

Return of Private Foundation

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

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2020

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2020 or tax year beginning

, and ending

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) 1248 O STREET	Room/suite 870	B Telephone number 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: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 28,978,417.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	132.	132.		STATEMENT 1
	4 Dividends and interest from securities	142,116.	142,116.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,391,381.			
	b Gross sales price for all assets on line 6a 3,471,785.				
	7 Capital gain net income (from Part IV, line 2)		1,391,381.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1,533,629.	1,533,629.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	134,409.	6,718.		127,691.
	14 Other employee salaries and wages	78,216.	0.		78,216.
	15 Pension plans, employee benefits	45,851.	1,664.		44,187.
	16a Legal fees				
	b Accounting fees STMT 3	12,696.	3,174.		9,522.
	c Other professional fees STMT 4	35,369.	35,369.		0.
	17 Interest				
	18 Taxes STMT 5	15,972.	533.		14,160.
	19 Depreciation and depletion	4,876.	177.		
	20 Occupancy	50,985.	1,850.		49,135.
	21 Travel, conferences, and meetings	6,139.	0.		5,939.
	22 Printing and publications	267.	0.		267.
	23 Other expenses STMT 6	33,857.	776.		33,082.
	24 Total operating and administrative expenses. Add lines 13 through 23	418,637.	50,261.		362,199.
	25 Contributions, gifts, grants paid	873,835.			663,027.
26 Total expenses and disbursements. Add lines 24 and 25	1,292,472.	50,261.		1,025,226.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	241,157.				
b Net investment income (if negative, enter -0-)		1,483,368.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,147.	973.	973.
	2 Savings and temporary cash investments	284,681.	382,830.	382,830.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	20,848.	17,786.	17,786.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 7 25,101,937.	28,436,002.	28,436,002.	
14 Land, buildings, and equipment: basis	140,826.			
Less: accumulated depreciation	STMT 8 131,084.	7,886.	9,742.	
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	25,416,499.	28,847,333.	28,978,417.	
Liabilities	17 Accounts payable and accrued expenses	25,466.	26,564.	
	18 Grants payable	69,607.	280,414.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	95,073.	306,978.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	25,321,426.	28,540,355.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances	25,321,426.	28,540,355.	
30 Total liabilities and net assets/fund balances	25,416,499.	28,847,333.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	25,321,426.
2 Enter amount from Part I, line 27a	2	241,157.
3 Other increases not included in line 2 (itemize) UNREALIZED GAINS	3	2,977,772.
4 Add lines 1, 2, and 3	4	28,540,355.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	28,540,355.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	3,471,785.		2,080,404.	1,391,381.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			1,391,381.

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	1,391,381.
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	N/A

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

SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE.

1	(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
	Reserved			
	Reserved			
	Reserved			
	Reserved			
	Reserved			

2	Reserved	2	
3	Reserved	3	
4	Reserved	4	
5	Reserved	5	
6	Reserved	6	
7	Reserved	7	
8	Reserved	8	

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

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, credits/payments, and tax due. Total tax due is 11,278.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, Form 1120-POL filing, tax on political expenditures, and asset requirements. Includes a 'Yes/No' column.

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
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of THE FOUNDATION Telephone no. 402-476-7571
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
16 At any time during calendar year 2020, 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?

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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?
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 2020?
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 2020, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2020?
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?
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?
b If "Yes," did it have excess business holdings in 2020 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?

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

		Yes	No
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		134,409.	29,495.	420.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 0.

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	23,592,526.
b	Average of monthly cash balances	1b	30,859.
c	Fair market value of all other assets	1c	35,289.
d	Total (add lines 1a, b, and c)	1d	23,658,674.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	23,658,674.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	354,880.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,303,794.
6	Minimum investment return. Enter 5% of line 5	6	1,165,190.

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	1,165,190.
2a	Tax on investment income for 2020 from Part VI, line 5	2a	20,619.
b	Income tax for 2020. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,619.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,144,571.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,144,571.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,144,571.

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	1,025,226.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,025,226.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,025,226.

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				1,144,571.
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2020:				
a From 2015				
b From 2016	16,426.			
c From 2017				
d From 2018				
e From 2019	76,736.			
f Total of lines 3a through e	93,162.			
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ \$	1,025,226.			
a Applied to 2019, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2020 distributable amount				1,025,226.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2020 (If an amount appears in column (d), the same amount must be shown in column (a).)	93,162.			93,162.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021				26,183.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2015 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2016				
b Excess from 2017				
c Excess from 2018				
d Excess from 2019				
e Excess from 2020				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, 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) 2020, (b) 2019, (c) 2018, (d) 2017, (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). (See section 507(d)(2).)

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FLATWATER SHAKESPEARE COMPANY PO BOX 84935 LINCOLN, NE 68501		PC	GENERAL OPERATING SUPPORT	2,500.
LINCOLN ARTS COUNCIL 211 N. 14TH ST. LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	5,000.
LINCOLN COMMUNITY PLAYHOUSE 2500 S. 56TH ST LINCOLN, NE 68506		PC	GENERAL OPERATING SUPPORT	7,500.
LINCOLN MUSIC TEACHERS ASSOCIATION 6820 BERNESE BLVD LINCOLN, NE 68516		PC	LMTA MUSIC OUTREACH PROGRAM 2019-2020	2,500.
LINCOLN ORCHESTRA ASSOCIATION 233 S. 13TH ST, STE 1702 LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	15,000.
Total	SEE CONTINUATION SHEET(S)			663,027.
b Approved for future payment				
MID-AMERICA ARTS ALLIANCE 2018 BALTIMORE AVE KANSAS CITY, MO 64108		PC	STRATEGIC PLANNING	10,000.
COMMUNITY CROPS 1301 S 11ST ST LINCOLN, NE 68502		PC	DEI TRAINING PROJECT	14,700.
EDUCARE LINCOLN 3435 N 14TH ST LINCOLN, NE 68521		PC	SUPPORT FOR STAFF	25,000.
Total	SEE CONTINUATION SHEET(S)			247,200.

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 132), 4 Dividends and interest from securities (14, 142,116), 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18, 1,391,381), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0, 1,533,629), 13 Total (13, 1,533,629).

(See worksheet in line 13 instructions to verify calculations.)

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 (other than by providing funds for such purposes).

COOPER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a ALGER SPECTRA			
b BLACKROCK EQUITY DIVIDEND			
c CARILLON EAGLE SMALL CAP GROWTH			
d JOHN HANCOCK DISCIPLINED VALUE			
e MFS GLOBAL REAL ESTATE			
f MFS INTERNATIONAL NEW DISCOVERY			
g TEMPLETON INSTL FUNDS FOREIGN			
h INVESCO DEV MARKETS			
i ROYCE OPPORTUNITY INSTL CLASS			
j EUROPACIFIC GROWTH FUND F2			
k CALAMOS GROWTH & INCOME			
l HSBC OPPORTUNITY FUND			
m OAKMARK			
n CAPITAL GAINS DIVIDENDS			
o			

(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 601,137.		299,077.	302,060.
b 27,703.		27,815.	-112.
c 314,018.		235,266.	78,752.
d 83,261.		44,877.	38,384.
e 10,497.		11,619.	-1,122.
f 31,113.		18,630.	12,483.
g 52,558.		41,634.	10,924.
h 148,125.		116,511.	31,614.
i 269,152.		196,763.	72,389.
j 180,864.		133,762.	47,102.
k 330,068.		336,671.	-6,603.
l 304,182.		359,070.	-54,888.
m 219,498.		258,709.	-39,211.
n 899,609.			899,609.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			302,060.
b			-112.
c			78,752.
d			38,384.
e			-1,122.
f			12,483.
g			10,924.
h			31,614.
i			72,389.
j			47,102.
k			-6,603.
l			-54,888.
m			-39,211.
n			899,609.
o			

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	1,391,381.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LUX CENTER FOR THE ARTS 2601 N 48TH STREET LINCOLN, NE 68504		PC	GENERAL OPERATING SUPPORT	20,000.
MEADOWLARK MUSIC FESTIVAL 1135 M ST. SUITE A LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	2,500.
METROPOLITAN OPERA/NEBRASKA AUDITIONS 3116 ALDEN AVENUE LINCOLN, NE 68502		PC	2020-2021 NEBRASKA AUDITIONS	1,000.
TADA PRODUCTIONS, INC. 701 P STREET LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	7,500.
UNIVERSITY OF NEBRASKA-LINCOLN, LIED CENTER FOR PERFORMING ARTS 301 N. 12TH STREET LINCOLN, NE 68588-0151		PC	GENERAL OPERATING SUPPORT	5,000.
VISION MAKER MEDIA 1800 NORTH 33RD STREET LINCOLN, NE 68503		PC	VISION MAKER FILM FESTIVAL	2,500.
ACLU OF NEBRASKA 134 S. 13TH ST., #1010 LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	10,000.
BIG BROTHERS BIG SISTERS LINCOLN 6201 HAVELOCK AVE. LINCOLN, NE 68521		PC	GENERAL OPERATING SUPPORT	5,000.
CIVIC NEBRASKA 1111 LINCOLN MALL, SUITE 350 LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	7,500.
MULTICULTURAL COALITION 325 WEST 4TH STREET GRAND ISLAND, NE 68801		PC	CITIZENSHIP COLLABORATION	7,500.
Total from continuation sheets				630,527.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEBRASKA APPLESEED CENTER FOR LAW IN THE PUBLIC INTEREST 941 O STREET, SUITE 920 LINCOLN, NE 68508-3649		PC	GENERAL OPERATING SUPPORT	7,500.
NEBRASKA CIVIC ENGAGEMENT TABLE 211 N. 14TH ST LINCOLN, NE 68508		PC	LANCASTER COUNTY NONPROFIT VOTER TURNOUT/REGISTRATION	5,000.
NEBRASKANS FOR THE ARTS 1004 FARNAM STREET OMAHA, NE 68102		PC	GENERAL OPERATING SUPPORT	5,000.
OUTNEBRASKA 211 N. 14TH ST. LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	20,000.
SOUTH OF DOWNTOWN COMMUNITY DEVELOPMENT ORGANIZATION PO BOX 85330 LINCOLN, NE 68501-5330		PC	GENERAL OPERATING SUPPORT	7,500.
COMMUNITY SERVICES FUND OF NEBRASKA 3800 VERMAAS PLACE, STE 200 LINCOLN, NE 68502		PC	2019/2020 CAMPAIGN	6,000.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
BOYS AND GIRLS CLUB LINCOLN / LANCASTER COUNTY PO BOX 80914 LINCOLN, NE 68501		PC	GENERAL OPERATING SUPPORT	5,000.
BRIGHT LIGHTS 5561 S. 48TH STREET, STE 220 LINCOLN, NE 68516		PC	BRIGHT LIGHTS FLIPSIDE	2,500.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	JANE RENNER HOOD DESIGNATION	2,500.
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS 5905 O STREET LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	10,000.
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS 5905 O STREET LINCOLN, NE 68510		PC	2020 SPARK SUMMER LEARNING SCHOLARSHIPS	15,000.
GIRL SCOUTS SPIRIT OF NEBRASKA 8230 BEECHWOOD DRIVE LINCOLN, NE 68510		PC	LINCOLN OUTREACH SUMMER SERIES DAY CAMP	5,000.
HASTINGS COLLEGE 710 N. TURNER AVE HASTINGS, NE 68901		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
JEWISH FEDERATION OF OMAHA - INSTITUTE FOR HOLOCAUST EDUCATION 333 SOUTH 132ND STREET OMAHA, NE 68154		PC	GENERAL OPERATING SUPPORT	7,500.
JUNIOR ACHIEVEMENT OF LINCOLN, INC. 300 S. 68TH ST. PL, STE 110 LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	5,000.
LINCOLN CHILDREN'S MUSEUM 1420 P STREET LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	10,000.
LINCOLN LITERACY 745 S. 9TH ST. LINCOLN, NE 68508		PC	JANE RENNER HOOD DESIGNATION	2,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	COOPER FOUNDATION SCHOLARSHIP FOR STUDENTS OF COLOR	3,000.
RABBLE MILL 2005 Y STREET LINCOLN, NE 68503		PC	GENERAL OPERATING SUPPORT	10,000.
SOUTHEAST COMMUNITY COLLEGE EDUCATIONAL FOUNDATION 301 S 68TH STREET PL LINCOLN, NE 68510-2449		PC	SCC COVID-19 EMERGENCY FUND	10,000.
THE HUB CENTRAL ACCESS POINT FOR YOUNG ADULTS 1037 S 12TH STREET LINCOLN, NE 68508		PC	GED ONLINE PLATFORM EXPANSION	2,000.
UNIVERSITY OF NEBRASKA STATE MUSEUM 307 MORRILL HALL LINCOLN, NE 68588-0338		PC	GENERAL OPERATING SUPPORT	5,000.
UNIVERSITY OF NEBRASKA-LINCOLN, E.N. THOMPSON FORUM ON WORLD ISSUES 440 N. 17 STREET LINCOLN, NE 68588-0659		PC	THOMPSON FAMILY FUND 2020	21,093.
LINCOLN CHILDREN'S ZOO 1222 S. 27TH ST. LINCOLN, NE 68502		PC	GENERAL OPERATING SUPPORT	10,000.
NATIONAL AUDUBON SOCIETY 11700 SW 100TH ST. DENTON, NE 68339-0117		PC	GENERAL OPERATING SUPPORT	5,000.
NEBRASKA LAND TRUST, INC. 9200 ANDERMATT DRIVE, STE 7 LINCOLN, NE 68526		PC	GENERAL OPERATING SUPPORT	7,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEBRASKA STATEWIDE ARBORETUM, INC. PO BOX 830964 LINCOLN, NE 68583-0964		PC	GENERAL OPERATING SUPPORT	5,000.
NEBRASKA TRAILS FOUNDATION 5935 S. 56TH ST, SUITE A LINCOLN, NE 68516		PC	ROCK ISLAND-JAMAICA NORTH TRAIL BRIDGE	10,000.
PRAIRIE LOFT CENTER FOR OUTDOOR AND AGRICULTURAL LEARNING PO BOX 1731 HASTINGS, NE 68902-1731		PC	GENERAL OPERATING SUPPORT	5,000.
BIG BROTHERS BIG SISTERS LINCOLN 6201 HAVELOCK AVE. LINCOLN, NE 68521		PC	GENERAL OPERATING SUPPORT	15,000.
BRIDGES TO HOPE 3107 S. 6TH STREET, STE 107 LINCOLN, NE 68502		PC	GENERAL OPERATING SUPPORT	7,500.
CEDARS YOUTH SERVICES 6601 PIONEERS BOULEVARD LINCOLN, NE 68506		PC	YOUTH OPPORTUNITY CENTER SUPPORT	10,000.
CENTER FOR LEGAL IMMIGRATION ASSISTANCE 3047 N. 70TH STREET LINCOLN, NE 68507		PC	GENERAL OPERATING SUPPORT	10,000.
CENTERPOINTE 2633 P ST LINCOLN, NE 68503		PC	GENERAL OPERATING SUPPORT	10,000.
CHILD ADVOCACY CENTER 5025 GARLAND ST. LINCOLN, NE 68504		PC	ACCOUNTING SUPPORT	10,000.
CHILD ADVOCACY CENTER 5025 GARLAND ST. LINCOLN, NE 68504		PC	GENERAL OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CLYDE MALONE COMMUNITY CENTER 2032 U STREET LINCOLN, NE 68503		PC	GENERAL OPERATING SUPPORT	10,000.
CLYDE MALONE COMMUNITY CENTER 2032 U STREET LINCOLN, NE 68503		PC	IMPACT GRANT SUPPORTING GENERAL OPERATIONS	40,000.
EL CENTRO DE LAS AMERICAS 210 O STREET LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	10,000.
FOOD BANK OF LINCOLN 4840 DORIS BAIR CIRCLE, SUITE A LINCOLN, NE 68504-1465		PC	COVID-19 FOOD DISTRIBUTION	10,000.
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS 5905 O STREET LINCOLN, NE 68510		PC	LPS COVID-19 CRISIS RESPONSE FUND	10,000.
FRESH START, INC. 6433 HAVELOCK AVE. LINCOLN, NE 68507		PC	GENERAL OPERATING SUPPORT	10,000.
HOPESPOKE 2444 "O" STREET LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	10,000.
LEGAL AID OF NEBRASKA 209 S. 19TH STREET, STE. 200 OMAHA, NE 68102		PC	COVID-19 RESPONSE IN LANCASTER CO	10,000.
LINCOLN COMMUNITY FOUNDATION 215 CENTENNIAL MALL S STE 100 LINCOLN, NE 68508		PC	LINCOLN COVID-19 RESPONSE FUND	10,000.
LINCOLN MEDICAL EDUCATION PARTNERSHIP 4600 VALLEY ROAD LINCOLN, NE 68510		PC	SCHOOL-COMMUNITY INTERVENTION PROGRAM	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LINCOLN/LANCASTER COUNTY HABITAT FOR HUMANITY 4615 ORCHARD ST LINCOLN, NE 68503		PC	GENERAL OPERATING SUPPORT	5,000.
MATT TALBOT KITCHEN & OUTREACH 2121 NORTH 27TH STREET LINCOLN, NE 68501		PC	GENERAL OPERATING SUPPORT	10,000.
MOURNING HOPE GRIEF CENTER 4919 BALDWIN AVENUE LINCOLN, NE 68504		PC	GENERAL OPERATING SUPPORT	7,500.
NEBRASKA CHILDREN AND FAMILIES FOUNDATION 215 CENTENNIAL MALL SOUTH, STE 200 LINCOLN, NE 68508		PC	GENERAL OPERATING SUPPORT	10,000.
NEBRASKA COALITION TO END SEXUAL AND DOMESTIC VIOLENCE 245 SOUTH 84TH STREET, STE 200 LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	5,000.
NORTHEAST FAMILY CENTER 6220 LOGAN AVE LINCOLN, NE 68506		PC	GENERAL OPERATING SUPPORT	10,000.
ST. MONICA'S 120 WEDGEWOOD DRIVE LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	10,000.
UNITED WAY OF LINCOLN/LANCASTER COUNTY 238 S. 13TH STREET LINCOLN, NE 68508-2004		PC	2020 ANNUAL CAMPAIGN	19,934.
VOICES OF HOPE 2545 N ST. LINCOLN, NE 68510		PC	GENERAL OPERATING SUPPORT	10,000.
WILLARD COMMUNITY CENTER 1245 FOLSOM STREET LINCOLN, NE 68522		PC	GENERAL OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YWCA LINCOLN 1701 S. 17TH ST., #2D LINCOLN, NE 68502		PC	GENERAL OPERATING SUPPORT	10,000.
DURHAM MUSEUM 801 S. 10TH STREET OMAHA, NE 68108-3205		PC	BEYOND THE VOTE EXHIBITION	5,000.
HUMANITIES NEBRASKA 215 CENTENNIAL MALL SOUTH, STE 330 LINCOLN, NE 68508		PC	JANE RENNER HOOD DESIGNATION	2,500.
NEBRASKA CULTURAL ENDOWMENT 1004 FARNAM STREET, PLAZA LEVEL OMAHA, NE 68102		PC	JANE RENNER HOOD DESIGNATION	2,500.
NEBRASKA WRITERS COLLECTIVE 9712 NORTH 34TH STREET OMAHA, NE 68112		PC	LOUDER THAN A BOMB: GREAT PLAINS AND WRITERS' BLOCK	7,500.
UNIVERSITY OF NEBRASKA-LINCOLN, INTERNATIONAL QUILT MUSEUM 1523 N 33RD ST LINCOLN, NE 68583-0838		PC	GENERAL OPERATING SUPPORT	5,000.
WILLA CATHER FOUNDATION 413 N. WEBSTER STREET RED CLOUD, NE 68970-2466		PC	GENERAL OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	COMMUNITY-DRIVEN JUSTICE EDUCATION USING PROJECT-BASED COLLABORATIONS	17,500.
RABBLE MILL 2005 Y STREET LINCOLN, NE 68503		PC	HIGH SCHOOL FOCUS PROGRAM	150,000.
ASIAN COMMUNITY & CULTURAL CENTER 144 N 44TH STREET STE A LINCOLN, NE 68503		PC	GENERAL OPERATING SUPPORT	30,000.
Total from continuation sheets				197,500.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	132.	132.	
TOTAL TO PART I, LINE 3	132.	132.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	1,041,725.	899,609.	142,116.	142,116.	
TO PART I, LINE 4	1,041,725.	899,609.	142,116.	142,116.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDIT	12,696.	3,174.		9,522.
TO FORM 990-PF, PG 1, LN 16B	12,696.	3,174.		9,522.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	35,369.	35,369.		0.
TO FORM 990-PF, PG 1, LN 16C	35,369.	35,369.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	14,693.	533.		14,160.
FEDERAL EXCISE TAX	1,279.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,972.	533.		14,160.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	7,039.	0.		7,039.
POSTAGE	536.	20.		516.
TECHNOLOGY	11,993.	435.		11,558.
SUPPLIES	1,402.	51.		1,351.
MISCELLANEOUS	1,448.	53.		1,396.
INSURANCE	2,637.	96.		2,541.
COMMUNICATIONS	4,565.	0.		4,565.
SPECIAL SERVICES	900.	0.		900.
COPIER	3,337.	121.		3,216.
TO FORM 990-PF, PG 1, LN 23	33,857.	776.		33,082.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALGER SPECTRA	FMV	2,347,015.	2,347,015.
BLACKROCK EQUITY DIVIDEND	FMV	2,336,373.	2,336,373.
CARILLON EAGLE SMALL CAP GROWTH FD	FMV	2,187,205.	2,187,205.
JOHN HANCOCK DISCIPLINED VALUE	FMV	2,065,536.	2,065,536.
MFS GLOBAL REAL ESTATE	FMV	1,486,670.	1,486,670.
MFS INTERNATIONAL NEW DISCOVERY	FMV	1,771,414.	1,771,414.
TEMPLETON INSTL FDS FOREIGN	FMV	1,770,207.	1,770,207.
INVESTCO DEV MARKETS	FMV	3,863,101.	3,863,101.
ROYCE OPPORTUNITY FUND	FMV	2,172,015.	2,172,015.
EUROPACIFIC GROWTH FUND	FMV	2,413,112.	2,413,112.
CALAMOS GROWTH & INCOME	FMV	1,484,886.	1,484,886.
HSBC OPPORTUNITY FUND	FMV	2,174,727.	2,174,727.

OAKMARK	FMV	2,363,741.	2,363,741.
TOTAL TO FORM 990-PF, PART II, LINE 13		28,436,002.	28,436,002.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	8
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	60.	0.	60.
FURNITURE AND FIXTURES	100,251.	100,204.	47.
COMPUTER EQUIPMENT AND SOFTWARE	40,515.	30,880.	9,635.
TOTAL TO FM 990-PF, PART II, LN 14	140,826.	131,084.	9,742.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
E. ARTHUR THOMPSON 1248 O ST. SUITE 870 LINCOLN, NE 68508	CHAIR 2.00	12,277.	2,645.	0.
KIM ROBAK 1248 O ST. SUITE 870 LINCOLN, NE 68508	VICE CHAIR 2.00	1,650.	0.	0.
BRAD KORELL 1248 O ST. SUITE 870 LINCOLN, NE 68508	TREASURER 2.00	1,750.	0.	0.
JACK D CAMPBELL 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,700.	0.	0.
CONNIE DUNCAN 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,800.	0.	0.
TYRE J. MCDOWELL 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,750.	0.	0.

COOPER FOUNDATION

47-0401230

ROBERT NEFSKY 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,850.	0.	0.
PAMELA HILTON SNOW 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,850.	0.	0.
RICHARD J. VIERK 1248 O ST. SUITE 870 LINCOLN, NE 68508	TRUSTEE 2.00	1,750.	0.	0.
VICTORIA GRASSO 1248 O ST. SUITE 870 LINCOLN, NE 68508	PRESIDENT 40.00	108,032.	26,850.	420.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>134,409.</u>	<u>29,495.</u>	<u>420.</u>

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDCOOPER FOUNDATION
870 WELLS FARGO CENTER, 1248 O STREET
LINCOLN, NE 68508TELEPHONE NUMBER

402-476-7571

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS MUST BE SUBMITTED ONLINE. EACH APPLICATION SHOULD INCLUDE A REQUEST NARRATIVE THAT INCLUDES THE FOLLOWING INFORMATION: AMOUNT REQUESTED AND ITS PURPOSE, WHO WILL BENEFIT, FUNDING GOAL AND PLAN TO ACHIEVE THAT FUNDING, AND THE SPECIFIC OUTCOMES THE GRANTEE HOPES TO ACHIEVE AND THE BENCHMARKS THAT WILL BE USED TO MEASURE THEIR SUCCESS. EACH APPLICATION SHOULD ALSO INCLUDE THE FOLLOWING SUPPORTING DOCUMENTATION: PROJECT BUDGET, OPERATING BUDGET FOR THE CURRENT YEAR AND NEXT FISCAL YEAR, IF APPLICABLE, BALANCE SHEET, INCOME/EXPENSE STATEMENT, THE MOST RECENT BUDGET VS ACTUAL COMPARISION, YEAR-END FINANCIAL REPORT, AND A LISTING OF THE BOARD OF DIRECTORS AND STAFF.

ANY SUBMISSION DEADLINES

APPLICATIONS ARE REVIEWED AT BOARD OF TRUSTEE MEETINGS

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE PRIMARILY TO NEBRASKA NON-PROFIT ORGANIZATIONS