

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 for instructions and the latest information.

For calendar year 2024, or tax year beginning 01-01-2024, and ending 12-31-2024

Name of foundation: WALTER SCOTT FAMILY FOUNDATION. A Employer identification number: 47-1116371. B Telephone number: (402) 341-6000. C If exemption application is pending, check here. D 1. Foreign organizations, check here. D 2. Foreign organizations meeting the 85% test, check here and attach computation. E If private foundation status was terminated under section 507(b)(1)(A), check here. F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$3,091,944,658. J Accounting method: Cash.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include: 1 Contributions, gifts, grants, etc., received (911,347,500); 2 Check if foundation is not required to attach Sch. B; 3 Interest on savings and temporary cash investments; 4 Dividends and interest from securities (30,300,080); 5a Gross rents; b Net rental income or (loss); 6a Net gain or (loss) from sale of assets not on line 10 (201,885,965); b Gross sales price for all assets on line 6a (6,186,059,190); 7 Capital gain net income (from Part IV, line 2) (201,885,965); 8 Net short-term capital gain; 9 Income modifications; 10a Gross sales less returns and allowances; b Less: Cost of goods sold; c Gross profit or (loss) (attach schedule); 11 Other income (attach schedule) (3,579,470); 12 Total. Add lines 1 through 11 (1,147,113,015); 13 Compensation of officers, directors, trustees, etc. (0); 14 Other employee salaries and wages; 15 Pension plans, employee benefits; 16a Legal fees (attach schedule) (11,232); b Accounting fees (attach schedule) (15,350); c Other professional fees (attach schedule) (3,438,899); 17 Interest; 18 Taxes (attach schedule) (see instructions) (722,691); 19 Depreciation (attach schedule) and depletion (151,237); 20 Occupancy; 21 Travel, conferences, and meetings; 22 Printing and publications; 23 Other expenses (attach schedule) (921,641); 24 Total operating and administrative expenses. Add lines 13 through 23 (5,261,050); 25 Contributions, gifts, grants paid (46,261,034); 26 Total expenses and disbursements. Add lines 24 and 25 (51,522,084); 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements (1,095,590,931); b Net investment income (232,767,843); c Adjusted net income.

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	176,155	88,768	88,768
	<b>2</b> Savings and temporary cash investments . . . . .	66,391,521	1,792,537,194	1,798,173,164
	<b>3</b> Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____	100,000,450	0	0
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .		237,475	237,475
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule)	885,674,605	101,531,820	303,098,904
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	371,299,378	755,313,690	748,640,733
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	151,272,145	180,394,829	229,611,401
	<b>14</b> Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)	4,330,635	4,179,398	12,094,213	
<b>16 Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,579,144,889	2,834,283,174	3,091,944,658	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue. . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22). . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .			
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .	0	0	
	<b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .	0	0	
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds . . . . .	1,579,144,889	2,834,283,174	
<b>29 Total net assets or fund balances</b> (see instructions) . . . . .	1,579,144,889	2,834,283,174		
<b>30 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,579,144,889	2,834,283,174		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	1,579,144,889
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	1,095,590,931
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	167,418,000
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	2,842,153,820
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	7,870,646
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	<b>6</b>	2,834,283,174

Part IV Capital Gains and Losses for Tax on Investment Income

Table with 4 columns: (a) List and describe the kind(s) of property sold, (b) How acquired, (c) Date acquired, (d) Date sold. Row 1a: PUBLICLY TRADED SECURITIES, P, , .

Table with 4 columns: (e) Gross sales price, (f) Depreciation allowed, (g) Cost or other basis plus expense of sale, (h) Gain or (loss). Row a: 6,186,059,190, , 5,984,173,225, 201,885,965.

Table with 4 columns: (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), (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h)). Row a: , , , 201,885,965.

Summary rows for capital gain net income (2) and net short-term capital gain or (loss) (3). Total values: 201,885,965.

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

Table for excise tax calculation. Rows 1a-11. Total tax due (9) is 79,613. Overpayment (10) is 721,320. Refunded amount (11) is 0.

Part VI-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Table with columns Yes, No and row 1a

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.

Table with columns Yes, No and row 1b

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

Table with columns Yes, No and row 1c

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. (2) On foundation managers.

Table with columns Yes, No and row 1d

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.

Table with columns Yes, No and row 2

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.

Table with columns Yes, No and row 3

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

Table with columns Yes, No and row 4a

b If "Yes," has it filed a tax return on Form 990-T for this year?

Table with columns Yes, No and row 4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.

Table with columns Yes, No and row 5

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

Table with columns Yes, No and row 6

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.

Table with columns Yes, No and row 7

8a Enter the states to which the foundation reports or with which it is registered (see instructions)

Table with columns Yes, No and row 8a

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.

Table with columns Yes, No and row 8b

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2024 or the taxable year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII.

Table with columns Yes, No and row 9

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

Table with columns Yes, No and row 10

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.

Table with columns Yes, No and row 11

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.

Table with columns Yes, No and row 12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address

Table with columns Yes, No and row 13

14 The books are in care of CHRISTI ANNIN Telephone no. (402) 502-1122 Located at 10340 NORTH 84TH STREET OMAHA NE 681222216 ZIP+4

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year.

Table with columns Yes, No and row 15

16 At any time during calendar year 2024, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country.

Table with columns Yes, No and row 16

**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.**

- 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? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
- b** If any answer is "Yes" to 1a(1)–(6); did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
- c** Organizations relying on a current notice regarding disaster assistance check here. . . . .
- d** 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 2024? . . . . .
- 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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024? . . . . .  
If "Yes," list the years ► 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
  - b** Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.) . . . . .
  - c** If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
- 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 2024 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2024.) . . . . .
- 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 2024?

	Yes	No
<b>1a(1)</b>		No
<b>1a(2)</b>		No
<b>1a(3)</b>		No
<b>1a(4)</b>		No
<b>1a(5)</b>		No
<b>1a(6)</b>		No
<b>1b</b>		
<b>1d</b>		No
<b>2a</b>		No
<b>2b</b>		
<b>3a</b>		No
<b>3b</b>		
<b>4a</b>		No
<b>4b</b>		No

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
  - (2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
  - (3)** Provide a grant to an individual for travel, study, or other similar purposes?
  - (4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
  - (5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
- b** If any answer is "Yes" to 5a(1)–(5); did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions
- c** Organizations relying on a current notice regarding disaster assistance check
- d** 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).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  
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?
- b** If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
- 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 during the year?

	Yes	No
5a(1)		No
5a(2)		No
5a(3)		No
5a(4)		No
5a(5)		No
5b		
5d		
6a		No
6b		No
7a		No
7b		
8		No

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

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

(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
MOGENS BAY 10340 NORTH 84TH STREET OMAHA, NE 681222216	CHAIRMAN 1.00	0	0	0
GREG ABEL 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0
MICKEY ANDERSON 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0
CALVIN SISSON 10340 NORTH 84TH STREET OMAHA, NE 681222216	PRESIDENT & CEO 1.00	28,498	0	0
RICH EAKIN 10340 NORTH 84TH STREET OMAHA, NE 681222216	VICE PRESIDENT 1.00	9,061	0	0
CHRISTI ANNIN 10340 NORTH 84TH STREET OMAHA, NE 681222216	CFO 1.00	9,551	0	0
KAREN DIXON 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0
SANDRA PARKER 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0
AMY SCOTT 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0
W DAVID SCOTT 10340 NORTH 84TH STREET OMAHA, NE 681222216	TREASURER 1.00	0	0	0
TOBIN SCHROPP 10340 NORTH 84TH STREET OMAHA, NE 681222216	TRUSTEE 1.00	0	0	0

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

<b>(a)</b> Name and address of each person paid more than \$50,000	<b>(b)</b> Type of service	<b>(c)</b> Compensation
BDT & MSD 401 N MICHIGAN AVENUE SUITE 3100 CHICAGO,IL 60611	INVESTMENT SERVICES	1,173,334
DOLAN MCENIRY 120 N LASALLE ST 1510 CHICAGO,IL 60602	INVESTMENT SERVICES	1,104,434
SUZANNE & WALTER SCOTT FOUNDATION 10340 N 84TH ST OMAHA,NE 68122	SHARED SERVICE FEES	1,000,000
GROUNDSCAPES INC 6065 N 261ST CIRCLE VALLEY,NE 68064	LAWN SERVICES	131,747
MICHAEL VAN VALKENBURGH ASSOCIATES INC 231 CONCORD AVE CAMBRIDGE,MA 02138	CONSULTING SERVICES	124,511

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

**Part VIII- 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

2

3

4

**Part VIII- Summary of Program-Related Investments** (see instructions)

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

Amount

1

2

All other program-related investments. See instructions.

3

**Total.** Add lines 1 through 3

. . . . .



0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	1,920,028,182
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	540,798,856
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	2,460,827,038
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	2,460,827,038
<b>4</b>	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	36,912,406
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. . . . .	<b>5</b>	2,423,914,632
<b>6</b>	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5. . . . .	<b>6</b>	121,195,732

**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.)

<b>1</b>	Minimum investment return from Part IX, line 6. . . . .	<b>1</b>	121,195,732
<b>2a</b>	Tax on investment income for 2024 from Part V, line 5. . . . .	<b>2a</b>	3,235,473
<b>b</b>	Income tax for 2024. (This does not include the tax from Part V.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	3,235,473
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	117,960,259
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	117,960,259
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . . .	<b>7</b>	117,960,259

**Part XI Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	47,682,676
<b>b</b>	Program-related investments—total from Part VIII-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4. . . . .	<b>4</b>	47,682,676

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

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
<b>1</b> Distributable amount for 2024 from Part X, line 7				117,960,259
<b>2</b> Undistributed income, if any, as of the end of 2024:				
<b>a</b> Enter amount for 2023 only. . . . .			0	
<b>b</b> Total for prior years: 20 ____, 20 ____, 20 ____		0		
<b>3</b> Excess distributions carryover, if any, to 2024:				
<b>a</b> From 2019. . . . .				
<b>b</b> From 2020. . . . .				
<b>c</b> From 2021. . . . .				
<b>d</b> From 2022. . . . .				
<b>e</b> From 2023. . . . .				48,334,006
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	48,334,006			
<b>4</b> Qualifying distributions for 2024 from Part XI, line 4: ▶ \$ <u>47,682,676</u>				
<b>a</b> Applied to 2023, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2024 distributable amount				47,682,676
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2024. (If an amount appears in column (d), the same amount must be shown in column (a).)	48,334,006			48,334,006
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .		0		
<b>e</b> Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				21,943,577
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2019 not applied on line 5 or line 7 (see instructions)	0			
<b>9</b> <b>Excess distributions carryover to 2025.</b> Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2020				
<b>b</b> Excess from 2021				
<b>c</b> Excess from 2022. . . . .				
<b>d</b> Excess from 2023				
<b>e</b> Excess from 2024				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

Table with 5 columns: (a) 2024, (b) 2023, (c) 2022, (d) 2021, (e) Total. Rows include: 1a Ruling date, 1b Private operating foundation checkbox, 2a-2e Qualifying distributions, 3 Alternative tests (Assets, Endowment, Support).

Part 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).)
KAREN DIXON
SANDRA PARKER
AMY SCOTT
W DAVID SCOTT

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.

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. See instructions

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

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** **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)				
<b>a</b> <i>Paid during the year</i>				
AIR FORCE MUSEUM FOUNDATION 1100 SPAATZ STREET PO BOX 1903 WRIGHTPATTERSON AFB, OH 454331903		501(C)3	GENERAL OPERATING SUPPORT	10,000
AMERICAN ACADEMY OF DIPLOMACY 1200 18TH ST NW WASHINGTON, DC 200362506		501(C)(3)	PROGRAM SUPPORT	11,000
ANIMAL RESCUE FUND OF THE HAMPTONS INC 124 DANIELS HOLE ROAD PO BOX 2616 EAST HAMPTON, NY 11937		501(C)3	BOB SINGER	125,000
BEST FRIENDS PET ASSISTED THERAPY INC PO BOX 595 SPRINGFIELD, OH 45501		501(C)(3)	NEXT GENERATION	5,000
BOYS AND GIRLS CLUB OF THE MIDLANDS 2610 HAMILTON ST OMAHA, NE 68131		501(C)(3)	CAPITAL CAMPAIGN	500,000
BROWNELL TALBOT SCHOOL 400 N HAPPY HOLLOW BLVD OMAHA, NE 68132		501(C)(3)	CAPITAL CAMPAIGN	9,000,000
CENTRAL COMMUNITY COLLEGE FOUNDATION 201 FOUNDATION PLACE SUITE 200 HASTINGS, NE 689014014		501(C)(3)	SCHOLARSHIPS	577,315
CHARLES E LAKIN HUMAN SERVICES CAMPUS FOUNDATION N 16TH ST COUNCIL BLUFFS, IA 51501		501(C)(3)	PROGRAM SUPPORT	500,000
CHILDREN'S HOSPITAL & MEDICAL CENTER FOUNDATION 8404 INDIAN HILLS DRIVE SUITE 650 OMAHA, NE 681144113		501(C)(3)	CAPITAL CAMPAIGN AND NEXT GENERATION	1,600,000
CHILDREN'S MERCY HOSPITAL 2401 GILLHAM RD KANSAS CITY, MO 641084619		501(C)3	GENERAL OPERATING SUPPORT	50,000
CITIZENS FOR A GREATER ORD NEBRASKA INC 3022 ASH ST ORD, NE 68862		501(C)3	ADVANCING NE COMMUNITIES	75,000
CITY OF BASSETT 308 E HWY 20 PO BOX 383 BASSETT, NE 69210		GOVT	ADVANCING NE COMMUNITIES	100,000
CITY OF BAYARD 445 MAIN STREET BAYARD, NE 69334		GOVT	ADVANCING NE COMMUNITIES	15,000
CITY OF CHADRON 234 MAIN STREET PO BOX 390 CHADRON, NE 69337		GOVT	ADVANCING NE COMMUNITIES	75,000
CITY OF MCCOOK 505 WEST C STREET MCCOOK, NE 69001		GOVT	ADVANCING NE COMMUNITIES	100,000
CITY OF MILFORD 402 1ST STREET MILFORD, NE 68405		GOVT	ADVANCING NE COMMUNITIES	65,000
CITY OF NORTH PLATTE 211 W 3RD ST NORTH PLATTE, NE 69101		GOVT	ADVANCING NE COMMUNITIES	100,000
CITY OF WOOD RIVER 108 W 10TH PO BOX 8 WOOD RIVER, NE 68883		GOVT	ADVANCING NE COMMUNITIES	100,000
COLORADO STATE UNIVERSITY FOUNDATION 410 UNIVERSITY SERVICES CENTER FORT COLLINS, CO 805239100		501(C)3	NEXT GENERATION	5,000
COMMUNITY INFORMATION TRUST 10050 REGENCY CIRCLE SUITE 101 OMAHA, NE 68114		501(C)3	CAPITAL CAMPAIGN	5,000,000
COMPLETELY KIDS 2566 ST MARYS AVE OMAHA, NE 68105		501(C)3	NEXT GENERATION	10,000
COZAD COMMUNITY FOUNDATION PO BOX 214 801 MERIDIAN COZAD, NE 69130		501(C)3	ADVANCING NE COMMUNITIES	75,000
CSU STRATA 2537 RESEARCH BLVD STE 200 FORT COLLINS, CO 80526		501(C)3	PROGRAM SUPPORT	39,000
CUES 2207 WIRT OMAHA, NE 68110		501(C)3	NEXT GENERATION	30,000
E3 ELEVATING EDUCATION EVERYWHERE INC 11124 KINGSTON PIKE SUITE 119-169 KNOXVILLE, TN 37934		501(C)3	GENERAL OPERATING SUPPORT	2,500
FIREFLY 830 N 14TH ST STE 201 COUNCIL BLUFFS, IA 51501		501(C)3	NEXT GENERATION	5,000
GARFIELD COUNTY FRONTIER FAIR ASSOCIATION PO BOX 711 BURWELL, NE 68823		501(C)3	CAPITAL CAMPAIGN	250,000
HASTINGS COLLEGE FOUNDATION 710 N TURNER AVENUE HASTINGS, NE 68901		501(C)3	CAPITAL CAMPAIGN	3,000,000
HEART MINISTRY CENTER 2222 BINNEY STREET OMAHA, NE 68110		501(C)3	NEXT GENERATION	50,000
JOSLYN ART MUSEUM 2200 DODGE STREET OMAHA, NE 68102		501(C)(3)	CAPITAL CAMPAIGN	3,000,000
KANEKO 1111 JONES STREET OMAHA, NE 68132		501(C)3	GENERAL OPERATING SUPPORT	250,000
KIDS MEALS INC 330 GARDEN OAKS BLVD HOUSTON, TX 77018		501(C)3	NEXT GENERATION	10,000
LAKE CUNNINGHAM DEVELOPMENT TRUST 10340 N 84TH STREET OMAHA, NE 68122		501(C)(3)	CAPITAL CAMPAIGN	1,000,000
MASSACHUSETTS INSTITUTE OF TECH 77 MASSACHUSETTS AVE NE49-31 CAMBRIDGE, MA 02139		501(C)(3)	NEXT GENERATION	85,000
METROPOLITAN COMMUNITY COLLEGE FOUNDATION PO BOX 3777 OMAHA, NE 68103		501(C)(3)	SCHOLARSHIPS	20,000
NASHVILLE COACHING COALITION 2416 21ST AVENUE SOUTH SUITE 203A NASHVILLE, TN 37212		501(C)(3)	NEXT GENERATION	5,000
NEBRASKA BEEKEEPERS ASSOCIATION 1101 S M RD AURORA, NE 68818		501(C)3	NEXT GENERATION	5,000
NEBRASKA COMMUNITY FOUNDATION PO BOX 83107 LINCOLN, NE 68501		501(C)3	ADVANCING NE COMMUNITIES	10,000
NEBRASKA FFA FOUNDATION 203 AGRICULTURAL COMMUNICATIONS PO BOX 94942 LINCOLN, NE 68509		501(C)3	NEXT GENERATION	15,000
NEIGHBORGOOD 302 AMERICAN PKWY PAPILLION, NE 68046		501(C)3	NEXT GENERATION	50,000
NORTH SEA FIRE DEPARTMENT INC PO BOX 209 WATERMILL, NY 119769805		501(C)3	BOB SINGER	2,500
NORTHEAST COMMUNITY COLLEGE FOUNDATION 801 E BENJAMIN AVE NORFOLK, NE 68701		501(C)(3)	SCHOLARSHIPS	568,342
NORTHSTAR FOUNDATION 4242 NORTH 49TH AVENUE OMAHA, NE 68104		501(C)3	NEXT GENERATION	55,000
OMAHA COMMUNITY FOUNDATION 1120 S 101 STREET SUITE 320 OMAHA, NE 68124		501(C)3	PROGRAM SUPPORT	1,375,000
OMAHA COMMUNITY PLAYHOUSE 6915 CASS ST OMAHA, NE 68132		501(C)(3)	CAPITAL CAMPAIGN	750,000
OMAHA ZOO FOUNDATION 3701 SOUTH 10TH STREET OMAHA, NE 68107		501(C)(3)	CAPITAL CAMPAIGN	2,500,000
OPERATION BBQ RELIEF 22720 JOE HOLT PARKWAY PECULIAR, MO 64078		501(C)3	NEXT GENERATION	5,000
POLICE ATHLETICS FOR COMMUNITY ENGAGEMENT 5105 S 37TH ST OMAHA, NE 68107		501(C)(3)	PROGRAM SUPPORT	100,000
PROJECT HARMONY 11949 Q STREET OMAHA, NE 68137		501(C)(3)	PROGRAM SUPPORT	2,000,000
PROJECT HOPE 1220 19TH STREET NW SUITE 800 WASHINGTON, DC 20036		501(C)3	NEXT GENERATION	5,000
RELEASE INC 4185 S 107TH AVENUE OMAHA, NE 68127		501(C)3	NEXT GENERATION	50,000
REPUBLIC OF SOUTH SUDAN LEADERS 3336 MANDERSON ST OMAHA, NE 68111		501(C)3	NEXT GENERATION	40,000
SANCTUARY AT HOMESTEAD 5413 N TIMBER CREEK DR MILFORD, OH 45150		501(C)3	NEXT GENERATION	5,000
SEAL FAMILY FOUNDATION 300 CARLSBAD VILLAGE DR SUITE 108A-361 CARLSBAD, CA 920082990		501(C)(3)	PROGRAM SUPPORT	105,000
SHARE GOOD 6825 PINE STREET OMAHA, NE 68106		501(C)3	GENERAL OPERATING SUPPORT	500,000
SIMIC RECREATION ASSOCIATION PO BOX 95 SUPERIOR, NE 68978		501(C)3	ADVANCING NE COMMUNITIES	45,000
SINGER FOUNDATION 10340 N 84TH STREET OMAHA, NE 68122		501(C)(3)	GENERAL OPERATING SUPPORT	1,000,000
SOUTHAMPTON FIRE DEPARTMENT PO BOX 1435 SOUTHAMPTON, NY 11969		PC	GENERAL OPERATING SUPPORT	2,500
SOUTHAMPTON VILLAGE VOLUNTEER EMERGENCY AMBULANCE SERVICES INC PO BOX 832 SOUTHAMPTON, NY 11969		501(C)3	GENERAL OPERATING SUPPORT	2,500
SOUTHAMPTON VOLUNTEER AMBULANCE INC PO BOX 27601 SOUTHAMPTON, NY 11969		501(C)3	GENERAL OPERATING SUPPORT	2,500
SOUTHEAST COMMUNITY COLLEGE EDUCATIONAL FOUNDATION 301 S 68TH ST PL 204 LINCOLN, NE 68510		501(C)(3)	CAPITAL CAMPAIGN AND SCHOLARSHIPS	1,041,877
SPRING HILL EDUCATION FOUNDATION 17640 W 199TH STREET SPRING HILL, KS 66083		501(C)3	NEXT GENERATION	10,000
ST MARTINS EPISCOPAL CHURCH 717 SAGE RD HOUSTON, TX 77056		501(C)(3)	NEXT GENERATION	5,000
ST LOUIS CATHOLIC CHURCH 2102 N 23RD ST PO BOX 5040 WACO, TX 76708		501(C)3	GENERAL OPERATING SUPPORT	5,000
STRATEGIC AIR COMMAND & AEROSPACE MUSEUM 28210 W PARK HWY ASHLAND, NE 680033525		501(C)(3)	GENERAL OPERATING SUPPORT	1,500,000
SUZANNE & WALTER SCOTT FOUNDATION 10340 N 84TH STREET OMAHA, NE 68122		501(C)3	OMAHA AWARD	1,500,000
TEAM RUBICON 5230 PACIFIC CONCOURSE DRIVE SUITE 200 LOS ANGELES, CA 90045		501(C)3	NEXT GENERATION	15,000
THE BRAIN ANEURYSM FOUNDATION 269 HANOVER STREET BUILDING 3 HANOVER, MA 02339		501(C)3	GENERAL OPERATING SUPPORT	50,000
THE COLLECTIVE FOR HOPE 8000 CHICAGO STREET OMAHA, NE 68114		501(C)3	NEXT GENERATION	15,000
THE HENRY FORD 20900 OAKWOOD BLVD DEARBORN, MI 481245029		501(C)3	GENERAL OPERATING SUPPORT	10,000
THE KINDNESS RANCH ANIMAL SANCTUARY 854 STATE HWY 270 HARTVILLE, WY 82215		501(C)3	NEXT GENERATION	25,000
THE NATIONAL WWII MUSEUM INC 945 MAGAZINE ST NEW ORLEANS, LA 701303813		501(C)3	GENERAL OPERATING SUPPORT	5,000
THE SALVATION ARMY 10755 BURT STREET OMAHA, NE 68114		501(C)3	CAPITAL CAMPAIGN	2,500,000
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 782127200		501(C)3	NEXT GENERATION	50,000
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL SUITE 300 LINCOLN, NE 68508		501(C)3	NEXT GENERATION, PROGRAM SUPPORT, AND SCHOLARSHIPS	1,726,000
URBAN RIVERS 1440 N KINGSBURY ST SUITE 006 CHICAGO, IL 60642		501(C)3	NEXT GENERATION	5,000
WM KECK OBSERVATORY 65-1120 MAMALAHOA HWY KAMUELA, HI 96743		501(C)(3)	PROGRAM SUPPORT	250,000
WESTSIDE COMMUNITY SCHOOLS FOUNDATION INC 1101 SOUTH 90TH STREET OMAHA, NE 68124		501(C)3	CAPITAL CAMPAIGN	2,510,000
<b>Total</b>			<b>3a</b>	<b>46,261,034</b>
<b>b</b> <i>Approved for future payment</i>				
COMMUNITY INFORMATION TRUST 10050 REGENCY CIRCLE SUITE 101 OMAHA, NE 68114		501(C)3	CAPITAL CAMPAIGN	10,000,000
LAKE CUNNINGHAM DEVELOPMENT TRUST 10340 N 84TH STREET OMAHA, NE 68122		501(C)(3)	CAPITAL CAMPAIGN	2,000,000
NEIGHBORGOOD 302 AMERICAN PKWY PAPILLION, NE 68046		501(C)(3)	NEXT GENERATION	50,000
NORTHSTAR FOUNDATION 4242 NORTH 49TH AVENUE OMAHA, NE 68104		501(C)3	NEXT GENERATION	45,000
OMAHA ZOO FOUNDATION 3701 SOUTH 10TH STREET OMAHA, NE 68107		501(C)(3)	CAPITAL CAMPAIGN	2,500,000
SHARE GOOD 6825 PINE STREET OMAHA, NE 68102		501(C)3	GENERAL SUPPORT	500,000
SOUTHWEST IOWA NONPROFIT FOR COLLECTIVE IMPACT 18502 VINTON ST OMAHA, NE 68130		501(C)(3)	CAPITAL CAMPAIGN	2,000,000
THE COLLECTIVE FOR HOPE 8000 CHICAGO STREET OMAHA, NE 68114		501(C)(3)	NEXT GENERATION	30,000
<b>Total</b>			<b>3b</b>	<b>17,125,000</b>





## **Additional Data**

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**Software Version:**

**Form 990PF - Special Condition Description:**

**Special Condition Description**

**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.  
 ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

Name of the organization WALTER SCOTT FAMILY FOUNDATION	<b>Employer identification number</b> 47-1116371
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**Organization type** (check one):

**Filers of:**

**Section:**

- Form 990 or 990-EZ
  - 501(c)( ) (enter number) organization
  - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
  - 527 political organization
- Form 990-PF
  - 501(c)(3) exempt private foundation
  - 4947(a)(1) nonexempt charitable trust treated as a private foundation
  - 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization  
WALTER SCOTT FAMILY FOUNDATION

Employer identification number  
47-1116371

**Part I**

**Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WALTER SCOTT JR ADMIN TRUST 10340 N 84TH ST OMAHA, NE 68122	\$ 4,500,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
2	WALTER SCOTT JR ADMIN TRUST 10340 N 84TH ST OMAHA, NE 68122	\$ 906,847,500	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization  
WALTER SCOTT FAMILY FOUNDATION

Employer identification number  
47-1116371

**Part II** **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	BHE STOCK	\$ 906,847,500	2024-09-23
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____
.	_____ _____ _____	\$ _____	_____

Name of organization WALTER SCOTT FAMILY FOUNDATION	Employer identification number 47-1116371
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**Part III** **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c) (7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

<b>(a)</b> <b>No. from Part I</b>	<b>(b) Purpose of gift</b>	<b>(c) Use of gift</b>	<b>(d) Description of how gift is held</b>
	_____	_____	_____
	_____	_____	_____
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
<b>(a)</b> <b>No. from Part I</b>	<b>(b) Purpose of gift</b>	<b>(c) Use of gift</b>	<b>(d) Description of how gift is held</b>
	_____	_____	_____
	_____	_____	_____
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
<b>(a)</b> <b>No. from Part I</b>	<b>(b) Purpose of gift</b>	<b>(c) Use of gift</b>	<b>(d) Description of how gift is held</b>
	_____	_____	_____
	_____	_____	_____
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
<b>(a)</b> <b>No. from Part I</b>	<b>(b) Purpose of gift</b>	<b>(c) Use of gift</b>	<b>(d) Description of how gift is held</b>
	_____	_____	_____
	_____	_____	_____
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	

## **Additional Data**

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**Software ID:**

**Software Version:**

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	15,350	0		0

**TY 2024 IRS 990 e-File Render**
**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AECOM 5.125 03/15/2027	8,048,038	7,347,778
ALTRIA GROUP INC 4.800 02/14/2029	6,858,782	6,692,266
AMERICAN TOWER CORP 4.000 06/01/2025	5,938,801	5,868,407
AT&T INC SR GLB 3.80% DUE 02/15/2027	1,770,974	1,559,901
AT T INC 4.100 02/15/2028	5,196,532	4,614,688
BAT CAP CORP SR NT 4.906 04/02/2030	2,733,665	2,851,929
BLOCK FINL LLC 2.500 07/15/2028	3,949,366	3,841,517
BLOCK FINL LLC CR 3.875 08/15/2030	4,014,638	4,133,427
BLOOMIN BRANDS INC OSI RESTA SER 144A 5.125 04/15/2029	9,849,101	9,104,526
BROADCOM CAYMAN SR GLOBAL NT 3.875% DUE 01/15/2027	4,784,717	4,956,353
BROADCOM INC SR GLOBAL NT 26 3.459 09/15/2026	2,953,664	3,016,475
CDW LLC CDW FIN CORP SR GLOBAL NT 3.25% DUE 02/15/2029	409,179	374,011
CDW LLC CDW FINANCE 4.250 04/01/2028	7,918,473	7,656,306
DAVITA INC SR SER 144A 4.625 06/01/2030	6,807,525	7,757,307
DISCOVERY COMMUNICATIONS 4.125 05/15/2029	859,379	872,052
DOLLAR TREE INC 4.000 05/15/2025	2,611,009	2,500,663
DOLLAR TREE INC 4.200 05/15/2028	5,823,365	5,493,394
ENCOMPASS HEALTH CORP 4.500 02/01/2028	8,487,032	7,961,555
EXPEDIA GROUP INC 3.250 02/15/2030	7,005,646	7,240,172
EXPEDIA INC 3.800 02/15/2028	738,352	772,736
GLOBAL PAYMENTS INC 2.650 02/15/2025	6,327,209	6,205,516
HCA INC 5.375 09/01/2026	633,410	598,791
HCA INC 5.625 09/01/2028	7,813,419	6,990,688
L BRANDS INC 7.500 06/15/2029	2,089,062	2,216,649
LAMAR MEDIA CORP 3.750 02/15/2028	8,075,867	7,531,391
MICROCHIP TECHNOLOGY INC 4.250 09/01/2025	7,421,801	7,190,744
MOLSON COORS BREWING CO 3.000 07/15/2026	8,414,261	8,041,196
MOTOROLA SOLUTIONS INC 4.600 02/23/2028	1,993,521	1,926,542
MOTOROLA SOLUTIONS INC 4.600 05/23/2029	4,194,171	4,207,028
NORDSTROM INC 4.250 08/01/2031	6,910,347	7,811,570
NORDSTROM INC 4.375 04/01/2030	1,524,637	1,693,308
OLIN CORP 5.625 08/01/2029	7,585,809	7,930,725
ORACLE CORP 6.250 11/09/2032	7,544,400	7,804,146
QORVO INC 4.375 10/15/2029	8,859,021	7,997,814
SBA COMMUNICATIONS CORP SER 144A 3.125 02/01/2029	7,031,822	6,948,523
SERVICE CORP INTL 4.625 12/15/2027	2,908,356	2,783,925
SERVICE CORP INTL 5.125 06/01/2029	4,982,667	4,533,658
SILGAN HOLDINGS INC 4.125 02/01/2028	8,605,322	8,061,901
SIRIUS XM RADIO INC SER 144A 5.500 07/01/2029	8,978,735	9,366,615
TELEFLEX INCORPORATED SR GLOBAL NT 4.625% DUE 11/15/2027	3,635,300	3,369,422
TELEFLEX INC SER 144A 4.250 06/01/2028	3,287,499	3,104,931
TEMPUR SEALY INTL SER 144A 4.000 04/15/2029	5,310,867	5,360,938
TENET HEALTHCARE CORP 6.125 10/01/2028	4,147,747	4,469,716

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TOTAL SYSTEM SERVICES IN 4.800 04/01/2026	1,900,003	1,897,511
TRANSDIGM INC 5.500 11/15/2027	6,613,054	6,894,132
VONTIER CORPORATION 2.950 04/01/2031	7,755,303	8,078,449
WABTEC 4.700 09/15/2028	8,408,245	8,029,092
WILLIS NORTH AMERICA INC 4.500 09/15/2028	2,105,321	2,011,177
YUM BRANDS INC SR NT 3.625 03/15/2031	2,161,937	2,287,947
ALTRIA GROUP INC 4.400 02/14/2026	8,637,612	8,626,609
AMERICAN TOWER CORP 4.000 06/01/2025	8,641,381	8,609,518
DISCOVERY COMMUNICATIONS 4.900 03/11/2026	7,803,179	7,834,769
DOLLAR TREE INC 4.000 05/15/2025	7,958,370	7,966,255
EXPEDIA INC 5.000 02/15/2026	8,625,733	8,618,792
GENUINE PARTS CO 6.500 11/01/2028	8,522,442	8,472,127
GLOBAL PAYMENTS INC 2.650 02/15/2025	6,530,744	6,580,339
GLOBAL PMTS INC 1.200 03/01/2026	1,946,824	2,096,502
HCA INC 5.375 09/01/2026	8,678,689	8,581,668
KRAFT HEINZ FOODS CO 3.000 06/01/2026	2,412,799	2,322,023
MICROCHIP TECHNOLOGY INC 4.250 09/01/2025	8,652,059	8,612,761
OLIN CORP 5.125 09/15/2027	8,437,803	8,494,224
SBA COMMUNICATIONS CORP 3.875 02/15/2027	10,008,729	9,772,323
SERVICE CORP INTL 4.625 12/15/2027	10,254,555	10,105,228
STEEL DYNAMICS INC SR NT 2.400 06/15/2025	8,675,480	8,660,322
TELEFLEX INC 4.625 11/15/2027	9,080,239	9,006,444
TENET HEALTHCARE CORP 6.125 10/01/2028	10,163,771	10,256,989
TRANSDIGM INC 5.500 11/15/2027	10,043,730	10,014,965
UNITED RENTALS NORTH AM 4.875 01/15/2028	5,757,184	5,733,298
UNITED RENTALS NORTH AM 5.500 05/15/2027	2,158,827	2,134,182
VONTIER CORPORATION 1.800 04/01/2026	8,511,056	8,673,974
ZIMMER HOLDINGS INC 3.550 04/01/2025	7,911,177	7,970,897
ALTRIA GROUP INC 6.875% 11/01/33	1,312,285	1,296,396
AMERICAN TOWER CORP 5.450% 2/15/34	2,155,371	2,145,663
BAT CAPITAL CORP 6.421% 8/02/33	5,122,259	5,137,785
BROWN BROWN INC 5.650% 6/11/34	8,110,277	7,922,547
CROWN CASTLE INC 5.200% 9/01/34	8,087,160	7,971,789
DAVITA INC 6.875% 9/01/32	1,686,491	1,682,809
FISERV INC 5.625% 8/21/33	8,025,899	7,960,920
FORTUNE BRANDS 5.875% 6/01/33	2,472,017	2,450,015
GAP INC 3.875% 10/01/31	6,854,648	6,781,056
L BRANDS INC 6.625% 10/01/30	6,891,382	6,874,072
LOWES COS INC 5.150% 7/01/33	3,491,729	3,428,140
MARRIOTT 4.625% 6/15/30	1,361,204	1,354,318
MGM RESORTS 6.71667% 4/15/32	9,646,707	9,543,097
MOTOROLA SOLUTIONS 5.000% 4/15/29	1,822,833	1,837,185
PHILIP MORRIS INTL 5.375% 2/15/33	7,999,028	7,945,384
QUANTA SVCS INC 2.900% 10/01/30	2,563,847	2,586,865
QUANTA SVCS INC 5.250% 8/09/34	5,477,521	5,350,910
SEALED AIR CORP 6.500% 7/15/32	4,069,294	4,006,120
TAPESTRY INC 3.050% 3/15/32	7,992,906	7,982,209

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TELEDYNE 2.750% 4/01/31	8,090,746	7,961,400
WARNERMEDIA HLDGS 4.279% 3/15/32	7,258,514	7,258,527
WILLIS NORTH AMER 5.350% 5/15/33	5,931,145	5,902,273
ALLEGION US HOLDING 3.550% 10/01/27	6,257,931	6,230,536
ALLEGION PLC 3.500% 10/01/29	2,400,142	2,358,577
BOYD GAMING CORP 4.750% 12/01/27	10,083,168	9,944,402
BROADCOM CRP CAYMN 3.875% 1/15/27	2,314,927	2,350,699
CARLISLE COS INC 3.750% 12/01/27	8,600,785	8,609,988
CDW LLC CDW FINANCE 4.250% 4/01/28	6,711,850	6,649,484
CDW LLC CDW FIN CORP 3.276% 12/01/28	1,944,459	1,920,057
CONAGRA BRANDS INC 4.600% 11/01/25	1,389,789	1,405,339
CONAGRA BRANDS INC 4.850% 11/01/28	7,156,177	7,128,808
CROWN CASTLE INC 5.600% 6/01/29	8,524,657	8,478,953
DISCOVERY 3.950% 3/20/28	825,827	830,326
DOLLAR TREE INC 4.200% 5/15/28	635,218	627,983
FORTUNE BRANDS HOME 4.000% 6/15/25	8,644,444	8,659,311
GAP INC 3.625% 10/01/29	10,330,141	10,286,915
L BRANDS INC 5.250% 2/01/28	10,212,196	10,193,046
LKQ CORP 5.750% 6/15/28	8,575,411	8,526,599
MGM RESORTS 6.125% 9/15/29	3,522,753	3,496,589
MOTOROLA SOLUTIONS 4.600% 2/23/28	2,106,847	2,091,957
MOTOROLA SOLUTIONS 4.600% 5/23/29	1,647,422	1,643,662
ORACLE CORP 2.300% 3/25/28	8,644,087	8,588,512
REYNOLDS AMERICAN 4.450% 6/12/25	8,562,883	8,588,970
SEALED AIR CORP 6.125% 2/01/28	10,227,996	10,143,666
SIRIUS XM RADIO INC 5.500% 7/01/29	10,243,850	10,086,681
TRIMBLE INC 4.900% 6/15/28	6,870,733	6,839,976
VERISK ANALYTICS INC 4.000% 6/15/25	228,796	232,091
WABTEC 4.700% 9/15/28	8,636,056	8,537,162
WILLIS NORTH AMER 4.650% 6/15/27	8,587,490	8,584,434
ZIMMER BIOMET 5.350% 12/01/28	669,440	671,659
BLOOMIN BRANDS INC 5.125% 4/15/29	7,453,750	7,220,800
DAVITA INC 6.875% 9/01/32	8,195,133	8,177,242
GAP INC 3.875% 10/01/31	8,238,321	8,262,304
L BRANDS INC 6.625% 10/01/30	8,254,512	8,233,778
NORDSTROM INC 4.250% 8/01/31	8,245,404	8,150,899
SIRIUS XM RADIO INC 5.500% 7/01/29	8,084,815	7,973,464
TRANSDIGM INC 6.875% 12/15/30	2,473,283	2,432,667

## TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY INC CL B	66,685,510	254,991,304
TETRAD CORPORATION CLASS B	13,865,810	14,061,600
BERKSHIRE HATHAWAY INC CL A	20,980,500	34,046,000

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	180,394,829	229,611,401

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	11,232	0		0

## TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BUILDING	4,200,000	4,200,000	4,200,000
OFFICE FURNITURE & EQUIPMENT	130,635	130,635	130,635
ACCUMULATED DEPRECIATION	0	-151,237	-151,237
ARTWORK	0	0	7,914,815

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Description	Amount
ACCRUAL TO CASH	3,165,979
K-1 CAPITAL ACCOUNT ADJUSTMENT	4,704,667

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GENERAL OVERHEAD EXPENSES	722,921	0		722,921
PROGRAM-RELATED EXPENSES	178,665	0		178,666
LAND LEASE	20,055	0		20,055

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	3,579,470	3,579,470	3,579,470

## TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Description	Amount
COST TO FMV DIFFERENCE ON CONTRIBUTIONS	167,418,000

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	3,438,899	2,938,899		500,000

# TY 2024 IRS 990 e-File Render

**Name:** WALTER SCOTT FAMILY FOUNDATION

**EIN:** 47-1116371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	663,918	0		0
OTHER TAX	58,773	58,773		0