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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning JUL 1, 2009, and ending JUN 30, 2010

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 <b>THE BOSS FOUNDATION</b>		A Employer identification number <b>41-6038452</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>5858 CENTERVILLE ROAD</b>		B Telephone number <b>651-653-0599</b>
	City or town, state, and ZIP code <b>ST. PAUL, MN 55127-6804</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 4,732,583.</b>		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	50,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	42.	42.		STATEMENT 1
	4 Dividends and interest from securities	158,948.	158,948.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	71,614.			
	b Gross sales price for all assets on line 6a	643,338.			
	7 Capital gain net income (from Part IV, line 2)		71,614.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	280,604.	230,604.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	1,657.	0.		0.
	b Accounting fees				
	c Other professional fees STMT 4	33,605.	33,605.		0.
	17 Interest				
	18 Taxes STMT 5	1,272.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses STMT 6	468.	0.		25.	
24 Total operating and administrative expenses. Add lines 13 through 23	37,002.	33,605.		25.	
25 Contributions, gifts, grants paid	255,000.			255,000.	
26 Total expenses and disbursements. Add lines 24 and 25	292,002.	33,605.		255,025.	
27 Subtract line 26 from line 12	<11,398.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		196,999.			
c Adjusted net income (if negative, enter -0-)			N/A		

614  
2

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	391,036.	457,287.	457,287.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 7	100,000.	100,000.	100,063.
	b Investments - corporate stock STMT 8	2,598,086.	2,642,085.	3,200,195.
	c Investments - corporate bonds STMT 9	1,053,833.	933,051.	975,038.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	4,142,955.	4,132,423.	4,732,583.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,733,152.	1,734,018.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,409,803.	2,398,405.	
30 Total net assets or fund balances	4,142,955.	4,132,423.		
31 Total liabilities and net assets/fund balances	4,142,955.	4,132,423.		

**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	4,142,955.
2 Enter amount from Part I, line 27a	2	<11,398.>
3 Other increases not included in line 2 (itemize) ▶ ACCRUED BOND INTEREST	3	875.
4 Add lines 1, 2, and 3	4	4,132,432.
5 Decreases not included in line 2 (itemize) ▶ CORPORATE BOND BOOK/TAX ADJ	5	9.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,132,423.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
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 643,338.		571,724.	71,614.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			71,614.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	71,614.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A	

**Part 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 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	260,884.	4,409,012.	.059171
2007	306,970.	5,688,527.	.053963
2006	268,339.	5,605,679.	.047869
2005	297,935.	5,365,346.	.055530
2004	224,299.	4,928,428.	.045511
2 Total of line 1, column (d)			2 .262044
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 .052409
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 4,830,885.
5 Multiply line 4 by line 3			5 253,182.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,970.
7 Add lines 5 and 6			7 255,152.
8 Enter qualifying distributions from Part XII, line 4			8 255,025.

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.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2009 estimated tax payments and 2008 overpayment credited to 2009

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2010 estimated tax

Refunded

**Part VII-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?

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

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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation \$ 0 (2) On foundation managers \$ 0

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0

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.

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

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

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

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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.

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

MN

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

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)? If "Yes," complete Part XIV

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

N/A

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► N/A	13	X	
14	The books are in care of ► DANIEL MCKEOWN Telephone no ► 651-653-0599 Located at ► 5858 CENTERVILLE ROAD, ST. PAUL, MN ZIP+4 ► 55127-6804			
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 N/A		

**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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	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 ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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**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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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.

(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
W. ANDREW BOSS	PRESIDENT			
5858 CENTERVILLE ROAD				
ST PAUL, MN 551276804	0.00	0.	0.	0.
HEIDI MCKEOWN	SECRETARY			
5858 CENTERVILLE ROAD				
ST PAUL, MN 551276804	0.00	0.	0.	0.
DAN MCKEOWN	TREASURER			
5858 CENTERVILLE ROAD				
ST PAUL, MN 551276804	0.00	0.	0.	0.

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

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

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 NONE	
2	0.
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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**Part X 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>	4,475,342.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	429,110.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	4,904,452.
<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>	4,904,452.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	73,567.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,830,885.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	241,544.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	241,544.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	3,940.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,940.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	237,604.
<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>	237,604.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	237,604.

**Part XII 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>	255,025.
<b>b</b>	Program-related investments - total from Part IX-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>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	255,025.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	255,025.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				237,604.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				18,732.
<b>e</b> From 2008				44,715.
<b>f</b> Total of lines 3a through e	63,447.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4. ► \$ 255,025.				
<b>a</b> Applied to 2008, 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 2009 distributable amount	17,421.			237,604.
<b>e</b> Remaining amount distributed out of corpus	0.			0.
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:	80,868.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	80,868.			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				18,732.
<b>d</b> Excess from 2008				44,715.
<b>e</b> Excess from 2009				17,421.



**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
<b>a</b> Paid during the year				
SEE STATEMENT 10				
<b>Total</b>			▶ 3a	255,000.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments			14	42.		
<b>4</b> Dividends and interest from securities			14	158,948.		
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	71,614.		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		230,604.		0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					13	230,604.

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

[illegible]

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

- |          |   |            |           |
|----------|---|------------|-----------|
| <b>1</b> | <b>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?</b>  | <b>Yes</b> | <b>No</b> |
| <b>a</b> | <b>Transfers from the reporting foundation to a noncharitable exempt organization of:</b>   |            |           |
|          | <b>(1) Cash</b>   |            | <b>X</b>  |
|          | <b>(2) Other assets</b>   |            | <b>X</b>  |
| <b>b</b> | <b>Other transactions:</b>  |            |           |
|          | <b>(1) Sales of assets to a noncharitable exempt organization</b>   |            | <b>X</b>  |
|          | <b>(2) Purchases of assets from a noncharitable exempt organization</b>   |            | <b>X</b>  |
|          | <b>(3) Rental of facilities, equipment, or other assets</b>   |            | <b>X</b>  |
|          | <b>(4) Reimbursement arrangements</b>   |            | <b>X</b>  |
|          | <b>(5) Loans or loan guarantees</b>   |            | <b>X</b>  |
|          | <b>(6) Performance of services or membership or fundraising solicitations</b>   |            | <b>X</b>  |
| <b>c</b> | <b>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</b>   |            | <b>X</b>  |
| <b>d</b> | <b>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.</b> |            |           |

[illegible]

- 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		

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.

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

Title

Preparer's  
signature

Firm's name (or yours  
if self-employed),  
address, and ZIP code

DORSEY & WHITNEY LLP  
50 S 6TH ST, STE 1500  
MINNEAPOLIS, MN 55402

Date

10-20-10

☐ Check if self-employed

Preparer's identifying number

P00292/68

**EIN ▶**

Phone no 612 340-2600

Form 990-PF (2009)

**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 BOSS FOUNDATION

41-6038452

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 on line H 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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions  
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

THE BOSS FOUNDATION

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**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SPECIALTY MFG. CO 5858 CENTERVILLE ROAD ST PAUL, MN 55127	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



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


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SOURCE	AMOUNT
DRAKE BANK	26.
IRS	16.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	42.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DAIN RAUSCHER DIVIDENDS	72,584.	0.	72,584.
DAIN RAUSCHER INTEREST	86,364.	0.	86,364.
TOTAL TO FM 990-PF, PART I, LN 4	158,948.	0.	158,948.

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**FORM 990-PF LEGAL FEES STATEMENT 3**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DORSEY & WHITNEY LLP	1,657.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,657.	0.		0.

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**FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE - MAIRS & POWER INC	21,532.	21,532.		0.
DAIN RAUSCHER	12,073.	12,073.		0.
TO FORM 990-PF, PG 1, LN 16C	33,605.	33,605.		0.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,272.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,272.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	77.	0.		0.
MN STATE FILING FEE	25.	0.		25.
OFFICE SUPPLIES	366.	0.		0.
TO FORM 990-PF, PG 1, LN 23	468.	0.		25.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
RBC DAIN RAUSCHER - US BOND - SEE STMT A	X		100,000.	100,063.
TOTAL U.S. GOVERNMENT OBLIGATIONS			100,000.	100,063.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			100,000.	100,063.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC DAIN RAUSCHER - US EQUITIES - SEE STMT A	2,562,531.	3,142,435.
RBC DAIN RAUSCHER - INT'L EQUITIES - SEE STMT A	79,554.	57,760.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,642,085.	3,200,195.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC DAIN RAUSCHER - TAXABLE FIXED INCOME - SEE STMT A	933,051.	975,038.
TOTAL TO FORM 990-PF, PART II, LINE 10C	933,051.	975,038.

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FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMHERST H. WILDER FOUNDATION 451 LEXINGTON PARKWAY NORTH ST PAUL, MN 55104	NONE KINGSTON FELLOWSHIP	PUBLIC CHARITY	5,000.
BACH SOCIETY OF MINNESOTA 1043 GRAND AVENUE #229 ST PAUL, MN 55105	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	4,000.
CHILDREN'S THEATRE COMPANY AND SCHOOL 2400 3RD AVENUE SOUTH MINNEAPOLIS, MN 55404	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
COMO ZOO AND CONSERVATORY SOCIETY 1225 EASTBROOK DRIVE ST PAUL, MN 55103	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	15,000.
COMPAS, INC. 304 LANDMARK CENTER ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
COMUNIDADES LATINAS UNIDAS EN SERVICIO INC (CLUES) 797 7TH STREET EAST ST PAUL, MN 55106	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
DODGE NATURE CENTER 365 MARIE AVENUE WEST WEST ST PAUL, MN 55118	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
EAST SIDE ARTS COUNCIL 977 PAYNE AVENUE ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.

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FAMILY MEANS 1875 NORTHWESTERN AVE S STILLWATER, MN 55082	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.
FRIENDS OF THE ST. PAUL PUBLIC LIBRARY 325 CEDAR ST, STE 555 ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
GREATER TWIN CITIES YOUTH SYMPHONIES 528 HENNEPIN AVENUE #404 MINNEAPOLIS, MN 55403	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.
GUTHRIE THEATRE FOUNDATION 818 SOUTH 2ND STREET MINNEAPOLIS, MN 55415	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
HIGHLAND FRIENDSHIP CLUB PO BOX 16437 ST PAUL, MN 55116	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
LANDMARK CENTER 404 LANDMARK CENTER, 75 W 5TH ST ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	2,500.
LIFETRACK RESOURCES, INC. 709 UNIVERSITY AVENUE WEST ST PAUL, MN 55104	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	8,000.
LOFT, INC. SUITE 200, 1011 WASHINGTON AVE S MINNEAPOLIS, MN 55415	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	4,000.
MACPHAIL CENTER FOR MUSIC 501 SOUTH 2ND STREET MINNEAPOLIS, MN 55401	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
METROPOLITAN STATE UNIVERSITY FOUNDATION 700 EAST SEVENTH STREET ST PAUL, MN 55106	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.

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MIDWAY CONTEMPORARY ART 527 SECOND AVENUE SOUTHEAST MINNEAPOLIS, MN 55414	NONE MIDWAY INITIATIVE GALLERY	PUBLIC CHARITY	3,000.
MINNESOTA CHILDREN'S MUSEUM 10 7TH STREET WEST ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
MINNESOTA DANCE THEATRE THE DANCE INSTITUTE MINNEAPOLIS, MN 55403	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.
MINNESOTA HISTORICAL SOCIETY 345 KELLOGG BOULEVARD WEST ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
MINNESOTA LANDSCAPE ARBORETUM FOUNDATION 3675 ARBORETUM DRIVE CHASKA, MN 55318	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
MINNESOTA MUSEUM OF AMERICAN ART 75 WEST 5TH STREET, SUITE 505 ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
MINNESOTA OPERA COMPANY 620 NORTH FIRST STREET MINNEAPOLIS, MN 55401	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	7,000.
MINNESOTA ORCHESTRA 1111 NICOLLET MALL MINNEAPOLIS, MN 55403	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
MINNESOTA PUBLIC RADIO 45 7TH STREET EAST ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	10,000.
MINNESOTA STATE FAIR FOUNDATION 1265 SNELLING AVE N ST PAUL, MN 55108	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.

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MUSIC IN THE PARK SERIES PO BOX 8183 ST PAUL, MN 55108	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	4,000.
NEIGHBORHOOD HOUSE 179 ROBIE STREET EAST ST PAUL, MN 55107	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
NORTHERN CLAY CENTER 2424 FRANKLIN AVENUE EAST MINNEAPOLIS, MN 55406	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	6,000.
NORTHERN STAR COUNCIL BOY SCOUTS OF AMERICA 5300 GLENWOOD AVENUE GOLDEN VALLEY, MN 55422	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	2,000.
ORDWAY CENTER FOR THE PERFORMING ARTS 345 WASHINGTON STREET ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
PARK SQUARE THEATRE COMPANY 408 SAINT PETER STREET, SUITE 110 ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	15,000.
PEOPLE INCORPORATED 317 YORK AVENUE ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
PLAYWRIGHTS CENTER INC 2301 FRANKLIN AVENUE EAST MINNEAPOLIS, MN 55406	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
RAMSEY COUNTY HISTORICAL SOCIETY 75 5TH STREET WEST ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	10,000.
ROSE ENSEMBLE (THE) SUITE 314, 75 WEST 5TH ST ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	2,500.

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SAINT PAUL CHAMBER ORCHESTRA SOCIETY 408 ST. PETER STREET, 3RD FLOOR HAMM ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
SCIENCE MUSEUM OF MINNESOTA 120 WEST KELLOGG BOULEVARD ST PAUL, MN 55102	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
ST. MATTHEW CHURCH 490 HALL AVENUE ST PAUL, MN 55107	NONE ST. MATTHEW'S SCHOOL GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
ST. PAUL CONSERVATORY OF MUSIC 29 EXCHANGE STREET EAST ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	2,500.
STAGES THEATRE COMPANY INC 1111 MAINSTREET HOPKINS, MN 55343	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.
STEPPING STONE THEATRE CO 55 VICTORIA STREET NORTH ST PAUL, MN 55104	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.
TEXTILE CENTER OF MINNESOTA 3000 UNIVERSITY AVENUE SOUTHEAST MINNEAPOLIS, MN 55414	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	7,000.
THE HISTORY THEATRE, INC. 30 EAST TENTH STREET ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	3,000.
TWIN CITIES OPERA GUILD INC 1043 GRAND AVENUE #189 ST PAUL, MN 55105	NONE METROPOLITAN OPERA AUDITIONS	PUBLIC CHARITY	2,000.
TWIN CITIES PUBLIC TELEVISION 172 EAST 4TH STREET ST PAUL, MN 55101	NONE GENERAL OPERATING FUND	PUBLIC CHARITY	5,000.



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WALKER ART CENTER, INC.	NONE	PUBLIC	2,500.
VINELAND PLACE MINNEAPOLIS, MN	GENERAL OPERATING FUND	CHARITY	
55403			

WOMEN VENTURE	NONE	PUBLIC	5,000.
2324 UNIVERSITY AVENUE WEST,	GENERAL OPERATING FUND	CHARITY	
SUITE 200 ST PAUL, MN 55114			

TOTAL TO FORM 990-PF, PART XV, LINE 3A

255,000.

Attachment to Form 990PF  
FYE 6/30/2010 The Boss Foundation  
EIN 41-6038452

Part XV, Line 2b, c and d

#### GUIDELINES FOR REQUESTS

The Boss Foundation is a private foundation which distributes the income from its investments each fiscal year. The grants are distributed to qualified 501(c)(3) organizations furthering or engaged in the performing and fine arts. The fiscal year of the foundation ends on June 30.

Proposals may be submitted at any time; however, the Board of Directors customarily meets in the fall to decide on distributions of the year. Proposals received by June 1 will receive priority consideration. Proposals must be in the form set forth below.

#### PHYSICAL COMPOSITION OF PROPOSAL:

The proposal shall consist of five pages.

Page 1: A one-page letter addressed to the President from your President or other person authorized by your organization to solicit contributions. In this letter, state:

- a) The dollar amount of your request
- b) The purpose for which the funds will be used; and
- c) Any special time constraints on the receipt of the contribution; such as, fiscal year end, capital or operating support campaign ending on a specific date, etc.

Page 2: Evidence from the Internal Revenue Service of your current 501(c)(3) status

Page 3-5 Any supporting documentation you wish to include.

If you have any questions regarding these guidelines or the preparation of your proposal, please contact Dan McKeown at 5858 Centerville Road, St. Paul, MN 55127-6804

A copy of our latest annual report is available for inspection in our office during normal business hours.



BOSS FOUNDATION  
ATTN DAN MCKEOWN

Account number: •  
306-27303  
Page 4 of 16

## ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

\* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost does not include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Consultant has elected to display Asset Detail with the following options: asset purchases (tax lots) listed individually, reinvested dividends and capital gains distributions consolidated, and the cost of reinvested dividends and capital gains distributions excluded from totals.

### CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				\$1,120.00		
PRIME MONEY MARKET FUND RBC SELECT CLASS	TKSXX	454,088.670	\$1.000	\$454,088.67	\$546,180.12	\$17.49
TOTAL CASH AND MONEY MARKET				\$455,208.67		\$17.49

### US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ADC TELECOMMUNICATIONS INC	ADCT	4,000.000	\$7.410	\$29,640.00	01/29/98	\$105,721.41	-\$76,081.41	
		142.800			03/06/98	\$4,411.65	-\$3,353.50	
		114.240			10/09/98	\$4,906.21	-\$4,059.69	
		171.360			01/26/01	\$5,398.75	-\$4,128.97	
		142.800			02/21/01	\$14,250.00	-\$13,191.85	
		142.800			03/08/01	\$11,500.00	-\$10,441.85	
		142.800			04/06/01	\$11,750.00	-\$10,691.85	
		142.800			05/01/01	\$6,437.50	-\$5,379.35	
		142.800			07/25/01	\$7,450.00	-\$6,391.85	
		142.800			08/08/01	\$5,480.00	-\$4,421.85	
		572.000			06/09/05	\$4,960.00	-\$3,901.85	
		1,000.000			07/30/08	\$12,698.40	-\$8,459.88	
		1,000.000			12/01/08	\$9,589.90	-\$2,179.90	
						\$6,889.00	\$521.00	
BAXTER INTERNATIONAL INC	BAX	2,000.000	\$40.640	\$81,280.00	08/15/02	\$57,710.00	\$23,570.00	\$2,320.00
		500.000			11/29/02	\$17,725.00	\$2,595.00	
		500.000			01/29/03	\$15,885.00	\$4,435.00	
		500.000			03/26/03	\$14,240.00	\$6,080.00	
		500.000				\$9,860.00	\$10,460.00	
BEMIS CO INC	BMS	2,000.000	\$27.000	\$54,000.00	10/24/97	\$36,438.26	\$17,561.74	\$1,840.00
		1,000.000			03/08/99	\$19,727.01	\$7,272.99	
		400.000				\$6,867.50	\$3,932.50	



RBC Wealth Management



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 RBC Wealth Management, a division of  
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## US EQUITIES (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATE ANNUALIZED INCOME
BRISTOL MYERS SQUIBB CO	BMJ	600.000			10/09/00	\$9,843.75	\$6,356.25	
		2,000.000	\$24.940	\$49,880.00		\$65,030.00	-\$15,150.00	\$2,560.0
		500.000			01/25/02	\$23,045.00	-\$10,575.00	
		500.000			04/19/02	\$16,420.00	-\$3,950.00	
		500.000			06/19/02	\$13,350.00	-\$880.00	
		500.000			03/23/04	\$12,215.00	\$255.00	
CONOCOPHILLIPS	COP	2,000.000	\$49.090	\$98,180.00		\$77,065.62	\$21,114.38	\$4,400.0
		721.000			06/26/01	\$20,250.00	\$15,143.89	
		721.000			07/25/01	\$19,770.00	\$15,623.89	
		558.000			08/17/06	\$37,045.62	-\$9,653.40	
CORNING INC	GLW	8,000.000	\$16.150	\$129,200.00		\$87,695.00	\$41,505.00	\$1,600.0
		500.000			03/08/01	\$14,675.00	-\$6,600.00	
		500.000			03/13/01	\$11,980.00	-\$3,905.00	
		500.000			05/01/01	\$10,975.00	-\$2,900.00	
		500.000			05/15/01	\$10,625.00	-\$2,550.00	
		1,000.000			07/06/01	\$15,150.00	\$1,000.00	
		1,000.000			01/22/02	\$8,830.00	\$7,320.00	
		1,000.000			03/18/02	\$8,000.00	\$8,150.00	
		1,000.000			06/19/02	\$4,060.00	\$12,090.00	
		2,000.000			09/25/02	\$3,400.00	\$28,900.00	
DAKTRONICS INC	DAKT	3,000.000	\$7.500	\$22,500.00		\$46,400.19	-\$23,900.19	\$300.0
		1,000.000			07/27/07	\$21,849.60	-\$14,349.60	
		1,000.000			05/02/08	\$15,659.59	-\$8,159.59	
		1,000.000			12/01/08	\$8,891.00	-\$1,391.00	
DONALDSON CO INC	DCI	2,000.000	\$42.650	\$85,300.00		\$33,063.97	\$52,236.03	\$960.0
		200.000			05/26/98	\$2,191.97	\$6,338.03	
		600.000			08/05/98	\$5,492.50	\$20,097.50	
		600.000			10/09/98	\$4,592.50	\$20,997.50	
		600.000			06/12/07	\$20,787.00	\$4,803.00	
EMERSON ELECTRIC CO	EMR	2,000.000	\$43.690	\$87,380.00		\$55,302.25	\$32,077.75	\$2,680.0
		600.000			10/24/97	\$16,627.25	\$9,586.75	
		1,400.000			07/13/01	\$38,675.00	\$22,491.00	
G & K SERVICES INC CL A	GKSR	3,000.000	\$20.650	\$61,950.00		\$72,354.95	-\$10,404.95	\$900.0
		500.000			08/20/99	\$20,117.50	-\$9,792.50	
		500.000			02/03/00	\$11,367.50	-\$1,042.50	
		1,000.000			01/26/01	\$19,750.00	\$900.00	
		500.000			05/01/01	\$9,725.00	\$600.00	
		500.000			08/24/09	\$11,394.95	-\$1,069.95	
GENERAL ELECTRIC CO	GE	5,000.000	\$14.420	\$72,100.00		\$115,424.25	-\$43,324.25	\$2,000.0
		500.000			04/19/02	\$16,830.00	-\$9,620.00	

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DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
		500.000			05/22/02	\$15,775.00	-\$8,565.00	
		500.000			07/10/02	\$14,125.00	-\$6,915.00	
		500.000			09/25/02	\$13,290.00	-\$6,080.00	
		500.000			10/16/02	\$12,745.00	-\$5,535.00	
		500.000			01/29/03	\$11,510.00	-\$4,300.00	
		500.000			03/23/04	\$14,640.00	-\$7,430.00	
		500.000			12/01/08	\$7,989.80	-\$779.80	
		400.000			03/11/09	\$3,412.00	\$2,356.00	
		500.000			03/11/09	\$4,255.45	\$2,954.55	
		100.000			03/11/09	\$852.00	\$590.00	
GRACO INC	GGG	3,000.000	\$28.190	\$84,570.00		\$23,249.72	\$61,320.28	\$2,400.00
		675.000			03/08/99	\$4,432.50	\$14,595.75	
		2,200.000			03/08/99	\$14,532.22	\$47,485.78	
		125.000			06/09/05	\$4,285.00	-\$761.25	
H B FULLER & CO	FUL	6,000.000	\$18.990	\$113,940.00		\$56,437.50	\$57,502.50	\$1,680.00
		2,000.000			05/26/00	\$19,750.00	\$18,230.00	
		4,000.000			01/26/01	\$36,687.50	\$39,272.50	
HONEYWELL INTL INC	HON	3,500.000	\$39.030	\$136,605.00		\$115,840.00	\$20,765.00	\$4,235.00
		500.000			06/13/01	\$21,205.00	-\$1,690.00	
		500.000			06/14/01	\$19,425.00	\$90.00	
		500.000			06/26/01	\$18,160.00	\$1,355.00	
		500.000			07/25/01	\$18,045.00	\$1,470.00	
		500.000			01/22/02	\$14,875.00	\$4,640.00	
		1,000.000			09/16/02	\$24,130.00	\$14,900.00	
HORMEL FOODS CORP	HRL	3,000.000	\$40.480	\$121,440.00		\$60,635.91	\$60,804.09	\$2,520.00
		1,000.000			12/08/97	\$15,030.91	\$25,449.09	
		500.000			03/18/02	\$13,440.00	\$6,800.00	
		500.000			08/15/02	\$10,750.00	\$9,490.00	
		500.000			01/29/03	\$10,800.00	\$9,440.00	
		500.000			03/26/03	\$10,615.00	\$9,625.00	
INTERNATIONAL BUSINESS MACHINES CORP	IBM	500.000	\$123.480	\$61,740.00	06/19/02	\$37,505.00	\$24,235.00	\$1,300.00
JOHNSON & JOHNSON	JNJ	1,000.000	\$59.060	\$59,060.00		\$45,363.00	\$13,697.00	\$2,160.00
		400.000			01/25/99	\$15,705.00	\$7,919.00	
		600.000			03/23/04	\$29,658.00	\$5,778.00	
JPMORGAN CHASE & CO	JPM	2,000.000	\$36.610	\$73,220.00		\$50,830.00	\$22,390.00	\$400.00
FORMERLY J P MORGAN CHASE AND CO		500.000			01/22/02	\$17,995.00	\$310.00	
		500.000			02/27/02	\$14,320.00	\$3,985.00	
		500.000			09/25/02	\$9,425.00	\$8,880.00	
		500.000			10/16/02	\$9,090.00	\$9,215.00	
KIMBERLY CLARK CORP	KMB	1,000.000	\$60.630	\$60,630.00		\$56,175.19	\$4,454.81	\$2,640.00



RBC Wealth Management

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DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATE ANNUALIZED INCOME
MEDTRONIC INC	MDT	500,000			05/15/01	\$29,160.13	\$1,154.87	
		500,000			10/17/01	\$27,015.06	\$3,299.94	
		3,000,000	\$36.270	\$108,810.00		\$129,497.00	-\$20,687.00	\$2,700.0
		400,000			03/11/99	\$13,680.00	\$828.00	
		600,000			04/26/01	\$25,848.00	-\$4,086.00	
MOTOROLA INC	MOT	500,000			09/06/01	\$21,460.00	-\$3,325.00	
		500,000			10/30/01	\$20,160.00	-\$2,025.00	
		500,000			03/07/06	\$26,619.00	-\$8,484.00	
		500,000			08/10/06	\$21,730.00	-\$3,595.00	
		2,000,000	\$6.520	\$13,040.00		\$25,230.05	-\$12,190.05	
MTS SYSTEMS CORP	MTSC	500,000			03/08/01	\$7,670.15	-\$4,410.15	
		500,000			04/06/01	\$5,029.90	-\$1,769.90	
		1,000,000			06/12/01	\$12,530.00	-\$6,010.00	
		3,000,000	\$29.000	\$87,000.00		\$37,167.30	\$49,832.70	\$1,800.0
		1,000,000			05/15/98	\$17,292.50	\$11,707.50	
PATTERSON COMPANIES INC	PDCO	500,000			03/22/99	\$5,617.50	\$8,882.50	
		500,000			08/06/99	\$5,117.50	\$9,382.50	
		1,000,000			01/25/02	\$9,139.80	\$19,860.20	
		3,000,000	\$28.530	\$85,590.00		\$44,871.54	\$40,718.46	\$1,200.0
		1,400,000			06/11/99	\$12,551.00	\$27,391.00	
PENTAIR INC	PNR	1,000,000			11/29/02	\$21,323.50	\$7,206.50	
		600,000			12/01/08	\$10,997.04	\$6,120.96	
		4,000,000	\$32.200	\$128,800.00		\$59,882.50	\$68,917.50	\$3,040.0
		1,000,000			02/03/00	\$17,180.00	\$15,020.00	
		400,000			10/09/00	\$5,162.50	\$7,717.50	
PFIZER INC	PFE	1,600,000			01/26/01	\$21,100.00	\$30,420.00	
		1,000,000			10/16/02	\$16,440.00	\$15,760.00	
		2,000,000	\$14.260	\$28,520.00		\$70,225.00	-\$41,705.00	\$1,440.0
		500,000			03/13/01	\$19,630.00	-\$12,500.00	
		500,000			09/06/01	\$19,320.00	-\$12,190.00	
PRINCIPAL FINANCIAL GROUP INC	PFG	500,000			04/17/02	\$19,005.00	-\$11,875.00	
		500,000			09/24/07	\$12,270.00	-\$5,140.00	
		2,000,000	\$23.440	\$46,880.00		\$42,809.00	\$4,071.00	\$1,000.0
		1,000,000			05/14/09	\$19,750.00	\$3,690.00	
		1,000,000			02/24/10	\$23,059.00	\$381.00	
SCHLUMBERGER LTD	SLB	2,000,000	\$55.340	\$110,680.00		\$54,855.00	\$55,825.00	\$1,680.0
		1,000,000			04/06/01	\$29,005.00	\$26,335.00	
		1,000,000			08/08/01	\$25,850.00	\$29,490.00	
		1,000,000			10/13/09	\$33,539.50	\$2,550.50	
		1,000,000	\$24.560	\$24,560.00	08/10/06	\$11,698.15	\$12,861.85	
ST JUDE MEDICAL INC	STJ	1,000,000	\$36.090	\$36,090.00				
STRATASYS INC	SSYS	1,000,000	\$24.560	\$24,560.00				

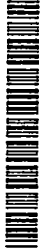
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US EQUITIES (continued)						
DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *
SURMODICS INC	SRDX	1,000,000	\$16.410	\$16,410.00	02/06/04	\$20,849.00
TARGET CORP	TGT	2,000,000	\$49.170	\$98,340.00		\$56,428.00
		500,000			10/27/00	\$12,250.00
		500,000			10/30/01	\$14,500.00
		500,000			01/29/03	\$13,615.00
		500,000			12/01/08	\$16,063.00
TCF FINANCIAL CORP	TCB	3,000,000	\$16.610	\$49,830.00		\$47,988.75
		1,000,000			06/15/98	\$15,180.00
		400,000			12/30/98	\$4,792.50
		600,000			06/04/99	\$8,361.25
		1,000,000			05/09/03	\$19,655.00
THE TRAVELERS COMPANIES INC	TRV	2,000,000	\$49.250	\$98,500.00		\$70,206.25
		500,000			10/09/98	\$16,398.75
		200,000			01/25/99	\$6,105.00
		300,000			04/28/99	\$8,942.50
		500,000			05/22/02	\$21,275.00
		500,000			07/10/02	\$17,485.00
TORO CO	TTC	1,000,000	\$49.120	\$49,120.00		\$37,496.00
		500,000			05/02/08	\$20,676.00
		500,000			07/30/08	\$16,820.00
UNITED PARCEL SVC INC CL B	UPS	2,000,000	\$56.890	\$113,780.00		\$138,261.25
		500,000			12/22/06	\$36,865.00
		500,000			01/11/07	\$36,871.50
		500,000			05/11/07	\$35,650.00
		500,000			11/24/09	\$28,874.75
US BANCORP DEL COM NEW	USB	5,000,000	\$22.350	\$111,750.00		\$93,951.54
		632,000			01/25/99	\$15,302.21
		633,000			10/09/00	\$11,212.67
		735,000			03/08/01	\$16,559.71
		500,000			05/01/01	\$10,350.15
		500,000			05/15/01	\$10,539.41
		1,000,000			03/11/09	\$12,148.00
		100,000			05/14/09	\$1,783.99
		600,000			05/14/09	\$10,704.00
		300,000			05/14/09	\$5,351.40
VALSPAR CORP	VAL	2,000,000	\$30.120	\$60,240.00		\$48,412.00
		200,000			02/06/04	\$4,990.00
		800,000			02/06/04	\$19,972.00
		1,000,000			10/01/04	\$23,450.00
WELLS FARGO & CO	WFC	3,000,000	\$25.600	\$76,800.00		\$50,169.50
						\$26,630.50
						\$600.00
						\$1,280.00
						\$1,034.00
						\$4,124.00
						\$6,670.00
						\$26,630.50
						\$600.00



RBC Wealth Management



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## US EQUITIES (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATE ANNUALIZED INCOM
XCEL ENERGY INC	XEL	1,000.000			05/15/98	\$18,930.00	\$6,670.00	
		1,000.000			10/17/01	\$19,600.00	\$6,000.00	
		1,000.000			03/11/09	\$11,639.50	\$13,960.50	
		5,000.000	\$20.610	\$103,050.00		\$103,890.00	-\$840.00	\$5,050.0
		2,000.000			02/27/02	\$46,445.00	-\$5,225.00	
		500.000			03/18/02	\$12,740.00	-\$2,435.00	
	1,000.000				05/16/02	\$20,660.00	-\$50.00	
	500.000				06/19/02	\$9,745.00	\$560.00	
ZIMMER HOLDINGS INC	ZMH	1,000.000	\$54.050	\$54,050.00	11/01/07	\$14,300.00	\$6,310.00	
3M COMPANY	MMM	2,000.000	\$78.990	\$157,980.00		\$69,300.00	-\$15,250.00	
		400.000			01/08/98	\$117,561.00	\$40,419.00	\$4,200.0
		200.000			12/10/98	\$16,748.50	\$14,847.50	
	200.000				03/22/99	\$7,555.00	\$8,243.00	
	200.000				07/06/01	\$7,292.50	\$8,505.50	
		500.000			07/06/01	\$11,450.00	\$4,348.00	
		500.000			03/07/06	\$35,980.00	\$3,515.00	
TOTAL US EQUITIES		500.000		\$3,142,435.00	05/01/08	\$38,535.00	\$960.00	
						\$2,562,530.55	\$579,904.45	\$71,845.0

## INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATE ANNUALIZED INCOM
BP P L C SPONSORED ADR (FRM BP AMOCO PLC)	BP	2,000.000	\$28.880	\$57,760.00		\$79,554.00	-\$21,794.00	
		500.000			07/25/01	\$23,785.00	-\$9,345.00	
		500.000			02/06/03	\$18,915.00	-\$4,475.00	
		400.000			03/11/09	\$14,744.00	-\$3,192.00	
		100.000			03/11/09	\$3,685.00	-\$797.00	
TOTAL INTERNATIONAL EQUITIES		100.000			03/11/09	\$3,685.00	-\$797.00	
		100.000			03/11/09	\$3,685.00	-\$797.00	
		200.000			03/11/09	\$7,370.00	-\$1,594.00	
				\$57,760.00		\$79,554.00	-\$21,794.00	



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TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
HOUSEHOLD FINANCE CORP NTS MOODY A3 S&P A	441812GA6 CPN 6.375% DUE 08/01/2010 DTD 07/28/98 BOOK ENTRY ONLY	50,000.000	\$100.292	\$50,145.95 \$1,319.27	03/11/99	\$50,190.00	-\$44.05	\$3,187.50
XCEL ENERGY INC MINN SR NT MOODY BAA1 S&P B88+	98388MAA5 CPN 7.000% DUE 12/01/2010 DTD 12/19/00 BOOK ENTRY ONLY	100,000.000	\$102.367	\$102,367.40 \$563.89	09/23/02	\$84,000.00	\$18,367.40	\$7,000.00
HERTZ CORPORATION SR NOTE MOODY B3 S&P CCC+	428040BQ1 CPN 7.400% DUE 03/01/2011 DTD 02/28/01 BOOK ENTRY ONLY	100,000.000	\$102.250	\$102,250.00 \$2,446.11	02/22/01	\$100,006.64	\$2,243.36	\$7,400.00
GENERAL MOTORS ACCEPTANCE CORP BDS MOODY B3 S&P B	370425SC5 CPN 7.000% DUE 02/01/2012 DTD 02/01/02 BOOK ENTRY ONLY	100,000.000	\$100.367	\$100,366.70 \$2,897.22	03/07/03	\$100,000.00	\$366.70	\$7,000.00
DEERE JOHN CAPITAL CORP NOTES MOODY A2 S&P A	244217BG9 CPN 7.000% DUE 03/15/2012 DTD 03/22/02 BOOK ENTRY ONLY	100,000.000	\$109.809	\$109,809.00 \$2,041.67	03/18/02	\$100,000.00	\$9,809.00	\$7,000.00
CIT GROUP INC NEW SECD NT SER A CALL 01/01/11 102.000 PAR CALL 01/01/2012 MOODY B3 S&P B+	125581FT0 CPN 7.000% DUE 05/01/2013 DTD 12/10/09 BOOK ENTRY ONLY	7,052.000	\$96.250	\$6,787.55 \$109.70	12/04/07	\$7,671.37	-\$883.82	\$493.64
GENERAL MOTORS ACCEP CORP SMARTNOTES PAR CALL 11/15/2010 MOODY B3 S&P B	37042F3P1 CPN 6.500% DUE 11/15/2013 DTD 11/17/98 BOOK ENTRY ONLY	50,000.000	\$92.689	\$46,344.50 \$406.25	11/11/98	\$50,000.00	-\$3,655.50	\$3,250.00
CIT GROUP INC NEW SECD NT SER A CALL 01/01/11 102.000 PAR CALL 01/01/2012 MOODY B3 S&P B+	125581FU7 CPN 7.000% DUE 05/01/2014 DTD 12/10/09 BOOK ENTRY ONLY	10,578.000	\$94.750	\$10,022.66 \$164.55	12/04/07	\$11,321.46	-\$1,298.80	\$740.46



RBC Wealth Management



# MANAGED ACCOUNT PROGRAM ACCOUNT STATEMENT

JUNE 1, 2010 - JUNE 30, 2010

 Account number:  
306-27303  
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 RBC Wealth Management, a division of  
RBC Capital Markets Corporation, Member NYSE/FINRA/SIPC.

## TAXABLE FIXED INCOME (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATE ANNUALIZED INCOM
CIT GROUP INC NEW SECNT SER A CALL 01/01/11 102.000 PAR CALL 01/01/2012 MOODY B3 S&P B+ BOOK ENTRY ONLY	125581FV5 CPN 7.000% DUE 05/01/2015 DTD 12/10/09 BOOK ENTRY ONLY	10,578.000	\$92.250	\$9,758.21 \$102.84	12/04/07	\$10,919.33	-\$1,161.12	\$740.4
CITIGROUP INC GLOBAL SUB NOTE MOODY BAA1 S&P A- BOOK ENTRY ONLY	172967BW0 CPN 4.875% DUE 05/07/2015 DTD 05/07/03 BOOK ENTRY ONLY	100,000.000	\$99.154	\$99,154.00 \$717.71	11/24/09	\$96,970.00	\$2,184.00	\$4,875.0
AMERICAN EXPRESS CR CORP INTERNOTES MOODY A2 S&P BBB+ BOOK ENTRY ONLY	02586JAB2 CPN 6.900% DUE 09/15/2015 DTD 09/05/08 BOOK ENTRY ONLY	100,000.000	\$111.996	\$111,996.00 \$2,012.50	08/26/08	\$100,000.00	\$11,996.00	\$6,900.0
CIT GROUP INC NEW SECNT SER A CALL 01/01/11 102.000 PAR CALL 01/01/2012 MOODY B3 S&P B+ BOOK ENTRY ONLY	125581FW3 CPN 7.000% DUE 05/01/2016 DTD 12/10/09 BOOK ENTRY ONLY	17,630.000	\$91.750	\$16,175.53 \$171.40	12/04/07	\$17,631.79	-\$1,456.26	\$1,234.1
CIT GROUP INC NEW SECNT SER A CALL 01/01/11 102.000 PAR CALL 01/01/2012 MOODY B3 S&P B+ BOOK ENTRY ONLY	125581FX1 CPN 7.000% DUE 05/01/2017 DTD 12/10/09 BOOK ENTRY ONLY	24,683.000	\$90.500	\$22,338.12 \$95.99	12/04/07	\$24,107.08	-\$1,768.96	\$1,727.8
WEYERHAEUSER COMPANY DEBS MOODY BA1 S&P BBB- BOOK ENTRY ONLY	962166AV6 CPN 6.950% DUE 08/01/2017 DTD: 08/04/97 BOOK ENTRY ONLY	100,000.000	\$103.023	\$103,022.80 \$2,876.53	05/11/01	\$94,428.00	\$8,594.80	\$6,950.0

BOSS FOUNDATION  
ATTN DAN MCKEOWN



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TAXABLE FIXED INCOME (continued)					PURCHASE DATE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST				
SERVICEMASTER CO NOTE	81760NAA7	100,000.000	\$84.500	\$84,500.00 \$2,346.94	11/19/01	\$85,805.00	-\$1,305.00	\$7,100.00
MOODY CAA1 S&P CCC+	CPN 7.100% DUE 03/01/2018 DTD: 03/02/98							
FEDERAL NATIONAL MTC ASSN CALL 07/06/10 100,000	3136FJKX8	100,000.000	\$100.063	\$100,063.00 \$686.67	10/14/09	\$100,000.00	\$63.00	\$5,150.00
PAR CALL 07/06/2010 MOODY AAA S&P AAA	CPN 5.150% DUE 11/12/2024 DTD: 11/12/09 BOOK ENTRY ONLY							
TOTAL TAXABLE FIXED INCOME						\$1,033,050.67	\$42,050.75	\$70,748.97
ESTIMATED ACCRUED BOND INTEREST								