

For calendar year **2014** or tax year beginning , **2014**, and ending , **20**

Name of foundation COOPER FOUNDATION		A Employer identification number 47-0401230
Number and street (or P.O. box number if mail is not delivered to street address) 870 WELLS FARGO CENTER 1248 O STREET	Room/suite	B Telephone number (see instructions) (402) 476-7571
City or town, state or province, country, and ZIP or foreign postal code LINCOLN, NE 68508		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:		D 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,379,341.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	35.	35.		
4 Dividends and interest from securities	213,580.	213,580.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,828,027.			
b Gross sales price for all assets on line 6a	5,838,267.			
7 Capital gain net income (from Part IV, line 2)		1,828,027.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	2,041,642.	2,041,642.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	136,753.	7,545.		129,208.
14 Other employee salaries and wages	74,940.			74,940.
15 Pension plans, employee benefits	57,037.	2,316.		54,721.
16a Legal fees (attach schedule)	170.	9.		161.
b Accounting fees (attach schedule)	13,260.	6,104.		7,156.
c Other professional fees (attach schedule) [1]	45,712.	45,712.		
17 Interest				
18 Taxes (attach schedule) (see instructions) [2]	34,171.	589.		13,912.
19 Depreciation (attach schedule) and depletion	2,102.	85.		
20 Occupancy	52,744.	2,142.		50,602.
21 Travel, conferences, and meetings	9,002.			5,278.
22 Printing and publications	284.			284.
23 Other expenses (attach schedule) [3]	38,122.	985.		37,137.
24 Total operating and administrative expenses. Add lines 13 through 23.	464,297.	65,487.		373,399.
25 Contributions, gifts, grants paid	983,109.			954,360.
26 Total expenses and disbursements. Add lines 24 and 25	1,447,406.	65,487.		1,327,759.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	594,236.			
b Net investment income (if negative, enter -0-)		1,976,155.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	153,943.	37,392.	37,392.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	4,819.	8,647.	8,647.	
	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 ▶ Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) ATCH 4	24,293,446.	23,327,999.	23,327,999.	
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶	114,193. 108,890.	6,143.	5,303.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	24,458,351.	23,379,341.	23,379,341.		
Liabilities	17	Accounts payable and accrued expenses	27,279.	22,912.		
	18	Grants payable	304,324.	333,073.		
	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 ▶ ATCH 5)	2,210.	112.		
	23	Total liabilities (add lines 17 through 22)	333,813.	356,097.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here, <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	19,124,538.	18,023,244.		
	25	Temporarily restricted				
	26	Permanently restricted	5,000,000.	5,000,000.		
	Foundations that do not follow SFAS 117, <input type="checkbox"/> check here and complete lines 27 through 31.					
	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	Total net assets or fund balances (see instructions)	24,124,538.	23,023,244.			
31	Total liabilities and net assets/fund balances (see instructions)	24,458,351.	23,379,341.			

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	24,124,538.
2	Enter amount from Part I, line 27a	2	594,236.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	24,718,774.
5	Decreases not included in line 2 (itemize) ▶ ATCH 6	5	1,695,530.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,023,244.

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
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					
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	1,828,027.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0	

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	959,171.	22,305,269.	0.043002
2012	1,098,237.	20,148,933.	0.054506
2011	1,152,905.	21,021,294.	0.054845
2010	784,821.	19,615,122.	0.040011
2009	697,561.	16,376,203.	0.042596
2 Total of line 1, column (d)			0.234960
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			0.046992
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			23,936,545.
5 Multiply line 4 by line 3			1,124,826.
6 Enter 1% of net investment income (1% of Part I, line 27b)			19,762.
7 Add lines 5 and 6			1,144,588.
8 Enter qualifying distributions from Part XII, line 4 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.			1,327,759.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt 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 2015 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, political expenditures, reimbursement, unreported activities, changes in governing instruments, unrelated business gross income, liquidation, and requirements of section 508(e).

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 WWW.COOPERFOUNDATION.ORG 13 X
14 The books are in care of COOPER FOUNDATION Telephone no. 402-476-7571 Located at 870 WELLS FARGO CENTER, 1248 O STREET LINCOLN, NE ZIP+4 68508
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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? 16 Yes No X
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

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
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)? 1b N/A
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? Yes No X
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.) 2b N/A
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? Yes No X
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.) 3b N/A
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)? 5b N/A
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A

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

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

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: ATCH 7, 136,753, 9,544, 0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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, 0, 0, 0.

Total number of other employees paid over \$50,000. 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

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 (see 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 instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,236,352.
b	Average of monthly cash balances	1b	50,760.
c	Fair market value of all other assets (see instructions).	1c	13,949.
d	Total (add lines 1a, b, and c)	1d	24,301,061.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	24,301,061.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	364,516.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,936,545.
6	Minimum investment return. Enter 5% of line 5	6	1,196,827.

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	1,196,827.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	19,762.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,762.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,177,065.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,177,065.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,177,065.

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	1,327,759.
b	Program-related investments - total from Part IX-B	1b	
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	1,327,759.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	19,762.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,307,997.

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				1,177,065.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			154,637.	
b Total for prior years: 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u>				
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: ► \$ <u>1,327,759.</u>				
a Applied to 2013, but not more than line 2a			154,637.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				1,173,122.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				3,943.
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
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) NOT APPLICABLE

1a 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)

Table with 5 columns: (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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).

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.

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

ATCH 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 MADE PRIMARILY TO NEBRASKA NON-PROFIT ORGANIZATIONS.

Part XV Supplementary Information (continued)

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

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
a Paid during the year SEE EXHIBIT 2				954,360.
Total				3a 954,360.
b Approved for future payment ATCH 9				
Total				3b 322,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income, and Subtotal.

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

Table with 2 columns: Line No. and 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.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets... b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations... c Sharing of facilities, equipment, mailing lists, other assets, or paid employees... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains N/A.

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 [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

Signature of officer or trustee, Date, Title

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only

Print/Type preparer's name: KRISTIN TYNON; Preparer's signature; Date; Check self-employed if PTIN: P01063388; Firm's name: BKD, LLP; Firm's EIN: 44-0160260; Firm's address: 1248 O STREET, STE 1040 LINCOLN, NE; Phone no.: 402-473-7600

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					1,266,810.	
185,352.		ALGER SPECTRA PROPERTY TYPE: SECURITIES 94,501.				P	VAR 90,851.	VAR
1,252,920.		BARON OPPORTUNITY FUND PROPERTY TYPE: SECURITIES 760,584.				P	VAR 492,336.	VAR
145,959.		BLACKROCK EQUITY DIVIDEND PROPERTY TYPE: SECURITIES 84,293.				P	VAR 61,666.	VAR
140,142.		EAGLE SMALL CAP GROWTH FUND PROPERTY TYPE: SECURITIES 72,943.				P	VAR 67,199.	VAR
66,311.		HARBOR INTERNATIONAL PROPERTY TYPE: SECURITIES 43,140.				P	VAR 23,171.	VAR
144,893.		JOHN HANCOCK DISCIPLINED VALUE PROPERTY TYPE: SECURITIES 44,375.				P	VAR 100,518.	VAR
39,887.		MFS INTERNATIONAL NEW DISCOVERY PROPERTY TYPE: SECURITIES 21,135.				P	VAR 18,752.	VAR
51,480.		TEMPLETON INSTL FUNDS FOREIGN PROPERTY TYPE: SECURITIES 31,031.				P	VAR 20,449.	VAR
116,959.		OPPENHEIMER DEV MARKETS PROPERTY TYPE: SECURITIES 101,553.				P	VAR 15,406.	VAR
74,950.		PIMCO COMMODITY REAL RETURN PROPERTY TYPE: SECURITIES 87,662.				P	VAR -12,712.	VAR
1,972,784.		EMERGING MARKETS GROWTH FUND PROPERTY TYPE: SECURITIES 2,372,321.				P	VAR -399,537.	VAR
		ROYCE OPPORTUNITY INSL CLASS				P	VAR	VAR

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
41,662.		PROPERTY TYPE: SECURITIES 18,379.					23,283.	
		EUROPACIFIC GROWTH FUND F2 PROPERTY TYPE: SECURITIES				P	VAR	VAR
64,573.		51,716.					12,857.	
		VOYA GLOBAL REAL ESTATE PROPERTY TYPE: SECURITIES				P	VAR	VAR
123,939.		85,003.					38,936.	
		CALAMOS GROWTH & INCOME PROPERTY TYPE: SECURITIES				P	VAR	VAR
106,494.		98,876.					7,618.	
		HSBC OPPORTUNITY FUND PROPERTY TYPE: SECURITIES				P	VAR	VAR
43,152.		42,728.					424.	
TOTAL GAIN (LOSS)							<u>1,828,027.</u>	

Underpayment of Estimated Tax by Corporations

2014

▶ Attach to the corporation's tax return.
 ▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name: **COOPER FOUNDATION** Employer identification number: **47-0401230**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)	1	19,762.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	3	19,762.
4	Enter the tax shown on the corporation's 2013 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	18,259.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	18,259.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

6	<input type="checkbox"/>	The corporation is using the adjusted seasonal installment method.
7	<input checked="" type="checkbox"/>	The corporation is using the annualized income installment method.
8	<input checked="" type="checkbox"/>	The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	05/15/2014	06/15/2014	09/15/2014	12/15/2014
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	1,165.	1,166.	1,586.	6,011.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	4,600.	100.	3,200.	11,750.
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column		3,435.	2,369.	3,983.
13 Add lines 11 and 12		3,535.	5,569.	15,733.
14 Add amounts on lines 16 and 17 of the preceding column				
15 Subtract line 14 from line 13. If zero or less, enter -0-	4,600.	3,535.	5,569.	15,733.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-				
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	3,435.	2,369.	3,983.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19.	20			
21 Number of days on line 20 after 4/15/2014 and before 7/1/2014	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365} \times 3\%$	22	\$	\$	\$
23 Number of days on line 20 after 6/30/2014 and before 10/1/2014	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365} \times 3\%$	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2014 and before 1/1/2015	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365} \times 3\%$	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2014 and before 4/1/2015	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 3\%$	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2015 and before 7/1/2015	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times 3\%$	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2015 and before 10/1/2015	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times 3\%$	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2015 and before 1/1/2016	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times 3\%$	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2015 and before 2/16/2016	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{366} \times 3\%$	36	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36.	37	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns.	38	\$		\$

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)	
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months	
20	Annualization periods (see instructions)	20				
21	Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	77,687.	116,531.	261,165.	744,572.
22	Annualization amounts (see instructions)	22	6.00000	4.00000	2.00000	1.33333
23 a	Annualized taxable income. Multiply line 21 by line 22	23a	466,122.	466,124.	522,330.	992,760.
	b Extraordinary items (see instructions)	23b				
	c Add lines 23a and 23b	23c	466,122.	466,124.	522,330.	992,760.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	4,661.	4,661.	5,223.	9,928.
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax. Add lines 24 through 26	27	4,661.	4,661.	5,223.	9,928.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	4,661.	4,661.	5,223.	9,928.
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	1,165.	2,331.	3,917.	9,928.

Part III Required Installments

Note: Complete lines 32 through 38 of one column before completing the next column.

		1st installment	2nd installment	3rd installment	4th installment	
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	1,165.	2,331.	3,917.	9,928.
33	Add the amounts in all preceding columns of line 38 (see instructions)	33		1,165.	2,331.	3,917.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	1,165.	1,166.	1,586.	6,011.
35	Enter 25% of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	4,565.	5,316.	4,941.	4,941.
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		3,400.	7,550.	10,905.
37	Add lines 35 and 36	37	4,565.	8,716.	12,491.	15,846.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	1,165.	1,166.	1,586.	6,011.

ATTACHMENT 1FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES	45,712.	45,712.
TOTALS	<u>45,712.</u>	<u>45,712.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PERSONAL PROPERTY TAX	65.	3.	62.
PAYROLL TAXES	14,436.	586.	13,850.
FEDERAL EXCISE TAX	19,670.		
TOTALS	<u>34,171.</u>	<u>589.</u>	<u>13,912.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
DUES	6,995.		6,995.
POSTAGE	760.	31.	729.
SUPPLIES	1,045.	42.	1,003.
MISCELLANEOUS	2,460.	100.	2,360.
INSURANCE	1,877.	76.	1,801.
SPECIAL SERVICES	850.		850.
COPIER LEASE	3,222.	131.	3,091.
COMMUNICATIONS	6,024.		6,024.
COMPUTER EXPENSE	14,889.	605.	14,284.
TOTALS	<u>38,122.</u>	<u>985.</u>	<u>37,137.</u>

ATTACHMENT 4FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EUROPACIFIC GROWTH FUND	1,834,835.	1,834,835.
ROYCE OPPORTUNITY FUND	1,692,929.	1,692,929.
CALAMOS GROWTH & INCOME	1,173,211.	1,173,211.
PRIME FUND - CAPITAL RESERVES	84,948.	84,948.
ALGER SPECTRA	1,922,766.	1,922,766.
BLACKROCK EQUITY DIVIDEND	1,898,338.	1,898,338.
EAGLE SMALL CAP GROWTH FUND	1,706,941.	1,706,941.
HARBOR INTERNATIONAL	1,832,423.	1,832,423.
JOHN HANCOCK DISCIPLINED VALUE	1,681,927.	1,681,927.
MFS INTNL. NEW DISCOVERY	1,391,661.	1,391,661.
TEMPLETON INSTL FDS FOREIGN	1,412,772.	1,412,772.
PIMCO COMMODITY REAL RETURN	1,020,207.	1,020,207.
OPPENHEIMER DEV MARKETS	2,818,365.	2,818,365.
VOYA GLOBAL REAL ESTATE	1,177,419.	1,177,419.
HSBC OPPORTUNITY FUND	1,679,257.	1,679,257.
TOTALS	<u>23,327,999.</u>	<u>23,327,999.</u>

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
FEDERAL EXCISE TAX PAYABLE	112.
TOTALS	<u>112.</u>

ATTACHMENT 6

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSSES	1,695,530.
TOTAL	<u>1,695,530.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
BRAD KORELL 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TREASURER 2.00	1,650.	0	0
JACK CAMPBELL 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	CHAIR 2.00	1,800.	0	0
JANE HOOD 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	1,550.	0	0
LINDA CRUMP 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	1,550.	0	0
NORTON WARNER 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	1,300.	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RICHARD VIERK 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	1,900.	0	0
ROBERT NEFSKY 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	VICE CHAIR 2.00	1,800.	0	0
ELWOOD A. THOMPSON 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	PRESIDENT 40.00	122,603.	9,544.	0
KIM ROBAK 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	1,800.	0	0
PAM SNOW 870 WELLS FARGO CENTER 1248 O STREET LINCOLN, NE 68508	TRUSTEE 2.00	800.	0	0
	GRAND TOTALS	<u>136,753.</u>	<u>9,544.</u>	<u>0</u>

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 PAYMENTATTACHMENT 9

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.
DOANE COLLEGE 1014 BOSWELL AVENUE CRETE, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.
LINCOLN CHILDREN'S MUSEUM 1420 P STREET LINCOLN, NE	NONE PC	MASTER EXHIBITS PLAN PHASE III	20,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.

ATTACHMENT 9

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HASTINGS COLLEGE 710 N. TURNER AVENUE HASTINGS, NE	NONE PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	12,000.
HEAR NEBRASKA P.O. BOX 4591 OMAHA, NE	NONE PC	EXECUTIVE DIRECTOR POSITION	10,000.
COMMUNITY CROPS 1551 S. 2ND STREET LINCOLN, NE	NONE PC	GENERAL OPERATING SUPPORT	7,500.
COMMUNITY DEVELOPMENT RESOURCES 285 S 68TH STREET PLACE LINCOLN, NE	NONE PC	OPERATING CAPITAL FOR COMMUNITY HOPE FEDERAL CREDIT UNION	50,000.
GRAND ISLAND COMMUNITY FOUNDATION 1811 W. 2ND STREET, STE 480 GRAND ISLAND, NE	NONE PC	QUILTED CONSCIENCE CURRICULUM DEVELOPMENT	15,000.
HEARTLAND BIG BROTHERS BIG SISTERS 6201 HAVELOCK AVE. LINCOLN, NE	NONE PC	LATINO MENTORING PROGRAM	10,000.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NEBRASKA WATER CENTER FOUNDATION P.O. BOX 720 OGALLALA, NE	NONE PC	EDUCATIONAL PROGRAMMING AT LAKE MCCONAUGHY VISITORS' CENTER	2,500.
NET FOUNDATION FOR TELEVISION 1800 N. 33RD STREET LINCOLN, NE	NONE PC	PLATTE BASIN TIME LAPSE DOCUMENTARY	75,000.
SENIORS FOUNDATION 600 S. 70TH STREET, BUILDING #7 LINCOLN, NE	NONE PC	EXECUTIVE DIRECTOR POSITION	20,000.
UNL INTERNATIONAL QUILT STUDY CENTER & MUSEUM 1523 NORTH 33RD STREET LINCOLN, NE	NONE PC	DIGITAL GALLERY	15,000.
UNL LIED CENTER FOR PERFORMING ARTS 301 N. 12TH STREET LINCOLN, NE	NONE PC	GRAND DRAPE	25,000.
		TOTAL CONTRIBUTIONS APPROVED	<u>322,000.</u>

Cooper Foundation Application

Cooper Foundation (NE)

Project Name*

Name of Project

Character Limit: 100

Amount Requested*

Character Limit: 20

Request Narrative (=required)*

Request Description*

Tell us what you want to do and why it is important.

Character Limit: 3000

Who is served?*

Describe the audience served - who and how many will benefit?

Character Limit: 2000

Funding*

Tell us how this work will be funded. Describe your development plan and its goals, and when this grant funding is needed.

Character Limit: 2000

Outcomes*

What are the anticipated results? State the specific outcomes you hope to achieve.

Character Limit: 2000

Financial Information notes (optional)

You may use this area to provide additional information about your project and operating budgets or financial reports, if necessary.

Character Limit: 1000

Required Supporting Documentation

Attach the documents requested below that are available and applicable to this request.

File Uploads: Please attach original (not scanned) PDF documents when possible. If attaching Word or Excel documents, please be sure that they are formatted to view/print completely on letter (8.5x11) or legal (8.5x14) pages.

Project Budget

Not required for general operating requests. If the request is to support a staff position, provide a project budget for that position.

Upload your project budget. Include detailed sources and amounts of income and expenses. Identify funding sources as confirmed, pending, or to be requested.

File Size Limit: 1 MB

Operating Budget

Upload your organizational operating budget, including income and expenses, for the current fiscal year.

File Size Limit: 1 MB

Operating Budget - next fiscal year

Upload the operating budget for the next fiscal year only if funding is requested for that year.

File Size Limit: 1 MB

Balance Sheet

Upload the organization's most recent balance sheet.

File Size Limit: 1 MB

Income/Expense Statement

Upload your most recent Income/Expense (Profit/Loss) Statement including year-to-date information.

File Size Limit: 1 MB

Budget vs. Actual

Upload your most recent Budget vs. Actual report.

File Size Limit: 1 MB

Audit or Year-End Financial Report

Upload the report for your most recent complete fiscal year. An Audit or Review of Financial Statements is preferred. A compilation or year-end balance sheet and income/expense statement will be accepted.

File Size Limit: 6 MB

Additional Financial Report (optional)

File Size Limit: 1 MB

Board of Directors and Staff

Upload a list of your board of directors including addresses, phone numbers, and affiliations, and names and titles of staff.

File Size Limit: 1 MB

Optional Documentation

Additional documentation, if necessary

File Size Limit: 1 MB

Optional Documentation

File Size Limit: 2 MB

Electronic Signature Agreement

Please Note: By entering data into the next four (4) fields requiring your Name, Title, and Date, as well as the Name of Board President/Chair, you are:

- (1) representing that you are an agent for the applicant and duly authorized to submit this application;
- (2) certifying that the applicant organization's board authorizes this application;
- (3) agreeing to submit this grant application in an electronic form which shall be bound by its contents as an electronic transaction;
- (3) agreeing that completion of the following fields constitutes an electronic signature.

Authorized Signature - Name*

Character Limit: 100

Title*

Character Limit: 100

Date*

Character Limit: 10

Board President/Chair*

Character Limit: 100

Cooper Foundation - Grants Paid 2014

Organization Name	City	State	Project Name	Payment	Foundation Status of Recipient
Arts					
Bemis Center for Contemporary Arts	Omaha	NE	Artist-in-Residence	\$15,000.00	PC
Crane River Theater	Kearney	NE	General operating support	\$2,500.00	PC
Greater Lincoln Chamber Foundation	Lincoln	NE	Hear Lincoln Summer Concert Series	\$9,500.00	PC
Hear Nebraska	Omaha	NE	Support for capacity-building resources	\$3,600.00	PC
Hear Nebraska	Omaha	NE	General operating support	\$10,000.00	PC
Joslyn Art Museum	Omaha	NE	Teacher Resource Center & Outreach Trunks	\$15,000.00	PC
Lincoln Community Concert Band	Lincoln	NE	General operating support	\$2,250.00	PC
Lincoln Municipal Band	Lincoln	NE	General operating support	\$5,000.00	PC
Lincoln Music Teachers Association	Lincoln	NE	Music Outreach Program	\$5,000.00	PC
Lincoln Orchestra Association	Lincoln	NE	Memorial in honor of Erdene "Les" Burgess	\$100.00	PC
Lincoln Orchestra Association	Lincoln	NE	General operating support	\$10,000.00	PC
LUX Center for the Arts	Lincoln	NE	General operating support	\$20,000.00	PC
Meadowlark Music Festival	Lincoln	NE	General operating support	\$15,000.00	PC
Metropolitan Opera/Nebraska Auditions	Lincoln	NE	Funding for Nebraska Auditions	\$1,000.00	PC
NAC Development Corp	Omaha	NE	I-80 Sculpture Repair Phase Two	\$22,000.00	PC
Omaha Creative Institute	Omaha	NE	Artist INC	\$10,000.00	PC
OmniArts Nebraska	Lincoln	NE	Support for two dance theatre productions	\$4,000.00	PC
Sheldon Art Association	Lincoln	NE	Jazz in June	\$15,000.00	PC
Sheldon Art Association	Lincoln	NE	Norman Geske Works on Paper Fund	\$10,000.00	PC
Sheldon Friends of Chamber Music	Lincoln	NE	General operating support	\$2,000.00	PC
Sunrise Communications Inc./KZUM Radio 89.3 FM	Lincoln	NE	Stransky Park Concerts	\$5,600.00	PC
University of Nebraska Lincoln, School of Music	Lincoln	NE	i2Choir	\$5,000.00	PC
Total Arts				\$187,550.00	
Community Improvement					
Community Services Fund of Nebraska	Lincoln	NE	2013/2014 campaign	\$5,000.00	PC
Friends of the Nebraska 150 Sesquicentennial	Lincoln	NE	Nebraska Sesquicentennial planning	\$15,000.00	PC
Lincoln Community Foundation	Lincoln	NE	2014 Vital Signs	\$1,000.00	PC
Nebraska Trails Foundation	Lincoln	NE	North Trail Bridge in Wilderness Park	\$10,000.00	PC
NeighborWorks Lincoln	Lincoln	NE	Resident leadership program	\$10,000.00	PC
Total Community Improvement				\$41,000.00	
Education					
Bellevue University	Bellevue	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
College of Saint Mary	Omaha	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
Daily Nebraskan	Lincoln	NE	The Public Square Project	\$5,000.00	PC
Doane College	Crete	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
Doane College	Crete	NE	Arts Are Basic program	\$30,000.00	PC
Foundation for Lincoln Public Schools	Lincoln	NE	General operating support	\$30,000.00	PC
Hastings College	Hastings	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
Lincoln Housing Charities	Lincoln	NE	Families Learning Together	\$3,875.00	PC
Lincoln Literacy	Lincoln	NE	General operating support	\$15,000.00	PC
Lincoln Public Schools	Lincoln	NE	Family Literacy Program	\$10,000.00	PC

Cooper Foundation - Grants Paid 2014

Organization Name	City	State	Project Name	Payment	Foundation Status of Recipient
Lincoln Public Schools	Lincoln	NE	Family Literacy - donation	\$100.00	PC
Lincoln Public Schools	Lincoln	NE	African Drums for Irving Middle School	\$3,600.00	PC
Midland University	Fremont	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
Museum of Nebraska Art	Kearney	NE	Video Profiles of Nebraska Artists	\$18,000.00	PC
Nebraska Wesleyan University	Lincoln	NE	Cooper Foundation Scholarship for Students of Color	\$3,000.00	PC
Nebraskans for Civic Reform	Lincoln	NE	Civic Engagement Program Manager position	\$11,000.00	PC
TeamMates Mentoring Program	Lincoln	NE	Lincoln TeamMates Mentoring Program	\$15,000.00	PC
University of Nebraska Lincoln, E.N. Thompson Forum on World Issues	Lincoln	NE	E.N. Thompson Forum on World Issues	\$40,000.00	PC
University of Nebraska Lincoln, E.N. Thompson Forum on World Issues	Lincoln	NE	E.N. Thompson Forum - Thompson Family Fund	\$18,397.00	PC
University of Nebraska-Lincoln, Center for Great Plains Studies	Lincoln	NE	Symposium: Standing Bear and the Trail Ahead	\$16,200.00	PC
University of Nebraska-Lincoln, Center for Great Plains Studies	Lincoln	NE	Travel Scholarships for Standing Bear Symposium	\$10,000.00	PC
Total Education				\$244,172.00	
Environment					
Community CROPS	Lincoln	NE	Youth programs and general operating support	\$7,500.00	PC
Groundwater Foundation	Lincoln	NE	General operating support	\$10,000.00	PC
Lincoln Children's Zoo	Lincoln	NE	Support for conservation projects	\$15,000.00	PC
Lincoln Parks and Recreation Foundation	Lincoln	NE	Prairie Corridor on Haines Branch	\$10,000.00	PC
National Audubon Society - Rowe Sanctuary	Gibbon	NE	Community Outreach Coordinator	\$20,000.00	PC
Nature Conservancy	Omaha	NE	Saline Wetlands Stewardship	\$7,500.00	PC
NET Foundation for Television	Lincoln	NE	Production of documentary, "Imagining the Platte."	\$25,000.00	PC
Prairie Loft Center for Outdoor and Agricultural Learning	Hastings	NE	General operating support	\$10,000.00	PC
Rocky Mountain Bird Observatory	Brighton	CO	Conservation of the mountain plover in Nebraska	\$10,000.00	PC
Total Environment				\$115,000.00	
Human Services					
Asian Community & Cultural Center	Lincoln	NE	General operating support	\$10,000.00	PC
Bridge Behavioral Health	Lincoln	NE	Primary Nursing Care for Clients in Withdrawal	\$15,000.00	PC
CASA for Lancaster County	Lincoln	NE	General operating support	\$10,000.00	PC
Center for Legal Immigration Assistance	Lincoln	NE	General operating support	\$10,000.00	PC
Center for People in Need	Lincoln	NE	Center for People in Need ESL Instruction	\$22,500.00	PC
Community Action Partnership of Lancaster and Saunders Counties	Lincoln	NE	Volunteer Income Tax Assistance Program	\$10,000.00	PC
El Centro de las Americas	Lincoln	NE	Family Support Services	\$10,000.00	PC
Food Bank of Lincoln	Lincoln	NE	Lincoln High School food market	\$21,000.00	PC
Friendship Home of Lincoln	Lincoln	NE	Substance Abuse Specialist	\$26,041.00	PC
Girl Scouts Spirit of Nebraska	Lincoln	NE	General operating support	\$7,500.00	PC
Guidance to Success Youth Club	Lincoln	NE	General operating support	\$15,000.00	PC
Lincoln Community Foundation	Lincoln	NE	Give to Lincoln Day 2014	\$10,000.00	PC
Lincoln/Lancaster County Habitat for Humanity	Lincoln	NE	Family Support	\$25,000.00	PC
Lincoln/Lancaster County Human Services Federation	Lincoln	NE	HSF Member Board Training	\$5,000.00	PC
Lincoln-Lancaster Child Advocacy Center	Lincoln	NE	New Child Advocate Position	\$18,720.00	PC
Malone Community Center	Lincoln	NE	General operating support	\$5,000.00	PC
Mourning Hope Grief Center	Lincoln	NE	Grief in the Workplace	\$5,000.00	PC
Nebraska Appleseed Center for Law in the Public Interest	Lincoln	NE	Engaging low income parents in education	\$10,000.00	PC

Cooper Foundation - Grants Paid 2014

Organization Name	City	State	Project Name	Payment	Foundation Status of Recipient
Nebraska Children and Families Foundation	Lincoln	NE	Project Everlast Lincoln	\$15,000.00	PC
Northeast Family Center	Lincoln	NE	General operating support	\$4,000.00	PC
St. Monica's Behavioral Health Services for Women	Lincoln	NE	Project Mother and Child	\$15,000.00	PC
United Way of Lincoln/Lancaster County	Lincoln	NE	2014 Annual Campaign	\$17,191.00	PC
Voices for Children in Nebraska	Omaha	NE	Race Matters Conference	\$25,000.00	PC
Voices of Hope	Lincoln	NE	General operating support	\$15,000.00	PC
Total Human Services				\$326,952.00	
Humanities					
Nebraska Writers Collective	Omaha	NE	Louder Than a Bomb: Great Plains	\$10,000.00	PC
Panhandle Resource Conservation & Development, Inc.	Scottsbluff	NE	Intertribal Gathering	\$2,500.00	PC
Scottsbluff National Monument	Gering	NE	Historical research for new exhibits	\$4,986.00	PC
University of Nebraska Lincoln, Plains Humanities Alliance	Lincoln	NE	Lost Writers of the Plains	\$9,500.00	PC
Women's Foundation of Lincoln and Lancaster County	Lincoln	NE	Video documentary	\$12,000.00	PC
Total Humanities				\$38,986.00	
Other					
People's Health Center	Lincoln	NE	Donation in honor of Janet Coleman	\$500.00	PC
Rocky Mountain Honor Flight	Denver	CO	Memorial for Charles Kroll	\$100.00	PC
Nebraska Coalition for Lifesaving Cures	Lincoln	NE	Memorial for Jennie Robak	\$100.00	PC
Total Other				\$700.00	
Grand Total				\$954,360.00	