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

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: SUNDANCE FAMILY FOUNDATION

A Employer identification number: 20-0685298

Number and street (or P O box number if mail is not delivered to street address): 318 WEST 48TH STREET

Room/suite:

B Telephone number (see instructions): (612) 825-1050

City or town, state, and ZIP code: MINNEAPOLIS, MN 55419

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,820,171.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) ____
(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 ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	88,149.	88,149.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	42,394.			
	b	Gross sales price for all assets on line 6a 917,059.				
	7	Capital gain net income (from Part IV, line 2)		42,394.		
	8	Net short-term capital gain				
	9	Income modifications			1,350.	
	10a	Gross sales less returns and allowances 345.				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	345.			
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	130,888.	130,543.	1,350.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	22,800.			22,800.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 1	3,388.	458.		2,930.
	c	Other professional fees (attach schedule) *	54,791.	12,303.		42,488.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) **	5,685.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,079.			1,079.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 4	35,206.			35,206.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	122,949.	12,761.		104,503.
	25	Contributions, gifts, grants paid	167,983.			167,983.
	26	**Total expenses and disbursements.** Add lines 24 and 25	290,932.	12,761.	0	272,486.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-160,044.			
	b	**Net investment income** (if negative, enter -0-)		117,782.		
	c	**Adjusted net income** (if negative, enter -0-)			1,350.	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	2,791.	30,570.	30,570.
2	Savings and temporary cash investments	5,146.	6,688.	6,688.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	49,445.		ATCH 5
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 6	3,227,619.	2,782,913.	2,782,913.
14	Land, buildings, and equipment basis ▶ 5,859.			
	Less accumulated depreciation (attach schedule) ▶ 5,859.			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,285,001.	2,820,171.	2,820,171.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	3,285,001.	2,820,171.	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	3,285,001.	2,820,171.	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,285,001.	2,820,171.	

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	3,285,001.
2	Enter amount from Part I, line 27a	2	-160,044.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 7	3	-304,786.
4	Add lines 1, 2, and 3	4	2,820,171.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,820,171.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 42,394.

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

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	23,791.	2,989,102.	0.007959
2009	203,722.	2,697,691.	0.075517
2008	321,269.	3,331,361.	0.096438
2007	143,378.	3,671,626.	0.039050
2006	200,231.	3,336,035.	0.060021

2	**Total** of line 1, column (d)	2	0.278985
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055797
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,112,697.
5	Multiply line 4 by line 3	5	173,679.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,178.
7	Add lines 5 and 6	7	174,857.
8	Enter qualifying distributions from Part XII, line 4	8	272,486.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,178.
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	
3	Add lines 1 and 2		3	1,178.
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	1,178.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 2,920.		
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	2,920.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,742.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 1,742. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.SUNDANCEFAMILYFOUNDATION.ORG

14 The books are in care of ▶ MARY KAREN LYNN-KLIMENKO Telephone no. ▶ 612-825-1050

Located at ▶ 318 WEST 48TH STREET MINNEAPOLIS, MN ZIP + 4 ▶ 55419

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 |

			Yes	No
16	At any time during calendar year 2011, 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ 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)	2b		X
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*	3b		X
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 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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? ☐ 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** No: 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? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		22,800.	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE ATTACHMENT 16	28,824.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	3,058,660.
b	Average of monthly cash balances	1b	80,836.
c	Fair market value of all other assets (see instructions)	1c	20,602.
d	**Total** (add lines 1a, b, and c)	1d	3,160,098.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,160,098.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	47,401.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,112,697.
6	**Minimum investment return.** Enter 5% of line 5	6	155,635.

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	155,635.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,178.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,178.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	154,457.
4	Recoveries of amounts treated as qualifying distributions			4	1,350.
5	Add lines 3 and 4			5	155,807.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	155,807.

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	272,486.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	272,486.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,178.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	271,308.

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 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				155,807.
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only				
b	Total for prior years. 20 09 ,20 08 ,20 07				
3	Excess distributions carryover, if any, to 2011:				
a	From 2006 . . . . . . 24,026.				
b	From 2007				
c	From 2008 . . . . . . 155,956.				
d	From 2009 . . . . . . 69,337.				
e	From 2010				
f	Total of lines 3a through e	249,319.			
4	Qualifying distributions for 2011 from Part XII, line 4. ▶ $ 272,486.				
a	Applied to 2010, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2011 distributable amount				155,807.
e	Remaining amount distributed out of corpus	116,679.			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	365,998.			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	24,026.			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	341,972.			
10	Analysis of line 9				
a	Excess from 2007				
b	Excess from 2008 . . . 155,956.				
c	Excess from 2009 . . . 69,337.				
d	Excess from 2010				
e	Excess from 2011 . . . 116,679.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year (a) 2011	Prior 3 years (b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

ATTACHMENT 9

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:

ATTACHMENT 10

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

SEE ATTACHMENT 14

c Any submission deadlines:

SEE ATTACHMENT 14

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

SEE ATTACHMENT 15

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 11				
Total . . . . ▶ **3a**				167,983.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	88,149.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	42,394.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					345.
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				130,543.	345.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 130,888.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
10	THE SALE OF THE YOUTH SOCIAL ENTREPRENEURS DOCUMENTARY DVD
	SUPPORTS THE FOUNDATION'S INITIATIVE OF HIGHLIGHTING THE
	NEED TO SUPPORT AND INSPIRE YOUTH SOCIAL ENTREPRENEURS.

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date: 5-14-2012 | Title: Treasurer

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BRUCE S. MAIR		5/9/12		P00204666

Firm's name ▶ CORNELL KAHLER SHIDELL & MAIR, PLLP | Firm's EIN ▶ 41-0941592

Firm's address ▶ 3570 LEXINGTON AVENUE N. #300, ST PAUL, MN 55126 | Phone no 651-482-1698

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		ALLODIUM REALIZED GAINS						
		PROPERTY TYPE: SECURITIES						
917,059.		874,665.					42,394.	
TOTAL GAIN(LOSS)							42,394.	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP - CKSM	1,850.	150.		1,700.
BOOKKEEPING SERVICES- GREEN SHADE CONSULTING, INC	1,538.	308.		1,230.
TOTALS	3,388.	458.		2,930.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	12,303.	12,303.	
GRANT MANAGEMENT	15,665.		15,665.
MANAGING CONSULTANT	26,823.		26,823.
TOTALS	54,791.	12,303.	42,488.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
EXCISE TAXES - 2010	2,765.
EXCISE TAXES - 2011 ESTIMATES	2,920.
TOTALS	5,685.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ADMIN MATERIALS & EQUIP FEE	3,180.	3,180.
BANK CHARGES	3.	3.
COPYING	114.	114.
INSURANCE	520.	520.
MAILBOX RENTAL	300.	300.
SUPPLIES & POSTAGE	439.	439.
WEB DESIGN	356.	356.
YSE EVENT	2,286.	2,286.
YSE INTERN	3,380.	3,380.
YSE OTHER	4,791.	4,791.
YSE VIDEO	18,367.	18,367.
MEMBERSHIPS	1,445.	1,445.
MN FILING FEE	25.	25.
TOTALS	35,206.	35,206.

ATTACHMENT 5

FORM 990PF, PART II - RECEIVABLES DUE FROM OFFICERS, ETC.

BORROWER: SUNDANCE PAY IT FORWARD FOUNDATION
ORIGINAL AMOUNT: 64,517.
INTEREST RATE:
DATE OF NOTE: 12/22/2009
REPAYMENT TERMS: DUE ON DEMAND
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: TO REPAY ADVANCE MADE AND EXPENSES PAID

BEGINNING BALANCE DUE	49,445.
ENDING FAIR MARKET VALUE	
TOTAL BEGINNING RECEIVABLES DUE FROM OFFICERS, ETC.	49,445.
TOTAL ENDING FMV - RECEIVABLES DUE FROM OFFICERS, ETC.	

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENT 13	2,782,913.	2,782,913.
TOTALS	2,782,913.	2,782,913.

ATTACHMENT 7

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON INVSTMENT HOLDINGS	-306,136.
RETURNED GRANT	1,350.
TOTAL	-304,786.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		
NANCY JACOBS 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	PRESIDENT 4.00	0	0	0
MARK SANDERCOTT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	VICE PRESIDENT 2.00	0	0	0
YVONNE BARRETT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
H. YVONNE CHEEK 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,600.	0	0
ROBERT SCARLETT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TREASURER 1.00	3,900.	0	0
JOHN SAVEREIDE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		
SEGUNDO M. VELASQUEZ 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
MARK HAMEL 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,600.	0	0
	GRAND TOTALS	22,800.		

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

NANCY JACOBS
MARK SANDERCOTT

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MARY KAREN LYNN-KLIMENKO
318 WEST 48TH STREET
MINNEAPOLIS, MN 55419
612-825-1050

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 12	NONE PUBLIC		167,775.
CALVERT FOUNDATION 7315 WISCONSIN AVENUE BETHESDA, MD 20814	NONE PUBLIC	GENERAL OPERATIONS	208.
		TOTAL CONTRIBUTIONS PAID	167,983.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: SUNDANCE FAMILY FOUNDATION

Employer identification number: 20-0685298

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	42,394.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	42,394.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13			42,394.
14	Net long-term gain or (loss):				
a	Total for year	14a			
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15			42,394.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary.*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)		17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18			
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19			
20	Add lines 18 and 19	20			
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21			
22	Subtract line 21 from line 20. If zero or less, enter -0-		22		
23	Subtract line 22 from line 17. If zero or less, enter -0-		23		
24	Enter the **smaller** of the amount on line 17 or $2,300		24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23		25		
26	Subtract line 25 from line 24		26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22		27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)		28		
29	Subtract line 28 from line 27		29		
30	Multiply line 29 by 15% (.15)			30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			31	
32	Add lines 30 and 31			32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			34	

Attachment 12
Part XV, Line 3a

Sundance Family Foundation

2011 Grants 12/31/11 EIN: 20-0685298

Organization	Project Title	Grant Amount	Fund	Disposition Date
Amherst H. Wilder Foundation 451 Lexington Pkwy. N. St. Paul, MN 55104	Jackson Street Village	$4,500	Family Foundation	5/31/2011
Community Design Center of Minnesota 731 E. 7th St., Suite 100 St. Paul, MN 55106	Garden Corps Youth Internship	$15,000	Family Foundation	9/26/2011
Community Design Center of Minnesota 731 E. 7th St., Suite 100 St. Paul, MN 55106	support for the attendance to the World Summit	$2,180	Family Foundation	10/14/2011
Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	support for the attendance to the Youth Venture Summit	$450	Family Foundation	7/12/2011
Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	Cookie Cart Youth Employment Training Programs	$10,000	Family Foundation	9/26/2011
Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	support for the attendance to the Youth Venture Summit	$450	Family Foundation	7/12/2011

Sundance Family Foundation
12/31/2011 EIN. 20-0685298 Grants Paid

Attachment 12
Part XV, Line 3a

Organization	Project Title	Grant Amount	Fund	Disposition Date
East Metro Women's Council (EMWC) 3521 Century Ave. N. White Bear Lake, MN 55110	Home Again Transitional Housing Program	$5,700	Family Foundation	5/31/2011
Free 2 B 1201 89th Ave. E., Suite 230 Blaine, MN 55434	general operations	$4,500	Family Foundation	5/31/2011
Greater Minneapolis Council of Churches 1001 East Lake St , P.O. Box 7509 Minneapolis, MN 55407	DIW's Anpa Waste Housing	$2,300	Family Foundation	5/31/2011
Hope Community, Inc. 611 E. Franklin Ave. Minneapolis, MN 55404	Creating a Supportive Environment for Housing	$4,500	Family Foundation	5/31/2011
International Community Foundation 2505 N. Avenue National City, California 91950	to support work with Red de Voluntarios, A.C.	$1,500	Family Foundation	12/2/2011
Latino Economic Development Center 1516 E. Lake St., Suite 201 Minneapolis, MN 55407	Latino Academy TTOIC Youth Entrepreneurship Program	$7,500	Family Foundation	9/26/2011
Mano a Mano International Partners 774 Sibley Memorial Highway Mendota Heights, MN 55118	Purchasing of specific building materials for a cistern and a working demonstration vegetable garden.	$1,500	Family Foundation	12/2/2011

Sundance family foundation
12/31/2011 EIN: 20-0085298 Grants Paid

Attachment 12
Part XV. Line 3a

Organization	Project Title	Grant Amount	Fund	Disposition Date
Metro-Wide Engagement for Shelter and Housing 740 East 17th St. Minneapolis, MN 55404	General Operating Support	$750	Family Foundation	12/2/2011
Minnesota Bicycle and Pedestrian Alliance 712 University Ave. St. Paul, MN 55104	support for Sibley Bike Depot Youth Apprenticeship	$7,500	Family Foundation	9/26/2011
Minnesota Council on Foundations 100 Portland Ave. S., Suite 225 Minneapolis, Minnesota 55401-2575	total check was $1,450 First $500 non grant	$950	Family Foundation	6/7/2011
Minnesota Indian Women's Resource Center 2300 15th Ave. S. Minneapolis, MN 55404	MIWRC Supportive Housing	$5,700	Family Foundation	5/31/2011
National Alliance on Mental Illness Minnesota (NAMI) 800 Transfer Rd., #31 St. Paul, MN 55114	General Operating Support	$750	Family Foundation	12/2/2011
New Foundations: A PPL Program 1145 Westminster St. St. Paul, MN 55130	New Foundations Crestview Community	$5,700	Family Foundation	5/31/2011

Sundance Family Foundation Attachment 12
12/31/11 EIN: 20-0685298 Grants Paid Part XV, Line 3a

Organization	Project Title	Grant Amount	Fund	Disposition Date
Northside Economic Opportunity Network (NEON) 1011 West Broadway, Suite 100 Minneapolis, MN 55411	support for the attendance to the Youth Venture Summit	$1,350	Family Foundation	7/12/2011
Old Arizona Collaborative, Inc. 2821 Nicollet Ave. Minneapolis, MN 55408	support for the attendance to the Youth Venture Summit	$1,350	Family Foundation	7/12/2011
Old Arizona Collaborative, Inc. 2821 Nicollet Ave. Minneapolis, MN 55408	29th Street Petal Pushers	$7,500	Family Foundation	9/26/2011
Opportunity Neighborhood 1417 10th St. N.W., #104 New Brighton, MN 55112	Family Success Program	$2,300	Family Foundation	5/31/2011
Peta Wakan Tipi 26366 Red Wing Ave. Shafer, MN 55074	American Indian Youth Education & Leadership Program	$10,000	Family Foundation	9/26/2011
Pillsbury United Communities Brian Coyle Center 420 15th Ave. S. Minneapolis, MN 55454	support for the attendance to the Youth Venture Summit	$1,350	Family Foundation	7/12/2011

Sundance Family Foundation
12/31/2011 EIN. 20-0685298

Grants Paid

Attachment 12
Part XV, line 3a

Organization	Project Title	Grant Amount	Fund	Disposition Date
Pillsbury United Communities Brian Coyle Center 420 15th Ave. S. Minneapolis, MN 55454	2nd Annual Cedar Riverside Youth Awareness Week	$750	Family Foundation	7/21/2011
Pillsbury United Communities Brian Coyle Center 420 15th Ave. S. Minneapolis, MN 55454	Triple C and Used Clothing Store	$15,000	Family Foundation	9/26/2011
Pillsbury United Communities Brian Coyle Center 420 15th Ave. S. Minneapolis, MN 55454	support for the attendance to the World Summit	$4,370	Family Foundation	10/14/2011
Rebuilding Together Twin Cities 2633 Fourth St. S.E. Minneapolis, MN 55414	Home Repair	$2,300	Family Foundation	5/31/2011
St. Stephen's Human Services, Inc. 2211 Clinton Ave. S. Minneapolis, MN 55404	Housing Services Program	$2,300	Family Foundation	5/31/2011
The Bridge for Youth, Inc. 1111 West 22nd St. Minneapolis, MN 55405	Independent 365: housing for teen parents	$2,300	Family Foundation	5/31/2011

Sundance Family Foundation
12/31/11 EIN 20-0685298

Attachment 12
Part XV, Line 3a

Grants Paid

Organization	Project Title	Grant Amount	Fund	Disposition Date
Tiwahe Foundation 1315 Red Fox Rd., Suite 100 Arden Hills, MN 55112	General Operating Support	$750	Family Foundation	12/2/2011
Ujamaa Place 1885 University Ave, Suite 298 St. Paul, MN 55104	General Operating Support	$750	Family Foundation	12/2/2011
Ujamaa Place 1885 University Ave, Suite 298 St. Paul, MN 55104	General Operating Support	$500	Family Foundation	12/2/2011
Urban Ventures Leadership Foundation Colin Powell Youth Leadership Center 2924 4th Ave. S. Minneapolis, MN 55408	General Operating Support	$1,500	Family Foundation	12/2/2011
West CAP P.O. Box 308, 525 Second St. Glenwood City, Wisconsin 54013	Families in Transition in Polk and St. Croix counties	$3,400	Family Foundation	5/31/2011
West CAP P.O. Box 308, 525 Second St. Glenwood City, Wisconsin 54013	JumpStart Program in Polk and St. Croix counties	$4,500	Family Foundation	5/31/2011
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the attendance to the Youth Venture Summit	$900	Family Foundation	7/12/2011

Sundance Family Foundation
12/31/11 EIN: 20-0685298

Grants Paid

Attachment 12
Part XV, line 3a

Organization	Project Title	Grant Amount	Fund	Disposition Date
Youth Express 1150 Selby Ave. St. Paul, MN 55104	Urban Business Adventures	$15,000	Family Foundation	9/26/2011
Youth Farm and Market Project 128 W. 33rd St., Suite 2 Minneapolis, MN 55408	Hawthorne Neighborhood Expansion	$7,500	Family Foundation	9/26/2011
Youth Venture World Headquarters 1700 North Moore St., Suite 2000 Arlington, VA 22209	to support the 2011 Youth Venture Summit costs	$675	Family Foundation	8/8/2011
Grand Totals (41 items)		$167,775		

Attachment 13
Part II, Line 13

ALLODIUM
INVESTMENT CONSULTANTS

UNREALIZED GAINS AND LOSSES

Sundance Family Foundation - Total Consolidated Report

As of December 31, 2011 EIN: 20-0685298

Summary	Total Cost	Market value	Unrealized	% G/L
CASH AND EQUIVALENTS	6,687 66	6,687 66	-	-
EXCHANGE TRADED FUNDS	147,218 51	161,920 43	14,701 92	10 0
MUTUAL FUNDS	2,666,571 43	2,620,993 23	(45,578 20)	(1 7)
TOTAL	2,820,477 60	2,789,601 32	(30,876 28)	(1 1)

Date	Quantity	Symbol	Security	Total Cost	Price	Market Value	Unrealized	Price Date	% G/L
MUTUAL FUNDS				2,666,571 43		2,620,993 23 (2)	(45,578 20)		(1 7)
Alpha Hedged Strgies Fd - N/L				57,807 86		59,803 52	1,995.66		3 5
Amana Growth Fund				56,200 06		62,138 95	5,938 89		10 6
Amana Incm Fund				91,757 76		100,328 60	8,570 84		9 3
Artio Global High Income Fund Cl I				58,170 73		51,573 83	(6,596 90)		(11.3)
Calvert Short-Duration Incm Fd - Y				277,978.42		266,535.70	(11,442 72)		(4 1)
Diamond Hill Long-Short Fd - I				82,160 10		84,846 85	2,686 75		3 3
Dodge & Cox Intl Stock Fd				173,093 09		157,402 66	(15,690 43)		(9 1)
Harbor Intl Fd - INS				173,560 94		168,348 24	(5,212.70)		(3 0)
Harding Loevner Fds Inc				146,515 79		143,983 65	(2,532.14)		(1 7)
Ivy Asset Strategy Fund I				101,284 24		88,020 59	(13,263 65)		(13 1)
Leuthold Asset Alloc Fd - INS				73,668 08		73,513 91	(154 17)		(2)
Parnassus Equity Incm Fund				104,789 23		110,946.01	6,156 78		5 9
Parnassus Small Cap Fund				180,181 08		183,441 54	3,260 46		1.8
PIMCO All Asset Fd - INS				191,487.92		188,253 08	(3,234 84)		(1 7)
PIMCO Tot Rtn Fund				290,247.56		287,483 22	(2,764 34)		(1 0)
Royce Micro-Cap Fund				178,586.25		181,881 75	3,295 50		1 8
SSgA Emrg Mkts Fd				116,994 74		110,326 72	(6,668 02)		(5 7)
Templeton Fds Inc Foreign Smllr Cos				167,737 38		169,831 50	2,094 12		1 2
Templeton Glbl Bond Fd/US - ADV				58,034 29		51,910 33	(6,123 96)		(10 6)

Attachment 13
Part II, Line 13

ALLODIUM
INVESTMENT CONSULTANTS

UNREALIZED GAINS AND LOSSES

Sundance Family Foundation - Total Consolidated Report

As of December 31, 2011 EIN: 20-0685298

Date	Quantity	Symbol	Security	Total Cost	Price	Market Value	Unrealized	Price Date	% G/L
TFS Mkt Neutral Fd				86,315 91		80,422 57	(5,893 34)		(6 8)
CASH AND EQUIVALENTS				6,687 66		6,687 66	-		-
Cash Acct				6,687 66		6,687 66	-		-
EXCHANGE TRADED FUNDS				147,218 51		161,920 43 (2)	14,701 92		10 0
iShares MSCI USA ESG Sel So Indx Fd				147,218 51		161,920 43	14,701 92		10 0

Σ(2) 2,782,913

This report is for illustrative purposes only The information contained in this report has been gathered from sources we believe to be reliable, but we do not guarantee the accuracy or completeness of such information, and we assume no liability for damages resulting from or arising out of the use of such information Consult your legal and tax counsel prior to use of this information

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SUNDANCE FAMILY FOUNDATION

ABOUT US | GRANT GUIDELINES | GRANT REQUESTS | GRANT LISTS | GRANTEE HIGHLIGHTS | CONTACT US

GRANT REQUESTS

- Application Procedures
- Frequently Asked Questions

FORMS

- Application Cover Sheet (MS Word)
- Application Cover Sheet (PDF)
- Final Report Form (MS Word)
- Final Report Form (PDF)

Application Procedures

Applications should include these three pieces:

• The Proposal Narrative
• Financial and Organization Information
• The Application Cover Sheet

Proposal Format

Please submit your application materials unbound, in a single-sided format. The Foundation requires only one copy of each application.

Please include all requirements that are outlined on this page and please note that as part of the application process, the Foundation is unable to review any materials that are additional to those outlined on this page and listed on the forms. The Foundation is not able to return any submitted videos, CDs or other promotional materials.

Proposal Deadline

If you wish to apply for a grant in the coming year from Sundance Family Foundation, we must receive your application materials, postmarked no later than July 13, 2012. The Board of Trustees of the Sundance Family Foundation will review proposals throughout the summer and early fall. Decisions will be announced by the end of October.

Where to Send Proposals

Mail complete proposals to: Sundance Family Foundation
P.O. Box 129
3109 W. 50th Street
Minneapolis, Minnesota 55410

Proposal Narrative

The proposal narrative should be limited to five pages and should contain the following:

1. Organization's Purpose – A brief, two-sentence summary of organizational history including the date your organization was established, its mission, goals and normal activities.
2. Project Proposed – A brief, two-sentence summary of your proposed project.
3. Needs – Describe the opportunity, challenges, issues or needs, and the community that your proposal addresses.

4. Research – Describe how that focus was determined and who was involved in that decision-making process.
5. Plan – For the proposed activities, please describe:
   a. Overall goal(s) regarding the situation described above;
   b. Objectives or ways in which you will meet the goal(s);
   c. Specific activities for which you are seeking funding;
   d. Who will carry out those activities;
   e. Time frame in which this will take place;
   f. How the proposed activities will benefit the community in which they will occur, being as clear as you can about the impact you expect to have;
   g. Long-term strategies (if applicable) for sustaining this effort.
6. Fit Within Guidelines – Describe how this project fits the guidelines of the Sundance Family Foundation.
7. Results – Please describe your criteria for success. What do you want to happen as a result of your activities?
8. Evaluation – How will you measure these changes and who will be involved in evaluating this work (staff, board, constituents, community, consultants)? What will you do with your evaluation results?

Financial and Organization Information

The following financial information should be sent with your proposal:

• **Financial Statement** – Your most recently completed financial statement: Audited if available, or if not available, a copy of your most recent completed Form 990 tax return

• **Organization Budget** – For current year, including income and expenses

• **Project Budget** – Including income and expenses

• **Additional Funders** – List names of corporations and foundations from which you are requesting funds for this project, with dollar amounts, indicating which sources are committed or pending

• **Board Members** – List names and their affiliations

• **Key Staff** – Brief description of key staff for the project, including their qualifications relevant to the specific request.

• **IRS Determination Letter** – Your organization's IRS determination letter indicating tax-exempt 501(c)(3) status

Application Form

A complete Application should be the first page of your grant request packet. You can download a Microsoft Word or PDF version here.

Download Application: MS Word or PDF

Evaluation Report by Grantees

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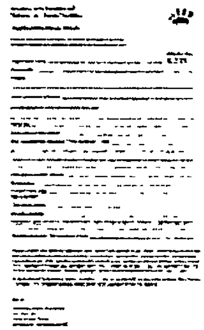
The Sundance Family Foundation and the Sundance Pay It Forward Foundation ask that all of their grantees fill out a simple form at the end of their grant period to report on their proposed project or program activities. The Foundations also ask that the grantees provide them with a detailed financial accounting of the actual revenue and expenses for the project funded and specifically the use of Foundation funds within that project.



Download Evaluation Form: MS Word or PDF

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S U N D A N C E F A M I L Y F O U N D A T I O N

ABOUT US | GRANT GUIDELINES | GRANT REQUESTS | GRANT LISTS | GRANTEE HIGHLIGHTS | CONTACT US

- International Program
- Human Services and Supportive Housing Guidelines
- Youth Social Entrepreneurship Guidelines

In 2012, the Sundance Family Foundation will only be accepting proposals in the (YSE) Youth Social Entrepreneurship area.

Please see guidelines for details.

THE FOUNDATION WILL BE ACCEPTING PROPOSALS IN THE YOUTH SOCIAL ENTREPRENEURSHIP AREA.

Currently, we will not be accepting proposals in the following granting areas:

- **Human Services**
- **Supportive Housing**
- **International**

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SUNDANCE FAMILY FOUNDATION

Youth Social Entrepreneurship Guidelines

Mission: The Sundance Family Foundation supports and strengthens family stability worldwide.

In support of our mission, the Sundance Family Foundation is interested in supporting local organizations that help youth through social entrepreneurial programs and entrepreneurial training programs. This funding initiative will make between one and three grants in this area this year. The grants are likely to fall in the $5,000 to $25,000 range.

The Sundance Family Foundation will fund youth entrepreneurship training programs and social entrepreneurship programs that incorporate a social value mission with practical methods for entrepreneurial innovation, skill development, accountability, and sustainable funding. The goal of the Foundation in these areas is to support mentorship and leadership to succeed academically, economically, and personally.

Funding Parameters

The Foundation invites proposals that fit within either (or both) of the following program options.

Option 1: Social Entrepreneurship Program

We invite grant proposals from 501(c)(3) organizations for programs that:

- Grow from a social value mission.
- Implement and teach entrepreneurial principles and practices.
- Establish groundwork for long-term sustainability.
- Involve youth actively in planning and leadership roles.
- Focus beyond basic needs to build intellectual, social, economic and emotional strengths.
- Engage at risk youth who are in transition between the ages of 12 and 25.

Option 2: Youth Enterprise Program

We invite grant proposals from 501(c)(3) organizations for programs that:

- Provide entrepreneurship training.

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- Teach the skills of financial literacy, personal money management, business practices and job seeking skills.
- Support and guide students through the steps of business planning and forming their own enterprise.
- Support the initial stages of new student-run enterprises.
- Focus beyond basic needs to build intellectual, social, economic and emotional strengths.
- Engage at risk youth who are in transition between the ages of 12 and 25.

Geographic Parameters

Sundance Family Foundation will focus their giving to organizations whose programming benefits the residents of the following Minnesota and Wisconsin counties: Hennepin, Ramsey, Washington, Chisago, Polk and St. Croix.

Proposals must be presented by 501(c)(3) organizations that have been in existence for three years at the time of application to the Foundation.

Program Priorities:

Priority will likely be placed on programs that –

- Contain elements of Social Entrepreneurship (click here)
- Address the needs of youth in transition.
- Provide opportunity and encouragement for active family participation with the youth in the program.

Sundance Family Foundation
Summary of Direct Charitable Activities
12/31/11 EIN 20-0685298
Part IX-A

Sundance Family Foundation is engaged in the support of the Youth Social Entrepreneurship field in Minnesota. They are engaged in creating educational media, film, social media about Youth Social Entrepreneurship, as well as convenings of Youth Social Entrepreneurs, and staff in the organizations that support them. Through this work, the foundation is working to expand the YSE field so it will reach and help more youth. The activities are designed to:

- Ignite interest in the YSE field,
- Inspire and Engage Youth Entrepreneurs,
- Educate about the need for, and impact of YSE programs,
- Motivate funders to actively support YSE organizations,
- Encourage the development of additional YSE programs, and
- Create community spaces (on-line and face-to-face) for idea exchange, best practices and trainings among youth, organizations, supporters and academic experts in the field.

The following expenses were incurred by Sundance Family Foundation to support this initiative:

Youth Social Entrepreneurs Event	2,286
Youth Social Entrepreneurs Intern	3,380
Youth Social Entrepreneurs Other	4,791
Youth Social Entrepreneurs Video	18,367
Total expenses	28,824