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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

2010

For calendar year 2010, or tax year beginning , and ending											
G Check all that apply: Initial return Initial return of a former public						ormer public	charity	_	Final return		
Amended return Address change							ige			Name change	
Na	ne of	foundation							1	A Employer identification	number
-	STALEY FAMILY FOUNDATION 26-3442296 Number and street (or P O box number if mail is not delivered to street address) Representation of the street address of the street addres										
Nur	noer a	•			et addres	is)		Room/suite	·	B Telephone number	
C+		4517 EDINA I						1	-	952-925-2462	
City	oru	own, state, and ZIP co							,	C If exemption application is p D 1. Foreign organizations	
L	hook	EDINA MN !		ntion 501(n)(2)		nenoto foundation			\dashv	 Foreign organizations Foreign organizations me check here and attach co 	s, CRECK Rere
n \		type of organization; ction 4947(a)(1) none			7	private foundation taxable private found	ntion				
1 5		rket value of all asset						rual	\dashv	E If private foundation sta	tus was terminated
		Part II, col (c), line 1	-	_	Other (s		^	iuai		under section 507(b)(1)	• • •
	·\$		10) 17.637.15			f) must be on cash	basis.)		-	F If the foundation is in a under section 507(b)(1)	
	ırt I	1				(a) Revenue and		nvestment	\dashv		(d) Disbursements
		(The total of amounts in necessarily equal the air	n columns (b), (c), and (d) may not		xpenses per books		come		(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts,			+	7 525.		·	-	N/A	(Sast Sasts Striy)
	2		-	red to attach Sch B		7,323,			7	N/A	
	3	Interest on savings and to	•	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		330.	 	33	$\overline{}$		STATEMENT1
	4	Dividends and interes	st from secur	rties	-	268.750.		268.75			STATEMENT2
	1	Gross rents	01 11 0111 00001			200,730.		200,73	•		STATEMENT Z
		Net rental income or flos	s)			· · · · · · · · · · · · · · · · · · ·			\dashv		
_	_	Net gain or (loss) from sa	· ——	on line 10	1				\exists		
Revenue	Ь	Gross sales price for all assets on line 6a	20 01 000010 1101								
ě	7	Capital gain net income ((from Part IV, lin	e 2)					0.		
æ	8	Net short-term capita		1		RECEIVE	201		•		
	9	Income modification					S				
	10a	Gross sales less returns and allowances			1	AUG 1 8 20	1 0				
	Ь	Less Cost of goods sold			8	HOU S O ES	S	·			
	c	Gross profit or (loss))								
	11	Other income				OGDEN, L		•			
,	12	Total. Add lines 1 th	rough 11		U=	276 605.		269 08	Ο.		
	13	Compensation of officers	s, directors, trus	stees, etc		0,			ο,		0.
	14	Other employee salar	ries and wage	:s		· 					
	15	Pension plans, emplo	oyee benefits								`
ses	16a	Legal fees				-					
	b	Accounting fees	5	этмт 3		4,500.			0.		4,500,
ŭ	C	Other professional fe	es		L						
Š	17	Interest									
and Administrative Expe	18	Taxes		стм т 4	<u> </u>	3,000.			٥.	 	0.
nis	19	Depreciation and dep	letion		<u> </u>				_		
Ē	20	Occupancy			<u> </u>				_		
Ā	21	Travel, conferences,	-	i	ļ				4		
ă	22	Printing and publicat	ЮПЅ		<u> </u>			<u> </u>	\dashv		
ing	23	Other expenses	-	STMT 5	<u> </u>	25.			9 나		25.
Operating	24	Total operating and									
g		expenses Add lines	-	:3		7,525,			٥.		4,525,
	1	Contributions, gifts, (395,600			\dashv		395,600,
	26	Total expenses and	aisbursemen	ITS.					\rfloor		
	07	Add lines 24 and 25			+	403,125,			٥.		400,125,
		Subtract line 26 from									
		Excess of revenue over e				<126,520.	-	0.66 5 = 1	\dashv		<u>-</u>
		Net investment income						269,080	٠.		
0235	C	Adjusted net income	; (if negative, en	ter -0-)			L_,		_1	N/A	<u> </u>

Fo	m 99	00-PF (2010) STALEY FAMILY FOUNDATION		26-34	42296 Page 2
P	art.	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
느			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	155,178.	28,658.	28,658.
	1	Savings and temporary cash investments			· · · · · · · · · · · · · · · · · · ·
	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			
şţ	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
⋖	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	19,070,500,	19,070,500.	17,608,500.
	C	Investments - corporate bonds			
	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 ►)			1
	1 <u>6</u>	Total assets (to be completed by all filers)	19 225 678	19,099,158,	17,637,158,
	17	Accounts payable and accrued expenses			
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
аb	21	Mortgages and other notes payable			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.	•		
Net Assets or Fund Balances	24	Unrestricted			
auc	25	Temporarily restricted			
Bai		Permanently restricted			
ā	_	Foundations that do not follow SFAS 117, check here			
Œ		and complete lines 27 through 31.			
ğ	27	Capital stock, trust principal, or current funds	0.	0.	
šets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	19,225,678.	19,099,158.	
ĕ	30	Total net assets or fund balances	19,225,678.	19,099,158,	
Z.			23,220,070	13,033,133,	
	31	Total liabilities and net assets/fund balances	19 225 678	19 099 158	
					· · · · · · · · · · · · · · · · · · ·
Р	art	Analysis of Changes in Net Assets or Fund Ba	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3	30		
		at agree with end-of-year figure reported on prior year's return)		1	19,225,678.
		amount from Part I, line 27a		2	<126,520.>
		r increases not included in line 2 (itemize)		3	0.
-		ines 1, 2, and 3	•	4	19,099,158.
		eases not included in line 2 (itemize)		5	17,033,130.
-		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	19 099 158
					Form 990-PF (2010)

	EY FAMILY FOUNDATION and Losses for Tax on I	nvestmen	t Income		26-34	42296	Page 3
(a) List and desc	cribe the kind(s) of property sold (e. arehouse; or common stock, 200 st	g., real estate,		(b) How acquired P - Purchase D - Donation	(c) Date acqu (mo., day, y	red ((d) Date sold mo., day, yr.)
1a							
b NON	IE	···		_			
<u> </u>							
d e	 			-			
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale		(h) Gain oi (e) plus (f) n		
a							~
<u>b</u>							
C					• • • • • • • • • • • • • • • • • • • •		
d e							
	ng gain in column (h) and owned by	the foundation	on 12/31/69		I) Gains (Col. (h	ı) naın mınıı	<u></u>
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any	cò	Losses (fron	ss than -0-)	or
a							
b		 		-			 -
d d					 		
e							
2 Capital gain net income or (net ca	If gain, also ente			} 2		-	
3 Net short-term capital gain or (los	((((((((((((((((((((1	1 -	· · · · · · · · · · · · · · · · · · ·		
If gain, also enter in Part I, line 8, If (loss), enter -0- in Part I, line 8	column (c).	nu (v).		}			
Part V Qualification U	Inder Section 4940(e) for	r Reduced	Tax on Net	Investment In	come		· · · · · · · · · · · · · · · · · · ·
(For optional use by domestic private	e foundations subject to the section	4940(a) tax on	net investment in	come.)			
If section 4940(d)(2) applies, leave ti	his part blank.						
			ou in the boss serve	40			N
Was the foundation liable for the sec If "Yes," the foundation does not qual			•	100?		ليا	Yes Lx_ No
	each column for each year; see insti			es.			
(a) Base period years Calendar year (or tax year beginni	(b) ng in) Adjusted qualifying dis	stributions	Net value of no	(c) ncharitable-use assets	(col.	(d) Distribution (b) divided b	ratio
2009		506,100,		12,773,33		·······	,039622
2008		0.		16,393,87	1,		.000000
2007							
2006							
2000					- - - - - - - - - - 	<u>-</u> -	
2 Total of line 1, column (d)				•	2		.039622
3 Average distribution ratio for the	•	on line 2 by 5,	or by the number	of years			
the foundation has been in existe	nce if less than 5 years	·			3		.019811
4 Enter the net value of noncharitab	ole-use assets for 2010 from Part X,	line 5			4		15,386,747.
5 Multiply line 4 by line 3					5		304,827.
6 Enter 1% of net investment incom	ne (1% of Part I, line 27b)				6		2 691
7 Add lines 5 and 6					7		307,518.
8 Enter qualifying distributions from	n Part XII, line 4				8		400,125,
	line 7, check the box in Part VI, line	tb, and comp	lete that part using	g a 1% tax rate.	<u> </u>		

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Pa	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4	1948	- see ir	ıstru	ctio	ns)
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%	1			2	691.
	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-)	2				0.
3	Add lines 1 and 2	3			2	,691.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	ļ			0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			2	<u>,691.</u>
	Credits/Payments:					
	2010 estimated tax payments and 2009 overpayment credited to 2010 6a 3,012	4				
	Exempt foreign organizations - tax withheld at source 6b	4				~
	Tax paid with application for extension of time to file (Form 8868) 6c	1	1			
	Backup withholding erroneously withheld	4				
	Total credits and payments. Add lines 6a through 6d	7	ļ		3	012.
	Enter any penalty for underpayment of estimated tax. Check here \(\text{x} \) if Form 2220 is attached	8	 			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	 			
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	 			321,
	Enter the amount of line 10 to be: Credited to 2011 estimated tax 321, Refunded	11	1			0.
	rt VII-A Statements Regarding Activities		 -		Vaa	TNI
18	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene	; in	ŀ		res	No
	any political campaign?		-	1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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	a or	- 1			ŀ
_	distributed by the foundation in connection with the activities.			4.		_ ,
	Did the foundation file Form 1120-POL for this year?		- }	1c		X
a	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					1
	(1) On the foundation. > \$ 0. (2) On foundation managers. > \$ 0. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	-				
e			ì			
9	managers. > \$0. Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		
	If "Yes," attach a detailed description of the activities.		-	-		X
	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	"	1	3		x
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		ŀ	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	/A [4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		·	5		х
	If "Yes," attach the statement required by General Instruction T.		Ţ			
	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		[
	By language in the governing instrument, or		ĺ			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state	e law		j		
	remain in the governing instrument?		-	6	х	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		Γ	7	х	
	If "Yes," complete Part II, col (c), and Part XV.		ľ			
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		L	8b	Х	<u></u>
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for cale	ndar				
	year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		L	9		х
10	Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses			10		х
			Form	990	-PF ((2010)

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Pa	art VII-A Statements Regarding Activities (continued)				
11	Af 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		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	ŀ	13	х	
	Website address ► N/A	'			·
14		0. >952-925-2	462		
	Located at ▶ 4517 EDINA BLVD, EDINA, MN	ZIP+4 ▶ <u>554</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			•	
		▶ 15	N	/ A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,	- [*1,	Yes	No
	securities, or other financial account in a foreign country?		16		x
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of				
	the foreign country				
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required				<u> </u>
	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 x 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 X 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			
ħ	of fany answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	100 223 110			
•	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	N(N	- 10		
	E Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
٠	before the first day of the tax year beginning in 2010?	ļ	1c		х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	ın			_^_
-	defined in section 4942(j)(3) or 4942(j)(5)):	"			
2	to the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) begin	nina			
ď		Yes 💌 No			
	If "Yes," list the years > , , , ,	100 22 110			
h	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorr	ect			
Ī	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and atta				
	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.				
·	hat the provision of couldn't be league, are boing applied to any or the your blood in Eas, not the your blood				~
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			
h	of "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons				
·	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to				
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule				
	Form 4720, to determine if the foundation had excess business holdings in 2010.)		3b		
A n	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	Ņ/A	4a		v
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purp	nse that	та		_х
J	had not been removed from jeopardy before the first day of the tax year beginning in 2010?	, oo war	4b		x
	has not even compress mont property below the metal by of the lax year beginning in 2010.	- · l		-PF (
		, 0111		(/

Form 990-PF (2010) STALEY FAMILY FOUNDATION Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be	Required (contin	26-3442296 nued)		Р	age 6
 5a During the year did the foundation pay or incur any amount to: Carry on propaganda, or otherwise attempt to influence legislation (section) Influence the outcome of any specific public election (see section 4955); of any voter registration drive? Provide a grant to an individual for travel, study, or other similar purposes Provide a grant to an organization other than a charitable, etc., organization 509(a)(1), (2), or (3), or section 4940(d)(2)? Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals? If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify units section 53.4945 or in a current notice regarding disaster assistance (see instruorganizations relying on a current notice regarding disaster assistance check in the answer is "Yes" to question 5a(4), does the foundation claim exemption freexpenditure responsibility for the grant? "Yes," attach the statement required by Regulations section 53.4945 6a Did the foundation, during the year, receive any funds, directly or indirectly, to 	or to carry on, directly or indirectly or described in sections described indirectly or indirectly o	ectly,	es X No	5b		
a personal benefit contract? b Did the foundation, during the year, pay premiums, directly or indirectly, on a p If "Yes" to 6b, file Form 8870.	personal benefit contract?		es 🗴 No	6b		х
7a At any time during the tax year, was the foundation a party to a prohibited tax s b If "Yes," did the foundation receive any proceeds or have any net income attributed the foundation About Officers, Directors, Trust Part VIII Paid Employees, and Contractors	utable to the transaction?		es x No NA	7b		
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 deterred compensation	acc acc	e) Expe count, o	nse other ces
WARREN STALEY	OFFICER		ļ			
4517 EDINA BLVD			İ			
EDINA, MN 55424	0.50	0.	0,	ь.		<u>0.</u>
MARY LYNN STALEY	OFFICER		I			
4517 EDINA BLVD EDINA, MN 55424	0.50	0.	0.			0.
2 Compensation of five highest-paid employees (other than those inc	luded 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	j acc	Expe	other
NONE						
Total number of other employees paid over \$50,000			•			

Form 990-PF (2010) STALEY FAMILY FOUNDATION	26-3442296	Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)	1	
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 servi	ice (c) Con	npensation
NONE		
Total number of others receiving over \$50,000 for professional services	>	
Part IX-A Summary of Direct Charitable Activities		<u>_</u>
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.	Expense	s
1 <u>N/A</u>		
2		
3		
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 <u>N/A</u>		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	Form 990-F	0. DE (2010)
	FORM 99U-F	- i= (2010)

Par	Tt.X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, see	e instructions)
1 F	air market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	Ī	
	verage monthly fair market value of securities	1a	15,501,500.
	verage of monthly cash balances	1b	119,563.
	air market value of all other assets	1c	0.
d T	otal (add lines 1a, b, and c)	1d	15,621,063,
	eduction claimed for blockage or other factors reported on lines 1a and		
1	c (attach detailed explanation) 1e 0.		
	equisition indebtedness applicable to line 1 assets	2	0.
	subtract line 2 from line 1d	3	15,621,063,
4 C	ash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234 316
5 N	let value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,386,747.
6 N	finimum investment return. Enter 5% of line 5	6	769 337
Pai	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	ıd certain	
1 N	Ainimum investment return from Part X, line 6	1	769,337.
	ax on investment income for 2010 from Part VI, line 5		
	ncome tax for 2010. (This does not include the tax from Part VI.)		
	dd lines 2a and 2b	2c	2,691,
-	istributable amount before adjustments. Subtract line 2c from line 1	3	766,646.
	ecoveries of amounts treated as qualifying distributions	4	0.
	add lines 3 and 4	5	766,646,
6 D	reduction from distributable amount (see instructions)	6	0.
	sistributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	766,646
Pai	t XII Qualifying Distributions (see instructions)		
1 A	mounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a E	xpenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	400,125,
b P	rogram-related investments - total from Part IX-B	1b	0.
2 A	mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 A	mounts set aside for specific charitable projects that satisfy the:		
a S	uutability test (prior IRS approval required)	3a	1
b 0	ash distribution test (attach the required schedule)	3b	-
	ualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	400,125.
5 F	oundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	ncome. Enter 1% of Part I, line 27b	5	2 691
	djusted qualifying distributions. Subtract line 5 from line 4	6	397,434.
N	lote. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualifies for th	

Form **990-PF** (2010)

Part XIII Undistributed Income (see instructions)

1 Distributable amount for 2010 from Part XI, Inte 7 2 Undestributed amount, if any, as of the end of 2010 3 Enter amount for 2009 only 5 Total for prory years: 2 Excess distributions carryover, if any, to 2010: 3 Excess distributions carryover, if any, to 2010: 3 From 2006 6 From 2007 6 From 2007 6 From 2008 9 From 2009 1 Total of lines 3a through e 4 Qualifying distributions for 2010 from Part XII, Inte 4: > \$ 400, 125 2 Applied to 2009, but not more than line 2a 4 Applied to undistributed income of prior years (Election required - see instructions) 4 Applied to undistributed momen of or orpus (Election required - see instructions) 5 Excess distributions for 2010 distributable amount 8 Remaning amount distributed out of corpus (Election required - see instructions) 5 Excess distributions corpused speed to 2010 (if an amount appears in exclaim (6) the same amount must be shown in odorm (a)) 5 Excess distributions corpused speed to 2010 (if an amount appears in exclaim (6) the same amount must be shown in odorm (a)) 5 Excess distributions corpuse applied to 2010 (if an amount appears in exclaim (6) the same amount must be shown in odorm (a)) 5 Excess distributions corpuse applied to 2010 (if an amount appears in exclaim (6) the same amount must be shown in odorm (a)) 6 Extert the relation of each oliumn as indicated bellow: 1 Corpus Add Inea 3f. 4c. and 4c Subtract line 6 9 De Prory years "undistributed mome. Subtract line 4b from line 2b 6 Center the amount of prior years' undistributed ancome for which a note of deficiency has been assued, on on which the section 494(2) at a ka been previously assessed 0 . 0 . 0 . 0 . 0 . 0 . 0 . 0 . 0 . 0 .		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
2. L'indistribution scuryover, if any, to 20 t0; a From 2005 b From 2006 c From 2006 c From 2006 d From 2009 d From 2009 l Total of Ines 3a through e 1. Total of Ines 3a through e 2. Applied to 2005, but not more than the 2e b Applied to undistribution into 2b c Applied to Undistributed note of propus (Election required – see instructions) d Remaining amount distributed out of corpus f Remaining amount distributed for the first amount out f Remaining amount distributed for the first amount out f Remaining amount distributed for the first amount must be desirable deliver. I deliver a first amount distributed for the first amount must be desirable deliver. I deliver a first amount distributed for the first amount must be desirable deliver. I deliver a first amount I d	·	30,740	, , , , , , , , , , , , , , , , , , ,	2000	
Enter amount for 2009 only	· •				/66,646.
\$\begin{align*} \text{Distal for prore years:} & 0 \\ 3 \text{ Excess distributions carryover, if any, to 2010;} \\ a \text{ From 2006} \\ \text{ From 2007} \\ \text{ From 2009} \\ \text{ From 2009} \\ \text{ Total of line 33 through e} \\ \text{ Quality might stitutions for 2010 from Part XII, time 4: \text{ \$\infty} \\ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 1009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2009, but not more than line 2a \\ \text{ Applied to 2010 distributions out of corpus of the season of the control of the properties of the control of the c				226 420	
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not applied on line 5 or line 7	section 170(b)(1)(F) or 4942(g)(3)	<u>o</u> ,			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	8 Excess distributions carryover from 2005				
Subtract lines 7 and 8 from line 6a O . IO Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009	not applied on line 5 or line 7	0.			
10 Analysis of line 9: a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009	9 Excess distributions carryover to 2011.				
a Excess from 2006 b Excess from 2007 c Excess from 2008 d Excess from 2009	Subtract lines 7 and 8 from line 6a	0.			
b Excess from 2007 c Excess from 2008 d Excess from 2009	10 Analysis of line 9:				· · · · · · · · · · · · · · · · · · ·
c Excess from 2008 d Excess from 2009	a Excess from 2006				
d Excess from 2009	b Excess from 2007				
	c Excess from 2008				•
e Excess from 2010	d Excess from 2009				
	e Excess from 2010			·····	

	LY FOUNDATION			26-344	2296 Page 10
Part XIV Private Operating Fo	oundations (see in	structions and Part VI	I-A, question 9)	N/A	
1 a If the foundation has received a ruling or	determination letter tha	t it is a private operating			
foundation, and the ruling is effective for	2010, enter the date of	the ruling	▶		
b Check box to indicate whether the found	ation is a private operati	ng foundation described	in section	4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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			1		
exempt activities					
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c 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)(ii)	,				
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income	_				
Part XV Supplementary Infor			if the foundat	ion had \$5,000 or m	ore in assets
at any time during th	ne year-see the i	instructions.)			
Information Regarding Foundation List any managers of the foundation who year (but only if they have contributed mosses STATEMENT 7	have contributed more	than 2% of the total cont ection 507(d)(2).)	ributions received by	the foundation before the cl	ose of any tax
b List any managers of the foundation who other entity) of which the foundation has			or an equally large p	ortion of the ownership of a	partnership or
NONE		0-1-1 =			
2 Information Regarding Contribution Check here ▶ 🗶 if the foundation on the foundation makes gifts, grants, etc. (s	ly makes contributions	to preselected charitable	organizations and do		
a The name, address, and telephone numb	er of the person to who	n applications should be	addressed:		
b The form in which applications should be	submitted and informa	tion and materials they sh	ould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards,	such as by geographica	al areas, charitable fields,	kınds of institutions,	or other factors:	

Grants and Contributions Paid During th Recipient	If recipient is an individual,	l	Durance of avent as	
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				
		ŀ		
		}		
	•	•		
SEE STATEMENT 8				
Total			▶ 3a	395 60
Approved for future payment				
NONE				
		ļ	1	
		İ		
		ĺ		
		į		
	1			

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income	Exclude	ed by section 512, 513, or 514	(a)
Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	(e) Related or exempt function income
a	Code		1000		
b					
c					
d					
e	1				
f			 		
g Fees and contracts from government agencies		 	 		
2 Membership dues and assessments		·	 		
3 Interest on savings and temporary cash investments			,	220	
4 Dividends and interest from securities			14	268,750.	
5 Net rental income or (loss) from real estate:			+	200,750.	
a Debt-financed property					· · · · · · · · · · · · · · · · · · ·
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			ļ <u>ļ</u>		
9 Net income or (loss) from special events			 -		
10 Gross profit or (loss) from sales of inventory					· - · · · · · · · · · · · · · · · · · ·
11 Other revenue:					
b					
c					
d	1 1				
e					
12 Subtotal. Add columns (b), (d), and (e)		0		269,080.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	269 080
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities	to the Accon	nplishment of E	xempt	Purposes	
Line No Explain below how each activity for which income the foundation's exempt purposes (other than			A contribut	ted importantly to the accomp	lishment of
N/A	2, 2.0				-
WA				- ****	
				-	
					
	•	 		· · · · · · · · · · · · · · · · · · ·	
	-				
					
		-			
		•			
					-
					
					
20001					•

Part >	(VII	Information Re Exempt Organ		sfers To	and Transact	ons ar	nd Relations	hips With Nor	ncharitable	<u></u>	<u> </u>
1 Did	the or	ganization directly or indi	rectly engage in any	of the following	ng with any other or	ganization	described in secti	on 501(c) of		Yes	No
		other than section 501(c						. (., .			
a Tran	sfers	from the reporting found	ation to a noncharita	ıble exempt or	ganization of:						l
(1)	Cash								1a(1)		х
(2)	Other	assets							1a(2)		х
b Oth	er tran	sactions:									
		of assets to a noncharita							1b(1)		х
(2)	Purch	nases of assets from a no	ncharitable exempt o	organization					1b(2)		x
		al of facilities, equipment,							1b(3)		X
		bursement arrangements							1b(4)		X
		s or loan guarantees							1b(5)	ļ	X
		rmance of services or me							1b(6)		X
	-	f facilities, equipment, ma	-			auld abou	ava abavutha farr a			L	X
		wer to any of the above is s given by the reporting fo						-		ક્લાંડ,	
colu) the value of the goods,	,								
(a)Line no		(b) Amount involved	(c) Name of	f noncharitable	e exempt organization	n	(d) Description	of transfers, transaction	ns, and sharing ar	rangeme	ents
				N/A							
	 						.	<u> </u>	•		
	┽						 				
	+										
			·				 				
		 					-				
	1				·						
	t	···									
		•									
							<u> </u>				
		ndation directly or indirect 501(c) of the Code (other	-			t organiza	ations described		Yes	x] No
b If "Y	es," co	omplete the following sch								_	
		(a) Name of org	janization		(b) Type of organ	zation	(c) Description of re	ationship		
		N/A									
	-								<u> </u>		
											
					 		·	· · · ·			
	Unde	r penalties of perjury, I declare	e that I have examined the	his return, includ	Ing accompanying sch	dules and	statements, and to the	best of my knowledge	and belief, it is tr	ие, согте	ct,
Sign Here	and o	complete declaration of preparation	fer other than taxpayer	or fiduciary) is b	ased on all information	of which pr Flua	2011	ICER Prose	lest		
		Signature of officer or tru	ustee		Dat	e U		tle			-
		Print/Type preparer's na	ame	Preparer's s	ignature		Date	Check ıf	PTIN		
Paid		MATTHEW T	- MILER	Man	ST.ME		8/12/11	self- employed			
Prepa Use C		Firm's name ▶ DELO	ITTE TAX LLP					Fırm's EIN ▶		-	
	•	Firm's address ▶ 50	SOUTH SIXTH S		9			Phone no. 61	2 207 4000		
		ı MIN	WINE ANTO LIN		<u> </u>			[· 110110110 · 01	<u>2-397-4000</u>		

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

Name of the organizati	on	Employer identification number
	STALEY FAMILY FOUNDATION	26-3442296
Organization type(chec	· - · · · · · · · · · · · · · · · · · ·	
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	x 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
	on is covered by the General Rule or a Special Rule . 1(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special	Rule. See instructions
General Rule		
	ution filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in implete Parts I and II.	n money or property) from any one
Special Rules		
509(a)(1) and 1	01(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the 70(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of ton (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.	
aggregate cont	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one co ributions of more than \$1,000 for use exclusively for religious, charitable, scientific, litera of cruelty to children or animals Complete Parts I, II, and III	
contributions for If this box is ch purpose. Do no	01(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one coor use exclusively for religious, charitable, etc., purposes, but these contributions did not ecked, enter here the total contributions that were received during the year for an exclusive to complete any of the parts unless the General Rule applies to this organization because able, etc., contributions of \$5,000 or more during the year	aggregate to more than \$1,000. sively religious, charitable, etc,
but it must answer "No"	on that is not covered by the General Rule and/or the Special Rules does not file Schedul on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line filling requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	•
LHA For Paperwork R	eduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedu	le B (Form 990, 990-EZ, or 990-PF) (2010)

Schedule B (F	form 990, 990-EZ, or 990-PF) (2010)		Page 1 of 1 of Part I
	ganization	Emp	oloyer identification number
STALEY I	PAMILY FOUNDATION		26-3442296
Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WARREN STALEY 4517 EDINA BLVD EDINA, MN 55424	\$ 7,525	Person x Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroli Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		*	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)	Schedule B	(Form 990.	990-EZ.	or 990-PF)	(2010)
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Page

of Part II

Name of organization

Employer identification number

STALEY FAMILY FOUNDATION

26-3442296

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
		\$	
(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
		- - - - - \$	

Schedule B (For	m 990, 990-EZ, or 990-PF) (2010)		Page of of Part III				
Name of orga	nization		Employer identification number				
STALEY FA Part III	MILY FOUNDATION Exclusively religious, charitable, etc., in more than \$1,000 for the year. Complet Part III, enter the total of exclusively religions \$1,000 or less for the year. (Enter this information)	e columns (a) through (e) and the ous, charitable, etc. contributions	n 501(c)(7), (8), or (10) organizations aggregating following line entry. For organizations completing of				
(a) No.	\$ 1,000 of less for the year. (Einter this in	ormation.once See instructions)					
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	Transferee's name, address, a	(e) Transfer of gift	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
:	(e) Transfer of gift						
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part 1	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
-		(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	(e) Transfer of gift						
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				

FORM 990-PF INTEREST ON SAVI	INGS A	ND TEM	PORARY C	ASH II	NVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	
US BANK - CHECKING							330.
TOTAL TO FORM 990-PF, PART I,	, LINE	3, CO	LUMN A				330.
FORM 990-PF DIVIDENT	OS AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		ITAL GAINS IVIDENDS	COLUMN (A AMOUNT)
CARGILL, INCORPORATED		 	268,750.		0.	268,	750.
TOTAL TO FM 990-PF, PART I, I	LN 4		268,750.		0.	268,	750.
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVI MENT IN		(C) ADJUSTED NET INCOM		
ACCOUNTING FEES		4,500.	·	0.		4,	500.
TO FORM 990-PF, PG 1, LN 16B		4,500.		0.		4,	500.
FORM 990-PF		TAX	ES			STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVI MENT INC	EST-	(C) ADJUSTED NET INCOM		
2010 FIRST QUARTER ESTIMATE		3,000.		0.			Ģ.
TO FORM 990-PF, PG 1, LN 18		3,000.		0.	 		0.

FORM 990-PF	OTHER E	XPENSES		STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST MENT INCO		
MN FILING FEE	25.		0.	25.
TO FORM 990-PF, PG 1, LN 23	25.		0.	25.
FORM 990-PF	CORPORAT	E STOCK	5 · · · · · · · · · · · · · · · · · · ·	STATEMENT 6
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CARGILL, INC. STOCK			19,070,500.	17,608,500.
TOTAL TO FORM 990-PF, PART II	, LINE 10B		19,070,500.	17,608,500.
FORM 990-PF	PART XV - L OF FOUNDATI			STATEMENT 7

NAME OF MANAGER

WARREN STALEY
MARY LYNN STALEY

STATEMENT

FORM 990-PF

PAID DURING THE YEAR					
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT		
BENILDE ST MARGARET'S MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	10,000.		
BRAVO VAIL, CO	NONE GENERAL SUPPORT	PUBLIC	5,000.		
CALIFORNIA WESTERN LAW SCHOOL SAN DIEGO, CA	NONE GENERAL SUPPORT	PUBLIC	5,000.		
CATHOLIC SERVICES APPEAL MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	10,000.		
CHILDREN'S HOSPITAL AND CLINICS MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	25,000.		
CORNELL UNIVERSITY ITHACA, NY	NONE GENERAL SUPPORT	PUBLIC	8,000.		
CORNER HOUSE MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	10,000.		
DOCTORS WITHOUT BORDERS NEW YORK, NY	NONE GENERAL SUPPORT	PUBLIC	5,000.		

GRANTS AND CONTRIBUTIONS

STALEY FAMILY FOUNDATION				26-3442296
FRIENDS OF THE ORPHANS CHICAGO, IL	NONE GENERAL	SUPPORT	PUBLIC	5,000.
GOOD SHEPHERD CHURCH DENVER, CO	NONE GENERAL	SUPPORT	PUBLIC	8,000 ;
GREATER MINNEAPOLIS CRISIS NURSERY MINNEAPOLIS, MN	NONE GENERAL	SUPPORT	PUBLIC	10,000.
IOCP CARING FOR KIDS MINNEAPOLIS, MN	NONE GENERAL	SUPPORT	PUBLIC	6,000.
KANSAS STATE UNIVERSITY FOUNDATION MANHATTAN, KS	NONE GENERAL	SUPPORT	PUBLIC	10,000.
LORD OF LIFE LUTHERAN CHURCH MAPLE GROVE, MN	NONE GENERAL	SUPPORT	PUBLIC	5,000.
LUCILE PACKARD FOUNDATION FOR CHILDREN'S HEALTH PALO ALTO, CA	NONE GENERAL	SUPPORT	PUBLIC	5,000.
MERCY HOME FOR BOYS AND GIRLS CHICAGO, IL	NONE GENERAL	SUPPORT	PUBLIC	10,500.
MINNESOTA COUNCIL FOR ECONOMIC EDUCATION MINNEAPOLIS, MN	NONE GENERAL	SUPPORT	PUBLIC	5,000.
MINNESOTA EARLY LEARNING FOUNDATION MINNEAPOLIS, MN	NONE GENERAL	SUPPORT	PUBLIC	10,000.

STALEY FAMILY FOUNDATION				26-3442296
MINNESOTA MILITARY APPRECIATION FUND MINNEAPOLIS, MN	NONE GENERAL S	UPPORT	PUBLIC	5,000.
MUSIC ACADEMY OF THE WEST SANTA BARBARA, CA	NONE GENERAL S	UPPORT	PUBLIC	6,000.
NATIONAL CENTER FOR EQUINE FACILITATED THERAPY WOODSIDE, CA	NONE GENERAL S	UPPORT	PUBLIC	5,600.
NORTHERN STAR COUNCIL - BOY SCOUTS MINNEAPOLIS, MN	NONE GENERAL S	UPPORT	PUBLIC	5,000.
ORDWAY CENTER FOR PERFORMING ARTS MINNEAPOLIS, MN	NONE GENERAL ST	UPPORT	PUBLIC	10,000.
OUR LADY OF GRACE - GHANA MISSION MINNEAPOLIS, MN	NONE GENERAL SI	UPPORT	PUBLIC	10,000.
OUR LADY OF MT. CARMEL SANTA BARBARA, CA	NONE GENERAL SU	UPPORT	PUBLIC	6,000.
PENNY GEORGE INSTITUTE OF ABBOTT NORTHWESTERN HOSPITAL MINNEAPOLIS, MN	NONE GENERAL SI	UPPORT	PUBLIC	5,000.
PERSPECTIVES MINNEAPOLIS, MN	NONE GENERAL SU	UPPORT	PUBLIC	15,000.
PLYMOUTH CHRISTIAN YOUTH MINNEAPOLIS, MN	NONE GENERAL SU	UPPORT	PUBLIC	5,000.

STALEY FAMILY FOUNDATION			26-3442296
ROUNDUP RIVER RANCH EAGLE, CO	NONE GENERAL SUPPORT	PUBLIC	2,000.
SANTA BARBARA CITY COLLEGE FOUNDATION SANTA BARBARA, CA	NONE GENERAL SUPPORT	PUBLIC	10,000.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA SANTA BARBARA, CA	NONE GENERAL SUPPORT	PUBLIC	6,000.
SHARING AND CARING HANDS MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	10,000.
ST CLARE OF ASSISI - COLORADO EDWARDS, CO	NONE GENERAL SUPPORT	PUBLIC	10,000.
SUMMER SEARCH SAN FRANCISCO, CA	NONE GENERAL SUPPORT	PUBLIC	2,500.
THE GATHERING PLACE DENVER, CO	NONE GENERAL SUPPORT	PUBLIC	5,000.
TREE HOUSE MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	10,000.
UNITED WAY OF SANTA BARBARA SANTA BARBARA, CA	NONE GENERAL SUPPORT	PUBLIC	10,000.
UNITED WAY OF THE TWIN CITIES MINNEAPOLIS, MN	NONE GENERAL SUPPORT	PUBLIC	100,000.

STALEY FAMILY FOUNDATION

26-3442296

YMCA OF METROPOLITAN MINNEAPOLIS NONE MINNEAPOLIS, MN

GENERAL SUPPORT

PUBLIC

5,000.

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

395,600.

Form **8868**

(Rev January 2011)

Department of the Treasury

Application for Extension of Time To File an **Exempt Organization Return**

File a separate application for each return.

OMB No 1545-1709

 \triangleright

Form 8868 (Rev. 1-2011)

 If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form) Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868. Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www rs gov/efile and click on e-file for Charities & Nonprofits. Automatic 3-Month Extension of Time. Only submit original (no copies needed) A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns Type or Name of exempt organization Employer identification number print STALEY FAMILY FOUNDATION 26-3442296 File by the Number, street, and room or suite no. If a P.O. box, see instructions filing your 4517 EDINA BOULEVARD return See City, town or post office, state, and ZIP code. For a foreign address, see instructions EDINA MN 55424 Enter the Return code for the return that this application is for (file a separate application for each return) **Application** Return **Application** Return Is For Code Is For Code Form 990 01 Form 990-T (corporation) 07 Form 990-BL 02 Form 1041-A 08 Form 990-EZ Form 4720 03 09 Form 5227 Form 990-PF 04 10 Form 990-T (sec. 401(a) or 408(a) trust) 05 Form 6069 11 Form 990-T (trust other than above) 06 Form 8870 WARREN STALEY The books are in the care of ► 4517 EDINA BLVD - EDINA, MN 55424 FAX No. Telephone No. ▶ 952-925-2462 If the organization does not have an office or place of business in the United States, check this box If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for: x calendar year 2010 or tax year beginning , and ending Final return If the tax year entered in line 1 is for less than 12 months, check reason. Initial return Change in accounting period If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. 2,691. If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. \$ 3,012. Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Paperwork Reduction Act Notice, see Instructions.