

**Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2022 or tax year beginning

, and ending

Name of foundation <b>COOPER FOUNDATION</b>		<b>A Employer identification number</b> <b>47-0401230</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>1248 O STREET</b>	Room/suite <b>870</b>	<b>B Telephone number</b> <b>402-476-7571</b>
City or town, state or province, country, and ZIP or foreign postal code <b>LINCOLN, NE 68508</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here ..... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>22,867,153.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received .....			<b>N/A</b>	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments .....	2,258.	2,258.		<b>STATEMENT 1</b>
	<b>4</b> Dividends and interest from securities .....	221,831.	221,831.		<b>STATEMENT 2</b>
	<b>5a</b> Gross rents .....				
	<b>b</b> Net rental income or (loss) .....				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 .....	647,204.			
	<b>b</b> Gross sales price for all assets on line 6a ..... <b>5,107,666.</b>				
	<b>7</b> Capital gain net income (from Part IV, line 2) .....		647,204.		
	<b>8</b> Net short-term capital gain .....				
	<b>9</b> Income modifications .....				
	<b>10a</b> Gross sales less returns and allowances .....				
<b>b</b> Less: Cost of goods sold .....					
<b>c</b> Gross profit or (loss) .....					
<b>11</b> Other income .....					
<b>12 Total.</b> Add lines 1 through 11 .....	871,293.	871,293.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc. ....	153,670.	7,682.		145,988.
	<b>14</b> Other employee salaries and wages .....	84,970.	0.		84,970.
	<b>15</b> Pension plans, employee benefits .....	62,210.	2,297.		59,913.
	<b>16a</b> Legal fees .....				
	<b>b</b> Accounting fees ..... <b>STMT 3</b>	14,247.	3,562.		10,685.
	<b>c</b> Other professional fees ..... <b>STMT 4</b>	40,173.	40,173.		0.
	<b>17</b> Interest .....				
	<b>18</b> Taxes ..... <b>STMT 5</b>	28,198.	623.		16,256.
	<b>19</b> Depreciation and depletion .....	3,424.	126.		
	<b>20</b> Occupancy .....	47,882.	1,768.		46,114.
	<b>21</b> Travel, conferences, and meetings .....	6,687.	0.		6,018.
	<b>22</b> Printing and publications .....	559.	0.		559.
	<b>23</b> Other expenses ..... <b>STMT 6</b>	32,965.	877.		32,088.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 .....	474,985.	57,108.		402,591.
	<b>25</b> Contributions, gifts, grants paid .....	782,600.			944,744.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 .....	1,257,585.	57,108.		1,347,335.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements ...	-386,292.				
<b>b Net investment income</b> (if negative, enter -0-)		814,185.			
<b>c Adjusted net income</b> (if negative, enter -0-)			<b>N/A</b>		

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	1,366.	3,060.	3,060.
	2 Savings and temporary cash investments	56,727.	48,524.	48,524.
	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	4,977.	14,423.	14,423.
	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 30,411,879.	22,316,961.	22,316,961.	
14 Land, buildings, and equipment: basis	117,514.			
Less: accumulated depreciation	STMT 8 110,559.	6,955.	117,514.	
15 Other assets (describe STATEMENT 9)	0.	366,671.	366,671.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	30,485,328.	22,756,594.	22,867,153.	
Liabilities	17 Accounts payable and accrued expenses	71,594.	25,602.	
	18 Grants payable	477,963.	315,819.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe STATEMENT 10)	0.	369,935.	
23 Total liabilities (add lines 17 through 22)	549,557.	711,356.		
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 Net assets with donor restrictions	29,935,771.	22,045,238.	
	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	29,935,771.	22,045,238.	
30 Total liabilities and net assets/fund balances	30,485,328.	22,756,594.		

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	29,935,771.
2 Enter amount from Part I, line 27a	2	-386,292.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	29,549,479.
5 Decreases not included in line 2 (itemize) UNREALIZED LOSSES	5	7,504,241.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	22,045,238.

**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	<b>SEE ATTACHED STATEMENT</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	<b>5,107,666.</b>		<b>4,460,462.</b>	<b>647,204.</b>

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			<b>647,204.</b>

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	<b>647,204.</b>
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	<b>N/A</b>

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	<b>11,317.</b>
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b) .....		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) .....	2	<b>0.</b>
3	Add lines 1 and 2 .....	3	<b>11,317.</b>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) .....	4	<b>0.</b>
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- .....	5	<b>11,317.</b>
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022 .....	6a	<b>13,800.</b>
b	Exempt foreign organizations - tax withheld at source .....	6b	<b>0.</b>
c	Tax paid with application for extension of time to file (Form 8868) .....	6c	<b>0.</b>
d	Backup withholding erroneously withheld .....	6d	<b>0.</b>
7	Total credits and payments. Add lines 6a through 6d .....	7	<b>13,800.</b>
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached .....	8	<b>0.</b>
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than 7, enter <b>amount owed</b> .....	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> .....	10	<b>2,483.</b>
11	Enter the amount of line 10 to be: <b>Credited to 2023 estimated tax</b> <b>2,483.</b> Refunded	11	<b>0.</b>

**Part VI-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? .....		<input checked="" type="checkbox"/>
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition ..... If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year? .....		<input checked="" type="checkbox"/>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? .....		<input checked="" type="checkbox"/>
If "Yes," attach a detailed description of the activities.		
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes .....		<input checked="" type="checkbox"/>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....		<input checked="" type="checkbox"/>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? .....		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....		<input checked="" type="checkbox"/>
If "Yes," attach the statement required by <i>General Instruction T</i> .		
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? .....	<input checked="" type="checkbox"/>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV .....	<input checked="" type="checkbox"/>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. _____ <b>NE</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation .....	<input checked="" type="checkbox"/>	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII .....		<input checked="" type="checkbox"/>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses .....		<input checked="" type="checkbox"/>
<b>11</b> 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 .....		<input checked="" type="checkbox"/>
<b>12</b> 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 .....		<input checked="" type="checkbox"/>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	<input checked="" type="checkbox"/>	
Website address <b>WWW.COOPERFOUNDATION.ORG</b>		
<b>14</b> The books are in care of <b>THE FOUNDATION</b> Telephone no. <b>402-476-7571</b> Located at <b>1248 O STREET, 870, LINCOLN, NE</b> ZIP+4 <b>68508</b>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year .....		N/A
<b>16</b> At any time during calendar year 2022, 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? .....		<input checked="" type="checkbox"/>
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	Yes	No
<b>1a</b> 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? .....	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	1a(4)	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)? .....	1a(5)	X
(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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.) .....	1a(6)	X
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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
<b>c</b> Organizations relying on a current notice regarding disaster assistance, check here .....		<input type="checkbox"/>
<b>d</b> 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 2022? .....	1d	X
<b>2</b> 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)):		
<b>a</b> At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022? .....	2a	X
If "Yes," list the years _____, _____, _____, _____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.) .....	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. _____, _____, _____, _____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	3a	X
<b>b</b> If "Yes," did it have excess business holdings in 2022 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2022.) .....	3b	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....	4a	X
<b>b</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 2022? .....	4b	X

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

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

**Part VII 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 11		153,670.	34,122.	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 VII** 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 VIII-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 VIII-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 IX 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	24,472,905.
b	Average of monthly cash balances .....	1b	27,338.
c	Fair market value of all other assets (see instructions) .....	1c	28,385.
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	24,528,628.
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	24,528,628.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) .....	4	367,929.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 .....	5	24,160,699.
6	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5 .....	6	1,208,035.

**Part X 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 IX, line 6 .....	1	1,208,035.
2a	Tax on investment income for 2022 from Part V, line 5 .....	2a	11,317.
b	Income tax for 2022. (This does not include the tax from Part V.) .....	2b	
c	Add lines 2a and 2b .....	2c	11,317.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	1,196,718.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	1,196,718.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1 .....	7	1,196,718.

**Part XI 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	1,347,335.
b	Program-related investments - total from Part VIII-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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4 .....	4	1,347,335.

Form 990-PF (2022)



**Part XII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				1,196,718.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			76,234.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ 1,347,335.				
a Applied to 2021, but not more than line 2a			76,234.	
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 2022 distributable amount				1,196,718.
e Remaining amount distributed out of corpus	74,383.			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	74,383.			
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 2021. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				0.
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 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	74,383.			
10 Analysis of line 9:				
a Excess from 2018				
b Excess from 2019				
c Excess from 2020				
d Excess from 2021				
e Excess from 2022	74,383.			

Part XIII Private Operating Foundations (see instructions and Part VI-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 2022, 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) 2022, (b) 2021, (c) 2020, (d) 2019, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

Part XIV 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 12

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 XIV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
FLATWATER SHAKESPEARE COMPANY PO BOX 84935 LINCOLN, NE 68501		PC	PROGRAM	7,000.
LINCOLN ARTS COUNCIL 211 N. 14TH ST. LINCOLN, NE 68508		PC	OPERATING	15,000.
LINCOLN CALLING 211 NORTH 14TH STREET LINCOLN, NE 68508		PC	PROGRAM	15,000.
LINCOLN CROSSROADS FESTIVAL 4319 SAINT PAUL AVE LINCOLN, NE 68504		PC	OPERATING	10,000.
LINCOLN ORCHESTRA ASSOCIATION 233 S. 13TH ST, SUITE 1702 LINCOLN, NE 68508		PC	OPERATING	7,500.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>944,744.</b>
<b>b Approved for future payment</b>				
ANGELS THEATRE COMPANY P.O. BOX 6703 LINCOLN, NE 68506		PC	PROGRAM	5,000.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	SCHOLARSHIPS	4,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	SCHOLARSHIPS	4,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>111,000.</b>





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 AB SMALL CAP GROWTH			
b ALGER SPECTRA			
c BLACKROCK EQUITY DIVIDEND			
d JOHN HANCOCK DISCIPLINED VALUE			
e MFS INTERNATIONAL NEW DISCOVERY			
f TEMPLETON INSTL FUNDS FOREIGN			
g INVESCO DEV MARKETS			
h ROYCE OPPORTUNITY INSTL CLASS			
i EUROPACIFIC GROWTH FUND			
j CALAMOS GROWTH & INCOME			
k HBSC OPPORTUNITY FUND			
l OAKMARK			
m CAPITAL GAINS DIVIDENDS			
n			
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 26,422.		26,736.	-314.
b 3,814.		2,997.	817.
c 451,590.		392,880.	58,710.
d 337,818.		147,775.	190,043.
e 125,463.		82,621.	42,842.
f 1,508,368.		1,922,422.	-414,054.
g 1,408,047.		1,303,420.	104,627.
h 192,947.		113,580.	79,367.
i 73,290.		60,118.	13,172.
j 189,739.		139,452.	50,287.
k 44,660.		87,783.	-43,123.
l 143,368.		180,678.	-37,310.
m 602,140.			602,140.
n			
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			-314.
b			817.
c			58,710.
d			190,043.
e			42,842.
f			-414,054.
g			104,627.
h			79,367.
i			13,172.
j			50,287.
k			-43,123.
l			-37,310.
m			602,140.
n			
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	647,204.
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 XIV 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	OPERATING	15,000.
METROPOLITAN OPERA/NEBRASKA AUDITIONS 3116 ALDEN AVENUE LINCOLN, NE 68502		PC	PROGRAM	1,000.
METROPOLITAN OPERA/NEBRASKA AUDITIONS 3116 ALDEN AVENUE LINCOLN, NE 68502		PC	PROGRAM	1,000.
MID-AMERICA ARTS ALLIANCE 2018 BALTIMORE KANSAS CITY, MO 64108		PC	PROGRAM	10,000.
NEBRASKA CULTURAL ENDOWMENT 1004 FARNAM STREET, PLAZA LEVEL OMAHA, NE 68102		PC	OPERATING	10,000.
NEBRASKANS FOR THE ARTS 1004 FARNAM STREET OMAHA, NE 68102		PC	OPERATING	5,000.
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL, SUITE 300 LINCOLN, NE 68508-2886		PC	MEMORIAL	100.
UNIVERSITY OF NEBRASKA-LINCOLN, JAZZ IN JUNE 301 N. 12TH STREET, P.O. BOX 880151 LINCOLN, NE 68588-0151		PC	PROGRAM	3,000.
UNIVERSITY OF NEBRASKA-LINCOLN, LIED CENTER FOR PERFORMING ARTS 301 N. 12TH STREET, P.O. BOX 880151 LINCOLN, NE 68588-0151		PC	OPERATING	20,000.
VISION MAKER MEDIA 1800 NORTH 33RD STREET LINCOLN, NE 68503		PC	PROGRAM	5,000.
<b>Total from continuation sheets</b>				<b>890,244.</b>

**Part XIV** 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
COALITION FOR A STRONG NEBRASKA 215 CENTENNIAL MALL SOUTH, SUITE 200 LINCOLN, NE 68508		PC	OPERATING	10,000.
I BE BLACK GIRL 1111 N 13TH ST SUITE 106 OMAHA, NE 68102		PC	OPERATING	5,000.
NEBRASKA APPLESEED CENTER FOR LAW IN THE PUBLIC INTEREST P.O. BOX 83613 LINCOLN, NE 68501		PC	PROGRAM	10,000.
NEBRASKA CIVIC ENGAGEMENT TABLE 211 N. 14TH STREET LINCOLN, NE 68508		PC	OPERATING	7,500.
NEBRASKA JOURNALISM TRUST 1111 NORTH 13TH STREET, SUITE 145 OMAHA, NE 68102		PC	OPERATING	10,000.
OPENSKY POLICY INSTITUTE 1327 H STREET, SUITE 102 LINCOLN, NE 68508		PC	OPERATING	7,500.
OUTNEBRASKA 211 N. 14TH ST. LINCOLN, NE 68508		PC	OPERATING	20,000.
GIVE NEBRASKA 3800 VERMAAS PLACE, STE. 200 LINCOLN, NE 68502		PC	PROGRAM	8,500.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	SCHOLARSHIPS	3,000.
CAUSE COLLECTIVE 1645 N ST LINCOLN, NE 68508		PC	OPERATING	5,925.
<b>Total from continuation sheets</b> .....				



**Part XIV 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
CHADRON STATE COLLEGE 1000 MAIN ST CHADRON, NE 69337		PC	PROGRAM	5,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	SCHOLARSHIPS	3,000.
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	SCHOLARSHIPS	3,000.
ECHO COLLECTIVE 2124 Y ST, STE 131 LINCOLN, NE 68503		PC	PROGRAM	6,000.
ECHO COLLECTIVE 2124 Y ST, STE 131 LINCOLN, NE 68503		PC	PROGRAM	6,000.
EDUCARE LINCOLN 3435 N 14TH ST LINCOLN, NE 68521		PC	PROGRAM	10,000.
GIRL SCOUTS SPIRIT OF NEBRASKA 8230 BEECHWOOD DRIVE LINCOLN, NE 68510		PC	PROGRAM	10,500.
HASTINGS COLLEGE 710 N. TURNER AVENUE HASTINGS, NE 68901		PC	SCHOLARSHIPS	3,000.
JUNIOR ACHIEVEMENT OF LINCOLN, INC. 300 S. 68TH ST. PL, STE 110 LINCOLN, NE 68510		PC	OPERATING	10,000.
LINCOLN CHILDREN'S MUSEUM 1420 P ST. LINCOLN, NE 68508		PC	PROGRAM	25,000.
<b>Total from continuation sheets</b> .....				

**Part XIV 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 LITERACY 745 S. 9TH ST. LINCOLN, NE 68508		PC	OPERATING	5,000.
LINCOLN PUBLIC SCHOOLS 5905 O ST. LINCOLN, NE 68510		PC	PROGRAM	30,000.
LITERACY COUNCIL OF GRAND ISLAND 115 W CHARLES ST GRAND ISLAND, NE 68801		PC	OPERATING	5,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	SCHOLARSHIPS	3,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	SCHOLARSHIPS	3,000.
PLANNED PARENTHOOD OF THE HEARTLAND, INC. 5631 S 48TH ST SUITE, SUITE 100 LINCOLN, NE 68516		PC	PROGRAM	20,000.
RABBLE MILL 2005 Y STREET LINCOLN, NE 68503		PC	OPERATING	20,000.
RABBLE MILL 2005 Y STREET LINCOLN, NE 68503		PC	PROGRAM	50,000.
UNIVERSITY OF NEBRASKA STATE MUSEUM 307 MORRILL HALL LINCOLN, NE 68588-0338		PC	PROGRAM	12,000.
UNIVERSITY OF NEBRASKA-LINCOLN, CENTER FOR GREAT PLAINS STUDIES HEWIT PLACE, 1155 Q STREET LINCOLN, NE 68588-0214		PC	PROGRAM	200.
<b>Total from continuation sheets</b>				

**Part XIV** 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
UNIVERSITY OF NEBRASKA-LINCOLN, COLLEGE OF JOURNALISM AND MASS COMMUNICATIO 139 ANDERSEN HALL LINCOLN, NE 68588		PC	PROGRAM	28,000.
UNIVERSITY OF NEBRASKA-LINCOLN, E.N. THOMPSON FORUM ON WORLD ISSUES UNIVERSITY HONORS, 213 KNOLL RESIDENTIAL CENTER 440 N. 17 STREET LINCOLN, NE 68588-0659		PC	PROGRAM	22,699.
UNIVERSITY OF NEBRASKA-LINCOLN, E.N. THOMPSON FORUM ON WORLD ISSUES UNIVERSITY HONORS, 213 KNOLL RESIDENTIAL CENTER 440 N. 17 STREET LINCOLN, NE 68588-0659		PC	PROGRAM	50,000.
UNIVERSITY OF NEBRASKA-LINCOLN, SCHOOL OF NATURAL RESOURCES 3310 HOLDREGE STREET, 715 HARDIN HALL LINCOLN, NE 68583-0987		PC	PROGRAM	5,000.
NATIONAL AUDUBON SOCIETY - AUDUBON NEBRASKA 11205 WRIGHT CIRCLE SUITE 210 OMAHA, NE 68144		PC	OPERATING	7,500.
NATIONAL WILD TURKEY FEDERATION 770 AUGUSTA ROAD, PO BOX 530 EDGEFIELD, SC 29824-0530		PC	PROGRAM	15,000.
NEBRASKA LAND TRUST, INC. 3201 PIONEERS BLVD., SUITE 107 LINCOLN, NE 68502		PC	OPERATING	15,000.
SOLIDAGO CONSERVANCY 3131 O STREET, SUITE 301 LINCOLN, NE 68510		PC	OPERATING	25,000.
BANISTER'S LEADERSHIP ACADEMY 4913 DODGE STREET OMAHA, NE 68132		PC	PROGRAM	10,000.
BIG BROTHERS BIG SISTERS LINCOLN 2124 Y STREET, FLAT 210 LINCOLN, NE 68503		PC	OPERATING	7,500.
<b>Total from continuation sheets</b> .....				

**Part XIV 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
BOYS AND GIRLS CLUB LINCOLN / LANCASTER COUNTY PO BOX 80914 LINCOLN, NE 68501		PC	OPERATING	15,000.
BRAVEBE CHILD ADVOCACY CENTER 5025 GARLAND ST. LINCOLN, NE 68504		PC	OPERATING	25,000.
CENTER FOR PEOPLE IN NEED 3901 N. 27TH ST., UNIT 1 LINCOLN, NE 68521		PC	OPERATING	20,000.
CLYDE MALONE COMMUNITY CENTER 2032 U STREET LINCOLN, NE 68503		PC	MEMORIAL	100.
COMMUNITY ACTION PARTNERSHIP OF LANCASTER AND SAUNDERS COUNTIES 210 O STREET LINCOLN, NE 68508		PC	PROGRAM	15,000.
DOWN SYNDROME ASSOCIATION FOR FAMILIES OF NE PO BOX 57362 LINCOLN, NE 68505		PC	STAFFING/SALARIES	12,000.
FOOD BANK OF LINCOLN 1221 KINGBIRD ROAD LINCOLN, NE 68521		PC	STAFFING/SALARIES	7,500.
FRESH START, INC. 6433 HAVELOCK AVE. LINCOLN, NE 68507		PC	OPERATING	20,000.
LINCOLN MEDICAL EDUCATION PARTNERSHIP 4600 VALLEY ROAD LINCOLN, NE 68510		PC	OPERATING	15,000.
LINCOLN/LANCASTER COUNTY HABITAT FOR HUMANITY 4615 ORCHARD ST LINCOLN, NE 68503		PC	EQUIPMENT	7,500.
<b>Total from continuation sheets</b>				

**Part XIV 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
MOURNING HOPE GRIEF CENTER 1311 S FOLSOM ST LINCOLN, NE 68522		PC	PROGRAM	18,800.
SHARE A FARE INC. PO BOX 6253 OMAHA, NE 68106		PC	PROGRAM	7,500.
TEAMMATES MENTORING PROGRAM 5905 O STREET, P.O. BOX 82889 LINCOLN, NE 68510		PC	OPERATING	20,000.
UNITED WAY OF LINCOLN/LANCASTER COUNTY 238 S. 13TH STREET, PO BOX 82653 LINCOLN, NE 68508-2004		PC	PROGRAM	15,000.
UNITED WAY OF LINCOLN/LANCASTER COUNTY 238 S. 13TH STREET, PO BOX 82653 LINCOLN, NE 68508-2004		PC	PROGRAM	21,420.
VISIONARY YOUTH 4230 SOUTH 33RD STREET, SUITE 105 LINCOLN, NE 68506		PC	OPERATING	15,000.
VOZ DE ESPERANZA DBA CENTRO HISPANO COMUNITARIO DE NEBRASKA 3214 25TH STREET, SUITE 1 COLUMBUS, NE 68601		PC	OPERATING	7,500.
YWCA LINCOLN 5631 S. 48TH STREET, SUITE 410 LINCOLN, NE 68516		PC	OPERATING	20,000.
GRAND ISLAND COMMUNITY FOUNDATION 1503 W. 2ND STREET GRAND ISLAND, NE 68801		PC	MEMORIAL	2,000.
HUMANITIES NEBRASKA 215 CENTENNIAL MALL SOUTH, SUITE 330 LINCOLN, NE 68508		PC	PROGRAM	20,000.
<b>Total from continuation sheets</b> .....				

**Part XIV 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
HUMANITIES NEBRASKA 215 CENTENNIAL MALL SOUTH, SUITE 330 LINCOLN, NE 68508		PC	MEMORIAL	4,000.
LEGACY OF THE PLAINS MUSEUM 2930 OLD OREGON TRAIL GERING, NE 69341		PC	PROGRAM	10,000.
NEBRASKA CULTURAL ENDOWMENT 1004 FARNAM STREET, PLAZA LEVEL OMAHA, NE 68102		PC	MEMORIAL	4,000.
NEBRASKA WRITERS COLLECTIVE 9712 NORTH 34TH STREET OMAHA, NE 68112		PC	PROGRAM	15,000.
<b>Total from continuation sheets</b> .....				

**Part XIV 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
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	SCHOLARSHIPS	4,000.
HASTINGS COLLEGE HASTINGS COLLEGE, 710 N. TURNER AVENUE HASTINGS, NE 68901		PC	SCHOLARSHIPS	4,000.
LINCOLN COMMUNITY FOUNDATION 215 CENTENNIAL MALL S STE 100 LINCOLN, NE 68508		PC	PROGRAM	5,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	SCHOLARSHIPS	4,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	SCHOLARSHIPS	4,000.
LINCOLN COMMUNITY FOUNDATION 215 CENTENNIAL MALL S STE 100 LINCOLN, NE 68508		PC	PROGRAM	5,000.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	SCHOLARSHIPS	4,000.
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	SCHOLARSHIPS	4,000.
HASTINGS COLLEGE HASTINGS COLLEGE, 710 N. TURNER AVENUE HASTINGS, NE 68901		PC	SCHOLARSHIPS	4,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	SCHOLARSHIPS	4,000.
<b>Total from continuation sheets</b>				<b>98,000.</b>

**Part XIV 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	SCHOLARSHIPS	4,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	SCHOLARSHIPS	4,000.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	SCHOLARSHIPS	4,000.
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	SCHOLARSHIPS	4,000.
HASTINGS COLLEGE HASTINGS COLLEGE, 710 N. TURNER AVENUE HASTINGS, NE 68901		PC	SCHOLARSHIPS	4,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	SCHOLARSHIPS	4,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	SCHOLARSHIPS	4,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	SCHOLARSHIPS	4,000.
BELLEVUE UNIVERSITY 1000 GALVIN ROAD SOUTH BELLEVUE, NE 68005		PC	SCHOLARSHIPS	4,000.
DOANE UNIVERSITY 1014 BOSWELL AVENUE CRETE, NE 68533		PC	SCHOLARSHIPS	4,000.
<b>Total from continuation sheets</b> .....				



**Part XIV 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
HASTINGS COLLEGE HASTINGS COLLEGE, 710 N. TURNER AVENUE HASTINGS, NE 68901		PC	SCHOLARSHIPS	4,000.
MIDLAND UNIVERSITY 900 N. CLARKSON STREET FREMONT, NE 68025-4254		PC	SCHOLARSHIPS	4,000.
NEBRASKA WESLEYAN UNIVERSITY 5000 ST. PAUL AVENUE LINCOLN, NE 68504-2794		PC	SCHOLARSHIPS	4,000.
COLLEGE OF SAINT MARY 7000 MERCY RD. OMAHA, NE 68106		PC	SCHOLARSHIPS	4,000.
<b>Total from continuation sheets</b> .....				

## 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	2,258.	2,258.	
TOTAL TO PART I, LINE 3	2,258.	2,258.	

## 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	823,971.	602,140.	221,831.	221,831.	
TO PART I, LINE 4	823,971.	602,140.	221,831.	221,831.	

## 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	14,247.	3,562.		10,685.
TO FORM 990-PF, PG 1, LN 16B	14,247.	3,562.		10,685.

## 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	40,173.	40,173.		0.
TO FORM 990-PF, PG 1, LN 16C	40,173.	40,173.		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	16,879.	623.		16,256.	
FEDERAL EXCISE TAX	11,319.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	28,198.	623.		16,256.	

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	3,850.	0.		3,850.	
POSTAGE	216.	8.		208.	
TECHNOLOGY	13,814.	510.		13,304.	
SUPPLIES	1,098.	41.		1,057.	
MISCELLANEOUS	620.	23.		597.	
INSURANCE	5,328.	197.		5,131.	
COMMUNICATIONS	4,474.	0.		4,474.	
SPECIAL SERVICES	900.	0.		900.	
COPIER	2,665.	98.		2,567.	
TO FORM 990-PF, PG 1, LN 23	32,965.	877.		32,088.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
ALGER SPECTRA	FMV	1,980,120.	1,980,120.	
BLACKROCK EQUITY DIVIDEND	FMV	2,303,479.	2,303,479.	
JOHN HANCOCK DISCIPLINED VALUE	FMV	2,046,401.	2,046,401.	
MFS INTERNATIONAL NEW DISCOVERY	FMV	1,773,152.	1,773,152.	
INVESTCO DEV MARKETS	FMV	2,149,368.	2,149,368.	
ROYCE OPPORTUNITY FUND	FMV	2,031,573.	2,031,573.	
EUROPACIFIC GROWTH FUND	FMV	2,335,615.	2,335,615.	
CALAMOS GROWTH & INCOME	FMV	1,349,923.	1,349,923.	
HSBC OPPORTUNITY FUND	FMV	1,964,852.	1,964,852.	
OAKMARK	FMV	2,509,968.	2,509,968.	
AB SMALL CAP GROWTH	FMV	1,872,510.	1,872,510.	
TOTAL TO FORM 990-PF, PART II, LINE 13		22,316,961.	22,316,961.	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	60.	0.	60.
FURNITURE AND FIXTURES	81,995.	81,995.	0.
COMPUTER EQUIPMENT AND SOFTWARE	35,459.	28,564.	6,895.
TOTAL TO FM 990-PF, PART II, LN 14	117,514.	110,559.	6,955.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OPERATING LEASE RIGHT OF USE ASSET	0.	366,671.	366,671.
TO FORM 990-PF, PART II, LINE 15	0.	366,671.	366,671.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OPERATING LEASE LIABILITY	0.	369,935.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	369,935.



FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

COOPER FOUNDATION  
870 WELLS FARGO CENTER, 1248 O STREET  
LINCOLN, NE 68508

TELEPHONE 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