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Form 990-PF

Return of Private Foundation

2013

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Open to Public Inspection

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

Name of foundation WILLIAM & LISA FORD FOUNDATION		A Employer identification number 38-3441138
Number and street (or P O box number if mail is not delivered to street address) 1901 ST ANTOINE STREET 6TH FLOOR		B Telephone number (see instructions) (313) 259-7777
City or town, state or province, country, and ZIP or foreign postal code DETROIT, MI 48226		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,787,503		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	2,109,755			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	139,779	139,779		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	562,263			
	b Gross sales price for all assets on line 6a 3,897,542				
	7 Capital gain net income (from Part IV, line 2)		557,581		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	69,968	67,793		
	12 Total. Add lines 1 through 11	2,881,765	765,153		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	977	0		977
	b Accounting fees (attach schedule)	25,400	11,430		12,700
	c Other professional fees (attach schedule)	21,401	21,401		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,545	3,654		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	854	0		54
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	60,177	36,485		13,731
	25 Contributions, gifts, grants paid.	872,850			872,850
	26 Total expenses and disbursements. Add lines 24 and 25	933,027	36,485		886,581
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,948,738			
	b Net investment income (if negative, enter -0-)		728,668		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	686,652	256,147	256,147
3	Accounts receivable ► 50,000			
	Less allowance for doubtful accounts ►	15,362	50,000	50,000
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ► 50,000			
	Less allowance for doubtful accounts ► 0	0	50,000	50,000
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	4,000,298	5,248,010	8,515,370
c	Investments—corporate bonds (attach schedule)	1,687,856	1,641,739	1,675,092
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	2,778,558	3,868,072	4,237,380
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)	0	3,514	3,514
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,168,726	11,117,482	14,787,503
17	Accounts payable and accrued expenses	586	604	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	586	604	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	13,514,706	16,186,724	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	-4,346,566	-5,069,846	
30	Total net assets or fund balances (see page 17 of the instructions)	9,168,140	11,116,878	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,168,726	11,117,482	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,168,140
2	Enter amount from Part I, line 27a	2	1,948,738
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	11,116,878
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,116,878

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
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1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table			
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	557,581
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	889,547	10,503,287	0.084692
2011	648,705	11,112,246	0.058377
2010	423,406	10,396,768	0.040725
2009	676,719	9,668,393	0.069993
2008	656,894	11,724,070	0.056030

2 Total of line 1, column (d).	2	0.309817
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.061963
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	11,284,552
5 Multiply line 4 by line 3.	5	699,225
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	7,287
7 Add lines 5 and 6.	7	706,512
8 Enter qualifying distributions from Part XII, line 4.	8	886,581

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	7,287
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	7,287
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	7,287
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,606
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	14,606
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,319
11	Enter the amount of line 10 to be Credited to 2014 estimated tax	11	7,319 Refunded

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14	The books are in care of ► RODNEY P WOOD Located at ► 2000 BRUSH STREET SUITE 440 DETROIT MI	Telephone no ► (313) 961-0500 ZIP +4 ► 482262251
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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year
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16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	► Yes	✓ No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	► Yes	✓ No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	✓ Yes	► No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	✓ Yes	► No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	► Yes	✓ No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	► Yes	✓ No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?			
	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?			
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	► Yes	✓ No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	► Yes	✓ No	
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?			

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 5b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d). 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870. 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. 0				

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 <hr/>	
2 <hr/>	
3 <hr/>	
4 <hr/>	

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

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

All other program-related investments See page 24 of the instructions

3 _____

Total. Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,795,038
b	Average of monthly cash balances.	1b	301,760
c	Fair market value of all other assets (see instructions).	1c	4,359,600
d	Total (add lines 1a, b, and c).	1d	11,456,398
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,456,398
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	171,846
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,284,552
6	Minimum investment return. Enter 5% of line 5.	6	564,228

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	564,228
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,287
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	604
c	Add lines 2a and 2b.	2c	7,891
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	556,337
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	556,337
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	556,337

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	886,581
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	886,581
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	7,287
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	6	879,294
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				556,337
2 Undistributed income, if any, as of the end of 2013			0	
a Enter amount for 2012 only.		0		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.	89,484			
f Total of lines 3a through e.	89,484			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 886,581			0	
a Applied to 2012, but not more than line 2a		0		
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				556,337
e Remaining amount distributed out of corpus	330,244			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	419,728			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	419,728			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.	89,484			
e Excess from 2013.	330,244			

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

DAVID M HEMPSTEAD
1901 ST ANTOINE STREET 6TH FLOOR
DETROIT, MI 48226
(313) 259-7777

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

BRIEF LETTER, FINANCIAL STATEMENT AND COPY OF IRS DETERMINATION LETTER

c Any submission deadlines

NONE

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

AWARDS GENERALLY LIMITED TO CHARITABLE ORGANIZATIONS ALREADY FAVORABLY KNOWN TO, AND OF INTEREST TO THE SUBSTANTIAL CONTRIBUTORS OF THIS FOUNDATION NO GRANTS TO INDIVIDUALS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	872,850
b Approved for future payment				
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON, NJ 08640	N/A	PC	HOCKEY	2,000
THE HENRY FORD ESTATE 1100 LAKE SHORE ROAD GROSSE POINTE SHORES, MI 48236	N/A	PC	PROGRAM SERVICES	1,200,000
UNITED WAY FOR SOUTHEASTERN MICHIGAN 660 WOODWARD AVENUE STE 300 DETROIT, MI 48226	N/A	PC	SOCIAL INNOVATION FUND	200,000
Total			► 3b	1,402,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities.			14	139,779	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property.					
7 Other investment income.			14	69,968	
8 Gain or (loss) from sales of assets other than inventory.			18	562,263	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		772,010	
13 Total. Add line 12, columns (b), (d), and (e).			13		772,010

Part XII-B: Relationship of Activities to the Accomplishment of Exempt Purposes

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

* * * * *

2014-11-04

* * * * *

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN
P0008261

W MICHAEL PERKINS		employed	FO0082817
Firm's name ► FORD ESTATES LLC		Firm's EIN ► 26-3014408	
Firm's address ► 2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251		Phone no (313)961-0500	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
100,000 UNITS HEWLETT PACKARD CO GLOBAL NT 1 25% 9/13/2013	P		
100,000 UNITS FORD MOTOR CREDIT CO 7% 10/1/2013	P		
50,000 UNITS OCCIDENTAL SR NT 1 45% 12/13/2013	P		
COMERICA (RHB) PUBLICLY TRADED SECURITIES	P		
FROM K-1 PACIFIC FUND I, L P	P		
FROM K-1 BRUSH STREET H FUND, LLC	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,000		100,000	0
100,000		100,000	0
50,000		50,000	0
3,644,106		3,104,825	539,281
			-7,616
			22,480
3,436			3,436

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			0
			539,281
			-7,616
			22,480
			3,436

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM CLAY FORD JR	PRESIDENT AND DIRECTOR 0 25	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226	VICE PRESIDENT/DIRECTOR 0 25	0	0	0
LISA V FORD	SECRETARY 0 25	0	0	0
2000 BRUSH STREET STE 440 DETROIT, MI 48226	TREASURER 0 60	0	0	0
DAVID M HEMPSTEAD	DIRECTOR 0 25	0	0	0
1901 ST ANTOINE ST 6TH FLOOR DETROIT, MI 48226				
RODNEY P WOOD				
2000 BRUSH STREET STE 440 DETROIT, MI 48226				
ELEANOR FORD COBB				
2000 BRUSH STREET STE 440 DETROIT, MI 48226				

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

WILLIAM CLAY FORD JR

LISA V FORD

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN CANCER SOCIETY OF PUERTO RICO 566 CALLE CABO ALVERIO HATO RAY SAN JUAN, PR 009366145	N/A	PC	SCHOLARSHIP PROGRAM	25,000
ANN ARBOR HANDS ON MUSEUM 220 W ANN ST ANN ARBOR, MI 48104	N/A	PC	PROGRAM SERVICES	1,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 037554400	N/A	PC	PROGRAM SERVICES	5,000
GREENHILLS SCHOOL 850 GREENHILLS DRIVE ANN ARBOR, MI 48105	N/A	PC	PROGRAM SERVICES	5,000
HENRY FORD ESTATE 1100 LAKE SHORE ROAD GROSSE POINTE SHORES, MI 48236	N/A	PC	PROGRAM SERVICES	300,000
HENRY FORD HEALTH SYSTEM 1 FORD PLACE STE 5B DETROIT, MI 482023450	N/A	PC	BENSON FORD FUND	20,000
HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE, CT 06039	N/A	PC	PROGRAM SERVICES	5,000
LELAND STANFORD JUNIOR UNIVERSITY 326 GLAVEZ STREET STANFORD, CA 943056105	N/A	PC	THE STANFORD FUND FOR UNDERGRADUATE EDUCATION	5,000
MICHIGAN ENVIRONMENTAL COUNCIL 602 WIONIA STREET LANSING, MI 48933	N/A	PC	PROGRAM SERVICES	1,000
MICHIGAN STATE UNIVERSITY SPARTAN WAY 535 CHESTNUT ROAD ROOM 300 EAST LANSING, MI 48824	N/A	PC	THE COLLEGE OF VETERINARY MEDICINE	1,000
MICHIGAN WOLVES-HAWKS SOCCER CLUB 30990 WIXOM ROAD WIXOM, MI 48393	N/A	PC	PROGRAM SERVICES	20,000
NATIONAL CENTER FOR LEARNING DISABILITIES 381 PARK AVENUE SOUTH SUITE 1401 NEW YORK, NY 100168806	N/A	PC	36TH ANNUAL BENEFIT DINNER	10,000
PRIDE IN PRINCETON HOCKEY 330 ALEXANDER STREET PRINCETON, NJ 08540	N/A	PC	PROGRAM SERVICES	26,000
PRINCETON RUGBY ENDOWMENT FUND 330 ALEXANDER STREET PRINCETON, NJ 08640	N/A	PC	PROGRAM SERVICES	25,000
PRINCETON UNIVERSITY BOX 46 PRINCETON, NJ 085430046	N/A	PC	CLASS OF 1979 AND CLASS OF 1982	40,000
Total			► 3a	872,850

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PRINCETON VARSITY CLUB ENDOWMENT FUND 330 ALEXANDER STREET PRINCETON, NJ 08540	N/A	PC	PROGRAM SERVICES PROGRAM SERVICES	5,000
SIGMA GAMMA ASSOCIATION 80 S DEEPLANDS ROAD GROSSE POINTE SHORES, MI 48236	N/A	PC	MISTLETOE MAGIC	1,000
SPIRIT ROCK MEDITATION CENTER PO BOX 169 5000 SIR FRANCIS DRAKE BLVD WOODACRE, CA 94973	N/A	PC	PROGRAM SERVICES	35,000
SPIRIT ROCK MEDITATION CENTER PO BOX 169 5000 SIR FRANCIS BLVD WOODACRE, CA 94973	N/A	PC	SPIRIT ROCK TEACHER'S FUND	50,000
SUPERIOR LAND PRESERVATION SOCIETY PO BOX 130041 ANN ARBOR, MI 48113	N/A	PC	PROGRAM SERVICES	10,000
TELLURIDE ACADEMY PO BOX 2255 TELLURIDE, CO 81435	N/A	PC	PROGRAM SERVICES	1,000
THE ARK 1955 PAULINE SUITE 200 ANN ARBOR, MI 48103	N/A	PC	PROGRAM SERVICES	100,500
THE CHILDREN'S CENTER 79 ALEXANDRINE WEST DETROIT, MI 48201	N/A	PC	2013 POWER OF POSSIBILITIES BREAKFAST	35,000
THE HENRY FORD 20900 OAKWOOD BOULEVARD DEARBORN, MI 481245029	N/A	PC	PROGRAM SERVICES	20,000
THE HUNDRED CLUB OF DETROIT PO BOX 1018 FENTON, MI 48430	N/A	PC	PROGRAM SERVICES	350
THE HURON RIVER WATERSHED COUNCIL 1100 NORTH MAIN STREET SUITE 210 ANN ARBOR, MI 48104	N/A	PC	PROGRAM SERVICES	15,000
THE IVY CLUB - 1879 FOUNDATION 43 PROSPECT AVE PRINCETON, NJ 08540	N/A	PC	PROGRAM SERVICES	1,000
UNITED WAY FOR SOUTHEASTERN MICHIGAN 660 WOODWARD AVENUE STE 300 DETROIT, MI 48226	N/A	PC	PROGRAM SERVICES	100,000
UNIVERSITY OF MICHIGAN - DEPRESSION CENTER 3003 SOUTH STATE STREET SUITE 8000 ANN ARBOR, MI 481091288	N/A	PC	DEPRESSION ON CAMPUS CONFERENCE	10,000
Total			► 3a	872,850

2013

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

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

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.**Name of the organization**

WILLIAM & LISA FORD FOUNDATION

Employer identification number

38-3441138

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

WILLIAM & LISA FORD FOUNDATION

Employer identification number

38-3441138

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM C FORD JR 2000 BRUSH STREET SUITE 440 DETROIT, MI 482262251	\$ 2,109,755	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

WILLIAM & LISA FORD FOUNDATION

Employer identification number

38-3441138

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	265,000 SHS FORD COMMON	\$ 4,405,625	2013-12-13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization WILLIAM & LISA FORD FOUNDATION			Employer identification number 38-3441138
Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once. See instructions) ► \$ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—		—	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—		—	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—		—	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—		—	

TY 2013 Accounting Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	25,400	11,430		12,700

TY 2013 General Explanation Attachment

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Identifier	Return Reference	Explanation
SERVICES ACCEPTED FROM A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(3)	FORD ESTATES, LLC (2000 BRUSH ST , SUITE 440, DETROIT, MICHIGAN 48226-2251), IS A BUSINESS OFFICE MAINTAINED FOR, AND AT THE EXPENSE OF, VARIOUS MEMBERS OF THE FORD FAMILY WHO, WITH RESPECT TO THIS FUND, ARE "DISQUALIFIED PERSONS", INCLUDING PARTICULARLY WILLIAM CLAY FORD, JR , LISA V FORD AND ELEANOR FORD COBB FORD ESTATES, LLC SUPPLIES ACCOUNTING SERVICES AND OFFICE SERVICES (COLLECTING INCOME, DISTRIBUTION OF CONTRIBUTIONS, MAINTENANCE OF ACCOUNTS AND RECORDS, HANDLING CORRESPONDENCE, PREPARATION OF TAX RETURNS AND ANNUAL REPORTS, AND SIMILAR MATTERS) PERTAINING TO THE OFFICE OF TREASURER SUCH SERVICES ARE PERFORMED BY RODNEY P WOOD AND BY OTHERS IN FORD ESTATES, LLC UNDER HIS SUPERVISION NO COMPENSATION IS PAID BY THE WILLIAM & LISA FORD FOUNDATION DIRECTLY TO RODNEY P WOOD AS COMPENSATION FOR HIS SERVICES IN ANY OF THE CAPACITIES LISTED ABOVE OR OTHERWISE DURING 2013, WILLIAM & LISA FORD FOUNDATION PAID \$25,400 TO FORD ESTATES, LLC FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH

Identifier	Return Reference	Explanation
COMPENSATION PAID TO A DISQUALIFIED PERSON	PART VII-B, QUESTION 1A(4)	DAVID M HEMPSTEAD, LISTED AS SECRETARY, IS A PARTNER IN THE LAW FIRM OF BODMAN LLP, 1901 ST ANTOINE STREET, 6TH FLOOR, DETROIT, MICHIGAN 48226, WHICH FIRM ACTS AS THE ATTORNEYS FOR THE WILLIAM & LISA FORD FOUNDATION. MR. HEMPSTEAD IS THE PERSON IN THE FIRM PRINCIPALLY CONCERNED WITH SUCH LEGAL SERVICES TO THE FUND, BUT OTHERS IN THE FIRM ALSO RENDER LEGAL SERVICES TO THE FUND UNDER HIS SUPERVISION. THE TIME SPENT BY MR. HEMPSTEAD STRICTLY IN THE LISTED OFFICIAL CAPACITIES CANNOT READILY BE SEPARATED FROM THAT SPENT IN PERFORMING THE LEGAL SERVICES REFERRED TO. DURING 2013, THE WILLIAM & LISA FORD FOUNDATION PAID \$977 TO SAID ATTORNEY'S FOR FEES (AND EXPENSES) FOR THE SERVICES REFERRED TO IN THIS PARAGRAPH.

TY 2013 Investments Corporate Bonds Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100,000 UNITS UNITED PARCEL SERVICE 3.875% 04/01/2014	101,644	100,827
500,000 UNITS FORD MOTOR CREDIT CO 8.7% 10/01/2014	522,255	529,310
200,000 UNITS FORD MOTOR CREDIT CO LLC 12% 5/15/15	220,314	229,532
100,000 UNITS LILLY ELI & CO 5.2% 03/15/2017	110,624	111,662
100,000 UNITS HEWLETT PACKARD CO GLBL NT 1.25% 9/13/13	0	0
100,000 UNITS FORD MOTOR CREDIT CO 7% 10/01/2013	0	0
50,000 UNITS OCCIDENTAL PETROLEUM COR NOTE 1.45% 12/13/2013	0	0
150,000 UNITS MERCK & CO NOTE 2.25% 01/15/2016	155,696	154,950
100,000 UNITS KELLOGG CO NOT 1.875% 11/17/2016	101,946	101,716
150,000 UNITS CVS CAREMARK CORPORATION 5.75% 06/01/2017	171,815	170,116
150,000 UNITS AMGEN INC SR NT 2.3% 6/15/2016	154,374	154,655
100,000 UNITS LOCKHEED MARTIN CORP NOTE 2.125% 9/15/2016	103,071	102,599
ACCRUED INTEREST	0	19,725

**TY 2013 Investments Corporate
Stock Schedule**

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250 SHS AGRIMIUM INC	18,286	22,870
600 SHS ALLERGAN INC	0	0
1,000 SHS AMERICAN EXPRESS CR	0	0
250 SHS APPLE COMPUTER INC	4,869	140,255
2,000 SHS AQUA AMERICA INC	0	0
800 SHS BOEING CO	49,860	109,192
1,500 SHS BRISTOL MYERS SQUIBB CO	30,607	79,725
1,000 SHS CATERPILLAR INC	22,614	90,810
250 SHS CF INDUSTRIES HOLDINGS INC	41,490	58,260
1,400 SHS CHURCH & DWIGHT CO INC	57,955	92,792
3,000 SHS COCA COLA CO	0	0
800 SHS COSTCO WHOLESALE CORP	39,423	95,216
500 SHS DEERE & CO	0	0
1,000 SHS DISNEY WALT CO	33,764	76,400
850 SHS EDWARDS LIFESCIENCES CORP	71,954	55,896
850 SHS EXXON MOBIL CORPORATION	74,837	86,020
100 SHS GOOGLE INC-CL A	48,499	112,071
800 SHS HOME DEPOT INC	28,735	65,872
2,500 SHS KINDER MORGAN INC	0	0
600 SHS LINDSAY MANUFACTURING CO	0	0
500 SHS MCDONALDS CORP	0	0
800 SHS MONSANTO CO	49,331	93,240
250 SHS MOSAIC COMPANY	13,390	11,817
1,000 SHS NATIONAL OILWELL VARCO	74,772	79,530
2,000 SHS ORACLE CORPORATION	0	0
450 SHS PERRIGO CO	68,492	69,057
850 SHS PLUM CREEK TIMBER CO INC	35,135	39,533
600 SHS UNION PACIFIC CORP	36,094	100,800
500 SHS VALMONT INDUSTRIES	59,758	74,560
500 SHS VISA INC - CLASS A SHARES	43,102	111,340

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,500 SHS WELLS FARGO & CO	38,442	68,100
4,000 SHS WEYERHAEUSER	0	0
500 SHS CNH GLOBAL NV	0	0
700 SHS DIAGEO PLC SPNSRD ADR NEW	53,881	92,694
2,000 SHS NESTLE SA REP RG SH ADR	0	0
300 SHS QUIMICA Y MINERA CHIL - SP ADR	0	0
300 SHS SYNGENTA AG ADR	0	0
1,300 SHS AMERICAN TOWER CORP	0	0
2,600 SHS AMERICAN WATER WORKS INC	72,419	109,876
500 SHS AT&T (NEW)	0	0
2,500 SHS BARRICK GOLD CORP	0	0
600 SHS CUMMINS INC	61,182	84,582
800 SHS ECOLAB INC	49,971	83,416
1,600 SHS ENBRIDGE INC	66,078	69,888
300 SHS EQUINIX INC	0	0
2,500 SHS FREEPORT-MCMORAN COPPER B	89,098	94,350
1,150 SHS HAIN CELESTIAL GROUP INC	56,738	104,397
350 SHS IBM CORP	69,411	65,650
1,000 SHS IMPERIAL OIL LTD	46,253	44,230
650 SHS LOCKHEED MARTIN CORP	64,554	96,629
1,000 SHS NIKE INC CL B	49,599	78,640
1,000 SHS PEABODY ENERGY CORP	0	0
500 SHS PETSMART INC	0	0
1,300 SHS PRUDENTIAL FINANCIAL INC	75,337	119,886
1,000 SHS QUALCOMM INC	0	0
300 SHS SHERWIN-WILLIAMS CO	45,122	55,050
3,000 SHS SUNCOR ENERGY INC	0	0
2,250 SHS CANADIAN NATURAL RESOURCES	70,344	76,140
1,600 SHS RIO TINTO PLC	77,581	90,288
2,500 SHS SEADRILL LTD	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4,000 SHS STATOIL ASA-SPON ADR	0	0
1,000 SHS TELENO ASA	59,779	71,503
3,500 SHS TELSTRA CORPORATION	71,013	82,198
265,000 SHS FORD COMMON	2,109,755	4,088,950
2,000 SHS ABBOTT LABS COM	73,556	76,660
100 SHS AMERCO	22,392	23,784
1,000 SHS APACHE CORP	86,791	85,940
900 SHS CBS CORP - CLASS B	52,731	57,366
900 SHS CERNER CORP	39,532	50,166
600 SHS CHUBB CORP	56,725	57,978
3,000 SHS DELTA AIR LINES INC	63,889	82,410
2,200 SHS GENERAL ELECTRIC CO	51,172	61,666
800 SHS GILEAD SCIENCES INC	53,772	60,080
1,400 SHS HESS CORP	97,258	116,200
1,200 SHS JARDEN CORP	48,922	73,620
250 SHS MICROSOFT COMPANY	56,565	56,115
100 SHS NETFLIX INC	33,790	36,817
1,000 SHS OCCIDENTAL PETROLEUM CORP	90,305	95,100
1,000 SHS STARBUCKS CORP	56,535	78,390
400 SHS STARWOOD HOTELS & RESORTS	29,829	31,780
2,000 SHS TOLL BROTHERS INC	68,911	74,000
1,000 TWITTER INC	43,384	63,650
1,000 SHS POTASH CORP SASK INC	42,956	32,960
1,500 SHS VODAFONE GROP PLC SP ADR (OLD)	49,471	58,965

TY 2013 Investments - Other Schedule

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PACIFIC FUND I, LP - 2.1831%	AT COST	2,826,475	3,167,858
BRUSH STREET H FUND, LP - .3612598%	AT COST	1,041,597	1,069,522

TY 2013 Legal Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	977	0		977

TY 2013 Other Assets Schedule

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PURCHASED INTEREST	0	195	195
FEDERAL EXCISE TAX RECEIVABLE	0	3,319	3,319

TY 2013 Other Expenses Schedule

Name: WILLIAM & LISA FORD FOUNDATION

EIN: 38-3441138

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MICHIGAN ANNUAL REPORT	20	0		20
COMERICA BANK FEE	34	0		34
MISCELLANEOUS EXPENSE	800	0		0

TY 2013 Other Income Schedule

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 PACIFIC FUND I, LP	55,533	55,533	55,533
FROM K-1 BRUSH STREET H FUND, LLC	14,435	12,260	14,435

TY 2013 Other Professional Fees Schedule

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES (COMERICA ICIA)	55	55		0
INVESTMENT MANAGEMENT FEES (COMERICA RHB BOND)	4,373	4,373		0
INVESTMENT MANAGEMENT FEES (COMERICA RHB)	16,973	16,973		0

TY 2013 Taxes Schedule

Name: WILLIAM & LISA FORD FOUNDATION**EIN:** 38-3441138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX - RHB	3,654	3,654		0
FEDERAL EXCISE TAX	7,287	0		0
UNRELATED BUSINESS TAX	604	0		0