

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

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2008**, or tax year beginning , **2008**, and ending , **20**

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

|   |   |  |   |
|---|---|--|---|
| Use the IRS label. Otherwise, print or type. See Specific Instructions. | Name of foundation<br><b>COOPER FOUNDATION</b>  |  | <b>A</b> Employer identification number<br><b>47-0401230</b>  |
|   | Number and street (or P.O. box number if mail is not delivered to street address) Room/suite<br><b>870 WELLS FARGO CENTER</b> |  | <b>B</b> Telephone number (see page 10 of the instructions)<br><b>(402) 476-7571</b>  |
|   | City or town, state, and ZIP code<br><b>LINCOLN, NE 68508</b>   |  | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>   |
|   |   |  | <b>D</b> 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **14,835,264.**

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
*(Part I, column (d) must be on cash basis.)*

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

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

| <b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).) |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|--|------------------------------------|---------------------------|-------------------------|---|
| <b>Revenue</b>  | <b>1</b> Contributions, gifts, grants, etc., received (attach schedule)  |                                    |                           |                         |   |
|   | <b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. . . . . |                                    |                           |                         |   |
|   | <b>3</b> Interest on savings and temporary cash investments  | 1,683.                             | 1,683.                    |                         |   |
|   | <b>4</b> Dividends and interest from securities . . . . .  | 372,659.                           | 372,659.                  |                         |   |
|   | <b>5a</b> Gross rents . . . . .  |                                    |                           |                         |   |
|   | <b>b</b> Net rental income or (loss) _____   |                                    |                           |                         |   |
|   | <b>6a</b> Net gain or (loss) from sale of assets not on line 10  | 571,981.                           |                           |                         |   |
|   | <b>b</b> Gross sales price for all assets on line 6a <b>11,538,335.</b>  |                                    |                           |                         |   |
|   | <b>7</b> Capital gain net income (from Part IV, line 2) .  |                                    | 571,981.                  |                         |   |
|   | <b>8</b> Net short-term capital gain . . . . .   |                                    |                           |                         |   |
|   | <b>9</b> Income modifications . . . . .  |                                    |                           |                         |   |
|   | <b>10 a</b> Gross sales less returns and allowances . . . . .  |                                    |                           |                         |   |
| <b>b</b> Less: Cost of goods sold . . . . .   |  |                                    |                           |                         |   |
| <b>c</b> Gross profit or (loss) (attach schedule) . . . . .   |  |                                    |                           |                         |   |
| <b>11</b> Other income (attach schedule) . . . . .  | 15,000.  |                                    | 15,000.                   | STMT 1                  |   |
| <b>12 Total.</b> Add lines 1 through 11 . . . . .   | 961,323.   | 946,323.                           | 15,000.                   |                         |   |
| <b>Operating and Administrative Expenses</b>  | <b>13</b> Compensation of officers, directors, trustees, etc. . .  | 112,641.                           | 6,325.                    |                         | 106,316.  |
|   | <b>14</b> Other employee salaries and wages . . . . .  | 47,101.                            |                           |                         | 47,101.   |
|   | <b>15</b> Pension plans, employee benefits . . . . .   | 51,860.                            | 2,844.                    |                         | 49,016.   |
|   | <b>16a</b> Legal fees (attach schedule) . . . . .  | 1,965.                             | 98.                       |                         | 1,867.  |
|   | <b>b</b> Accounting fees (attach schedule) . . . . .   | 22,340.                            | 10,256.                   |                         | 12,084.   |
|   | <b>c</b> Other professional fees (attach schedule) . . . . .   |                                    |                           |                         |   |
|   | <b>17</b> Interest . . . . .   |                                    |                           |                         |   |
|   | <b>18</b> Taxes (attach schedule) (see page 14 of the instructions) *  | 28,381.                            | 6,674.                    |                         | 12,001.   |
|   | <b>19</b> Depreciation (attach schedule) and depletion .   | 7,813.                             | 428.                      |                         |   |
|   | <b>20</b> Occupancy . . . . .  | 48,847.                            | 2,678.                    |                         | 46,169.   |
|   | <b>21</b> Travel, conferences, and meetings . . . . .  | 12,799.                            |                           |                         | 11,644.   |
|   | <b>22</b> Printing and publications . . . . .  | 678.                               |                           |                         | 678.  |
|   | <b>23</b> Other expenses (attach schedule) <b>STMT 3</b> . . . . .   | 29,359.                            | 1,375.                    |                         | 27,984.   |
|   | <b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .                       | 363,784.                           | 30,678.                   |                         | 314,860.  |
|   | <b>25</b> Contributions, gifts, grants paid . . . . .  | 576,557.                           |                           |                         | 711,860.  |
| <b>26 Total expenses and disbursements.</b> Add lines 24 and 25   | 940,341.   | 30,678.                            |                           | 1,026,720.              |   |
| <b>27 Subtract line 26 from line 12:</b>  |  |                                    |                           |                         |   |
| <b>a</b> Excess of revenue over expenses and disbursements . .  | 20,982.  |                                    |                           |                         |   |
| <b>b</b> Net investment income (if negative, enter -0-)   |  | 915,645.                           |                           |                         |   |
| <b>c</b> Adjusted net income (if negative, enter -0-). . . . .  |  |                                    | 15,000.                   |                         |   |

| <b>Part II Balance Sheets</b>      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)                   |                     | Beginning of year | End of year    |                       |
|------------------------------------|--|--|---------------------|-------------------|----------------|-----------------------|
|                                    |  |  |                     | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                      | 1  | Cash - non-interest-bearing . . . . .  |                     |                   |                |                       |
|                                    | 2  | Savings and temporary cash investments . . . . .   | 67,098.             | 43,693.           | 43,693.        |                       |
|                                    | 3  | Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶   |                     |                   |                |                       |
|                                    | 4  | Pledges receivable ▶<br>Less: allowance for doubtful accounts ▶  |                     |                   |                |                       |
|                                    | 5  | Grants receivable . . . . .  |                     |                   |                |                       |
|                                    | 6  | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) |                     |                   |                |                       |
|                                    | 7  | Other notes and loans receivable (attach schedule) ▶<br>Less: allowance for doubtful accounts ▶  |                     |                   |                |                       |
|                                    | 8  | Inventories for sale or use . . . . .  |                     |                   |                |                       |
|                                    | 9  | Prepaid expenses and deferred charges . . . . .  | 9,045.              | 20,802.           | 20,802.        |                       |
|                                    | 10 a   | Investments - U.S. and state government obligations (attach schedule) . . . . .  |                     |                   |                |                       |
|                                    | b  | Investments - corporate stock (attach schedule) . . . . .  |                     |                   |                |                       |
|                                    | c  | Investments - corporate bonds (attach schedule) . . . . .  |                     |                   |                |                       |
|                                    | 11   | Investments - land, buildings, and equipment: basis<br>Less: accumulated depreciation (attach schedule) ▶                              |                     |                   |                |                       |
|                                    | 12   | Investments - mortgage loans . . . . .   |                     |                   |                |                       |
|                                    | 13   | Investments - other (attach schedule) . . . . .  | 25,150,162.         | 14,737,755.       | 14,737,755.    |                       |
|                                    | 14   | Land, buildings, and equipment: basis<br>Less: accumulated depreciation (attach schedule) ▶  | 110,126.<br>77,112. | 29,494.           | 33,014.        |                       |
| 15                                 | Other assets (describe ▶)  |  |                     |                   |                |                       |
| 16                                 | <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .                                       | 25,255,799.  | 14,835,264.         | 14,835,264.       |                |                       |
| <b>Liabilities</b>                 | 17   | Accounts payable and accrued expenses . . . . .  | 39,392.             | 41,024.           |                |                       |
|                                    | 18   | Grants payable . . . . .   | 263,270.            | 115,250.          |                |                       |
|                                    | 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 ▶)   | 21,889.             |                   |                |                       |
|                                    | 23   | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   | 324,551.            | 156,274.          |                |                       |
| <b>Net Assets or Fund Balances</b> | <b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b> |  |                     |                   |                |                       |
|                                    | 24   | Unrestricted . . . . .   | 19,931,248.         | 9,678,990.        |                |                       |
|                                    | 25   | Temporarily restricted . . . . .   |                     |                   |                |                       |
|                                    | 26   | Permanently restricted . . . . .   | 5,000,000.          | 5,000,000.        |                |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>                                |  |                     |                   |                |                       |
|                                    | 27   | Capital stock, trust principal, or current funds . . . . .   |                     |                   |                |                       |
|                                    | 28   | Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .   |                     |                   |                |                       |
|                                    | 29   | Retained earnings, accumulated income, endowment, or other funds . . . . .   |                     |                   |                |                       |
| 30                                 | <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .   | 24,931,248.  | 14,678,990.         |                   |                |                       |
| 31                                 | <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .  | 25,255,799.  | 14,835,264.         |                   |                |                       |

**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) . . . . . | <b>1</b> | 24,931,248. |
| 2 | Enter amount from Part I, line 27a . . . . .   | <b>2</b> | 20,982.     |
| 3 | Other increases not included in line 2 (itemize) ▶   | <b>3</b> |             |
| 4 | Add lines 1, 2, and 3 . . . . .  | <b>4</b> | 24,952,230. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5   | <b>5</b> | 10,273,240. |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .   | <b>6</b> | 14,678,990. |

**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<br>P-Purchase<br>D-Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--|--|---|---|--|--------------------------------------|----------------------------------|
| <b>1a</b> SEE PART IV SCHEDULE   |  |   |   |  |                                      |                                  |
| <b>b</b>   |  |   |   |  |                                      |                                  |
| <b>c</b>   |  |   |   |  |                                      |                                  |
| <b>d</b>   |  |   |   |  |                                      |                                  |
| <b>e</b>   |  |   |   |  |                                      |                                  |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |  |                                      |                                  |
| <b>a</b>   |  |   |   |  |                                      |                                  |
| <b>b</b>   |  |   |   |  |                                      |                                  |
| <b>c</b>   |  |   |   |  |                                      |                                  |
| <b>d</b>   |  |   |   |  |                                      |                                  |
| <b>e</b>   |  |   |   |  |                                      |                                  |
| 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<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |  |                                      |                                  |
| <b>a</b>   |  |   |   |  |                                      |                                  |
| <b>b</b>   |  |   |   |  |                                      |                                  |
| <b>c</b>   |  |   |   |  |                                      |                                  |
| <b>d</b>   |  |   |   |  |                                      |                                  |
| <b>e</b>   |  |   |   |  |                                      |                                  |
| <b>2</b> Capital gain net income or (net capital loss) . . . . .   |  |   |   | 2  |                                      | 571,981.                         |
| { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }  |  |   |   |  |                                      |                                  |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):   |  |   |   | 3  |                                      |                                  |
| If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the 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)<br>Base period years<br>Calendar year (or tax year beginning in)  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|---|--|--|---|
| 2007  | 1,230,413.                               | 24,493,143.                                  | 0.050235  |
| 2006  | 1,069,831.                               | 22,054,360.                                  | 0.048509  |
| 2005  | 997,925.                                 | 19,868,180.                                  | 0.050227  |
| 2004  | 874,606.                                 | 18,546,985.                                  | 0.047156  |
| 2003  | 738,433.                                 | 15,921,025.                                  | 0.046381  |
| <b>2</b> Total of line 1, column (d) . . . . .  |  |  | 2 0.242508  |
| <b>3</b> 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 0.048502  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 . . . . .   |  |  | 4 20,961,394.   |
| <b>5</b> Multiply line 4 by line 3 . . . . .  |  |  | 5 1,016,670.  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .   |  |  | 6 9,156.  |
| <b>7</b> Add lines 5 and 6 . . . . .  |  |  | 7 1,025,826.  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .   |  |  | 8 1,026,720.  |

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 on page 18.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and amount of line 10 to be credited to 2009 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about influencing legislation, political purposes, Form 1120-POL filing, tax on political expenditures, reimbursement, activities not previously reported, changes in governing instrument, unrelated business gross income, liquidation, requirements of section 508(e), assets, states reported to, Form 990-PF filing, private operating foundation status, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-15 regarding controlled entities, insurance contracts, public inspection requirements, books in care, and nonexempt charitable trusts.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b regarding disqualifying acts, exceptions, taxes on failure to distribute income, and business holdings.

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 page 22 of the 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?
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 page 22 of the instructions)?
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 page 22 of the instructions).

Table with 5 columns: (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. Row 1: SEE STATEMENT 6, 112,641, 16,754, NONE.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

Table with 5 columns: (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. Row 1: NONE.

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

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

**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services . . . . . NONE

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

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

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 NONE  |        |
| 2   |        |
| All other program-related investments. See page 24 of the instructions.   |        |
| 3 NONE  |        |
| <b>Total.</b> Add lines 1 through 3 . . . . .   |        |

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

|          |   |           |             |
|----------|---|-----------|-------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:               |           |             |
| <b>a</b> | Average monthly fair market value of securities   | <b>1a</b> | 21,195,656. |
| <b>b</b> | Average of monthly cash balances  | <b>1b</b> | 30,648.     |
| <b>c</b> | Fair market value of all other assets (see page 24 of the instructions)   | <b>1c</b> | 54,299.     |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)   | <b>1d</b> | 21,280,603. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)                 | <b>1e</b> |             |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets  | <b>2</b>  | NONE        |
| <b>3</b> | Subtract line 2 from line 1d  | <b>3</b>  | 21,280,603. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | <b>4</b>  | 319,209.    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4               | <b>5</b>  | 20,961,394. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5  | <b>6</b>  | 1,048,070.  |

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

|           |   |           |            |
|-----------|---|-----------|------------|
| <b>1</b>  | Minimum investment return from Part X, line 6   | <b>1</b>  | 1,048,070. |
| <b>2a</b> | Tax on investment income for 2008 from Part VI, line 5  | <b>2a</b> | 9,156.     |
| <b>b</b>  | Income tax for 2008. (This does not include the tax from Part VI.)  | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b   | <b>2c</b> | 9,156.     |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  | 1,038,914. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions   | <b>4</b>  |            |
| <b>5</b>  | Add lines 3 and 4   | <b>5</b>  | 1,038,914. |
| <b>6</b>  | Deduction from distributable amount (see page 25 of the instructions)                                     | <b>6</b>  |            |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 1,038,914. |

**Part XII Qualifying Distributions** (see page 25 of the instructions)

|          |   |           |            |
|----------|---|-----------|------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:  |           |            |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26   | <b>1a</b> | 1,026,720. |
| <b>b</b> | Program-related investments - total from Part IX-B  | <b>1b</b> | NONE       |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes   | <b>2</b>  | NONE       |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:  |           |            |
| <b>a</b> | Suitability test (prior IRS approval required)  | <b>3a</b> | NONE       |
| <b>b</b> | Cash distribution test (attach the required schedule)   | <b>3b</b> | NONE       |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4   | <b>4</b>  | 1,026,720. |
| <b>5</b> | 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 page 26 of the instructions) | <b>5</b>  | 9,156.     |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | <b>6</b>  | 1,017,564. |

**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 page 26 of the instructions)

|   | (a)<br>Corpus | (b)<br>Years prior to 2007 | (c)<br>2007 | (d)<br>2008 |
|---|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2008 from Part XI, line 7 . . . . .   |               |                            |             | 1,038,914.  |
| <b>2</b> Undistributed income, if any, as of the end of 2007:   |               |                            |             |             |
| <b>a</b> Enter amount for 2007 only . . . . .   |               |                            |             |             |
| <b>b</b> Total for prior years: 20____, 20____, 20____  |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2008:   |               |                            |             |             |
| <b>a</b> From 2003 . . . . .  | NONE          |                            |             |             |
| <b>b</b> From 2004 . . . . .  | NONE          |                            |             |             |
| <b>c</b> From 2005 . . . . .  | NONE          |                            |             |             |
| <b>d</b> From 2006 . . . . .  | NONE          |                            |             |             |
| <b>e</b> From 2007 . . . . .  | 63,988.       |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .  | 63,988.       |                            |             |             |
| <b>4</b> Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ _____ 1,026,720.   |               |                            |             |             |
| <b>a</b> Applied to 2007, but not more than line 2a . . . . .   |               |                            |             |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .   |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .   |               |                            |             |             |
| <b>d</b> Applied to 2008 distributable amount . . . . .   |               |                            |             | 1,026,720.  |
| <b>e</b> Remaining amount distributed out of corpus . . . . .   | NONE          |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2008 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                     | 12,194.       |                            |             | 12,194.     |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .  | 51,794.       |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .   |               |                            |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .  |               |                            |             |             |
| <b>e</b> Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .   |               |                            |             |             |
| <b>f</b> Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009 . . . . .  |               |                            |             |             |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .                   |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .   |               |                            |             |             |
| <b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a . . . . .  | 51,794.       |                            |             |             |
| <b>10</b> Analysis of line 9:   |               |                            |             |             |
| <b>a</b> Excess from 2004 . . . . .   |               |                            |             |             |
| <b>b</b> Excess from 2005 . . . . .   |               |                            |             |             |
| <b>c</b> Excess from 2006 . . . . .   |               |                            |             |             |
| <b>d</b> Excess from 2007 . . . . .   | 51,794.       |                            |             |             |
| <b>e</b> Excess from 2008 . . . . .   |               |                            |             |             |

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 2008, 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)

Table with 5 columns: (a) 2008, (b) 2007, (c) 2006, (d) 2005, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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 page 27 of the 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).

N/A

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.

N/A

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed: SEE STATEMENT 8

b The form in which applications should be submitted and information and materials they should include: SEE EXHIBIT 1

c Any submission deadlines: APPLICATIONS ARE REVIEWED AT BOARD OF TRUSTEE MEETINGS.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: GRANTS ARE LIMITED TO NEBRASKA NON-PROFIT ORGANIZATIONS.

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business)        | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount   |
|---|--|--------------------------------------|-------------------------------------|----------|
| <b>a Paid during the year</b><br>SEE EXHIBIT 2          |  |                                      |                                     | 711,860. |
| <b>Total . . . . . ▶ 3a</b>                             |  |                                      |                                     | 711,860. |
| <b>b Approved for future payment</b><br>SEE STATEMENT 9 |  |                                      |                                     |          |
| <b>Total . . . . . ▶ 3b</b>                             |  |                                      |                                     | 4,000.   |

Part XVI-A Analysis of Income-Producing Activities

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.



**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property                             |                                       | Description  |                          |                                 |                                    | P<br>or<br>D | Date<br>acquired         | Date sold |
|--|---------------------------------------|--|--------------------------|---------------------------------|------------------------------------|--------------|--------------------------|-----------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis  | FMV<br>as of<br>12/31/69 | Adj. basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss)     |           |
| 102,228.                                     |                                       | PIMCO SHORT-TERM A<br>PROPERTY TYPE: SECURITIES<br>102,162.                |                          |                                 |                                    | P            | VARIOUS<br><br>66.       | VARIOUS   |
| 2,701,471.                                   |                                       | PIMCO TOTAL RETURN<br>PROPERTY TYPE: SECURITIES<br>2,575,427.              |                          |                                 |                                    | P            | VARIOUS<br><br>126,044.  | VARIOUS   |
| 110,000.                                     |                                       | EUROPACIFIC GROWTH<br>PROPERTY TYPE: SECURITIES<br>86,751.                 |                          |                                 |                                    | P            | VARIOUS<br><br>23,249.   | VARIOUS   |
| 4,969,526.                                   |                                       | PRIME FUND-CAPITAL RESERVES<br>PROPERTY TYPE: SECURITIES<br>4,969,526.     |                          |                                 |                                    | P            | VARIOUS                  | VARIOUS   |
| 1,678,610.                                   |                                       | PIMCO HIGH YIELD<br>PROPERTY TYPE: SECURITIES<br>1,849,456.                |                          |                                 |                                    | P            | VARIOUS<br><br>-170,846. | VARIOUS   |
| 810,000.                                     |                                       | CALAMOS GROWTH & INCOME<br>PROPERTY TYPE: SECURITIES<br>929,089.           |                          |                                 |                                    | P            | VARIOUS<br><br>-119,089. | VARIOUS   |
| 117,500.                                     |                                       | VALUE LINE EMERGING OPPORTUNITIES<br>PROPERTY TYPE: SECURITIES<br>107,697. |                          |                                 |                                    | P            | VARIOUS<br><br>9,803.    | VARIOUS   |
| 24,000.                                      |                                       | ROYCE OPPORTUNITY FUND<br>PROPERTY TYPE: SECURITIES<br>21,143.             |                          |                                 |                                    | P            | VARIOUS<br><br>2,857.    | VARIOUS   |
| 690,000.                                     |                                       | GROWTH FUND OF AMERICA<br>PROPERTY TYPE: SECURITIES<br>684,631.            |                          |                                 |                                    | P            | VARIOUS<br><br>5,369.    | VARIOUS   |
| 40,000.                                      |                                       | NEW PERSPECTIVE FUND<br>PROPERTY TYPE: SECURITIES<br>27,293.               |                          |                                 |                                    | P            | VARIOUS<br><br>12,707.   | VARIOUS   |
| 265,000.                                     |                                       | FUNDAMENTAL INVESTORS- CLASS A<br>PROPERTY TYPE: SECURITIES<br>257,293.    |                          |                                 |                                    | P            | VARIOUS<br><br>7,707.    | VARIOUS   |

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property                             |                                       | Description   |                          |                                 |                                    | P<br>or<br>D | Date<br>acquired           | Date sold |
|--|---------------------------------------|---|--------------------------|---------------------------------|------------------------------------|--------------|----------------------------|-----------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis                               | FMV<br>as of<br>12/31/69 | Adj. basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss)       |           |
| 30,000.                                      |                                       | DELAWARE REIT<br>PROPERTY TYPE: SECURITIES<br>35,786.   |                          |                                 |                                    | P            | VARIOUS<br><br>-5,786.     | VARIOUS   |
| 679,900.                                     |                                       | CAPITAL GAIN DISTRIBUTIONS<br>PROPERTY TYPE: SECURITIES |                          |                                 |                                    | P            | VARIOUS<br><br>679,900.    | VARIOUS   |
| TOTAL GAIN( LOSS) .....                      |                                       |   |                          |                                 |                                    |              | -----<br>571,981.<br>===== |           |

FORM 990PF, PART I - OTHER INCOME

=====

| DESCRIPTION                       | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | ADJUSTED<br>NET<br>INCOME |
|-----------------------------------|---|---------------------------|
| -----                             | -----                                   | -----                     |
| CULTURAL ENDOWMENT GRANT RECOVERY | 15,000.                                 | 15,000.                   |
| TOTALS                            | -----<br>15,000.<br>=====               | -----<br>15,000.<br>===== |

FORM 990PF, PART I - TAXES

=====

| DESCRIPTION<br>-----  | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>I NVESTMENT<br>I NCOME<br>----- | CHARITABLE<br>PURPOSES<br>----- |
|-----------------------|--|--|---------------------------------|
| FOREIGN TAXES         | 5,977.   | 5,977.                                 |                                 |
| PERSONAL PROPERTY TAX | 594.   | 33.                                    | 561.                            |
| FEDERAL EXCISE TAX    | 9,706.   |  |                                 |
| PAYROLL TAXES         | 12,104.  | 664.                                   | 11,440.                         |
| TOTALS                | -----<br>28,381.<br>=====                        | -----<br>6,674.<br>=====               | -----<br>12,001.<br>=====       |

FORM 990PF, PART I - OTHER EXPENSES

=====

| DESCRIPTION<br>-----   | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- | CHARITABLE<br>PURPOSES<br>----- |
|------------------------|--|--------------------------------------|---------------------------------|
| DUES                   | 2,218.   |                                      | 2,218.                          |
| POSTAGE                | 1,199.   | 66.                                  | 1,133.                          |
| SUPPLIES               | 5,507.   | 302.                                 | 5,205.                          |
| MISCELLANEOUS          | 11,637.  | 638.                                 | 10,999.                         |
| INSURANCE              | 2,138.   | 117.                                 | 2,021.                          |
| SPECIAL SERVICES       | 750.   |                                      | 750.                            |
| COPIER LEASE           | 4,603.   | 252.                                 | 4,351.                          |
| GRANT RELATED EXPENSES | 1,307.   |                                      | 1,307.                          |
| TOTALS                 | -----<br>29,359.<br>=====                        | -----<br>1,375.<br>=====             | -----<br>27,984.<br>=====       |

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION<br>-----           | ENDING<br>BOOK VALUE<br>----- | ENDING<br>FMV<br>--- |
|--------------------------------|-------------------------------|----------------------|
| NEW PERSPECTIVE FUND, INC.     | 1,674,133.                    | 1,674,133.           |
| EMERGING MARKET GROWTH FUND    | 1,407,939.                    | 1,407,939.           |
| EUROPACIFIC GROWTH FUND        | 1,855,290.                    | 1,855,290.           |
| FUNDAMENTAL INVESTORS          | 2,986,117.                    | 2,986,117.           |
| GROWTH FUND OF AMERICA         | 2,512,320.                    | 2,512,320.           |
| ROYCE OPPORTUNITY FUND         | 613,030.                      | 613,030.             |
| DELAWARE REIT                  | 757,303.                      | 757,303.             |
| VALUE LINE EMERGING OPPORTUNIT | 579,184.                      | 579,184.             |
| CALAMOS GROWTH & INCOME        | 2,011,168.                    | 2,011,168.           |
| PRIME FUND- CAPITAL RESERVES   | 341,271.                      | 341,271.             |
|                                | -----                         | -----                |
| TOTALS                         | 14,737,755.                   | 14,737,755.          |
|                                | =====                         | =====                |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

| DESCRIPTION       | AMOUNT      |
|-------------------|-------------|
| -----             | -----       |
| UNREALIZED LOSSES | 10,273,240. |
|                   | -----       |
| TOTAL             | 10,273,240. |
|                   | =====       |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES  
=====

| NAME AND ADDRESS<br>-----  | TITLE AND AVERAGE HOURS PER<br>WEEK DEVOTED TO POSITION<br>----- | COMPENSATION<br>----- | CONTRIBUTIONS<br>TO EMPLOYEE<br>BENEFIT PLANS<br>----- | EXPENSE ACCT<br>AND OTHER<br>ALLOWANCES<br>----- |
|--|--|-----------------------|--|--|
| BRAD KORELL<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508      | TRUSTEE<br>2.  | 1,550.                | NONE   | NONE   |
| JACK CAMPBELL<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508    | CHAIRMAN<br>2.   | 1,900.                | NONE   | NONE   |
| JANE HOOD<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508        | TRUSTEE<br>2.  | 1,700.                | NONE   | NONE   |
| JOHN WHITE<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508       | TRUSTEE<br>2.  | 1,800.                | NONE   | NONE   |
| KATHRYN DRULINER<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508 | TRUSTEE<br>2.  | 1,800.                | NONE   | NONE   |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

| NAME AND ADDRESS   | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|--|--|--------------|---|-----------------------------------|
| NORTON WARNER<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508      | TRUSTEE<br>2.  | 1,550.       | NONE                                    | NONE                              |
| RICHARD VIERK<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508      | TREASURER<br>2.                                      | 1,850.       | NONE                                    | NONE                              |
| ROBERT NEFSKY<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508      | VICE CHAIR<br>2.                                     | 1,700.       | NONE                                    | NONE                              |
| ELWOOD A. THOMPSON<br>870 WELLS FARGO CENTER<br>1248 O STREET<br>LINCOLN, NE 68508 | PRESIDENT<br>40.                                     | 98,791.      | 16,754.                                 | NONE                              |
| GRAND TOTALS   |  | 112,641.     | 16,754.                                 | NONE                              |

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

=====

COOPER FOUNDATION  
870 WELLS FARGO CENTER, 1248 O ST  
LINCOLN, NE 68508  
402-476-7571

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

=====

| RECIPIENT NAME AND ADDRESS     | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND<br>FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|--------------------------------|--|----------------------------------|--------|
| -----                          | -----  | -----                            | -----  |
| COMMUNITY CROPS<br>LINCOLN, NE | NONE   | GENERAL OPERATING SUPPORT        | 4,000. |
| TOTAL CONTRIBUTIONS APPROVED   |  |                                  | 4,000. |

-----  
4,000.  
=====

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

=====

| DESCRIPTION<br>-----              | BUSINESS<br>CODE<br>---- | AMOUNT<br>----- | EXCLUSION<br>CODE<br>---- | AMOUNT<br>----- | RELATED OR EXEMPT<br>FUNCTION INCOME<br>----- |
|-----------------------------------|--------------------------|-----------------|---------------------------|-----------------|---|
| CULTURAL ENDOWMENT GRANT RECOVERY |                          |                 |                           |                 | 15,000.                                       |
| TOTALS                            |                          | -----<br>=====  |                           | -----<br>=====  | -----<br>15,000.<br>=====                     |

# Lincoln/Lancaster County Grantmakers

## Common Application Form

(02/20/2007)

We have developed a Common Application Form to simplify the grant process and help you clarify your proposal. **Because each grantmaker is governed by its own board and maintains its own guidelines, priorities, and deadlines, it is important to contact each for specific requirements before submitting an application.**

Please use a computer or typewriter to prepare this form. **Provide the information in the order requested, and number and restate the headings.** Submit the number of copies required by each grantmaker. Do not put proposals in binders, notebooks or other presentation packages. Please do not send additional materials (articles, brochures letters, etc.) unless they contribute in an important way to our understanding. Call, write, fax or e-mail if you have questions.

---

### Abel Foundation

Ross McCown, Vice President  
1815 Y Street  
Lincoln, NE 68508  
*Phone* (402) 434-1212 *Fax* (402) 434-1799  
[rossm@nebcoinc.com](mailto:rossm@nebcoinc.com)

### Building Strong Families Fund

Deb Daily, Beatty Brasch  
P.O. Box 30542  
Lincoln, NE 68503  
*Phone* (402) 476-4364 *Fax* (402) 476-4358  
[ddaily@buildingstrongfamiliesfoundation.org](mailto:ddaily@buildingstrongfamiliesfoundation.org)  
[bbrasch@buildingstrongfamiliesfoundation.org](mailto:bbrasch@buildingstrongfamiliesfoundation.org)  
[www.buildingstrongfamiliesfoundation.org](http://www.buildingstrongfamiliesfoundation.org)

### Cooper Foundation

Art Thompson, President  
Victoria Kovar, Program Officer  
870 Wells Fargo Center, 1248 O Street  
Lincoln, NE 68508  
*Phone* (402) 476-7571 *Fax* (402) 476-2356  
[art@cooperfoundation.org](mailto:art@cooperfoundation.org)  
[victoria@cooperfoundation.org](mailto:victoria@cooperfoundation.org)  
[www.cooperfoundation.org](http://www.cooperfoundation.org)

### Duncan Family Trust

Kathryn D. Duncan  
P.O. Box 81887  
Lincoln, NE 68501  
*Phone* (402) 479-4273 *Fax* (402) 479-1628  
[Kathy.duncan@duncanaviation.com](mailto:Kathy.duncan@duncanaviation.com)  
[www.duncanfamilytrust.org](http://www.duncanfamilytrust.org)

### Lincoln Community Foundation, Inc.

Debra Shoemaker, Vice President of Donor Services and Community Outreach  
Sonya Brakeman, Assistant Director of Program and Donor Relations  
215 Centennial Mall South, Rm. 100  
Lincoln, NE 68508  
*Phone* (402) 474-2345 *Fax* (402) 476-8532  
[debs@lcf.org](mailto:debs@lcf.org)  
[sonyab@lcf.org](mailto:sonyab@lcf.org)  
[www.lcf.org](http://www.lcf.org)

### Foundation for Lincoln Public Schools

Barbara Bartle, Executive Director  
5901 O Street  
Lincoln, NE 68510  
*Phone* (402) 436-1612 *Fax* (402) 436-1692  
[bbartle@lps.org](mailto:bbartle@lps.org)  
[www.FoundationForLPS.org](http://www.FoundationForLPS.org)

### Woods Charitable Fund, Inc.

Pam Baker, Executive Director  
Tom Woods, Program Officer  
Angie Zmarzly, Program Associate  
1440 M Street  
P.O. Box 81309  
Lincoln, NE 68501  
*Phone* (402) 436-5971 *Fax* (402) 436-4128  
[pbaker@woodscharitable.org](mailto:pbaker@woodscharitable.org)  
[twoods@woodscharitable.org](mailto:twoods@woodscharitable.org)  
[azmarzly@woodscharitable.org](mailto:azmarzly@woodscharitable.org)  
[www.woodscharitable.org](http://www.woodscharitable.org)

# Lincoln/Lancaster County Grantmakers Common Application Form. 02/20/2007

Follow this format, and number and restate the headings.

Foundation Applied To: \_\_\_\_\_  
Application Date: \_\_\_\_\_  
Organization's Federal Tax I.D. Number: \_\_\_\_\_

## I. ORGANIZATIONAL INFORMATION

**Provide the following information in two pages using this format.**

A. Organization Name \_\_\_\_\_  
(List fiscal agent for collaborations)

B. Address/9-digit Zip Code \_\_\_\_\_  
\_\_\_\_\_

C. Website \_\_\_\_\_

D. Chief Executive Officer \_\_\_\_\_

D.1. Telephone number \_\_\_\_\_ D.2. Fax \_\_\_\_\_

D.3. Email address \_\_\_\_\_

E. Contact Person and Title \_\_\_\_\_  
(If other than the Chief Executive)

E.1. Telephone number \_\_\_\_\_ E.2. Fax \_\_\_\_\_

E.3. Email address \_\_\_\_\_

F. Purpose of Request  
A brief summary of the amount requested and its purpose. Limit it to this space.

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(Signature of Chairperson of the Board)

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(Signature of the Chief Executive Officer)

*Consult individual grantmakers' guidelines and instructions.*

# Lincoln/Lancaster County Grantmakers Common Application Form (02/20/2007)

Follow this format, and number and restate the headings.

## G. Budget Summary for This Proposal

- |   |          |
|---|----------|
| 1. Applicant's Funds, if any  | \$ _____ |
| 2. Amount of This Request   | \$ _____ |
| 3. Amount of Other <i>Confirmed</i> Requests, if any                              | \$ _____ |
| 4. Amount of Other <i>Pending</i> Requests, if any                                | \$ _____ |
| 5. <b>Total</b> Income (1 + 2 + 3 + 4 = 5)  | \$ _____ |
| 6. <b>Total</b> Expense   | \$ _____ |
| 7. Balance: (5 – 6 = 7)<br>(Explain positive or negative balances under II. B.2.) | \$ _____ |

## H. Income & Expense Summaries for the Organization

|                      | Last Fiscal Year Ending<br>____/____/____ | Budget: Current Fiscal Year<br>Ending<br>____/____/____ |
|----------------------|---|---|
| <b>(1)Income</b>     | \$ _____                                  | \$ _____  |
| <b>(2)Expense</b>    | \$ _____                                  | \$ _____  |
| <b>(3)Net</b>        | \$ _____                                  | \$ _____  |
| <b>(4)Net Assets</b> | \$ _____                                  |   |

### Instructions for completing I.H. above:

|                      | Last Fiscal Year:<br>Use your Audit for:   | Current Budget:<br>Use your current budget for: |
|----------------------|--|---|
| <b>(1)Income</b>     | Total revenues and other support   | Income  |
| <b>(2)Expense</b>    | <u>Total expenses</u>  | <u>Expense</u>                                  |
| <b>(3)Net</b>        | Positive or negative balance   | Positive or negative balance                    |
| <b>(4)Net Assets</b> | Net assets, end of year<br><br>If you have no audit, use your IRS Form 990, Part I, lines 12, 17, 18 and 21. |   |

*Consult individual grantmakers' guidelines and instructions.*

**Lincoln/Lancaster County Grantmakers**  
**Common Application Form** (02/20/2007)

Follow this format, and number and restate the headings.

**II. PROPOSAL NARRATIVE: 10 Pages Maximum. Clarity and brevity are encouraged.**

**A. FUNDING REQUEST**

1. *Amount Requested*
2. *Objective*.....State the objective(s) and the underlying need, problem or opportunity.
3. *Population Served*...Include as much information as possible, such as numbers, location, socio-economic status, ethnicity, gender, age, physical ability and language.
4. *Effect*.....State the anticipated effect on the need, problem or opportunity.
5. *Partnerships*.....Discuss partnerships with other agencies, if applicable.
6. *Work Plan*.....Include key dates and actions.
7. *Evaluation Plan*.....State how proposed objective(s), activities and outcome(s) will be evaluated.
8. *Leadership*.....List those who will direct and evaluate the project and their qualifications.
9. *Diversity*.....State the impact of your project on diversity, if applicable.

**B. FINANCIAL PLAN**

1. *Project Budget*.....List expenses, sources & amounts of income, including this request, and their status (confirmed, pending, anticipated, not yet applied for). Should agree with Item I.G.
2. *Positive or Negative Balance*.....Discuss any balances shown under I.G.7. on page 2 and your plans for raising funds or using a surplus.
3. *Development Plan*...Outline your plan for funding this proposal now and in the future.
4. *Timing*.....State when funding would be needed.

**C. BACKGROUND OF THE ORGANIZATION**

1. *History & Mission*...A brief description.
2. *Programs*.....Key programs not otherwise included in this application.
3. *Board & Staff*.....Number and composition (ethnicity-gender) of each group.

**III. REQUIRED SUPPORTING MATERIAL**

**A. IRS FORM 990**.....For the most recent complete fiscal year. Include Schedule A. (If you do not file with the I.R.S., indicate why.)

**B. AUDIT**.....For the most recent complete fiscal year. (If your statements are not audited, indicate why and submit your income and expense statement for the most recent complete fiscal year.)

**C. OPERATING**

**BUDGET**.....For your current fiscal year and the year for which support is requested, if different (include sources and amounts of income for all years).

**D. INCOME/EXPENSE**

**STATEMENT**.....For the current period.

**E. BOARD OF**

**DIRECTORS**.....Include addresses, phone numbers and affiliations.

**F. IRS EXEMPTION**

**LETTER**.....Provide the most recent letter confirming your agency's tax exempt status.

**Please do not include additional materials (articles, brochures, letters, etc.) unless they will contribute in an important way to our understanding of the proposal.**

*Consult individual grantmakers' guidelines and instructions.*

# Grants Paid 2008

4/24/2009

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| <b>Organization and Project<br/>Grant Amount</b>   | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|--|-------------------------------|-------------------------|---------------------------|-------------------------|-------------------------------|
| <b>Arts</b>  |                               |                         |                           |                         |                               |
| <b>Grantmakers in the Arts</b><br><i>2008 Grantmakers in the Arts conference</i><br>\$500.00               | 1281                          | 10/17/2008              | \$500.00                  | Cooper Foundation       | 6067                          |
| <b>Haydon Art Center, Friends of</b><br><i>Salary of Program Manager and Audit</i><br>\$10,000.00          | 1247                          | 6/18/2008               | \$10,000.00               | Cooper Foundation       | 5912                          |
| <b>Haymarket Theatre</b><br><i>General operating support</i><br>\$5,000.00                                 | 1210                          | 3/25/2008               | \$5,000.00                | Cooper Foundation       | 5807                          |
| <b>Meadowlark Music Festival</b><br><i>General Operating Support</i><br>\$5,000.00                         | 1256                          | 6/18/2008               | \$5,000.00                | Cooper Foundation       | 5916                          |
| <b>Metropolitan Opera/Nebraska Auditions</b><br><i>2009 auditions</i><br>\$1,000.00                        | 1289                          | 10/17/2008              | \$1,000.00                | Cooper Foundation       | 6073                          |
| <b>Mid-America Arts Alliance</b><br><i>HELP Project</i><br>\$5,000.00                                      | 1259                          | 6/30/2008               | \$5,000.00                | Cooper Foundation       | 5933                          |
| <b>Museum of Nebraska Art</b><br><i>No Conservative Measures: Art and Nature<br/>Collide</i><br>\$3,500.00 | 1268                          | 10/31/2008              | \$3,500.00                | Cooper Foundation       | 6074                          |

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| <b>Organization and Project<br/>Grant Amount</b>  | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b>     |
|---|-------------------------------|-------------------------|---------------------------|-------------------------|-----------------------------------|
| <b>Nebraska Cultural Endowment</b><br><i>Public Relations/Marketing materials and<br/>administrative expense for a fundraising campaign</i><br>\$60,000.00    | 1151                          | 9/5/2008                | \$15,000.00               | Cooper Foundation       | 6021                              |
| <b>Nebraska Cultural Endowment</b><br><i>Public Relations/Marketing materials and<br/>administrative expense for a fundraising campaign</i><br>\$60,000.00    | 1151                          | 9/5/2008                | \$20,000.00               | Cooper Foundation       | 6021<br>Need to change tax status |
| <b>Nebraska Shakespeare Festival</b><br><i>Fall school tour</i><br>\$5,000.00   | 1274                          | 10/17/2008              | \$5,000.00                | Cooper Foundation       | 6076                              |
| <b>Opera Omaha</b><br><i>Aida educational catalogue/book</i><br>\$10,000.00   | 1196                          | 1/17/2008               | \$10,000.00               | Cooper Foundation       | 5713                              |
| <b>Panhandle Resource Conservation &amp;<br/>Development, Inc.</b><br><i>Ninth Annual Intertribal Gathering at Fort<br/>Robinson State Park</i><br>\$2,500.00 | 1225                          | 3/25/2008               | \$2,500.00                | Cooper Foundation       | 5800                              |
| <b>Post Playhouse, Inc.</b><br><i>Internships in performance and technical theatre</i><br>\$8,460.00  | 1232                          | 3/25/2008               | \$8,460.00                | Cooper Foundation       | 5801                              |
| <b>Sheldon Art Association</b><br><i>Technology update</i><br>\$28,000.00   | 1230                          | 3/25/2008               | \$28,000.00               | Cooper Foundation       | 5797                              |
| <b>The Thorpe, Inc.</b><br><i>Part-time Executive Director</i><br>\$18,000.00   | 1195                          | 3/25/2008               | \$18,000.00               | Cooper Foundation       | 5803                              |

| <b>Organization and Project<br/>Grant Amount</b>  | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>                          | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b>   |
|---|-------------------------------|--|---------------------------|-------------------------|---|
| <b>University of Nebraska Lincoln, Lied Center for<br/>Performing Arts</b><br><i>Loop Divers, an original performance work by<br/>Troika Ranch, a New York based multi--media<br/>company.</i><br>\$20,000.00 | 1219                          | 5/23/2008  | \$20,000.00               | Cooper Foundation       | 5885  |
|   |                               | <i>Total Arts<br/>(16 items)</i>                 | \$156,960.00              |                         |   |
| <b><u>Community Improvement</u></b>   |                               |  |                           |                         |   |
| <b>Community Services Fund</b><br><i>2007/08 Campaign</i><br>\$3,500.00   | 1235                          | 3/25/2008  | \$3,500.00                | Cooper Foundation       | 5792  |
| <b>Loup Basin RC&amp;D Council</b><br><i>2 part time staff positions</i><br>\$5,000.00  | 1265                          | 10/17/2008                                       | \$5,000.00                | Cooper Foundation       | 6070  |
| <b>Nebraska Community Foundation</b><br><i>Peer mentoring program</i><br>\$20,000.00  | 1238                          | 7/17/2008  | \$20,000.00               | Cooper Foundation       | 5963  |
| <b>Wyuka Historical Foundation</b><br><i>Park and Gardens</i><br><br>\$0.00   | 1170                          | 9/9/2008   | (\$10,000.00)             | Cooper Foundation       | 1018<br>Project unable to continue, grant<br>payment refunded to Cooper |
|   |                               | <i>Total Community Improvement<br/>(4 items)</i> | \$18,500.00               |                         |   |
| <b><u>Education</u></b>   |                               |  |                           |                         |   |

| <b>Organization and Project<br/>Grant Amount</b>  | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|---|-------------------------------|-------------------------|---------------------------|-------------------------|-------------------------------|
| <b>Bright Lights, Inc.</b><br><i>Salary for Fundraising Coordinator position and<br/>website update</i><br>\$20,500.00  | 1223                          | 3/25/2008               | \$5,500.00                | Cooper Foundation       | 5790                          |
| <b>Bright Lights, Inc.</b><br><i>Salary for Fundraising Coordinator position and<br/>website update</i><br>\$20,500.00  | 1223                          | 5/23/2008               | \$15,000.00               | Cooper Foundation       | 5881                          |
| <b>Lincoln Literacy Council</b><br><i>English Language Academy</i><br>\$25,000.00                                       | 1224                          | 5/23/2008               | \$25,000.00               | Cooper Foundation       | 5882                          |
| <b>Foundation for Lincoln Public Schools</b><br><i>"The Who that Horton Heard"</i><br>\$3,320.00                        | 1220                          | 3/25/2008               | \$3,320.00                | Cooper Foundation       | 5794                          |
| <b>Foundation for Lincoln Public Schools</b><br><i>Climate Change Student Summit</i><br>\$4,900.00                      | 1239                          | 6/18/2008               | \$4,900.00                | Cooper Foundation       | 5911                          |
| <b>Foundation for Lincoln Public Schools</b><br><i>Major gift campaign</i><br>\$25,000.00                               | 1249                          | 8/22/2008               | \$25,000.00               | Cooper Foundation       | 5997                          |
| <b>Metropolitan Community College Foundation</b><br><i>3rd Annual Great Plains Theatre Conference</i><br>\$10,000.00    | 1217                          | 3/25/2008               | \$10,000.00               | Cooper Foundation       | 5806                          |
| <b>Nebraska Appleseed Center for Law in the Public<br/>Interest</b><br><i>Choosing Education Program</i><br>\$15,000.00 | 1229                          | 3/25/2008               | \$15,000.00               | Cooper Foundation       | 5796                          |

| <b>Organization and Project<br/>Grant Amount</b>   | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>              | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|--|-------------------------------|--------------------------------------|---------------------------|-------------------------|-------------------------------|
| <b>Nebraska Humanities Council</b><br><i>E.N. Thompson Forum simulcasting</i><br>\$5,000.00  | 1263                          | 10/17/2008                           | \$5,000.00                | Cooper Foundation       | 6075                          |
| <b>Planned Parenthood of Nebraska and Council Bluffs</b><br><i>Educational programming</i><br>\$9,089.00   | 1262                          | 10/17/2008                           | \$9,089.00                | Cooper Foundation       | 6078                          |
|  |                               | <i>Total Education</i><br>(10 items) | \$117,809.00              |                         |                               |
| <b><u>Environment</u></b>  |                               |                                      |                           |                         |                               |
| <b>Lincoln Children's Zoo</b><br><i>Updating technology</i><br>\$29,420.00   | 1203                          | 6/18/2008                            | \$10,000.00               | Cooper Foundation       | 5915                          |
| <b>Lincoln Children's Zoo</b><br><i>Updating technology</i><br>\$29,420.00   | 1203                          | 10/17/2008                           | \$15,000.00               | Cooper Foundation       | 6069                          |
| <b>Groundwater Foundation</b><br><i>Support for executive leadership transition, board development and enhanced financial operations.</i><br>\$33,698.00 | 1168                          | 8/22/2008                            | \$16,849.00               | Cooper Foundation       | 6003                          |
| <b>National Audubon Society</b><br><i>General Operating Support</i><br>\$15,000.00   | 1253                          | 6/18/2008                            | \$15,000.00               | Cooper Foundation       | 5917                          |
| <b>Nebraska Conservation Educational Fund</b><br><i>General operating support</i><br>\$25,000.00   | 1190                          | 6/18/2008                            | \$10,000.00               | Cooper Foundation       | 5918                          |

| <b>Organization and Project<br/>Grant Amount</b>   | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>                | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|--|-------------------------------|--|---------------------------|-------------------------|-------------------------------|
| <b>Nebraska Land Trust</b><br><i>Conservation of Schramm Bluffs</i><br>\$20,000.00   | 1227                          | 3/25/2008                              | \$20,000.00               | Cooper Foundation       | 5798                          |
| <b>Nebraska Water Center Foundation</b><br><i>Educational programming</i><br>\$25,000.00   | 1150                          | 3/25/2008                              | \$5,000.00                | Cooper Foundation       | 5799                          |
| <b>Northern Prairies Land Trust</b><br><i>Ranching and habitat protection project</i><br>\$8,000.00  | 1278                          | 10/17/2008                             | \$8,000.00                | Cooper Foundation       | 6077                          |
| <b>Prairie Plains Resource Institute</b><br><i>Third year funding for Development<br/>Coordinator/Office Manager position</i><br>\$8,750.00    | 1226                          | 3/25/2008                              | \$8,750.00                | Cooper Foundation       | 5802                          |
|  |                               | <i>Total Environment<br/>(9 items)</i> | \$108,599.00              |                         |                               |
| <b><u>Human Services</u></b>   |                               |  |                           |                         |                               |
| <b>Arc of Lincoln/Lancaster County</b><br><i>General operating support</i><br>\$15,000.00  | 1283                          | 10/21/2008                             | \$15,000.00               | Cooper Foundation       | 6063                          |
| <b>Asian Community &amp; Cultural Center</b><br><i>Support for staff members of the Family Resource<br/>and Senior Programs</i><br>\$40,000.00 | 1208                          | 6/18/2008                              | \$20,000.00               | Cooper Foundation       | 5910                          |
| <b>Center for People in Need</b><br><i>Nebraska Truckloads of Help program</i><br>\$5,000.00   | 1264                          | 10/24/2008                             | \$5,000.00                | Cooper Foundation       | 6064                          |

| <b>Organization and Project<br/>Grant Amount</b>  | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b> | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|---|-------------------------------|-------------------------|---------------------------|-------------------------|-------------------------------|
| <b>Community CROPS</b><br><i>General Operating Support</i><br>\$20,000.00   | 1228                          | 3/25/2008               | \$16,000.00               | Cooper Foundation       | 5791                          |
| <b>Eastmont Towers Foundation</b><br><i>Memorial for Leora McGrew</i><br>\$100.00                                     | 1236                          | 3/12/2008               | \$100.00                  | Cooper Foundation       | 5789                          |
| <b>Eastmont Towers Foundation</b><br><i>Brad Knudsen Memorial</i><br>\$100.00   | 1287                          | 8/22/2008               | \$100.00                  | Cooper Foundation       | 5995                          |
| <b>Friendship Home</b><br><i>Short-term mental health counseling services</i><br>\$30,000.00                          | 1202                          | 1/17/2008               | \$30,000.00               | Cooper Foundation       | 5711                          |
| <b>El Centro de Las Americas</b><br><i>Interim Executive Director's salary and accounting services</i><br>\$30,000.00 | 1233                          | 3/25/2008               | \$15,000.00               | Cooper Foundation       | 5793                          |
| <b>El Centro de Las Americas</b><br><i>Interim Executive Director's salary and accounting services</i><br>\$30,000.00 | 1233                          | 8/22/2008               | \$15,000.00               | Cooper Foundation       | 5996                          |
| <b>Houses of Hope</b><br><i>Technology update</i><br>\$36,950.00  | 1243                          | 6/18/2008               | \$36,950.00               | Cooper Foundation       | 5914                          |
| <b>Legal Aid of Nebraska</b><br><i>Increase delivery of legal services</i><br>\$5,000.00                              | 1285                          | 10/17/2008              | \$5,000.00                | Cooper Foundation       | 6068                          |
| <b>Malone Community Center</b><br><i>General Operating Expenses</i><br>\$30,000.00                                    | 1242                          | 7/17/2008               | \$30,000.00               | Cooper Foundation       | 5962/reissued 6010            |

| <b>Organization and Project<br/>Grant Amount</b>   | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>                    | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|--|-------------------------------|--|---------------------------|-------------------------|-------------------------------|
| <b>Matt Talbot Kitchen &amp; Outreach</b><br><i>Capacity building (website)</i><br>\$7,500.00  | 1270                          | 10/17/2008                                 | \$7,500.00                | Cooper Foundation       | 6071                          |
| <b>Mediation Center</b><br><i>General operating support</i><br>\$8,500.00  | 1271                          | 10/17/2008                                 | \$8,500.00                | Cooper Foundation       | 6072                          |
| <b>Northeast Family Center</b><br><i>Operating support for administrative costs</i><br>\$30,000.00                                   | 1178                          | 5/23/2008                                  | \$15,000.00               | Cooper Foundation       | 5884                          |
| <b>Region V Systems</b><br><i>"Let's Build", capacity building program</i><br>\$20,000.00  | 1234                          | 9/5/2008                                   | \$20,000.00               | Cooper Foundation       | 6023                          |
| <b>United Way of Lincoln/Lancaster County</b><br><i>2008 United Way Campaign</i><br>\$13,342.00                                      | 1288                          | 10/17/2008                                 | \$13,342.00               | Cooper Foundation       | 6079                          |
| <b>YMCA of Lincoln</b><br><i>Start-up after school programming</i><br>\$50,000.00  | 1231                          | 3/25/2008                                  | \$50,000.00               | Cooper Foundation       | 5804                          |
|  |                               | <i>Total Human Services<br/>(18 items)</i> | \$302,492.00              |                         |                               |
| <b><u>Humanities</u></b>   |                               |  |                           |                         |                               |
| <b>University of Nebraska Lincoln, Friends of the<br/>Libraries</b><br><i>Lewis &amp; Clark and the Indian Country</i><br>\$4,000.00 | 1267                          | 10/17/2008                                 | \$4,000.00                | Cooper Foundation       | 6066                          |
|  |                               | <i>Total Humanities<br/>(1 item)</i>       | \$4,000.00                |                         |                               |

| <b>Organization and Project<br/>Grant Amount</b>                                    | <b>Grant No.<br/>Ref. No.</b> | <b>Payment<br/>Date</b>          | <b>Payment<br/>Amount</b> | <b>Payment<br/>Fund</b> | <b>Check Number<br/>Notes</b> |
|---|-------------------------------|----------------------------------|---------------------------|-------------------------|-------------------------------|
| <b><u>Other</u></b>   |                               |                                  |                           |                         |                               |
| <b>Foundation Center</b><br><i>Annual support</i><br>\$2,750.00                     | 1279                          | 10/17/2008                       | \$2,750.00                | Cooper Foundation       | 6065                          |
| <b>Grants Managers Network, Inc.</b><br><i>Membership dues for 2008</i><br>\$750.00 | 1257                          | 5/21/2008                        | \$750.00                  | Cooper Foundation       | 5876                          |
|   |                               | <i>Total Other</i><br>(2 items)  | <hr/> \$3,500.00          |                         |                               |
|   |                               | <b>Grand Total</b><br>(60 items) | <hr/> \$711,860.00        |                         |                               |