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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: THE WILLIAM D. AND JOYCE E. SEXTON FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 296 — Room/suite:

City or town, state, and ZIP code: CLARA CITY MN 56222

A Employer identification number: 68-0551421

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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 ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 1,008,804

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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 page 11 of the instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	375,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	634	634	634	
	4	Dividends and interest from securities	19,402	19,402	19,402	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-116,850			
	b	Gross sales price for all assets on line 6a 978,663				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 2	6,708	6,708	6,708	
	12	**Total.** Add lines 1 through 11	284,894	26,744	26,744	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 3	1,100	1,100		1,100
	c	Other professional fees (attach schedule) Stmt 4	4,758	4,758		4,758
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 5	4,949	4,949		4,949
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	84	84		84
	23	Other expenses (att sch) Stmt 6	8,319	8,319		8,319
	24	**Total operating and administrative expenses.** Add lines 13 through 23	19,210	19,210		19,210
	25	Contributions, gifts, grants paid	399,200			399,200
	26	**Total expenses and disbursements.** Add lines 24 and 25	418,410	19,210	0	418,410
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-133,516			
	b	**Net investment income** (if negative, enter -0-)		7,534		
	c	**Adjusted net income** (if negative, enter -0-)			26,744	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	187,613	131,901	131,901
	2	Savings and temporary cash investments	30,858	203,047	203,046
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 7	1,077,985	827,966	673,857
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,296,456	1,162,914	1,008,804
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,296,456	1,162,914	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,296,456	1,162,914	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,296,456	1,162,914	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,296,456
2	Enter amount from Part I, line 27a	2	-133,516
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,162,940
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	26
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,162,914

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	N/A			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2

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 pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 } 3

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	267,952	938,715	0.285446
2007	205,980	1,044,153	0.197270
2006	192,980	707,703	0.272685
2005	75,512	808,452	0.093403
2004	43,132	614,373	0.070205

2	**Total** of line 1, column (d)	2	0.919009
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.183802
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	839,475
5	Multiply line 4 by line 3	5	154,297
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	75
7	Add lines 5 and 6	7	154,372
8	Enter qualifying distributions from Part XII, line 4	8	418,410

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: **(attach copy of letter if necessary—see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	75
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% 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	0
3	Add lines 1 and 2	3	75
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	75
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	75
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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?	1c		X
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. ▶ $ ______			
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	2		X
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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
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?	6	X	
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 XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ DE			
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	8b	X	
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KEVIN NOBLE Telephone no. ▶ 320-847-3100

Located at ▶ CLARA CITY, MN ZIP+4 ▶ 55431

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 ▶ | 15 |

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
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 page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	N/A	1c		
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	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 page 20 of the instructions)	N/A	2b		
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 ▶

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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

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	662,765
b	Average of monthly cash balances	1b	276,710
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	939,475
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	939,475
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	100,000
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	839,475
6	**Minimum investment return.** Enter 5% of line 5	6	41,974

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

1	Minimum investment return from Part X, line 6	1	41,974
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 75		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	75
3	Distributable amount before adjustments Subtract line 2c from line 1	3	41,899
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	41,899
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	41,899

Part XII Qualifying Distributions (see page 25 of the 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	418,410
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	418,410
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	75
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	418,335

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					41,899
2 Undistributed income, if any, as of the end of 2009:					
a Enter amount for 2008 only					
b Total for prior years: 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2009:					
a From 2004	12,631				
b From 2005	35,455				
c From 2006	157,957				
d From 2007	154,192				
e From 2008	221,902				
f **Total** of lines 3a through e		582,137			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 418,410					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2009 distributable amount					41,899
e Remaining amount distributed out of corpus		376,511			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		958,648			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		12,631			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		946,017			
10 Analysis of line 9					
a Excess from 2005	35,455				
b Excess from 2006	157,957				
c Excess from 2007	154,192				
d Excess from 2008	221,902				
e Excess from 2009	376,511				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon. a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

WILLIAM & JOYCE SEXTON

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

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

KEVIN NOBLE 320-847-3100
P.O. BOX 296 CLARA CITY MN 56222

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

See Statement 10

c Any submission deadlines

N/A

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

PURPOSE MUST BE CONSISTANT WITH FOUNDATION PURPOSE.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST		CHARITABLE	ACTIVITY	399,200
Total			▶ 3a	399,200
b Approved for future payment				
N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					634
4 Dividends and interest from securities					19,402
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					6,708
8 Gain or (loss) from sales of assets other than inventory					-116,850
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	-90,106

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -90,106

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] | 5-15-10 | Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature BRIAN HOFFMAN, CPA	Date 05/12/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00120373
Firm's name (or yours if self-employed), address, and ZIP code: Hoffman & Brobst, PLLP, PO Box 548, Marshall, MN 56258	EIN 41-0978542	Phone no 507-532-5735

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
THE WILLIAM D. AND JOYCE E. SEXTON FAMILY FOUNDATION	68-0551421

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, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not aggregate to 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 Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: THE WILLIAM D. AND JOYCE E. SEXTON

Employer identification number: 68-0551421

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WILLIAM, & JOYCE SEXTON LAS VEGAS NV 89109	$ 375,000	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE WILLIAM D. AND JOYCE E. SEXTON	68-0551421

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	15,000 SH OF PRINCIPAL FINANCIAL GROUP, INC.	$ 375,000	11/27/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
WF-ST-SEE SCH	Various	Various	Purchase	$ 528,781	$ 598,925	$	$	$ -70,144
WF-LT-SEE SCH	Various	Various	Purchase	449,882	496,582			-46,700
LT-K-1	Various	Various	Purchase		6			-6
Total				$ 978,663	$ 1,095,513	$ 0	$ 0	$ -116,850

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
NET RENTALS K-1	$ 112	$ 112	$ 112
ORDINARY INCOME K-1	-232	-232	-232
K-1	6,828	6,828	6,828
Total	$ 6,708	$ 6,708	$ 6,708

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 1,100	$ 1,100	$	$ 1,100
Total	$ 1,100	$ 1,100	$ 0	$ 1,100

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	$ 4,758	$ 4,758	$	$ 4,758
Total	$ 4,758	$ 4,758	$ 0	$ 4,758

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ST OF DELAWARE	$ 127	$ 127	$	$ 127
IRS-2008	443	443		443
FOREIGN TAXES PAID	4,379	4,379		4,379
Total	$ 4,949	$ 4,949	$ 0	$ 4,949

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
COST DEPLETION	8,319	8,319		8,319
Total	$ 8,319	$ 8,319	$ 0	$ 8,319

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STOCK INVESTMENTS	$ 797,111	$ 581,313	Cost	$ 529,407
PENGROWTH ENERGY PTP	256,522	246,653	Cost	144,450
ALLIANCEBERNSTEIN PTP	24,352		Cost	
Total	$ 1,077,985	$ 827,966		$ 673,857

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
NONDEDUCTIBLE EXPENSES K-1	$ 26
Total	$ 26

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JOYCE E. SEXTON LAS VEGAS NV	PRESIDENT	0.00	0	0	0
WILLIAM D. SEXTON LAS VEGAS NV	VICE-PRESIDE	0.00	0	0	0
KEVIN NOBLE BLOOMINGTON MN	SEC/TREASURE	0.00	0	0	0
JENNIFER ORNBURG INCLINE VILLAGE NV	DIRECTOR	0.00	0	0	0
JAMES SEXTON FOUNTAIN HILLS AZ	DIRECTOR	0.00	0	0	0
MATS SEXTON MINNEAPOLIS MN	DIRECTOR	0.00	0	0	0
THOMAS SEXTON WAYZATA MN	DIRECTOR	0.00	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
WILLIAM & JOYCE SEXTON	$
Total	$ 0

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
LETTER EXPLAINING PURPOSE OF REQUEST AND INFORMATION ON REQUESTING ENTITY.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
PURPOSE MUST BE CONSISTANT WITH FOUNDATION PURPOSE.

Recipient's
Tax Identification Number.
68-0551421

Account Number: 7553-7798
WILLIAM & JOYCE SEXTON FAMILY

Wells Fargo Investments, LLC
Northstar West Building
625 Marquette Ave , 13th Floor
Minneapolis, MN 55402
Payer's Federal ID 91-1374280

DETAIL OF AMOUNTS ON INFORMATIONAL YEAR END FORM

REALIZED PROFIT AND LOSS TAX YEAR 2009

Please contact a tax professional regarding possible IRS reporting of this information

SHORT TERM GAIN/LOSS

SHARE QUANTITY	SECURITY DESCRIPTION	ACQUIRE DATE	ACQUIRE PRICE	SOLD DATE	SOLD PRICE	GROSS PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
279.0000	ABBOTT LABORATORIES	04/06/09	43 00	09/28/09	49 10	13,678 54	12,017.00	1,661 54
655.0000	ADOBE SYSTEMS INC DEL	03/05/09	17 15	03/26/09	22 60	14,782 91	11,253 25	3,529 66
128.0000	ALLIANCEBERNSTEIN HLDG	07/01/08	53 99	03/16/09	14.13	1,801 86	6,930 71	-5,128 85
151.0000	AMGEN INC	03/31/09	49 98	07/08/09	60 25	9,086 74	7,566 96	1,519 78
129.0000	AMGEN INC	04/02/09	47 98	07/08/09	60 25	7,762.85	6,209 41	1,553 44
214 0000	APOLLO GROUP INC CL A	04/29/09	62.00	06/19/09	67 75	14,478.12	13,288 00	1,190.12
556 0000	AT&T INC	02/13/09	24 33	03/23/09	26 50	14,713 91	13,547 42	1,166.49
513.0000	AT&T INC	03/30/09	25 00	09/23/09	27 37	14,020 65	12,845 00	1,175 65
535.0000	BANK OF NEW YORK MELLON	06/30/08	37.70	03/31/09	28 07	14,997 68	20,187 21	-5,189 53
412.0000	BLOCK H & R INC	04/24/09	15 25	10/14/09	19 58	8,057.72	6,303 00	1,754 72
511.0000	BRISTOL MYERS SQUIBB CO	04/29/09	19.00	12/11/09	25 90	13,214 55	9,729 00	3,485 55
223.0000	CANADIAN NATL RAILWAY CO	09/29/08	49 38	04/03/09	39 00	8,676 95	11,031 74	-2,354 79
118.0000	CNOOC LTD SPONS ADR	09/24/09	133 95	10/08/09	142 48	16,792 20	15,826 06	966 14
316.0000	COCA COLA COMPANY	08/13/09	48 25	10/07/09	54 78	17,290.19	15,267.00	2,023.19
372.0000	COVIDIEN PLC	03/06/09	27.50	07/13/09	36 00	13,371 65	10,250 00	3,121 65
198.0000	DEVON ENERGY CORP NEW	12/29/08	64.60	04/17/09	52 31	10,337.11	12,810.80	-2,473.69
16.0000	FRANKLIN RESOURCES	10/03/08	83.00	01/06/09	69 00	1,103 79	1,333 30	-229 51
383.0000	FRANKLIN RESOURCES	10/06/08	82.00	01/06/09	69 00	26,422 05	31,415 67	-4,993 62
398 0000	FRANKLIN RESOURCES	10/06/08	82 00	05/29/09	65 24	25,944.85	32,646.03	-6,701 18
280 0000	FREEPORT MCMRN COP & GLD	09/26/08	65.00	02/26/09	31.42	8,778 08	18,219.03	-9,440 95
355 0000	GLAXOSMITHKLINE PLC ADR	01/05/09	36.00	06/01/09	34.08	12,078.08	12,800.01	-721.93
857.0000	INTERNATIONAL GAME TECHN	07/01/08	24 34	01/02/09	12.50	10,692.44	20,878 13	-10,185.69
598.0000	LINEAR TECHNOLOGY CORP	01/12/09	21.60	01/14/09	22 19	13,251.69	12,936 80	314.89
246.0000	MCDONALDS CORP	04/30/09	54.00	05/22/09	57.63	14,156 63	13,304 00	852 63
393.0000	MEDTRONIC INC	03/05/09	25 92	04/09/09	31.06	12,186 30	10,186 87	1,999.43
339 0000	NORFOLK SOUTHERN CORP	04/07/09	35.40	07/17/09	41 60	14,082 03	12,020.60	2,061 43
339.0000	NORFOLK SOUTHERN CORP	09/02/09	44.75	11/04/09	49 80	16,861 76	15,189.33	1,672 43
700.0000	OPEN JT STCK VIMPEL CMMN	06/18/08	31.00	04/29/09	10 20	7,125 19	21,718.59	-14,593 40
258.0000	OPEN JT STCK VIMPEL CMMN	08/19/08	23.00	04/29/09	10 20	2,626.15	5,954 00	-3,327.85
446.0000	PATTERSON UTI ENERGY INC	09/29/08	19.17	01/02/09	11 75	5,220.47	8,570 27	-3,349 80
174.0000	POTASH CORP SASK INC	12/31/08	73.15	05/01/09	90 26	15,684.85	12,748.08	2,936.77
215.0000	PRECISION CASTPARTS CORP	07/01/08	96 54	04/30/09	76 52	16,432.40	20,774 00	-4,341.60
929.0000	SCHWAB CHARLES CORP NEW	03/06/09	11.00	03/13/09	13.81	12,809.50	10,239.00	2,570.50
349.0000	TELEFONOS DE MEX ADR L	09/15/08	23.80	08/13/09	17 28	6,023 10	8,326 20	-2,303 10
518.0000	TELEFONOS DE MEX ADR L	10/06/08	23 00	08/13/09	17 28	8,939.74	11,934 00	-2,994 26
158.0000	TEXAS INSTRUMENTS INC	07/01/08	27.32	04/02/09	16.80	2,650 16	4,336.56	-1,686.40
130.0000	TRANSOCEAN LTD NAMEN AKT	07/01/08	151.59	06/01/09	83.73	10,865 04	19,724.03	-8,858 99
527.0000	U S BANCORP DE NEW	12/29/08	23.50	05/05/09	20 00	10,519.71	12,403.45	-1,883 74
616.0000	VALE S A ADR	06/12/08	34.41	06/01/09	20 50	12,607.67	21,214.54	-8,606.87

Information continued on the next page.

WELLS FARGO INVESTMENTS

Recipient's
Tax Identification Number:
68-0551421

Account Number: 7553-7798
WILLIAM & JOYCE SEXTON FAMILY

Wells Fargo Investments, LLC
Northstar West Building
625 Marquette Ave , 13th Floor
Minneapolis, MN 55402
Payer's Federal ID 91-1374280

REALIZED PROFIT AND LOSS TAX YEAR 2009 - continued

SHORT TERM GAIN/LOSS

SHARE QUANTITY	SECURITY DESCRIPTION	ACQUIRE DATE	ACQUIRE PRICE	SOLD DATE	SOLD PRICE	GROSS PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
451 0000	WELLS FARGO & CO NEW	02/12/09	15 56	04/09/09	19 69	8,859 96	7,037 51	1,822 45
354 0000	WYETH	12/29/08	36 14	06/01/09	45.10	15,944 98	12,813 56	3,131 42
820 0000	XILINX INC	09/09/08	23.00	02/05/09	18 25	14,944 99	18,880 00	-3,935 01
717 0000	XILINX INC	10/15/09	23 43	12/01/09	23 53	16,850 57	16,819 24	31.33
345.0000	XTO ENERGY INC	07/16/08	56 29	04/03/09	35 00	12,054 93	19,440 05	-7,385 12
						528,780 74	598,925 41	-70,144 67

LONG TERM GAIN/LOSS

SHARE QUANTITY	SECURITY DESCRIPTION	ACQUIRE DATE	ACQUIRE PRICE	SOLD DATE	SOLD PRICE	GROSS PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
250.0000	ALLIANCEBERNSTEIN HLDG	01/02/08	74 24	03/16/09	14 13	3,519.25	17,049.81 ~~18,577 21~~	(13,530.56) ~~-15,057 96~~
496.0000	BLOCK H & R INC	09/29/08	22 49	10/14/09	19.58	9,700 55	11,175 04	-1,474 49
127 0000	DIAGEO PLC NEW SPONS ADR	01/02/08	85 08	06/11/09	56 00	7,091 81	10,815 51	-3,723 70
585 0000	FOREST LABORATORIES INC	07/01/08	34 22	08/13/09	27 26	15,929 03	20,033 81	-4,104.78
2,895.0000	PRINCIPAL FINANCIAL GRP	09/25/03	27 80	11/30/09	25 03	72,445.12	~~80,481 00~~	~~-8,035 88~~
5,000.0000	PRINCIPAL FINANCIAL GRP	11/18/08	13 80	11/30/09	25.03	125,121 11	375,000 ~~69,080.00~~	363.35 ~~56,041.11~~
7,105 0000	PRINCIPAL FINANCIAL GRP	11/24/08	10 41	11/30/09	25 03	177,797 12	~~74,035 53~~	~~103,701 59~~
398 0000	QUESTAR CORP	08/14/08	49 30	12/18/09	42 00	16,695 57	19,640 96	-2,945.39

Information continued on the next page

WELLS FARGO INVESTMENTS

Recipient's
Tax Identification Number.
68-0551421

Account Number: 7553-7798
WILLIAM & JOYCE SEXTON FAMILY

Wells Fargo Investments, LLC
Northstar West Building
625 Marquette Ave , 13th Floor
Minneapolis, MN 55402
Payer's Federal ID. 91-1374280

REALIZED PROFIT AND LOSS TAX YEAR 2009 - continued

LONG TERM GAIN/LOSS

SHARE QUANTITY	SECURITY DESCRIPTION	ACQUIRE DATE	ACQUIRE PRICE	SOLD DATE	SOLD PRICE	GROSS PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
558 0000	SOUTHERN COPPER CORP DEL	11/07/07	42 64	04/13/09	20 98	11,686.53	23,814 98	-12,128 45
590 0000	TEXAS INSTRUMENTS INC	01/02/08	32 26	04/02/09	16 80	9,896 16	19,051 47	-9,155 31
						449,882 25	~~346,705 51~~ 496,581.58	~~103,176.74~~ -46,699.33

*GRAND TOTAL - REALIZED PROFIT AND LOSS TAX YEAR 2009	GROSS PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
	978,662 99	~~945,630 92~~ 1,095,506.99	~~33,032 07~~ - 116,844.00

*The total amounts may differ slightly due to rounding

Information presented under "Realized Profit and Loss" is gathered from sources deemed to be reliable.
Wells Fargo Investments, LLC does not attest to its accuracy and is not responsible for errors and/or omissions
Realized Profit and Loss for fixed income securities purchased at a premium or discount has not been adjusted for amortization of premium or accretion of discount.
Unless you provided instructions for manual adjustments to be made to your basis information prior to year end, this information was calculated using the First-In, First-Out (FIFO) method of accounting
See the insert "Wells Fargo Investments LLC Customer Guide to 1099 Tax Reporting Form" for more information.
Please consult a tax professional with questions regarding this information
This Information is provided to you as a service and is not reported to the IRS.

Exhibit A.1

William D and Joyce E Sexton Family Foundation
2009 Charitable Contributions

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1192	St. Francis of Assisi	$ 20,000.00	12/21/09	1/7/2010
	PO Box 4226, Incline Village, NV 89450			
ck. 1193	Holy Trinity Church	$ 10,000.00	12/3/09	12/8/2009
ck. 1194	St. Bartholomew - Building Project	$ 5,000.00	12/7/09	1/6/2010
	630 E. Wayzata Blvd., Wayzata, MN 55391			
ck. 1195	St. Bernard of Clairvaux - Building Project	$ 5,000.00	12/8/09	1/15/2010
	10755 N. 124th St., Scottsdale, AZ 85259			
ck. 1196	I.O.C.P. - Bob's Sleep Out	$ 5,000.00	12/2/09	12/7/2009
	110 Grand Ave S., Wayzata, MN 55391			
ck. 1197	Hospice of LuVerne	$ 5,000.00	12/4/09	12/7/2009
	PO Box 623, LuVerne, MN. 56156			
ck. 1198	Union Gospel Mission	$ 1,000.00	12/8/09	12/7/2009
	PO Box 64389, St. Paul, MN 55164			
ck. 1199	Reno-Sparks Gospel Mission, Inc	$ 1,000.00	12/11/09	12/10/2009
	PO Box 5956, Reno, NV 89513			
ck. 1216	Catholic Community Foundation	$ 250.00	12/15/09	12/21/2009
	One Water Street W, Suite 200, St. Paul, MN			

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1217	The Saint Paul Seminary - St. Thomas	$ 250.00	12/4/09	12/9/2009
	CM-9768, PO Box 70870, Saint Paul, MN			
ck. 1218	St. Jude Children's Research Hospital	$ 250.00	12/8/09	12/15/2009
	PO Box 50, Memphis, TN 38101			
ck. 1204	Crosier Community Of Onamia	$ 2,500.00	12/3/09	12/2/2009
	PO Box 500, Onamia, MN 56359			
ck. 1219	National Multiple Sclerosis	$ 100.00	12/11/09	1/19/2010
	PO Box 11510, Reno, NV 89510			
ck. 1220	American Heart Association	$ 250.00	12/8/09	12/18/2009
	PO Box 78851, Phoenix, AZ 85062			
ck. 1221	Covenant House	$ 100.00	12/18/09	
	PO Box 731, New York, NY 10108-0900			
ck. 1222	Cystic Fibrosis Foundation	$ 100.00	12/14/09	12/11/2009
	PO Box 96305, Washington, DC 20077			
ck. 1223	American Cancer Society	$ 100.00	12/14/09	12/11/2009
	PO Box 19110, Las Vegas, NV 89132			
ck. 1224	Alzheimer's Disease Research	$ 100.00	12/8/09	12/11/2009
	22512 Gateway Center Dr., Clarksburg, MD			
ck. 1225	Easter Seals	$ 100.00	12/9/09	12/18/2009
	PO Box 40906, Reno, NV 89504			

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1228	Catholic Services Appeal	$ 5,000.00	12/9/09	
ck. 1226	Special Olympics Nevada	$ 100.00	12/18/09	12/16/2009
	4680 S. Polaris, Ave. #250, Las Vegas, NV			
ck. 1206	Courage Center	$ 100.00	12/8/09	12/9/2009
	3915 Golden Valley Rd., Minneapolis, MN			
ck. 1207	PFLAG	$ 1,000.00	12/10/09	12/16/2009
	PO Box 96519, Washington, DC 20090			
ck. 1208	Nevada Humane Society	$ 100.00	12/28/09	12/31/2009
	Po Box KIND, Sparks, NV 89432			
ck. 1209	Hammer - General Fund	$ 1,000.00	12/3/09	12/4/2009
	1909 E. Wayzata Blvd, Wayzata, MN 55391			
ck. 1210	St. Joseph's Indian School	$ 1,000.00	12/3/09	12/7/2009
	PO Box 200, Chamberlain, SD 57325			
ck. 1211	Friends of St. Stephen's	$ 1,000.00	12/8/09	12/9/2009
	2211 Clinton Ave., N, Minneapolis, MN 55404			
ck. 1212	College of St. Benedict	$ 500.00	12/3/09	12/9/2009
	37 South College Ave., St. Joseph, MN 56374			
ck. 1185	Lake Tahoe School	$ 16,000.00	10/7/09	-

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1183	Culver Educational Foundation	$ 18,000.00	8/10/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1177	Culver Educational Foundation	$ 2,000.00	3/30/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1176	Culver Educational Foundation	$ 2,000.00	3/30/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1181	Culver Educational Foundation	$ 1,400.00	6/1/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1189	Culver Educational Foundation	$ 1,300.00	10/26/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1191	Culver Educational Foundation	$ 17,500.00	12/2/09	-
	1300 Academy Rd. #159, Culver, IN 46511			
ck. 1205	St. Johns University- Annual Fund	$ 25,000.00	12/2/09	-
	Rob Culligan, Collegeville, MN 56321			
ck. 1229	St. Johns University- Benedictine Institute	$ 100,000.00	12/8/09	12/10/2009
	Rob Culligan, Collegeville, MN 56321			
ck. 1230	St. Johns University- Sexton Family Scholarship Fund	$ 25,000.00	12/8/09	12/10/2009
	Rob Culligan, Collegeville, MN 56321			

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1230	St. Johns University- Abbey Guesthouse	$ 50,000.00	12/8/09	12/10/2009
	Rob Culligan, Collegeville, MN 56321			
ck. 1182	St. Johns University- In Honor of Red Faundeen	$ 5,000.00	6/25/09	6/26/2009
	Rob Culligan, Collegeville, MN 56321			
ck. 1230	St. Johns University- Johnnie Athletics	$ 25,000.00	12/8/09	12/10/2009
	Rob Culligan, Collegeville, MN 56321			
ck. 1188	Hope For the City	$ 5,000.00	10/22/09	10/22/2009
ck. 1213	Reno Sparks Jr. Chamber - Christmas donation	$ 100.00	12/3/09	
	One East First St. #1600, Reno, NV 89501			
ck. 1214	Muscular Dystrophy	$ 100.00	12/18/09	12/11/2009
	3300 E Sunrise Dr., Rucson, AZ 85718			
ck. 1215	Luekemia & Lymphoma Society - Donor Services	$100.00	12/8/09	12/15/2009
	PO Box 4072, Pittsfield, MA 01202			
ck. 1200	The Salvation Army - Donor Relations Center	$100.00	12/15/09	
	PO Box 3750, Tonopah, NV 89049-3570			
ck. 1201	Saint Mary's Foundation	$ 500.00	12/3/09	12/14/2009
	520 West Sixth Street, Reno, NV 89503-9911			
ck. 1202	American Kidney Fund	$ 250.00	12/7/2009	12/14/2009
	PO Box 1837. Merrifield, VA 22116-8037			
ck. 1227	The Smile Train	$ 500.00	12/8/2009	12/17/2009

	Charity	Amount	Check cleared	Letter of Receipt
Bill & Joyce				
ck. 1203	Boys & Girls Clubs of the Twin Cities	$ 250.00	12/9/2009	1/7/2010
	2575 University Ave., W. Suite 100, St. Paul, MN			
ck. 1187	Total Life Care Centers, Inc.	$ 2,200.00	10/13/2009	
	525 Thomas Ave, St. Paul, Mn 55103			
Bill & Joyce Total:		**$ 363,200.00**		
Mats				
ck. 1237	Animal Humane Society	$ 2,500.00	12/17/2009	12/16/2009
	845 Meadow Lane North, Golden Vallen, MN 55422			
ck. 1235	The Smile Train	$ 2,500.00	12/22/2009	12/27/2009
	41 Madison Ave, 28th Floor, New York, NY 10010			
ck. 1234	Bridge for Youth	$ 2,500.00	12/18/2009	12/15/2009
	1111 W 22nd St., Minneapolis, MN 55405			
ck. 1236	The Link	$ 2,500.00	12/17/2009	12/16/2009
	1210 Glenwood Ave, Minneapolis, MN 55405			
Mats Total:		**$ 10,000.00**		

	Charity	Amount	Check cleared	Letter of Receipt
Jim				
ck. 1246	St. Johns University- Annual Fund	$ 5,000.00	12/30/2009	12/30/2009
	PO Box 772, Collegeville, MN 56321-7222			
ck. 1247	Juvenile Diabetes Ressearch Foundation	$ 3,000.00	1/15/2010	
	PO Box 97151, Washington, DC 20077-7328			
ck. 1245	Brett Favre Fourward Foundation	$ 1,000.00	1/13/2010	1/20/2010
	1 Willow Bend, Hattiesburg, MS 39402			
ck. 1244	American Cancer Society- Relay for Life	$ 1,000.00	1/13/2010	1/14/2010
	PO Box 22718, Oklahoma, City, OK 73123-1718			
Jim Total:		**$ 10,000.00**		
Tom				
ck. 1233	Deanna Favre Hope Foundation	$ 2,500.00	12/21/2009	12/28/2009
	1 willow Bend, Hattiesburg, MS 39402			
ck. 1231	Underdog Rescue MN	$ 3,750.00	12/14/2009	1/4/2010
	PO Box 16453, St. Louis Park, MN 55416			
ck. 1232	Homeward Bound	$ 3,750.00	1/4/2010	
	PO Box 1056, Monticello, MN 55361			
Tom Total:		**$ 10,000.00**		

	Charity	Amount	Check cleared	Letter of Receipt
Jennifer				
ck. 1241	Susan G. Komen for the Cure	$ 1,000.00	12/31/2009	
	5005 LBJ Freeway, Suite 250, Dallas, TX 75244			
ck. 1240	John Stephen Klacking Foundation	$ 1,000.00	12/28/2009	
	PO Box 11307, Reno, NV 89510-1307			
ck. 1239	Incline High School- Baccalaureate Program	$ 2,000.00		
	499 Village Blvd, Incline Village, NV 89451			
ck. 1242	American Heart Association	$ 1,000.00	1/11/2010	
	PO Box 78851, Phoenix, AZ 85062			
ck. 1243	American Lung Association	$ 1,000.00	1/4/2010	1/7/2010
	1301 Pennsylvania Ave., Washington, DC 20004			
Jennifer Total:		**$ 6,000.00**		
Sexton Family Foundation Total:		**$ 399,200.00**		