SERVICES FOR ANYONE IN NEED, GRIEF SERVICES FOR COMMUNITY MEMBERS, RESPITE FOR CARE PROVIDERS, HOSPICE WISH PROGRAM, VOLUNTEER TRAINING, HOSPICE AND PALLIATIVE CARE TRAINING AND EDUCATION, AND A HOST OF OTHER PROGRAMS THAT SUPPORT INDIVIDUALS AND FAMILIES IMPACTED BY END OF LIFE ALL FUNDS RAISED SUPPORT AGRACE HOSPICECARE, INC , A RELATED TAX-EXEMPT ORGANIZATION, TO ENSURE THAT EVERY INDIVIDUAL AND FAMILY RECEIVES THE BEST POSSIBLE CARE AND SUPPORT, REGARDLESS OF ABILITY TO PAY PRIORITY ACTIVITIES FOR THE AGRACE FOUNDATION INCLUDE CARE FOR ALL, A FUND TO PROVIDE HOSPICE AND PALLIATIVE CARE SERVICES AND ROOM AND BOARD FOR SOME OF OUR MOST VULNERABLE NEIGHBORS - CHILDREN AND YOUNG ADULTS WITH INADEQUATE OR NO INSURANCE, SENIORS WITHOUT CAREGIVERS, INDIVIDUALS WITHOUT SAFE HOUSING, AND PEOPLE WITH SPECIAL NEEDS THROUGH GIFTS FROM THE COMMUNITY, WE'VE NEVER TURNED AWAY A HOSPICE PATIENT WHO COULDN'T AFFORD CARE THE AGRACE FOUNDATION ALSO HELPS THOUSANDS OF PEOPLE RECEIVE GRIEF SUPPORT AND COUNSELING WHEN EXPERIENCING LOSS, FUNDS RESPITE FOR INDIVIDUALS CARING FOR LOVED ONES, GRANTS SPECIAL WISHES TO PATIENTS AND FAMILIES AT END-OF-LIFE, TRAINS VOLUNTEERS, AND INVESTS IN EDUCATION AND OTHER PROGRAMS TO ADVANCE HOSPICE AND PALLIATIVE CARE AND SUPPORT PATIENTS AND FAMILIES IN OUR COMMUNITY THE FOUNDATION RECEIVED A $2 MILLION ANONYMOUS LEAD GIFT THAT ALLOWED FOR THE GROUNDBREAKING OF THE NEW AGRACE CENTER FOR HOSPICE & PALLIATIVE CARE IN JANESVILLE THE FACILITY WILL ENABLE AGRACE TO EXPAND THE HOSPICE AND PALLIATIVE CARE SERVICES AGRACE PROVIDES IN AND AROUND ROCK COUNTY THE FINANCIAL GOAL FOR THE "SHARING THE JOURNEY, BUILDING THE MEMORY" ROCK COUNTY CAPITAL CAMPAIGN IS $6 5 MILLION AT THE CONCLUSION OF 2013, NEARLY $4 3 MILLION HAD BEEN RECEIVED THROUGH GIFTS AND PLEDGES

Return Reference	Explanation
FORM 990, PART III, LINE 1, MISSION	AGRACE HOSPICECARE FOUNDATION IS OPERATED EXCLUSIVELY FOR THE SUPPORT AND BENEFIT OF AGRACE HOSPICECARE, INC , A RELATED 501(C)(3) ORGANIZATION CARING FOR MORE THAN 600 PATIENTS PER DAY THE AGRACE HOSPICECARE FOUNDATION IS SUPPORTED BY A COMMUNITY OF DONORS WHO SHARE THE VISION OF ACCESS TO A QUALITY END-OF-LIFE JOURNEY FOR EVERYONE THE FOUNDATION'S SUPPORT HAS HELPED AGRACE HOSPICECARE BUILD INPATIENT AND RESIDENTIAL FACILITIES, ENHANCE THE BREADTH AND QUALITY OF ITS SERVICES, AND EXPAND ITS REACH TO THOSE WHO NEED AGRACE HOSPICECARE SERVICES THROUGHOUT SOUTH CENTRAL WISCONSIN, REGARDLESS OF ABILITY TO PAY IN ADDITION TO THE GRANT SUPPORT THAT THE FOUNDATION PROVIDES TO AGRACE HOSPICECARE, INC AND AGRACE HOSPICECARE HOLDINGS, INC , THE FOUNDATION HAS HELPED BUILD AND MAINTAIN AN EIGHT-MONTH OPERATING RESERVE TO ENSURE THAT AGRACE HOSPICECARE, INC HAS THE ABILITY TO SERVE PATIENTS AND FAMILIES IF FACED WITH FINANCIAL CHALLENGES

Return Reference	Explanation
FORM 990, PART V, LINE 1A, FORMS W-2	THE NUMBER OF FORMS W-2 REPORTED BY THE ORGANIZATION WERE SUBMITTED UNDER THE FEIN OF AGRACE HOSPICECARE, INC WHO SERVES AS A PAYROLL AGENT FOR THE ORGANIZATION

Return Reference	Explanation
FORM 990, PART VI, LINE 1B, NON-INDEPENDENT MEMBERS	LYNNE MYERS AND KATHY CULLEN ARE THE NON-INDEPENDENT BOARD MEMBERS MS MYERS IS NOT INDEPENDENT BY VIRTUE OF HER EMPLOYMENT MS CULLEN IS A MORE THAN 35% OWNER, BY ATTRIBUTION, OF THE CONSTRUCTION COMPANY CURRENTLY BUILDING THE JANESVILLE FACILITY THE FOUNDATION IS FUNDING THE JANESVILLE FACILITY

Return Reference	Explanation
Form 990, Part VI, Sec A, Line 6, Classes of members or stockholders	AGRACE HOSPICECARE, INC A RELATED 501(C)(3) ORGANIZATION, IS THE SOLE MEMBER OF AGRACE HOSPICECARE FOUNDATION, INC AND HAS THE AUTHORITY TO APPOINT, REMOVE, AND REPLACE ANY DIRECTOR ON FOUNDATION BOARD AGRACE HOSPICECARE, INC ALSO HAS THE SOLE AUTHORITY TO AMEND THE AGRACE HOSPICECARE FOUNDATION BYLAWS AND ARTICLES OF INCORPORATION AGRACE HOSPICECARE, INC HAS NO OTHER RESPONSIBILITIES OR VOTING RIGHTS WITH RESPECT TO THE OPERATIONS OF AGRACE HOSPICECARE FOUNDATION

Return Reference	Explanation
Form 990, Part VI, Sec A, Line 7a, Members or stockholders electing members of governing body	PLEASE SEE NARRATIVE FOR PART VI, LINE 6

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 11b, Review of form 990 by governing body	THE CONTROLLER AND CFO PERFORMED A DETAILED REVIEW OF FORM 990 AND THE RELATED SCHEDULES PRIOR TO FILING THE RETURN THIS INCLUDED VERIFICATION OF ALL AMOUNTS FOR ACCURACY AND COMPLETENESS THE FORM AND SCHEDULES WERE ALSO REVIEWED FOR CONTENT, PRESENTATION AND REASONABLENESS THE ENTIRE FORM 990 IS MADE AVAILABLE TO THE ENTIRE EXECUTIVE LEADERSHIP TEAM AND AN ENTITY SPECIFIC HIGHLIGHTS SUMMARY IS PROVIDED THE ENTIRE FORM 990 IS PROVIDED TO THE ENTIRE BOARD OF DIRECTORS PRIOR TO FILING AND IS ACCOMPANIED BY A 990 HIGHLIGHT SUMMARY THE AUDIT COMMITTEE REVIEWED THE FORM 990 AND RELATED SCHEDULES FOR REASONABLENESS REPRESENTATIVES FROM THE ACCOUNTING FIRM OF CROWE HORWATH PREPARED A DETAILED SUMMARY OF THE FORM 990 THAT WAS PRESENTED TO THE BOARD OF DIRECTORS BY CROWE HORWATH

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 12c, Conflict of interest policy	DIRECTORS, OFFICERS AND KEY EMPLOYEES (INTERESTED PERSONS) ARE REQUIRED TO ANNUALLY REVIEW THE ORGANIZATION'S CODE OF CONDUCT, INCLUDING THE CONFLICT OF INTEREST POLICY/STATEMENT INTERESTED PERSONS ARE REQUIRED TO DISCLOSE POTENTIAL OR ACTUAL CONFLICTS WITH THE ORGANIZATION IN WRITING VIA THE ANNUAL QUESTIONNAIRE DISTRIBUTED ELECTRONICALLY TO EACH INTERESTED PERSON WHEN A DISCLOSURE ARISES, THE PERSON SHALL PROMPTLY MAKE DISCLOSURE OF THE INTEREST TO THE GOVERNING BOARD OR COMMITTEE AFTER DISCLOSURE AND DISCUSSION THE INTERESTED PERSON SHALL LEAVE THE GOVERNING BOARD OR COMMITTEE MEETING WHILE THE DETERMINATION OF A CONFLICT OF INTEREST IS FURTHER DISCUSSED AND VOTED UPON BY THE REMAINING DISINTERESTED GOVERNING BOARD OR COMMITTEE MEMBERS ONCE AN ACTUAL CONFLICT OF INTEREST EXISTS WITH RESPECT TO A PARTICULAR CONTRACT, TRANSACTION OR ARRANGEMENT THE DISINTERESTED MEMBERS OF THE BOARD EXERCISE DUE DILIGENCE TO DETERMINE WHETHER SAID CONTRACT, TRANSACTION OR ARRANGEMENT IS REASONABLE THE CONFLICT OF INTEREST QUESTIONNAIRES ARE REVIEWED BY THE CONTROLLER AND GOVERNANCE COORDINATOR THE CONTROLLER AND GOVERNANCE COORDINATOR DETERMINE WHETHER A POTENTIAL CONFLICT EXISTS BASED ON THE COMPLETED QUESTIONNAIRES SUBMITTED BY EACH INTERESTED PERSON

Return Reference	Explanation
FORM 990, PART VI, LINE 15A, PROCESS USED TO ESTABLISH COMPENSATION FOR TOP MANAGEMENT OFFICIAL	THE ORGANIZATION RELIED ON AGRACE HOSPICECARE, A RELATED TAX-EXEMPT ORGANIZATION, TO DETERMINE THE COMPENSATION OF ITS OTHER OFFICERS AND KEY EMPLOYEES BELOW IS THE PROCESS USED BY AGRACE HOSPICECARE FOR DETERMINING COMPENSATION OF THE ORGANIZATION'S TOP MANAGEMENT OFFICIAL EACH YEAR THE ORGANIZATION GATHERS MARKET DATA FOR COMPENSATION OF THE EXECUTIVE LEADERSHIP TEAM THIS DATA INCLUDES BENCHMARKS OF NATIONAL, REGIONAL, AND LOCAL COMPENSATION THAT ARE PROVIDED FROM INDEPENDENT COMPENSATION SURVEYS IN FEBRUARY OF EACH YEAR, THE CHIEF ADMINISTRATIVE OFFICER PRESENTS THE MARKET DATA INFORMATION TO THE EXECUTIVE COMMITTEE OF THE BOARD ALONG WITH PERTINENT 990 COMPENSATION REPORTING BY SIMILAR SIZED NON-PROFIT HOSPICES BASED ON THIS INFORMATION, THE EXECUTIVE COMMITTEE OF THE BOARD APPROVES THE PAY STRUCTURE FOR THE CHIEF EXECUTIVE OFFICER FOR THE YEAR AND CONTEMPORANEOUSLY DOCUMENTS THEIR APPROVAL IN WRITING THIS PROCESS WAS LAST UNDERTAKEN IN FEBRUARY 2014

Return Reference	Explanation
FORM 990, PART VI, LINE 15B, PROCESS TO ESTABLISH COMPENSATION OF OFFICERS	THE ORGANIZATION RELIED ON AGRACE HOSPICECARE, A RELATED TAX-EXEMPT ORGANIZATION, TO DETERMINE THE COMPENSATION OF ITS OTHER OFFICERS BELOW IS THE PROCESS USED BY AGRACE HOSPICECARE FOR DETERMINING COMPENSATION OF THE ORGANIZATION'S OTHER OFFICERS EACH YEAR THE ORGANIZATION GATHERS MARKET DATA FOR COMPENSATION OF THE EXECUTIVE LEADERSHIP TEAM THIS DATA INCLUDES BENCHMARKS OF NATIONAL, REGIONAL, AND LOCAL COMPENSATION THAT ARE PROVIDED FROM INDEPENDENT COMPENSATION SURVEYS IN FEBRUARY OF EACH YEAR, THE CHIEF ADMINISTRATIVE OFFICER PRESENTS THE MARKET DATA INFORMATION TO THE EXECUTIVE COMMITTEE OF THE BOARD ALONG WITH PERTINENT 990 COMPENSATION REPORTING BY SIMILAR SIZED NON-PROFIT HOSPICES BASED ON THIS INFORMATION, THE EXECUTIVE COMMITTEE OF THE BOARD APPROVES THE PAY STRUCTURE FOR THE CHIEF EXECUTIVE OFFICER FOR THE YEAR AND CONTEMPORANEOUSLY DOCUMENTS THEIR APPROVAL IN WRITING THIS PROCESS WAS COMPLETED IN FEBRUARY 2013 AND LAST UNDERTAKEN IN FEBRUARY 2014

Return Reference	Explanation
Form 990, Part VI, Sec C, Line 19, Required documents available to the public	FINANCIAL STATEMENTS, GOVERNING DOCUMENTS, AND CONFLICT OF INTEREST POLICIES ARE NOT REQUIRED DISCLOSURES PURSUANT TO INTERNAL REVENUE CODE (IRC) SECTION 6104 THESE DOCUMENTS MAY BE MADE AVAILABLE TO THE PUBLIC UPON RECEIPT OF A WRITTEN REQUEST

Return Reference	Explanation
FORM 990, PART XI, LINE 9, TRANSFER OF NET ASSETS OF AFFILATE	THE TRANSFER REPRESENTS A CONSOLIDATING ACCOUNTING ADJUSTMENT OF THE INTERESTS IN THE NET ASSETS OF AFFILIATE FROM AGRACE FOUNDATION TO AGRACE HOSPICECARE, INC FROM A CONSOLIDATED PERSPECTIVE, THERE IS NO CHANGE IN FINANCIAL REPORTING

Return Reference	Explanation
Form 990 , Part XI, Line 9, Other changes in net assets or fund balances	TRANSFER OF INTEREST IN NET ASSETS OF AFFILIATES - -27326694, CHANGE IN VALUE OF ANNUITY - 81000, UNCOLLECTIBLE PLEDGES - -40186,

Return Reference	Explanation
Schedule M, part I, column (b), Line 9, Number of contributions or items contributed	AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013

Return Reference	Explanation
Schedule M, part I, column (b), Line other, Number of contributions or items contributed	OTHER=SPECIAL EVENT RELATED ITEMS AGRACE HOSPICECARE FOUNDATION, INC IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED IN 2013

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93493176008434

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
AGRACE HOSPICECARE FOUNDATION INC

Employer identification number
30-0001703

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) AGRACE HOSPICECARE THRIFT STORE LLC 5395 E CHERYL PARKWAY MADISON, WI 53711 30-0001703	THRIFT STORE	WI	889,625	117,760	NA

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	(g) No
(1) AGRACE HOSPICECARE INC 5395 E CHERYL PARKWAY MADISON, WI 53711 39-1319537	HEALTHCARE	WI	501(C)(3)	9	NA		No
(2) AGRACE HOSPICECARE HOLDINGS INC 5395 E CHERYL PARKWAY MADISON, WI 53711 30-0001715	PROPERTY HOLDING	WI	501(C)(3)	11 - Type I	AHCI		No

Part III **Identification of Related Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproprtionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

		Yes	No
Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule			
1 During the tax year, did the orgranization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties or **(iv)** rent from a controlled entity	1a		No
b Gift, grant, or capital contribution to related organization(s)	1b	Yes	
c Gift, grant, or capital contribution from related organization(s)	1c	Yes	
d Loans or loan guarantees to or for related organization(s)	1d		No
e Loans or loan guarantees by related organization(s)	1e		No
f Dividends from related organization(s)	1f		No
g Sale of assets to related organization(s)	1g		No
h Purchase of assets from related organization(s)	1h		No
i Exchange of assets with related organization(s)	1i		No
j Lease of facilities, equipment, or other assets to related organization(s)	1j		No
k Lease of facilities, equipment, or other assets from related organization(s)	1k	Yes	
l Performance of services or membership or fundraising solicitations for related organization(s)	1l	Yes	
m Performance of services or membership or fundraising solicitations by related organization(s)	1m	Yes	
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	Yes	
o Sharing of paid employees with related organization(s)	1o	Yes	
p Reimbursement paid to related organization(s) for expenses	1p	Yes	
q Reimbursement paid by related organization(s) for expenses	1q	Yes	
r Other transfer of cash or property to related organization(s)	1r	Yes	
s Other transfer of cash or property from related organization(s)	1s		No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproprtionate allocations?		(i) Code V?UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation