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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation Rogers Foundation		A Employer identification number 47-6026897
Number and street (or P O box number if mail is not delivered to street address) 1311 M Street, Suite A	Room/suite	B Telephone number (402) 477-3725
City or town, state or province, country, and ZIP or foreign postal code Lincoln, NE 68508-2539		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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 type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,596,275.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,167.	1,167.		Statement 2
4 Dividends and interest from securities		442,943.	439,105.		Statement 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		674,822.			Statement 1
b Gross sales price for all assets on line 6a 1,293,348.					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		534,305.	479,900.		Statement 4
12 Total. Add lines 1 through 11		1,653,237.	1,578,482.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 5		33,250.	16,625.		16,625.
c Other professional fees					
17 Interest					
18 Taxes Stmt 6		31,486.	503.		0.
19 Depreciation and depletion					
20 Occupancy		6,600.	6,600.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		7,309.	6,929.		380.
24 Total operating and administrative expenses. Add lines 13 through 23		78,645.	30,657.		17,005.
25 Contributions, gifts, grants paid		574,165.			574,165.
26 Total expenses and disbursements. Add lines 24 and 25		652,810.	30,657.		591,170.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,000,427.			
b Net investment income (if negative, enter -0-)			1,547,825.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash -non-interest-bearing			
	2 Savings and temporary cash investments	348,125.	277,506.	277,506.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use	6,000.	6,000.	6,000.
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 8	969,020.	747,358.	784,048.
	b Investments - corporate stock Stmt 9	2,869,778.	4,106,472.	9,395,062.
	c Investments - corporate bonds Stmt 10	1,194,440.	1,000,210.	1,070,375.
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	-253,138.	22,132.	63,284.
	14 Land, buildings, and equipment: basis ▶ 1,894.			
	Less: accumulated depreciation Stmt 12 ▶ 1,894.			
	15 Other assets (describe ▶ Statement 13)	870.	0.	0.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,135,095.	6,159,678.	11,596,275.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Excise tax payable)	0.	24,983.	
	23 Total liabilities (add lines 17 through 22)	0.	24,983.	
	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	2,444,233.	2,444,233.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,690,862.	3,690,462.	
	30 Total net assets or fund balances	5,135,095.	6,134,695.	
	31 Total liabilities and net assets/fund balances	5,135,095.	6,159,678.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,135,095.
2 Enter amount from Part I, line 27a	2	1,000,427.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,135,522.
5 Decreases not included in line 2 (itemize) ▶ Nondeductible partnership expenses	5	827.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,134,695.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,293,348.		635,128.	658,220.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			658,220.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	658,220.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	561,669.	11,983,176.	.046871
2012	544,493.	11,385,399.	.047824
2011	503,329.	11,042,192.	.045582
2010	460,165.	10,218,987.	.045030
2009	546,706.	9,296,407.	.058808

2 Total of line 1, column (d)	2	.244115
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	.048823
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	12,694,344.
5 Multiply line 4 by line 3	5	619,776.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,478.
7 Add lines 5 and 6	7	635,254.
8 Enter qualifying distributions from Part XII, line 4	8	591,170.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	30,957.
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	30,957.
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	30,957.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	6,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	26.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	24,983.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► <u>Rex Marquart</u> Telephone no. ► <u>402-477-3725</u> Located at ► <u>1311 M Street, Suite A, Lincoln, NE</u> ZIP+4 ► <u>68508</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 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 2014.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Rex Marquart 4130 Normal Blvd Lincoln, NE 68506	President & Treasurer 4.00	0.	0.	0.
Kuulei M Marquart 4130 Normal Blvd Lincoln, NE 68506	Vice-President & Secretary 1.00	0.	0.	0.
Mary Kay Jones 1311 M Street Lincoln, NE 68508	Vice-President 1.00	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2014)

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	12,635,705.
b	Average of monthly cash balances	1b	251,954.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,887,659.
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	12,887,659.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	193,315.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,694,344.
6	Minimum investment return. Enter 5% of line 5	6	634,717.

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	634,717.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	30,957.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,957.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	603,760.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	603,760.
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	603,760.

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	591,170.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	591,170.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	591,170.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				603,760.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			574,141.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 591,170.				
a Applied to 2013, but not more than line 2a			574,141.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				17,029.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				586,731.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 14

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
American Lung Association 8990 West Dodge Road, Suite 226 Omaha, NE 68114	None	Exempt	Charitable Contribution	10,000.
Angels Among Us 11918 Poppleton Plaza, Suite 2 Omaha, NE 68144	None	Exempt	Charitable Contribution	5,000.
Boy Scouts of America - Cornhusker Council 600 S. 120th Street, P.O. Box 269 Walton, NE 68461	None	Exempt	Charitable Contribution	10,000.
Bright Lights, Inc 5561 South 48th Street, Ste 220 Lincoln, NE 68516	None	Exempt	Charitable Contribution	20,000.
Bryan LGH Foundation 1600 S 48th Street Lincoln, NE 68506	None	Exempt	Charitable Contribution	10,000.
Total	See continuation sheet(s) ▶ 3a			574,165.
b Approved for future payment				
None				
Total	▶ 3b			0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?


☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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


Signature of officer or trustee

5-1-15
Date

President

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Brian Runge

Preparer's signature

E. D. J.

Date _____

5/1/15

Check ☐ if self-employed

PTIN

P00249573

Firm's name ► DANA F COLE & COMPANY, LLP

Firm's EIN ► 47-0526649

Firm's address ► 1248 O STREET SUITE 500
LINCOLN, NE 68508

Phone no. **402-479-9300**

Form 990-PF (2014)

Rogers Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Kinder Morgan Inc	P	12/02/14	12/02/14
b Verizon Communications	P	02/27/14	02/27/14
c Federal Home Ln Mtg Corp	P	06/14/10	06/16/14
d Kinder Morgan Energy Partners LP	P	07/03/01	12/02/14
e Saunders Cnty Neb Sch Dist	P	07/31/09	08/06/14
f Tennessee Vy Auth	P	05/10/10	01/07/14
g US Bk Natl Assn	P	08/06/08	10/30/14
h Lehman Brthrs Liquidation Distr	P	Various	04/03/14
i Lehman Brthrs Liquidation Distr	P	Various	10/02/14
j Capital Gain from passthrough AllianceBernstein H	P	Various	12/31/14
k Capital Gain from passthrough AllianceBernstein H	P	Various	12/31/14
l Section 1231 Gain from passthrough Kinder Morgan	P	Various	12/31/14
m Teradata Corporation	P	09/30/07	07/17/14
n Settlement Fund Distribution	P	Various	02/14/14
o Capital Gains Dividends			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 25.			25.
b 41.			41.
c 100,000.		100,006.	-6.
d 853,459.		201,950.	651,509.
e 120,000.		121,656.	-1,656.
f 95,000.		95,006.	-6.
g 100,000.		99,224.	776.
h 9,631.		9,631.	0.
i 6,995.		6,995.	0.
j 65.			65.
k 182.			182.
l		660.	-660.
m 26.			26.
n 11.			11.
o 7,913.			7,913.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			25.
b			41.
c			-6.
d			651,509.
e			-1,656.
f			-6.
g			776.
h			0.
i			0.
j			65.
k			182.
l			-660.
m			26.
n			11.
o			7,913.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	658,220.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Capital Humane Society 2320 Park Blvd. Lincoln, NE 68502	None	Exempt	Charitable Contribution	5,000.
Cedars Home for Children Foundation 6601 Pioneers Blvd. Lincoln, NE 68521	None	Exempt	Charitable Contribution	25,000.
Center for People in Need, Inc. 3901 N 27th Street, Unit 1 Lincoln, NE 68521	None	Exempt	Charitable Contribution	15,000.
Child Advocacy Center 233 South 10th Street Lincoln, NE 68508	None	Exempt	Charitable Contribution	5,000.
Children's Hospital & Medical Foundation 8401 W Dodge Road, Ste 120 Omaha, NE 68114	None	Exempt	Charitable Contribution	10,000.
City Impact Reading Center 400 N 27th Street Lincoln, NE 68503	None	Exempt	Charitable Contribution	15,000.
Clinic with a Heart, Inc. PO Box 22851 Lincoln, NE 68542	None	Exempt	Charitable Contribution	7,500.
Contributions from Passthrough K-1 AllianceBernstein Holding LP 1345 Avenue of the Americas New York, NY 10105	None	Exempt	Charitable Contribution	15.
Crohn & Colitis Foundation of American - NE Chapter 7024 Culwells Court Lincoln, NE 68516	None	Exempt	Charitable Contribution	3,000.
Food Bank of Lincoln 4840 Doris Bair Circle, Ste A Lincoln, NE 68504	None	Exempt	Charitable Contribution	25,000.
Total from continuation sheets				519,165.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Friendship Home PO Box 85358 Lincoln, NE 68501	None	Exempt	Charitable Contribution	15,000.
Girl Scouts Spirit of Nebraska 8230 Beechwood Dr. Lincoln, NE 68510	None	Exempt	Charitable Contribution	10,000.
Good Neighbor Community Center 2617 'Y' Street Lincoln, NE 68503	None	Exempt	Charitable Contribution	10,000.
Junior Achievement of Lincoln 285 South 68th St. Place, Ste. 580 Lincoln, NE 68510	None	Exempt	Charitable Contribution	2,500.
Kearney County Community Hospital Medical Foundation 727 E 1st St. Minden, NE 68959	None	Exempt	Charitable Contribution	13,000.
Leadership Lincoln, Inc. 920 O Street Ste. 300 Lincoln, NE 68508	None	Exempt	Charitable Contribution	1,150.
Lighthouse 2601 'N' Street Lincoln, NE 68510	None	Exempt	Charitable Contribution	15,000.
Lincoln Children's Museum 1420 P Street Lincoln, NE 68508	None	Exempt	Charitable Contribution	25,000.
Lincoln Children's Zoo 1222 S 27th Street Lincoln, NE 68502	None	Exempt	Charitable Contribution	20,000.
Lincoln Municipal Band 315 S. 9th Street, Suite 110 Lincoln, NE 68508	None	Exempt	Charitable Contribution	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Lincoln Symphony Orchestra 233 S 13th Street, Ste 1702 Lincoln, NE 68508	None	Exempt	Charitable Contribution	10,000.
Lincoln/Lancaster County Crime Stoppers, Inc P.O. Box 82474 Lincoln, NE 68501	None	Exempt	Charitable Contribution	15,000.
LUX Center for the Arts 2601 N. 48th Street Lincoln, NE 68504	None	Exempt	Charitable Contribution	10,000.
Madonna Foundation 5401 South Street Lincoln, NE 68506	None	Exempt	Charitable Contribution	20,000.
Matt Talbot Kitchen and Outreach P.O. Box 89035 Lincoln, NE 68501	None	Exempt	Charitable Contribution	25,000.
Mayo Clinic Foundation 200 First Street SW Rochester, MN 55905	None	Exempt	Charitable Contribution	10,000.
Milkworks 5930 South 58th Street, Ste W Lincoln, NE 68516	None	Exempt	Charitable Contribution	10,000.
Mourning Hope 4919 Baldwin Ave Lincoln, NE 68504	None	Exempt	Charitable Contribution	10,000.
Nebraska Brass 216 No 11th Street, Ste 202 Lincoln, NE 68508	None	Exempt	Charitable Contribution	2,500.
Nebraska Jazz Orchestra 315 S. 9th Street, Suite 110 Lincoln, NE 68508	None	Exempt	Charitable Contribution	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Nebraska Lutheran Outdoor Ministries 27416 Ranch Road Ashland, NE 68003	None	Exempt	Charitable Contribution	10,000.
Nebraska Trumpet Ensemble 315 S. 9th Street-Ste 110 Lincoln, NE 68508	None	Exempt	Charitable Contribution	2,000.
Nebraska Wesleyan University 5000 St. Paul Ave Lincoln, NE 68504	None	Exempt	Charitable Contribution	10,000.
People's City Mission P.O. Box 80636 Lincoln, NE 68501	None	Exempt	Charitable Contribution	10,000.
Southeast YMCA 1235 N Street, 2nd Floor Lincoln, NE 68508	None	Exempt	Charitable Contribution	25,000.
Spring Creek Prairie Audubon Center PO Box 117 Denton, NE 68339	None	Exempt	Charitable Contribution	10,000.
St. Elizabeth Foundation 6900 L Street, Ste 100 Lincoln, NE 68510	None	Exempt	Charitable Contribution	10,000.
St. Monica's Behavioral Health Center 120 Wedgewood Drive Lincoln, NE 68510	None	Exempt	Charitable Contribution	10,000.
Tabitha Foundation 4720 Randolph Street Lincoln, NE 68510	None	Exempt	Charitable Contribution	20,000.
The Groundwater Foundation PO Box 22558 Lincoln, NE 68542	None	Exempt	Charitable Contribution	10,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
The Landing at Williamsburg Village 3500 Faulkner Drive Lincoln, NE 68516	None	Exempt	Charitable Contribution	5,000.
The Salvation Army 2625 Potter Street Lincoln, NE 68503	None	Exempt	Charitable Contribution	20,000.
Univ. of NE Foundation 1010 Lincoln Mall, Suite 300 Lincoln, NE 68508	None	Exempt	Charitable Contribution	20,000.
Upland FACES Rally - National Cranio Facial Assn 573 Belfield Street Upland, NE 68981	None	Exempt	Charitable Contribution	5,000.
Volunteer Partners 215 Centennial Mall Ste 340 Lincoln, NE 68508	None	Exempt	Charitable Contribution	5,000.
Total from continuation sheets				

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Kinder Morgan Inc	Purchased	12/02/14	12/02/14	
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
25.	0.	0.	0.	25.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Verizon Communications	Purchased	02/27/14	02/27/14

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
41.	0.	0.	0.	41.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Federal Home Ln Mtg Corp	Purchased	06/14/10	06/16/14	
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
100,000.	100,006.	0.	0.	-6.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Kinder Morgan Energy Partners LP	853,459.	201,974.	0.	0.	651,485.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Saunders Cnty Neb Sch Dist	120,000.	121,656.	0.	0.	-1,656.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Tennessee Vy Auth	95,000.	95,006.	0.	0.	-6.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
US Bk Natl Assn	100,000.	99,224.	0.	0.	776.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Lehman Brthrs Liquidation Distr	Purchased	Various	04/03/14	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
9,631.	0.	0.	0.	9,631.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Lehman Brthrs Liquidation Distr	Purchased	Various	10/02/14	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
6,995.	0.	0.	0.	6,995.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Capital Gain from passthrough AllianceBernstein Holding LP	Purchased	Various	12/31/14

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
65.	0.	0.	0.	65.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Capital Gain from passthrough AllianceBernstein Holding LP	Purchased	Various	12/31/14

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
182.	0.	0.	0.	182.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Section 1231 Gain from passthrough Kinder Morgan Energy Partners LP	Purchased	Various	12/31/14

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	660.	0.	0.	-660.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Teradata Corporation	Purchased	09/30/07	07/17/14	
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
26.	0.	0.	0.	26.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Settlement Fund Distribution	Purchased	Various	02/14/14	
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
11.	0.	0.	0.	11.

Capital Gains Dividends from Part IV	7,913.
Total to Form 990-PF, Part I, line 6a	674,822.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
First Bank and Trust Company	24.	24.	
Union Bank & Trust Co	1,143.	1,143.	
Total to Part I, line 3	1,167.	1,167.	

Form 990-PF Dividends and Interest from Securities Statement 3

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Ameritas Investments	21,545.	0.	21,545.	21,545.	
Interest from settlement	3.	0.	3.	3.	
Passthrough from K-1 AllianceBernstein	104.	0.	104.	104.	
Passthrough from K-1 Kinder Morgan Energy Partners LP	772.	0.	772.	772.	
Smith Hayes Financial Services	428,432.	7,913.	420,519.	416,681.	
To Part I, line 4	450,856.	7,913.	442,943.	439,105.	

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Royalties from passthrough Kinder Morgan Energy Partners LP	591.	591.	
Kinder Morgan Energy Partners LP	58,229.	0.	
AllianceBernstein Holding LP	-3,914.	0.	
Ordinary gain on sale of Kinder Morgan Energy Partners LP	479,399.	479,399.	
Total to Form 990-PF, Part I, line 11	534,305.	479,990.	

Form 990-PF	Accounting Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
R.H. Rogers Investment Co.	30,000.	15,000.		15,000.
Dana F. Cole and Company LLP	3,250.	1,625.		1,625.
To Form 990-PF, Pg 1, ln 16b	33,250.	16,625.		16,625.

Form 990-PF	Taxes			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax expense	503.	503.		0.
Excise tax expense	30,957.	0.		0.
Underpayment penalty	26.	0.		0.
To Form 990-PF, Pg 1, ln 18	31,486.	503.		0.

Form 990-PF	Other Expenses			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues and subscriptions	16.	8.		8.
Office supplies and postage	653.	327.		326.
Telephone	93.	47.		46.
Investment fees	528.	528.		0.
Insurance	930.	930.		0.
Intangible drilling costs	5,089.	5,089.		0.
To Form 990-PF, Pg 1, ln 23	7,309.	6,929.		380.

Form 990-PF	U.S. and State/City Government Obligations		Statement	8
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Saunders Cnty NE Sch Dist No 1		X	0.	0.
Univ of NE Rev Bonds		X	155,797.	159,687.
Federal Home Ln Mtg Corp	X		0.	0.
Lincoln Neb West Haymarket		X	100,006.	103,439.
Lincoln Neb West Haymarket		X	97,803.	103,351.
Lancaster County Neb Sch Dist No 001		X	95,000.	101,834.
Douglas County Neb Sch Dist No 059		X	100,000.	105,759.
Ralston Neb Taxable-Arena-Ser A		X	198,752.	209,978.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations			747,358.	784,048.
Total to Form 990-PF, Part II, line 10a			747,358.	784,048.

Form 990-PF	Corporate Stock		Statement	9
Description	Book Value		Fair Market Value	
792 Shares Vodafone Group Spon ADR	3,815.		27,063.	
405 Shares Boeing Co	50,297.		52,642.	
11984 Shares BP Amoco PLC	47,969.		456,830.	
3350 Shares Conagra Foods Inc	100,208.		121,538.	
4950 Shares Dow Chemical Company	74,817.		225,770.	
4000 Shares Edison International	36,875.		261,920.	
12000 Shares Exxon Mobile Corp	41,675.		1,109,400.	
2120 Shares Iboxx High Yield	201,639.		189,952.	
5920 Shares JP Morgan Chase & Co	24,850.		370,474.	
18701 Shares Kinder Morgan Inc Del Com	773,286.		791,239.	
880 Shares Merck & Co Inc New Com	50,361.		49,975.	
4700 Shares OGE Energy Corp	49,637.		166,756.	
12000 Shares Altria Group	61,085.		591,240.	
5533 Shares Potlatch Corporation	116,083.		232,504.	
2100 Pepco Hldgs Inc	50,082.		56,553.	
2624 Shares Universal Manufacturing Co.	17,056.		40,672.	
10298 Shares Aegon NV Ord	48,452.		77,235.	
603 Shares Centurylink	29,907.		23,867.	
2727 Shares Verizon Communications	19,914.		127,569.	
6500 Shares National Fuel Gas Co	149,502.		451,945.	
1256 Shares St Paul Travelers Inc	4,166.		132,948.	
15675 Shares AT&T Corp New	132,284.		526,523.	
54864 Shares Windstream	-27,768.		452,079.	

2768 KRAFT FOODS INC	6,704.	173,443.
5000 Barclay's BK	125,000.	129,650.
7500 General Electric Co	253,716.	189,525.
5290 Shares Bristol Myers Squibb	192,696.	312,269.
4025 Shares Du Pont E I De Nemours & Co	191,570.	297,609.
Franklin Income Class A	500,012.	514,034.
2350 Shares Johnson & Johnson	192,247.	245,740.
8304 Shares Mondelez Intl Inc Com	12,411.	301,643.
2550 Shares Pepsico Inc	191,162.	241,128.
6950 Shares Pfizer Inc	192,108.	216,493.
2600 Shares Procter & Gamble Co	192,654.	236,834.
Total to Form 990-PF, Part II, line 10b	4,106,472.	9,395,062.

Form 990-PF	Corporate Bonds	Statement 10
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Description	Book Value	Fair Market Value
GE Capital Internotes	100,005.	106,790.
US Bank Natl Assn	0.	0.
Wells Fargo Bank Ntl Assn	96,733.	100,411.
MBNA Corp	201,039.	203,854.
Anheuser Busch Cos Inc	96,820.	106,937.
Tennessee Valley Auth	0.	0.
General Electric Co	102,475.	110,931.
GE Capital Internotes	300,005.	330,909.
Burlington Northern Santa Fe	103,133.	110,543.
Total to Form 990-PF, Part II, line 10c	1,000,210.	1,070,375.

Form 990-PF	Other Investments	Statement 11
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Description	Valuation Method	Book Value	Fair Market Value
2450 Units AllianceBernstein Holding LP	COST	22,132.	63,284.
8400 Units Kinder Morgan Energy Partners	COST	0.	0.
Total to Form 990-PF, Part II, line 13		22,132.	63,284.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 12

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Copier	288.	288.	0.
Typewriter & File Cabinet	1,059.	1,059.	0.
Furnishings	440.	440.	0.
Manager chair	107.	107.	0.
Total To Fm 990-PF, Part II, ln 14	1,894.	1,894.	0.

Form 990-PF Other Assets Statement 13

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Excise tax refundable	870.	0.	0.
To Form 990-PF, Part II, line 15	870.	0.	0.

Form 990-PF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 14

Name and Address of Person to Whom Applications Should be Submitted

Mr. Rex A. Marquart
1311 M Street, Suite A
Lincoln, NE 68508

Telephone Number

(402) 477-3725

Form and Content of Applications

A proposal including a plan of the project or program, all activities, all objectives, benefits to whom, how, where, when and why should be included. The total cost of the project along with the amount requested from us should be included along with a listing of other sources approached to fund the project and those sources responses. In addition, the latest annual statement, budget for the current year, present sources of income, a copy of the IRS Exempt Status Letter and a listing of the members of the Board of Directors should be included.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None

Form 990-PF

Other Revenue

Statement 15

Description	Bus Code	Unrelated Business Inc	Excl Code	Excluded Amount	Related or Exempt Func- tion Income
Kinder Morgan Energy Partners LP	900099	53,140.	16	5,089.	
AllianceBernstein Holding LP	900099	-3,929.	16	15.	
Ordinary gain on sale of Kinder Morgan Energy Partners LP			18	479,399.	
Total to Form 990-PF, Pg 12, ln 11		49,211.		484,503.	