



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2011

Note.

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

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
LUSKEY FAMILY FOUNDATION
C/O PRESTON L HOFER & ASSOC LLC

A Employer identification number
31-6652919

Number and street (or P O box number if mail is not delivered to street address)
1580 LINCOLN STREET
ROOM/SUITE 1100

Room/suite

B Telephone number (see page 10 of the instructions)
(303) 486-0004

City or town, state, and ZIP code
DENVER, CO 80203

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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 ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 618,438

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(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)	401,561			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	14,904	14,904		
	4 Dividends and interest from securities.	2,568	2,568		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	299,587			
	b Gross sales price for all assets on line 6a _____ 335,467				
	7 Capital gain net income (from Part IV, line 2)		299,587		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	160			
	12 Total. Add lines 1 through 11	718,780	317,059		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	0	0		0
	25 Contributions, gifts, grants paid	104,915			104,915
	26 Total expenses and disbursements. Add lines 24 and 25	104,915	0		104,915
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	613,865			
	b Net investment income (if negative, enter -0-)		317,059		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

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	38,840	358,567	358,567
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	76,198	76,198	76,380
	c	Investments—corporate bonds (attach schedule).	136,375	129,218	110,465
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	142,857	142,857	73,026
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	-443		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	393,827	706,840	618,438
	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	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	979,022	979,022	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-585,195	-272,182	
	30	Total net assets or fund balances (see page 17 of the instructions)	393,827	706,840	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	393,827	706,840	

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	393,827
2	Enter amount from Part I, line 27a	2	613,865
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,007,692
5	Decreases not included in line 2 (itemize) ▶ _____	5	300,852
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	706,840

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
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	299,587
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	80,088	363,754	0 220171
2009	77,745	391,049	0 198811
2008	142,761	638,066	0 223740
2007	138,150	780,300	0 177047
2006	137,906	744,526	0 185227

2	Total of line 1, column (d).	2	1 004996
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 200999
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	365,380
5	Multiply line 4 by line 3.	5	73,441
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,171
7	Add lines 5 and 6.	7	76,612
8	Enter qualifying distributions from Part XII, line 4.	8	104,915

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,171
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	3,171
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,171
6		Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	594		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,200		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	5,794
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	2,623
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 2,623 Refunded		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
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)?			No
	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		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ CO, WY			
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	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  MATTHEW BUCHSBUAM Telephone no  (212) 721-5752 Located at  11 MADISON AVENUE 7TH FLOOR NEW YORK NY ZIP +4  10010			
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		
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	Yes	No
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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	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 2011?.	1c		No
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  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.  Yes  No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☒	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
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 page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RANDOLPH K LUSKEY C/O 1580 LINCOLN ST SUITE 1100 DENVER, CO 802031530	TRUSTEE 10 00	0	0	0
NICOLE C LUSKEY C/O 1580 LINCOLN ST SUITE 1100 DENVER, CO 802031530	TRUSTEE 10 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	289,759
b	Average of monthly cash balances.	1b	81,185
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	370,944
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	370,944
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	5,564
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	365,380
6	Minimum investment return. Enter 5% of line 5.	6	18,269

Part XI

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

1	Minimum investment return from Part X, line 6.	1	18,269
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,171
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,171
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	15,098
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	15,098
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	15,098

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	104,915
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	104,915
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	3,171
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	101,744
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				15,098
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				63,713
b	From 2007.				100,835
c	From 2008.				110,953
d	From 2009.				58,445
e	From 2010.				62,340
f	Total of lines 3a through e.	396,286			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 104,915				
a	Applied to 2010, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2011 distributable amount.				15,098
e	Remaining amount distributed out of corpus	89,817			
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	486,103			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	63,713			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	422,390			
10	Analysis of line 9				
a	Excess from 2007. . . .				100,835
b	Excess from 2008. . . .				110,953
c	Excess from 2009. . . .				58,445
d	Excess from 2010. . . .				62,340
e	Excess from 2011. . . .				89,817

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	104,915
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	14,904	
4 Dividends and interest from securities.			14	2,568	
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	299,587	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a TAX REFUND _____					160
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .				317,059	160
13 Total. Add line 12, columns (b), (d), and (e).			13		317,219

[illegible]

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

[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

[illegible]

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				
	*****			2012-11-09	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ PRESTON L HOFER CPA		Date 2012-11-15	Check if self-employed ▶ ☒
		Firm's name ▶ PRESTON L HOFER & ASSOCIATES LLC			Firm's EIN ▶
1580 LINCOLN ST STE 1100					
Firm's address ▶ DENVER, CO 802031530			Phone no (303) 486-0006		

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of organization LUSKEY FAMILY FOUNDATION C/O PRESTON L HOFER & ASSOC LLC	Employer identification number 31-6652919
---	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization LUSKEY FAMILY FOUNDATION C/O PRESTON L HOFER & ASSOC LLC	Employer identification number 31-6652919
--	---

Part I

Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RANDOLPH K LUSKEY C/O 1580 LINCOLN ST SUITE 1100 DENVER, CO 80237	\$ 401,561	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
—		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization LUSKEY FAMILY FOUNDATION C/O PRESTON L HOFER & ASSOC LLC	Employer identification number 31-6652919
---	--

Part II

Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	AON CORP 1,100 SHS	\$ 50,747	2011-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	HUNTINGTON INGALLS INC 1,816 SHS	\$ 56,169	2011-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SIGMA ALDRICH CORP 1,567 SHS	\$ 97,272	2011-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SYSCO CORP 3,345 SHS	\$ 97,373	1951-01-21
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization LUSKEY FAMILY FOUNDATION C/O PRESTON L HOFER & ASSOC LLC	Employer identification number 31-6652919
--	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 31-6652919
Name: LUSKEY FAMILY FOUNDATION
C/O PRESTON L HOFER & ASSOC LLC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SYSCO CORP 3,345 SHS	D	1996-06-03	2011-12-15
SIGMA ALDRICH CORP 1,567 SHS	D	1996-06-03	2011-12-15
HUNTINGTON INGALLS INC 1,816 SHS	D	1969-06-03	2011-12-15
AON CORP 1,120 SHS	D	1996-06-03	2011-12-15
MASSEY ENERGY BD	P	2010-04-19	2011-07-01
EL PASO CORP BD	P	2009-05-19	2011-05-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
97,067		334	96,733
97,090		157	96,933
55,492		105	55,387
50,646		112	50,534
10,172		10,172	
25,000		25,000	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			96,733
			96,933
			55,387
			50,534

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
COLORADO ACADEMY3800 S PIERCE ST DENVER,CO 80235	NONE	CHARITY	GENERAL SUPPORT	30,000
PROCTOR ACADEMY204 MAIN STREET ANDOVER,NY 14806	NONE	CHARITY	GENERAL SUPPORT	58,415
SO OTHERS MIGHT EAT71 O STREET NW WASHINGTON,DC 20001	NONE		GENERAL SUPPORT	1,000
THE COUGAR FUNDPPO BOX 122 JACKSON,WY 83001	NONE		GENERAL SUPPOST	750
THE CENTER FOR THE ARTSPPO BOX 860 JACKSON,WY 83001	NONE		GENERAL SUPPORT	750
GRAND TETON FOUNDATIONPO BOX 249 MOOSE,WY 83012	NONE		GENERAL SUPPORT	1,000
THE MURIE CENTER4 MOOSE RD MOOSE,WY 83012	NONE		GENERAL SUPPORT	1,000
THE JACKSON HOLE CONSERVATION ALLPO BOX 2728 JACKSON,WY 83001	NONE		GENERAL SUPPORT	3,000
WASHINGTON JESUIT ACADEMY 900 VARNUM STREET NE WASHINGTON,DC 20017	NONE		GENERAL SUPPORT	3,000
CONSERVATION INTERNATIONAL 2011 CRYSTAL DR 500 ARLINGTON,VA 22202	NONE		GENERAL SUPPORT	2,000
THE SEED FOUNDATION1776 MASSACHUSETTS AVE NW SUITE 600 WASHINGTON,DC 20036	NONE		GENERAL SUPPORT	2,000
THE OCEAN CONSERVANCY1725 DESALES STREET WASHINGTON,DC 20036	NONE		GENERAL SUPPORT	2,000
Total  3a				104,915

TY 2011 Compensation Explanation

Name: LUSKEY FAMILY FOUNDATION

C/O PRESTON L HOFER & ASSOC LLC

EIN: 31-6652919

Person Name	Explanation
RANDOLPH K LUSKEY	
NICOLE C LUSKEY	

TY 2011 Investments Corporate Bonds Schedule

Name: LUSKEY FAMILY FOUNDATION
C/O PRESTON L HOFER & ASSOC LLC
EIN: 31-6652919

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS-SEE ATTACHED	129,218	110,465

**TY 2011 Investments Corporate
Stock Schedule****Name:** LUSKEY FAMILY FOUNDATION

C/O PRESTON L HOFER & ASSOC LLC

EIN: 31-6652919

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS-SEE ATTACHED	76,198	76,380

TY 2011 Investments - Other Schedule

Name: LUSKEY FAMILY FOUNDATION

C/O PRESTON L HOFER & ASSOC LLC

EIN: 31-6652919

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
EXCHANGE TRADED PRODUCTS-SEE ATT	AT COST	142,857	73,026

TY 2011 Other Assets Schedule

Name: LUSKEY FAMILY FOUNDATION

C/O PRESTON L HOFER & ASSOC LLC

EIN: 31-6652919

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INT ON PURCHASES/SALES	-443		

TY 2011 Other Decreases Schedule

Name: LUSKEY FAMILY FOUNDATION
C/O PRESTON L HOFER & ASSOC LLC
EIN: 31-6652919

Description	Amount
EXCESS FMV OVER BASIS OF STOCK CONTRIBUTED	300,852

TY 2011 Other Income Schedule

Name: LUSKEY FAMILY FOUNDATION

C/O PRESTON L HOFER & ASSOC LLC

EIN: 31-6652919

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	160		

Asset Allocation Disclosure and Footnotes

NOTE: Unpriced securities in your account may cause the total brokerage account assets to be understated.

Summary of Gains and Losses

	Realized		Unrealized
	This Period	Year-to-Date	
Short-Term Gain/Loss	0.00	0.00	-47.90
Long-Term Gain/Loss	0.00	0.11	-64,558.01
Net Gain/Loss	0.00	0.11	-64,605.91

This summary excludes transactions where cost basis information is not available.

Purchasing Power Summary

Cash and Money Market Funds Available	358,567.33
Total Purchasing Power	\$358,567.33

You may be able to borrow against the value of your brokerage account assets to buy additional securities or for other purposes. For more information, please call your Relationship Manager.

Client Service Information

Your Relationship Manager: XX4 ATTKISS/ROSENB/COSTEL/BUCHSBM SONIA ATTKISS/SCOTT ROSENBERG GERARD COSTELLO/MATT BUCHSBAUM PRIVATE BANKING USA ELEVEN MADISON AVENUE, 7TH FL NEW YORK NY 10010-3698	Contact Information Telephone Number: (212) 538-3968 Fax Number: (212) 743-3098	Client Service Information Service Hours: Monday - Friday 07:00 a.m. - 10:00 p.m. (EST) Saturday - Sunday 08:00 a.m. - 06:00 p.m. (EST) Client Service Telephone Number: (866) 355-4746 Web Site: WWW.CREDIT-SUISSE.COM/CLIENTVIEW
Investment Objective: GROWTH Risk Exposure: MODERATE RISK Default Tax Lot Disposition Method for Mutual Funds: FIRST IN FIRST OUT Default Tax Lot Disposition Method for All Other Securities: FIRST IN FIRST OUT As you requested, copies of this statement have been sent to: PRESTON L. HOFER & ASSOC., LLC		If you have any questions concerning your investment objective or wish to make a change, please contact your Relationship Manager

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 58.00% of Portfolio									
Cash Balance				0.00	3,918.31				

CREDIT SUISSE



CREDIT SUISSE SECURITIES (USA) LLC
 Eleven Madison Avenue
 7th Floor
 New York, NY 10010-3626
 (800) 647-2516

Brokerage

Account Statement

Statement Period: 12/01/2011 - 12/31/2011

Portfolio Holdings *(continued)*

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits <i>(continued)</i>									
Money Market									
DREYFUS GOVT CASH MNGT INV SH									
354,649.020	12/01/11	0000060205	12/30/11	71,353.42	354,649.02	0.00	0.01	0.00%	0.00%
Total Money Market				\$71,353.42	\$354,649.02	\$0.00	\$0.01		
Total Cash, Money Funds, and FDIC Deposits				\$71,353.42	\$358,567.33	\$0.00	\$0.01		

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 18.00% of Portfolio <i>(In Maturity Date Sequence)</i>									
Corporate Bonds									
ANADARKO PETE CORP SR NT <i>Security Identifier: 032511AU1</i>									
5.000% 10/01/12 B/E DTD 09/20/02									
CALLABLE 1ST CPN DTE 04/01/03 Moody Rating BA1 S & P Rating									
BBB-									
5,000.000	02/26/09*	95.8440	4,952.31	102.3150	5,115.75	163.44	62.50	250.00	4.88%
Original Cost Basis: \$4,792.20									
CSX CORP NT 5.750% 03/15/13 B/E <i>Security Identifier: 126408GL1</i>									
DTD 09/07/07 CALLABLE									
1ST CPN DTE 03/15/08 CPN PMT SEMI ANNUAL Moody Rating BAA3									
S & P Rating BBB									
25,000.000	03/04/09*	96.8180	24,738.06	105.2660	26,316.50	1,578.44	423.26	1,437.50	5.46%
Original Cost Basis: \$24,204.50									
ENBRIDGE ENERGY PARTNERS L P NT <i>Security Identifier: 29250RAC0</i>									
4.750% 06/01/13 B/E DTD 05/27/03									
CALLABLE 1ST CPN DTE 12/01/03 Moody Rating BAA2 S & P Rating									
BBB									
25,000.000	04/13/09*	91.6000	24,207.25	102.8800	25,720.00	1,512.75	98.96	1,187.50	4.61%
Original Cost Basis: \$22,900.00									

Page 3 of 15

80030940CSF30028

PAR-02-ROX L

Account Number 22Y-543477
 LUSKEY FAMILY FOUNDATION

go paperless
 Ask about e delivery



#1 Brokerage Statement,
 2009-2010
 DALBAR RATED
 FOR COMMUNICATION

Clearing through Pershing LLC, a subsidiary
 of The Bank of New York Mellon Corporation
 Pershing LLC, member FINRA, NYSE, SIPC

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income (continued)									
Corporate Bonds (continued)									
REYNOLDS AMERN INC SR SECD NT <i>Security Identifier: 761713AD8</i>									
7.250% 06/01/13 B/E DTD 12/01/06									
CALLABLE 1ST CPN DTE 06/01/07 Moody Rating BAA3 S & P Rating BBB-									
25,000.000	02/18/09 *	99.7500	24,977.09	107.2510	26,812.75	1,835.66	151.04	1,812.50	6.75%
Original Cost Basis: \$24,937.50									
ENCORE ACQUISITION CO SR SUB NT <i>Security Identifier: 29255WAD2</i>									
6.250% 04/15/14 B/E DTD 04/02/04									
CALLABLE 12/31/11 @ 101.042									
25,000.000	09/17/09 *	91.2500	23,795.41	N/A	N/A	N/A	0.00		
Original Cost Basis: \$22,812.50									
MCMORAN EXPLORATION CO SR NT <i>Security Identifier: 582411AF1</i>									
11.875% 11/15/14 B/E DTD 11/14/07									
CALLABLE 12/31/11 @ 105.938 Moody Rating CAA1 S & P Rating B									
25,000.000	01/26/11 *	110.6500	26,547.90	106.0000	26,500.00	-47.90	379.34	2,968.75	11.20%
Original Cost Basis: \$27,662.50									
Total Corporate Bonds			\$129,218.02		\$110,465.00	\$5,042.39	\$1,115.10	\$7,656.25	
130,000.000									
Total Fixed Income			\$129,218.02		\$110,465.00	\$5,042.39	\$1,115.10	\$7,656.25	
130,000.000									

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 12.00% of Portfolio								
Preferred Stocks (Listed by expiration date)								
CITIGROUP CAP XII TR PFD SECS FIXED/FLTG <i>Security Identifier: C PRJ</i>								
03/30/15 @ 25 8.5%								
CUSIP: 17315D204								
Dividend Option: Cash								
1,000.000	03/11/10 *	25.3300	25,330.00	25.1600	25,160.00	-170.00	2,125.00	8.44%
1,000.000	05/05/10 *	25.8680	25,867.50	25.1600	25,160.00	-707.50	2,125.00	8.44%
2,000.000	Total		\$51,197.50		\$50,320.00	-\$877.50	\$4,250.00	

CREDIT SUISSE



CREDIT SUISSE SECURITIES (USA) LLC
Eleven Madison Avenue
20th Floor
New York, NY 10010-3649
(800) 241-2518

Brokerage

Account Statement

Statement Period: 12/01/2011 - 12/31/2011

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Preferred Stocks (continued)								
HSBC HLDGS PLC PERP SUB CAP SECS EXCH			Security Identifier:HCS PRB					
PREF SHS SER 2.8% ISIN#US4042808026								
CALLABLE								
CUSIP: 404280802								
Dividend Option: Cash								
1,000.000	06/17/10 *	25.0000	25,000.00	26.0600	26,060.00	1,060.00	2,000.00	7.67%
Total Preferred Stocks			\$76,197.50		\$76,380.00	\$182.50	\$6,250.00	
Total Equities			\$76,197.50		\$76,380.00	\$182.50	\$6,250.00	

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 12.00% of Portfolio								
Exchange-Traded Products								
MARKET VECTORS ETF TR GLOBAL		Security Identifier: GEX						
ALTERNATIVE ENERGY ETF								
CUSIP: 57060U407								
Dividend Option: Cash; Capital Gains Option: Cash								
1,000.000	05/14/07 *	40.5350	40,535.00	10.9100	10,910.00	-29,625.00	348.00	3.18%
PROSHARES TR PROSHARES ULTRA		Security Identifier: SSO						
S&P500								
CUSIP: 74347R107								
Dividend Option: Cash; Capital Gains Option: Cash								
400.000	10/24/07 *	91.7920	36,716.80	46.3900	18,556.00	-18,160.80	103.52	0.55%
500.000	05/21/08 *	73.6500	36,825.00	46.3900	23,195.00	-13,630.00	129.39	0.55%
900.000	Total		\$73,541.80		\$41,751.00	-\$31,790.80	\$232.91	



Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products (continued)								
Exchange-Traded Products (continued)								
PROSHARES TR PROSHARES ULTRA QQQ		Security Identifier:QLD						
CUSIP: 74347R206								
Dividend Option. Cash; Capital Gains Option. Cash								
250,000	10/24/07 *	115.1200	28,780.00	81.4600	20,365.00	-8,415.00		
Total Exchange-Traded Products			\$142,856.80		\$73,026.00	-\$69,830.80	\$580.91	
Total Exchange-Traded Products			\$142,856.80		\$73,026.00	-\$69,830.80	\$580.91	
			Cost Basis		Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings			\$706,839.65		\$618,438.33	-\$64,605.91	\$1,115.10	\$14,487.17

* Uncovered under the cost basis rules as defined below.

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "uncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury

Cost Basis on fixed income securities is adjusted for amortization, accretion or principal paydowns. The method of calculation is based upon the type of fixed income security and certain attributes, obtained from sources believed to be reliable. In the event, one or more of these attributes is changed, there may be a temporary incorrect adjusted cost basis reflected until the portfolio system is amended to reflect this change. These calculations will not be performed under certain circumstances, including those involving continuously callable bonds, foreign bonds, variable rates, bonds in default, index-linked bonds, bonds sold short or bonds that have a negative yield. This information is meant as a general guide and you should consult your tax advisor in the preparation of your tax returns.

§ Unrealized gains and losses are not reported for securities for which cost basis or market value is not available.

Disclosures and Other Information

Pricing - This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices have been obtained from quotation services, which we believe to be reliable, however, we cannot guarantee their accuracy. Securities for which a price is not available are marked "N/A" and are omitted from the Total

The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results. These figures are computed using information from providers believed to be reliable, however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www.pershing.com/business_continuity.html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received.

The Estimated Price as of Date only appears when the price date does not equal the statement date and the price indicated is estimated since it is not reflective of a last trade price on a recognized exchange.