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## Return of Private Foundation

OMB No 1545-0052

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

2010

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 2010, or tax year beginning AUG 1, 2010, and ending JUL 31, 2011

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

Name of foundation <b>C F MARTELL MEMORIAL FOUNDATION</b>		A Employer identification number <b>45-6010183</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1ST INT. TRUST DEPT, PO BOX 1088</b>	Room/suite	B Telephone number <b>701-774-8321</b>
City or town, state, and ZIP code <b>WILLISTON, ND 58802-1088</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>\$ 1,004,910.</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"/>
(Part I, column (d) must be on cash basis)		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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		8,828.	8,828.		Statement 1
4 Dividends and interest from securities		17,590.	17,590.		Statement 2
5a Gross rents		11,235.	11,235.		Statement 3
b Net rental income or (loss) <b>10,820.</b>					Statement 4
6a Net gain or (loss) from sale of assets not on line 10		18,823.			
b Gross sales price for all assets on line 6a <b>91,049.</b>					
7 Capital gain net income (from Part IV, line 2)			18,823.		
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		121.	121.		Statement 5
12 Total. Add lines 1 through 11		56,597.	56,597.		
13 Compensation of officers, directors, trustees, etc.		10,115.	5,057.		5,058.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 6		782.	474.		308.
c Other professional fees Stmt 7		491.	245.		246.
17 Interest					
18 Taxes Stmt 8		1,216.	415.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications		7.	4.		3.
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		12,611.	6,195.		5,615.
25 Contributions, gifts, grants paid		63,480.			63,480.
26 Total expenses and disbursements. Add lines 24 and 25		76,091.	6,195.		69,095.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-19,494.			
b Net investment income (if negative, enter -0-)			50,402.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**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	89,797.	135,714.	135,714.
	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 Stmt 11 ▶ 219,010.			
	Less: allowance for doubtful accounts ▶ 0.	258,497.	219,010.	219,010.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 12	100,701.	72,069.	73,417.
	b Investments - corporate stock Stmt 13	408,119.	437,826.	553,585.
	c Investments - corporate bonds			
<b>Liabilities</b>	11 Investments - land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 14	9.	11.	23,184.
	14 Land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	857,123.	864,630.	1,004,910.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	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 and complete lines 24 through 26 and lines 30 and 31			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	857,123.	864,630.	Statement 10
30 Total net assets or fund balances	857,123.	864,630.		
31 Total liabilities and net assets/fund balances	857,123.	864,630.		

**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	857,123.
2 Enter amount from Part I, line 27a	2	-19,494.
3 Other increases not included in line 2 (itemize) ▶ See Statement 9	3	27,001.
4 Add lines 1, 2, and 3	4	864,630.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	864,630.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 91,049.		72,226.	18,823.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			18,823.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,823.
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))
2009	72,842.	618,404.	.117790
2008	82,300.	572,402.	.143780
2007	105,053.	685,837.	.153175
2006	121,409.	685,069.	.177222
2005	103,828.	631,222.	.164487

2 Total of line 1, column (d)	2	.756454
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	.151291
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	713,868.
5 Multiply line 4 by line 3	5	108,002.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	504.
7 Add lines 5 and 6	7	108,506.
8 Enter qualifying distributions from Part XII, line 4	8	69,095.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,008.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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-)		2	0.
3 Add lines 1 and 2		3	1,008.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,008.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	567.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	567.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	6.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	447.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> None		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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?	13	X	
Website address ► N/A				
14	The books are in care of ► 1ST INTERNATIONAL BANK & TRUST Telephone no. ► 701-774-8321			
Located at ► 19 E 4TH ST, WILLISTON, ND ZIP+4 ► 58801				
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	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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 ►				X

**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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► , , , , ,			
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 2010 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 2010.) 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 2010?	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
See Statement 15		10,115.	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

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**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	
	0.
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 N/A	
	0.
2	
All other program-related investments. See instructions.	
3 N/A	
	0.
	0.
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.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	624,111.
b	Average of monthly cash balances	1b	100,628.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	724,739.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	724,739.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,871.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	713,868.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	35,693.

**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.)

1	Minimum investment return from Part X, line 6	1	35,693.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,008.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,008.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	34,685.
4	Recoveries of amounts treated as qualifying distributions	4	66,487.
5	Add lines 3 and 4	5	101,172.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	101,172.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	69,095.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	69,095.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	69,095.

**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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				101,172.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	2,714.			
e From 2009	330.			
f Total of lines 3a through e	3,044.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 69,095.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				69,095.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	3,044.			3,044.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				29,033.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

---

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

### 1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

CF MARTELL FOUNDATION

PO BOX 546, WATFORD CITY, ND 58854

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

# SCHOLARSHIP APPLICATION FORM

- c Any submission deadlines:**

JULY 1ST

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

STUDENTS LIVING IN MCKENZIE OR WILLIAMS COUNTY, NORTH DAKOTA

**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 Paid during the year</b>				
EDUCATIONAL LOANS (SEE ATTACHED)	NONE	N/A	EDUCATION LOAN	27,000.
HOME ON THE RANGE SENTINEL BUTTE, ND	NONE	PUBLIC CHARITY	EDUCATION	12,160.
ST JOSEPHS SCHOOL WILLISTON, ND 58801	NONE	PUBLIC CHARITY	EDUCATION	12,160.
WILMAC SPECIAL EDUCATION UNIT WILLISTON, ND 58801	NONE	PUBLIC SCHOOL	EDUCATION	12,160.
<b>Total</b>				<b>63,480.</b>
<b>b Approved for future payment</b>				
AVAILABLE FUNDS AS DIRECTED BY TRUST DOCUMENT				
<b>Total</b>				<b>0.</b>



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

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

[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		

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature \_\_\_\_\_

Date

Check ☐ if self-employed

PTIN	
------	--

Laurie Furuseth

Firm's name ▶ Rustad & Furuseth, CPAs, P.C.

11/15/11

Firm's address ► PO Box 608, 603 Main  
Williston, ND 58802-0608

Phone no. 701 774-3836

Form **990-PF** (2010)

## C F MARTELL MEMORIAL FOUNDATION

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD SML CAP GROWTH - 5.989	P	05/25/10	10/21/10
b	ICM SMALL COMPANY PORT - 41.711	P	02/27/09	07/20/11
c	COHEN & STEER REALTY - 29.976	P	05/27/09	10/21/10
d	COHEN & STEER REALTY - 35.106	P	05/27/09	07/20/11
e	FED US GOVT SEC 2-5 YRS - 386.622	P	08/12/05	10/21/10
f	FED US GOVT SEC 2-5 YRS - 15.604	P	03/07/08	10/21/10
g	FIDELITY NATURAL RESOURCES - 122.211	P	10/24/08	07/20/11
h	PERKINS MID CAP VALUE - 34.232	P	06/10/05	07/20/11
i	JANUS GLOBAL SELECT - 33.657	P	08/07/06	10/21/10
j	MFS INT'L NEW DISCOVERY - 204.087	P	08/05/05	10/21/10
k	MFS INT'L NEW DISCOVERY - 45.846	P	08/05/05	07/20/11
l	MFS VALUE FUND I - 396.663	P	08/27/03	10/21/10
m	MFS VALUE FUND I - 131.858	P	12/22/05	10/21/10
n	MFS VALUE FUND I - 40.225	P	08/07/06	10/21/10
o	MFS VALUE FUND I - 9.539	P	03/07/08	10/21/10

(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 115.		103.	12.
b 1,321.		582.	739.
c 1,735.		969.	766.
d 2,337.		1,134.	1,203.
e 4,690.		4,280.	410.
f 189.		183.	6.
g 4,721.		2,100.	2,621.
h 813.		771.	42.
i 381.		291.	90.
j 4,394.		4,761.	-367.
k 1,076.		1,070.	6.
l 8,604.		7,100.	1,504.
m 2,860.		3,100.	-240.
n 872.		1,000.	-128.
o 207.		226.	-19.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12.
b			739.
c			766.
d			1,203.
e			410.
f			6.
g			2,621.
h			42.
i			90.
j			-367.
k			6.
l			1,504.
m			-240.
n			-128.
o			-19.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MFS VALUE FUND I - 50.966	P	03/07/08	07/20/11
b	PIMCO TOTAL RETURN I - 282.106	P	02/23/05	10/21/10
c	T ROWE PRICE GROWTH STOCK - 481.658	P	05/18/04	10/21/10
d	T ROWE PRICE GROWTH STOCK - 92.909	P	05/18/04	07/20/11
e	THORNBURG INTL VALUE I - 160.173	P	03/07/08	10/21/10
f	THORNBURG INTL VALUE I - 14.329	P	03/07/08	07/20/11
g	VANGUARD 500 INDEX - 126.997	P	08/27/03	10/21/10
h	VANGUARD 500 INDEX - 18.54	P	05/17/04	10/21/10
i	VANGUARD 500 INDEX - 42.993	P	05/17/04	07/20/11
j	VANGUARD SML CAP GROWTH - 229.687	P	08/07/06	10/21/10
k	VANGUARD SML CAP GROWTH - 120.606	P	02/27/09	10/21/10
l	VANGUARD SML CAP GROWTH - 101.358	P	05/25/10	07/20/11
m	Capital Gains Dividends			
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,213.		1,210.	3.
b 3,295.		3,002.	293.
c 14,469.		11,468.	3,001.
d 3,210.		2,212.	998.
e 4,432.		4,775.	-343.
f 423.		427.	-4.
g 11,409.		9,685.	1,724.
h 1,666.		1,537.	129.
i 4,341.		3,563.	778.
j 4,424.		3,735.	689.
k 2,323.		1,194.	1,129.
l 2,463.		1,748.	715.
m 3,066.			3,066.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3.
b			293.
c			3,001.
d			998.
e			-343.
f			-4.
g			1,724.
h			129.
i			778.
j			689.
k			1,129.
l			715.
m			3,066.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	18,823.
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



## Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
1ST INTERNATIONAL	103.
EDUCATION LOANS	8,725.
Total to Form 990-PF, Part I, line 3, Column A	8,828.

## Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
AMERICAN CENTURY INFLA	548.	70.	478.
COHEN & STEERS REALTY	505.	0.	505.
FED US GOVT SEC	1,596.	470.	1,126.
FEDERATED GNMA TRUST	916.	0.	916.
FIDELITY NATURAL RES	169.	0.	169.
FRANKLIN GOLD & METALS	2,794.	623.	2,171.
ICM SMALL CO PORT	34.	0.	34.
JANUS GLOBAL SELECT FUND	67.	0.	67.
MFS HIGH YIELD OPP FUND	2,854.	0.	2,854.
MFS INT'L NEW DISCOVERY	371.	0.	371.
MFS VALUE FUND	489.	0.	489.
OPPENHEIMER DEVELOPING	133.	0.	133.
PERKINS MID CAP VALUE	96.	0.	96.
PIMCO LOW DURATION	1,270.	93.	1,177.
PIMCO TOTAL RETURN I	4,454.	821.	3,633.
T ROWE PRICE GROWTH STK	18.	0.	18.
THORNBURG INTL VALUE I	585.	0.	585.
VANGUARD 500 INDEX	1,364.	0.	1,364.
VANGUARD L-T US TREAS	2,341.	989.	1,352.
VANGUARD SML CAP GRO	52.	0.	52.
Total to Fm 990-PF, Part I, ln 4	20,656.	3,066.	17,590.

Form 990-PF	Rental Income	Statement	3
Kind and Location of Property	Activity Number	Gross Rental Income	
OIL & GAS ROYALTIES	1	4,158.	
OIL & GAS LEASE	2	7,077.	
Total to Form 990-PF, Part I, line 5a		11,235.	

Form 990-PF	Rental Expenses	Statement	4
Description	Activity Number	Amount	Total
PRODUCTION TAXES		415.	
- SubTotal -	1		415.
Total rental expenses			415.
Net rental Income to Form 990-PF, Part I, line 5b			10,820.

Form 990-PF	Other Income	Statement	5
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
LITIGATION DISTRIBUTIONS	121.	121.	
Total to Form 990-PF, Part I, line 11	121.	121.	

Form 990-PF	Accounting Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	615.	307.		308.
VENDOR SERVICE FEES	167.	167.		0.
To Form 990-PF, Pg 1, ln 16b	782.	474.		308.

Form 990-PF	Other Professional Fees	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OFFICE SERVICES	491.	245.		246.
To Form 990-PF, Pg 1, ln 16c	491.	245.		246.

Form 990-PF	Taxes	Statement	8
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX	801.	0.		0.
PRODUCTION TAXES	415.	415.		0.
To Form 990-PF, Pg 1, ln 18	1,216.	415.		0.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	9
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Description	Amount
EDUCATION LOANS ISSUED	27,000.
ROUNDING	1.
Total to Form 990-PF, Part III, line 3	27,001.

Form 990-PF	Other Funds	Statement	10
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Description	(A) Beginning of Year	(B) End of Year
Endowment Fund	857,123.	864,630.
Total to Form 990-PF, Part II, line 29	857,123.	864,630.

Form 990-PF      Other Notes and Loans Reported Separately      Statement 11

Borrower's Name			Terms of Repayment	Interest Rate
EDUCATION LOANS			MONTHLY	4.00%
Date of Note	Maturity Date	Original Loan Amount	Description of Consideration	FMV of Consideration
Various	Various	0.		0.

Security Provided by Borrower	Purpose of Loan
	EDUCATION

Relationship of Borrower	Balance Due	Doubtful Acct Allowance	FMV of Loan
NONE	219,010.	0.	0.
Total to Form 990-PF, Part II, line 7	219,010.	0.	0.

Form 990-PF      U.S. and State/City Government Obligations      Statement 12

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
TRUST & BOND FUNDS	X		72,069.	73,417.
Total U.S. Government Obligations			72,069.	73,417.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			72,069.	73,417.

Form 990-PF	Corporate Stock	Statement	13
Description	Book Value	Fair Market Value	
MUTUAL FUNDS	437,826.	553,585.	
Total to Form 990-PF, Part II, line 10b	437,826.	553,585.	

Form 990-PF	Other Investments	Statement	14
Description	Valuation Method	Book Value	Fair Market Value
MINERAL INTERESTS	COST	11.	23,184.
Total to Form 990-PF, Part II, line 13		11.	23,184.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	15
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Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Expense Contrib Account	
WILLIAM MCLEES PO BOX 5005 MINOT, ND 58702-5005	CHAIRMAN 0.10	0.	0.	0.
LINDA SVIHOVEC PO BOX 543 WATFORD CITY, ND 58854	SECRETARY 0.10	0.	0.	0.
FR. DENNIS SCHAFER 124 6TH ST W WILLISTON, ND 58801	DIRECTOR 0.10	0.	0.	0.
DAVID W NELSON PO BOX 2047 WILLISTON, ND 58802-2047	DIRECTOR 0.10	0.	0.	0.
STEVE HOLEN PO BOX 589 WATFORD CITY, ND 58854	DIRECTOR 0.10	0.	0.	0.

C F MARTELL MEMORIAL FOUNDATION

45-6010183

1ST INTERNATIONAL TRUST DEPARTMENT TRUSTEE  
19 E 4TH ST 3.00  
WILLISTON, ND 58801

10,115. 0. 0.

RITA J FISCHER DIRECTOR  
0.10  
WATFORD CITY, ND 58854

0. 0. 0.

Totals included on 990-PF, Page 6, Part VIII

10,115. 0. 0.

0801

## TAX LEDGER

PAGE 11

PREPARED FOR ACCOUNT # 23 01 5471 0 06 - CF MARTELL MEMORIAL FOUNDATION TRUST - LOANS

ACCOUNT SITUS = ND  
TAX ID# = 456010183  
STATE TAX ID# =

PROCESS DATE 08/02/2011

FOR TAX YEAR ENDED 07/31/2011

## SECTION N - OTHER ACTIVITY

DATE	CUSIP #	DESCRIPTION	CODE	INCOME CASH	PRINCIPAL CASH	INVESTMENT COST BASIS
09/01/10	239000995	LOAN DISBURSEMENT - JAMIE FULWIDER DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - KENDRA PATTEN DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - MARGAPET LAMBERT DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - KYLIE BOLDT DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - EMILY SELL DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - JACI QUAMME DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - ZACHARIAH BOLDT DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - RACHEL FEARING DEMAND NOTE POOL	045			3000.00
09/01/10	239000995	LOAN DISBURSEMENT - CHELSEA KALLBERG DEMAND NOTE POOL	045			3000.00