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
COURTIER FOUNDATION INC 040005600400

A Employer identification number 39-1935038

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O FOLEY & LARDNER LLP, PO BOX 1497

B Telephone number (see instructions) (608) 258-4224

City or town, state, and ZIP code
MADISON, WI 53701-1497

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 ▶ ☐

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,596,624.

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 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)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2.	2.		STMT 1
	4	Dividends and interest from securities	83,833.	85,131.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	206,049.			
	b	Gross sales price for all assets on line 6a 1,540,359.				
	7	Capital gain net income (from Part IV, line 2)		206,179.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	289,884.	291,312.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,000.	NONE		6,000.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule) STMT 3	47,868.	NONE	NONE	47,868.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 4	33,260.	32,510.		750.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	2,153.	1,131.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	55.		-	55.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	89,336.	33,641.	NONE	54,673.
	25	Contributions, gifts, grants paid	185,700.			185,700.
	26	**Total expenses and disbursements** Add lines 24 and 25	275,036.	33,641.	NONE	240,373.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	14,848.			
	b	**Net investment income** (if negative, enter -0-)		257,671.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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		2,718.	2,718.
	2	Savings and temporary cash investments	205,413.	224,572.	224,572.
	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)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 7	184,176.	157,796.	178,316.
	b	Investments - corporate stock (attach schedule) STMT 8	687,346.	616,176.	710,087.
	c	Investments - corporate bonds (attach schedule) STMT 10	352,836.	326,821.	352,368.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 11	1,997,140.	2,113,676.	2,128,563.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,426,911.	3,441,759.	3,596,624.
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)			
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	3,426,911.	3,441,759.	
	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)	3,426,911.	3,441,759.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,426,911.	3,441,759.	

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	3,426,911.
2	Enter amount from Part I, line 27a	2	14,848.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,441,759.
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	3,441,759.

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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	PUBLICLY TRADED SECURITIES			
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	1,516,824.		1,334,180.	182,644.
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				182,644.
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	206,179.
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	

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			
2009			
2008			
2007			
2006			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ **(attach copy of letter if necessary - see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	5,153.
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	5,153.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	5,153.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,195.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,195.
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	3,958.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax ▶** **Refunded ▶**			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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) ▶ WI			
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 ▶ N/A

14 The books are in care of ▶ DAVID REINECKE Telephone no ▶ (608)258-4224

Located at ▶ 150 E GILMAN STREET, MADISON, WI ZIP + 4 ▶ 53703-1481

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

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 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		
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
SEE STATEMENT 12		6,000.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 ▶	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,640,472.
b	Average of monthly cash balances	1b	119,146.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,759,618.
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	NONE
3	Subtract line 2 from line 1d	3	3,759,618.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,394.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,703,224.
6	**Minimum investment return.** Enter 5% of line 5	6	185,161.

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	185,161.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,153.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,153.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	180,008.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	180,008.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	180,008.

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	240,373.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	240,373.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	240,373.

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					180,008.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				NONE	
b	Total for prior years 20 09 ,20_____,20_____			NONE		
3	Excess distributions carryover, if any, to 2011.					
a	From 2006	NONE				
b	From 2007	NONE				
c	From 2008	NONE				
d	From 2009	NONE				
e	From 2010	11,078.				
f	**Total** of lines 3a through e		11,078.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $	240,373.				
a	Applied to 2010, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2011 distributable amount					180,008.
e	Remaining amount distributed out of corpus		60,365.			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		71,443.			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		71,443.			
10	Analysis of line 9.					
a	Excess from 2007	NONE				
b	Excess from 2008	NONE				
c	Excess from 2009	NONE				
d	Excess from 2010	11,078.				
e	Excess from 2011	60,365.				

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

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a 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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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*				
SEE STATEMENT 14				
Total . . . . ▶ **3a**				185,700.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	2.	
4 Dividends and interest from securities			14	83,833.	
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	206,049.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				289,884.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 289,884.

(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.)
	NOT APPLICABLE

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

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

▶ 5/10/12 ▶ SECT & TREASURE

Signature of officer or trustee Date Title

DAVID REINECKE

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
Peter J Buss	Peter J Buss	5/10/12		

Firm's name ▶ US BANK NA Firm's EIN ▶

Firm's address ▶ 1 S PINCKNEY STREET
MADISON, WI 53703 Phone no.

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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					23,451.	
		. SECURITIES LITIGATION PROCEEDS FROM UN PROPERTY TYPE: SECURITIES						01/04/2011
154.00							154.00	
		185. LAUDER ESTEE COS INC CL A PROPERTY TYPE: SECURITIES					10/28/2010	01/26/2011
15,058.00		11,927.00					3,131.00	
		275. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES					06/16/2010	02/01/2011
13,848.00		9,859.00					3,989.00	
		300. BEST BUY CO INC PROPERTY TYPE: SECURITIES					10/20/2009	02/01/2011
10,362.00		11,901.00					-1,539.00	
		380. TARGET CORPORATION PROPERTY TYPE: SECURITIES					10/19/2009	03/25/2011
18,962.00		19,133.00					-171.00	
		175. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					11/05/2010	03/28/2011
8,024.00		7,721.00					303.00	
		100. APACHE CORP PROPERTY TYPE: SECURITIES					10/03/2002	03/28/2011
12,665.00		2,740.00					9,925.00	
		425. CISCO SYS INC PROPERTY TYPE: SECURITIES					08/12/2008	03/28/2011
7,399.00		10,382.00					-2,983.00	
		1350. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					11/13/2006	03/28/2011
57,382.00		54,337.00					3,045.00	
		65. MCDONALDS CORP PROPERTY TYPE: SECURITIES					09/19/2006	03/28/2011
4,878.00		2,439.00					2,439.00	

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)	
		165. PEPSICO INC					02/17/2000	03/28/2011
		PROPERTY TYPE: SECURITIES						
10,619.00		5,716.00					4,903.00	
		75. POLO RALPH LAUREN CORP					07/27/2010	03/28/2011
		PROPERTY TYPE: SECURITIES						
9,079.00		6,057.00					3,022.00	
		150. SCHLUMBERGER LTD					02/08/2007	03/28/2011
		PROPERTY TYPE: SECURITIES						
13,534.00		9,632.00					3,902.00	
		50. 3M CO					03/16/2010	03/28/2011
		PROPERTY TYPE: SECURITIES						
4,623.00		4,060.00					563.00	
		70. V F CORP					11/04/2010	03/28/2011
		PROPERTY TYPE: SECURITIES						
6,692.00		5,856.00					836.00	
		115. WAL MART STORES INC					03/26/2008	03/28/2011
		PROPERTY TYPE: SECURITIES						
5,987.00		6,112.00					-125.00	
		135. UNITED TECHNOLOGIES CORP					03/27/2009	03/29/2011
		PROPERTY TYPE: SECURITIES						
11,359.00		6,080.00					5,279.00	
		200. CONOCOPHILLIPS					05/05/2004	04/05/2011
		PROPERTY TYPE: SECURITIES						
16,061.00		7,425.00					8,636.00	
		160. JOHNSON JOHNSON					03/27/2007	04/12/2011
		PROPERTY TYPE: SECURITIES						
9,562.00		9,557.00					5.00	
		100. PEPSICO INC					02/17/2000	04/12/2011
		PROPERTY TYPE: SECURITIES						
6,597.00		3,465.00					3,132.00	
		3250.975 AMERICAN EUROPACIFIC GRTH F2					03/30/2010	04/20/2011
		PROPERTY TYPE: SECURITIES						
142,848.00		125,000.00					17,848.00	

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)	
		374.627 NEUBERGER BERMAN GENESIS INSTL F PROPERTY TYPE: SECURITIES					05/26/2009	04/20/2011
18,862.00		11,512.00					7,350.00	
		5116.144 NUVEEN EQUITY INDEX FUND CL I PROPERTY TYPE: SECURITIES					08/03/2010	04/20/2011
116,290.00		102,414.00					13,876.00	
		3527.46 NUVEEN MID CAP INDEX FUND CL I PROPERTY TYPE: SECURITIES					08/03/2010	04/20/2011
50,407.00		39,261.00					11,146.00	
		1149.385 NUVEEN MID CAP GRWTH OPP FD CL PROPERTY TYPE: SECURITIES					12/20/2007	04/20/2011
56,389.00		46,394.00					9,995.00	
		909.849 NUVEEN SMALL CAP GWTH OPP CL I PROPERTY TYPE: SECURITIES					03/09/2010	04/20/2011
22,528.00		17,314.00					5,214.00	
		1331.82 NUVEEN SMALL CAP SELECT FD CL I PROPERTY TYPE: SECURITIES					04/29/2010	04/20/2011
20,364.00		17,540.00					2,824.00	
		590.058 ROWE T PRICE MID-CAP GROWTH FD # PROPERTY TYPE: SECURITIES					05/24/2010	04/20/2011
37,640.00		28,659.00					8,981.00	
		25000. U S TREASURY NT 0.500% 11/30 PROPERTY TYPE: SECURITIES					12/10/2010	04/21/2011
25,003.00		24,943.00					60.00	
		25000. U S TREASURY NT 0.500% 11/30 PROPERTY TYPE: SECURITIES					12/10/2010	05/11/2011
25,035.00		24,943.00					92.00	
		20000. U S TREASURY NT 4.750% 8/15 PROPERTY TYPE: SECURITIES					01/08/2008	05/20/2011
22,917.00		21,423.00					1,494.00	
		25000. U S TREASURY NT 2.250% 3/31 PROPERTY TYPE: SECURITIES					04/21/2011	05/20/2011
25,558.00		25,170.00					388.00	

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)	
		60. AMAZON COM INC					02/25/2010	06/28/2011
		PROPERTY TYPE: SECURITIES						
12,121.00		7,057.00					5,064.00	
		480. WELLS FARGO CO					06/23/2006	06/28/2011
		PROPERTY TYPE: SECURITIES						
13,150.00		15,716.00					-2,566.00	
		265. ACCENTURE PLC CL A					11/13/2006	06/28/2011
		PROPERTY TYPE: SECURITIES						
15,985.00		8,923.00					7,062.00	
		20000. U S TREASURY NT 0.625% 4/30					05/20/2011	06/30/2011
		PROPERTY TYPE: SECURITIES						
20,072.00		20,039.00					33.00	
		275. MEDCO HEALTH SOLUTIONS INC					02/12/2010	07/21/2011
		PROPERTY TYPE: SECURITIES						
17,231.00		17,012.00					219.00	
		25000. DEERE JOHN CAP MTN 5.650% 7/25					09/25/2007	07/25/2011
		PROPERTY TYPE: SECURITIES						
25,000.00		25,576.00					-576.00	
		25000. B B & T CORP 6.500% 8/01					07/17/2007	08/01/2011
		PROPERTY TYPE: SECURITIES						
25,000.00		25,838.00					-838.00	
		4507.212 EATON VANCE LARGE CAP VAL I					08/03/2010	09/14/2011
		PROPERTY TYPE: SECURITIES						
73,603.00		75,000.00					-1,397.00	
		445.911 NEUBERGER BERMAN GENESIS INSTL F					05/26/2009	09/14/2011
		PROPERTY TYPE: SECURITIES						
20,628.00		13,703.00					6,925.00	
		3514.677 NUVEEN LARGE CAP GRWTH OPP CL I					03/30/2010	09/14/2011
		PROPERTY TYPE: SECURITIES						
118,058.00		89,274.00					28,784.00	
		1459.76 NUVEEN MID CAP GRWTH OPP FD CL I					11/21/2003	09/14/2011
		PROPERTY TYPE: SECURITIES						
63,719.00		50,916.00					12,803.00	

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)	
		148.354 NUVEEN SMALL CAP GWTH OPP CL I PROPERTY TYPE: SECURITIES					03/09/2010	09/14/2011
3,136.00		2,823.00					313.00	
		4414.476 T ROWE PRICE GROWTH STK CL ADV PROPERTY TYPE: SECURITIES					08/29/2006	09/14/2011
137,290.00		128,461.00					8,829.00	
		65. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					02/08/2007	09/14/2011
4,744.00		4,174.00					570.00	
		175. HOLLYFRONTIER CORP PROPERTY TYPE: SECURITIES					09/14/2011	09/20/2011
5,411.00		5,738.00					-327.00	
		260. CITIGROUP INC PROPERTY TYPE: SECURITIES					05/05/2010	09/22/2011
6,094.00		11,128.00					-5,034.00	
		150. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					07/08/2005	09/22/2011
13,841.00		15,784.00					-1,943.00	
		320. EATON CORP PROPERTY TYPE: SECURITIES					02/10/2011	09/23/2011
11,095.00		17,904.00					-6,809.00	
		265. B M C SOFTWARE INC PROPERTY TYPE: SECURITIES					03/28/2011	10/10/2011
9,680.00		13,072.00					-3,392.00	
		70. RALPH LAUREN CORP PROPERTY TYPE: SECURITIES					07/27/2010	11/14/2011
10,986.00		5,654.00					5,332.00	
		435. INTEL CORP PROPERTY TYPE: SECURITIES					04/17/2003	11/15/2011
11,036.00		8,112.00					2,924.00	
		40. ECOLAB INC PROPERTY TYPE: SECURITIES					07/23/2010	11/16/2011
2,221.00		1,958.00					263.00	

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)	
		1752.848 NUVEEN CORE BOND FD CL I PROPERTY TYPE: SECURITIES					05/26/2009	12/15/2011
19,982.00		17,055.00					2,927.00	
		476.644 NUVEEN SMALL CAP GWTH OPP CL I PROPERTY TYPE: SECURITIES					03/09/2010	12/15/2011
9,924.00		9,071.00					853.00	
		765.697 NUVEEN SMALL CAP SELECT FD CL I PROPERTY TYPE: SECURITIES					04/29/2010	12/15/2011
9,908.00		10,084.00					-176.00	
		1712.329 VANGUARD TOTL STK MKT INDEXFD# PROPERTY TYPE: SECURITIES					09/14/2011	12/15/2011
50,223.00		55,136.00					-4,913.00	

TOTAL GAIN(LOSS)		....					206,179.	
							==========	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHECKING ACCT	2.	2.
TOTAL	2.	2.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INT/DIVIDENDS		83,833.	85,131.
	TOTAL	83,833.	85,131.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	47,868.			47,868.
TOTALS	47,868.	NONE	NONE	47,868.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	750.		750.
INVEST MGMT FEES	32,510.	32,510.	
TOTALS	33,260.	32,510.	750.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID		1,131.	1,131.
990-PF TAX		1,022.	
	TOTALS	2,153.	1,131.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
DPI ANNUAL REPORT	10.	10.
PLAQUE-EVANSVILLE HS	45.	45.
TOTALS	55.	55.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US TREASURY NOTE 5.125 5/15/16	50,352.	59,496.
US TREASURY NOTE 4.750 8/15/17	62,515.	72,244.
US TREASURY NOTE .625 4/30/13	25,049.	25,145.
US TREASURY NOTE 2.375 6/30/18	19,880.	21,431.
TOTALS	157,796.	178,316.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMERICAN TOWER CORP	13,211.	15,903.
AMAZON.COM INC	6,469.	9,520.
AMERICAN EXPRESS CO	13,237.	14,151.
APPLE INC	17,377.	38,475.
BOEING CO	8,582.	9,169.
CAPITAL ONE FINANCIAL CORP	9,100.	7,401.
CATERPILLAR	9,337.	7,701.
CUMMINS INC	20,904.	17,604.
DISNEY WALT CO	10,386.	11,250.
EMC CORPORATION	11,560.	11,847.
ECOLAB INC	7,834.	9,250.
EXXON MOBIL CORP	6,323.	14,833.
COACH INC	9,496.	8,851.
GOOGLE INC CL A	16,353.	23,898.
COCA COLA CO	8,172.	8,746.
INTEL CORP	7,459.	9,700.
INTERNATIONAL BUSINESS MACHINE	9,121.	18,388.
JP MORGAN CHASE CO	15,265.	13,799.
CSX CORP	15,950.	12,636.
LAUDER ESTEE COS INC CL A	8,755.	10,109.
EDWARDS LIFESCIENCES CORP	8,961.	7,070.
MICROSOFT CORP	27,690.	16,614.
OCCIDENTAL PETROLEUM CORP	10,340.	12,649.
DISCOVERY COMMUNICATIONS INC	6,786.	6,555.
PFIZER INC	24,429.	22,938.
PRAXAIR INC	6,332.	10,690.
MCDONALDS CORP	3,753.	10,033.
PROCTER & GAMBLE	10,326.	11,007.
FREEPORT MCMORAN COPPER GOLD	12,972.	8,646.

COURTIER FOUNDATION INC 040005600400 39-1935038

FORM 990PF, PART II - CORPORATE STOCK
======================================

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
THERMO FISHER SCIENTIFIC INC	14,396.	12,367.
UNITED TECHNOLOGIES CORP	10,359.	16,811.
ALLERGAN INC	11,848.	15,354.
FASTENAL CO	9,469.	11,993.
APACHE CORP	2,740.	9,058.
CAMERON INTL CORP	10,203.	13,527.
CHEVRON CORPORATION	10,646.	13,300.
CLIFFS NATURAL RESOURCES INC	12,911.	8,417.
GENERAL ELECTRIC CO	27,682.	12,537.
ORACLE CORP	16,571.	22,444.
QUALCOMM INC	5,182.	19,692.
VF CORP	12,548.	19,048.
VISA INC CLASS A SHRS	13,883.	17,768.
WAL MART STORES	6,643.	7,470.
MASTERCARD INC	12,543.	18,641.
3M CO	8,120.	8,173.
ATT INC	13,237.	13,608.
FIFTH THIRD BANCORP	9,053.	8,268.
PAYCHEX INC	11,016.	11,291.
PRICELINE.COM INC	7,167.	7,016.
RALPH LAUREN CORP	4,442.	7,594.
STARBUCKS CORP	12,182.	12,653.
VERIZON COMMUNICATIONS	7,095.	8,024.
ACCENTURE PLC CL A	6,734.	10,646.
ACE LTD	12,752.	14,024.
SCHLUMBERGER LTD	10,274.	10,930.
TOTALS	616,176.	710,087.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PEPSICO INC 4.650 2/15/13	25,395.	26,156.
MORGAN STANLEY 5.375 10/15/15	23,904.	24,428.
FIA CARD SVCS 6.625 6/15/12	26,123.	25,152.
EMERSON ELEC 5.000 12/15/14	24,060.	27,695.
AT&T INC 4.45 5/15/21	25,398.	27,462.
PITNEY BOWES INC 5.000 3/15/15	26,314.	26,444.
CISCO SYS INC 5.500 2/22/16	25,372.	29,093.
WELLS FARGO BANK 5.75 5/16/16	25,003.	27,271.
CATERPILLAR INC 5.700 8/15/16	24,965.	29,337.
CREDIT SUISSE 5.850 8/16/16	25,210.	27,274.
GE CAP CORP 5.500 1/8/20	24,865.	27,507.
BARCLAYS BANK 5.450 9/12/12	25,212.	25,540.
SHELL INTL FIN 4.300 9/22/19	25,000.	29,009.
TOTALS	326,821.	352,368.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
ABERDEEN FDS EMRGN MKT INST	C	91,850.	77,879.
I SHARES RUSSELL 1000 INDEX ET	C	74,130.	69,370.
NUVEEN CORE BOND FD CL I	C	82,945.	97,522.
LAUDUS INTL MARKETMASTERS FD	C	110,214.	108,360.
NEUBERGER BERMAN GENESIS INST	C	18,835.	28,457.
NUVEEN MID CAP INDEX FUND	C	95,058.	102,680.
NUVEEN EQUITY INCOME FUND	C	81,588.	87,443.
NUVEEN INTERMEDIATE TERM B CL	C	35,003.	35,479.
PIMCO TOTAL RETURN FUND INST	C	220,000.	209,705.
NUVEEN SMALL CAP GROWTH OPP	C	29,140.	33,685.
CREDIT SUISSE COMM RET ST	C	71,760.	60,660.
NUVEEN SHORT TERM BOND FUND	C	98,080.	93,933.
NUVEEN TOTAL RETURN BOND FD	C	149,490.	158,541.
NUVEEN INTL SELECT FD CL I	C	65,000.	65,400.
NUVEEN MID CAP GROWTH OPP	C	23,674.	31,449.
NUVEEN NWQ LARGE CAP VALUE	C	80,332.	81,120.
NUVEEN REAL ESTATE SECURIT	C	71,708.	71,536.
NUVEEN SMALL CAP SELECT FD	C	34,376.	37,419.
NUVEEN TRADEWINDS GLBL	C	104,971.	84,972.
OPPENHEIMER DEVELOPING MKTS	C	91,850.	72,742.
PRICE T ROWE MID-CAP STK #40	C	80,332.	81,458.
PRICE T ROWE MID CAP GRWTH #64	C	81,341.	88,308.
ROWE T PRICE MID-CAP VALUE FD	C	73,041.	74,028.
SCOUT INTERNATIONAL FUND	C	97,707.	116,045.
T ROWE PRICE SM CAP VAL	C	37,500.	41,218.
VANGUARD TOTL STK MKT INDEX	C	113,751.	119,154.
TOTALS		2,113,676.	2,128,563.

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

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OFFICER NAME:
  THOMAS G RAGATZ
ADDRESS:
  150 EAST GILMAN STREET
  MADISON, WI  53701
TITLE:
  DIRECTOR & PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 01
COMPENSATION ..............................................        2,000.

OFFICER NAME:
  RONALD M WANEK
ADDRESS:
  5313 VICAR LANE
  MADISON, WI  53714
TITLE:
  DIRECTOR & VICE PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 01
COMPENSATION ..............................................        2,000.

OFFICER NAME:
  FOLEY & LARDNER LLP
ADDRESS:
  150 EAST GILMAN STREET
  MADISON, WI  53701
TITLE:
  DIRECTOR & TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 01
COMPENSATION ..............................................        2,000.


 TOTAL COMPENSATION:                                                6,000.
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FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
  DAVID REINECKE, COURTIER FDN INC
ADDRESS:
  PO BOX 1497
  MADISON, WI 53701-1497
RECIPIENT'S PHONE NUMBER: 608/258-4224
FORM, INFORMATION AND MATERIALS:
  APPLICATION FORMS ARE AVAILABLE FROM THE COURTIER FOUNDATION INC.
SUBMISSION DEADLINES:
  NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  AWARDS ARE GIVEN ONLY TO ORGANIZATIONS IN WISCONSIN THAT PROVIDE SERVICES FOR CHILDREN AND HOUSING AND OTHER SERVICES FOR ELDERLY INDIVIDUALS IN FINANCIAL NEED.

STATEMENT 13

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
SEE ATTACHED SCHEDULE
ADDRESS:
SEE ATTACHED SCHEDULE
SEE ATTACHED SCHEDULE, WI
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SEE ATTACHED SCHEDULE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT

AMOUNT OF GRANT PAID	185,700.
TOTAL GRANTS PAID:	185,700.
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STATEMENT 14

Recipient Name and Address	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
Access Community Health Centers Attn: Tammy Quall 2901 W. Beltline Highway, Suite 120 Madison, WI 53713	Exempt	To support the expansion of dental services to low-income children and young adults.	None	$10,000
Aldo Leopold Nature Center Attn: Kelley Van Egeren 300 Femrite Drive Monona, WI 53716	Exempt	To support the Aldo Leopold Nature Center's building and program expansion, the Climate Change Classroom Education project.	None	$5,000
Aldo Leopold Nature Center Attn: Kathe Crowley Conn 300 Femrite Drive Monona, WI 53716	Exempt	To support the 2010 *Nature Nuts* after school program for economically disadvantaged elementary school students in the Madison area.	None	$5,000
Big Brothers Big Sisters of Dane County, Inc. Attn: Dora F. Zũnga 2059 Atwood Avenue Madison, WI 53705	Exempt	To support the Big Brothers Big Sisters mentoring programs.	None	$10,000
Boys and Girls Club of Dane County 2001 Taft St. Madison, WI 53713	Exempt	Discretionary distribution by the request of Dave for the Bike for Boys and Girls Club benefiting Boys and Girls Club of Dane County.	None	$1,000
Community Groundworks Attn: Jill Jacklitz 3601 Memorial Drive, Suite 4 Madison, WI 53704	Exempt	To support Culinary Arts in the Kids' Garden.	None	$2,000

Creekside Place, Inc. Attn: Janis Ringhand 320 Fair Street Evansville, WI 53536	Exempt	To assist with the construction costs of the new Evansville Community/Senior Center.	None	$5,000
Dean Foundation for Health, Research and Education Attn: Dan Muxfeld 2711 Allen Blvd, Suite 300 Middleton, WI 53562	Exempt	Discretionary distribution by the request of Tom Ragatz to support the BSP Free Clinic	None	$1,000
Dean Foundation for Health, Research and Education Attn: Dan Muxfeld 2711 Allen Blvd, Suite 300 Middleton, WI 53562	Exempt	To support the BSP Free Clinic	None	$5,000
DreamBikes, Inc. Attn: Toni Gnewuch 801 W. Madison St. Waterloo, WI 53594	Exempt	Discretionary distribution by the request of David Reinecke for a table sponsor for DreamBikes First Annual Benefit Breakfast.	None	$1,000
DreamBikes, Inc. Attn: Roger Bird 801 W. Madison St. Waterloo, WI 53594	Exempt	To assist with costs for storage, transportation and collection of bikes and parts.	None	$10,000
Evansville High School Guidance Office Attn: Randy Keister 640 South Fifth Street Evansville, WI 53536	Exempt	2010 Scholarship Recipient – Jeffrey Arnold	None	$5,000

Foundation for Madison's Public Schools Attn: Martha Vukelich-Austin 455 Science Drive, Suite 130 Madison, WI 53711	Exempt	For general support of the Foundation for Madison's Public Schools.	None	$2,000
Friends of Blue Mounds State Park Attn: William Van Haren Box 98 Blue Mounds, WI 53517	Exempt	To assist with costs for an all-season, fully accessible shelter/restroom and learning center at Blue Mound State Park.	None	$10,000
Glacier's Edge Council Boy Scouts of America Attn: Steve Heck P.O. Box 14135 Madison, WI 53708	Exempt	Discretionary distribution by the request of Tom Ragatz.	None	$1,000
Glacier's Edge Council Boy Scouts of America Attn: Steve Heck P.O. Box 14135 Madison, WI 53708	Exempt	To support Connor Williams with Boy Scout Troop 514 to build a handicap accessible fishing pier in Evansville.	None	$5,000
Gio's Garden Attn: Sandy Tierney P.O. Box 822 Madison, WI 53701-0822	Exempt	Discretionary distribution by the request of David Reinecke.	None	$1,000
HospiceCare, Inc. Attn: Jennifer Ellestad 5395 E. Cheryl Parkway Madison, WI 53711	Exempt	For general support of HospiceCare, Inc.	None	$5,000
Independent Living, Inc. Attn: Renee Reback 815 Forward Drive Madison, WI 53711-2443	Exempt	To support the *Creative Caregiving Solutions – A Business Initiative.*	None	$3,500

Lussier Community Education Center Attn: Paul Terranova 55 S. Gammon Rd Madison, WI 53717	Exempt	To support the Lussier Community Education Center's Employment Collaborative.	None	$4,500
Madison Area Concert Handbells Attn: Susan Udell P.O. Box 44056 Madison, WI 53744-4056	Exempt	To help support the MACH services in the Madison community.	None	$2,000
Madison Children's Museum Attn: Jenni Collins 100 N. Hamilton Street Madison, WI 53703	Exempt	To support the relocation and expansion of Madison Children's Museum.	None	$5,000
Madison Metropolitan School District – Emerson Elementary Attn: Rachel Schramm 2421 East Johnson Street Madison, WI 53704	Exempt	To build an outdoor stage in one corner of the school's playing field.	None	$1,000
Mental Health Center of Dane County Attn: Daniel Muxfeld 625 West Washington Ave Madison, WI 53703	Exempt	To develop and launch new dynamic (database-driven) website featuring the agency's new name and logo.	None	$1,000
Midwest Athletes Against Childhood Cancer TREK Bicycle Corporation Attn: Robert Burns 801 W. Madison Street Waterloo, WI 53594	Exempt	Discretionary distribution by the recommendation of David Reinecke to sponsor the annual TREK 100.	None	$1,000

Millennium Soccer Club Attn: Tom Grogg P.O. Box 5171 Madison, WI 53705	Exempt	To help cover costs related to the purchase of camp T-shirts, shin guards/socks, player liability insurance coverage, coordinator stipends, and post-session snacks for participants.	None	$2,700
North/East Side Youth Basketball Association, Inc. Attn: Terry Tiedt 5310 Spicebush Lane Madison, WI 53714-3438	Exempt	To offset the operating costs, which include gym time for practices, travel to tournaments, referees, new uniforms, and administrative functions (event coordination, printing, supplies, etc.).	None	$10,000
Olbrich Botanical Gardens 3330 Atwood Avenue Madison, WI 53704	Exempt	Discretionary distribution by the recommendation of Dr. Ronald Wanek	None	$5,000
Operation Fresh Start Attn: Jonathan Barry 1925 Winnebago St. Madison, WI 53704	Exempt	To sponsor the Connie Ferris Bailey Graduation Luncheon.	None	$1,000
Operation Fresh Start Attn: Jonathan Barry 1925 Winnebago St. Madison, WI 53704	Exempt	For general support of Operation Fresh Start.	None	$2,500
Porchlight, Inc Attn: Steven Schooler 306 N. Brooks Street Madison, WI 53715	Exempt	To assist with case management services for the Housing First for Families Program, specifically to acquire four-units of low-cost family housing.	None	$2,500
The Road Home Dane County Attn: Cyndi Wood 128 E. Olin Ave., Suite 202 Madison, WI 53713	Exempt	To support the Interfaith Hospitality Network Shelter Program to assist homeless children and their families on their road home.	None	$10,000

Second Harvest Foodbank of Southern Wisconsin Attn: Tami Lee 2802 Dairy Drive Madison, WI 53718	Exempt	To support the Dane County Mobile Pantry Program.	None	$5,000
Second Harvest Foodbank of Southern Wisconsin Attn: Tami Lee 2802 Dairy Drive Madison, WI 53718	Exempt	To support the Second Harvest Foodbank of Southern Wisconsin's *Build A Future, Feed the Hungry* Capital Campaign.	None	$5,000
Shorewood Hills Foundation, Inc. Attn: Monica Kiefer Center for Cosmetic Dentistry 2275 Deming Way, Suite 180 Middleton, WI 53562	Exempt	To support the annual expenses to "keep the holiday lights on".	None	$3,000
St. Mary's Foundation Attn: Sandra Lampman 700 S. Park St. Madison, WI 53715	Exempt	To support the cost of OmniBed, in support of the Neonatal ICU.	None	$10,000
United Way of Dane County *Alexis de Tocqueville Society* Attn: Kristi Shepard 2059 Atwood Avenue Madison, WI 53704	Exempt	Annual gift to the United Way of Dane County.	None	$12,000

VSA arts of Wisconsin, Inc. Attn: Kathie Wagner 4785 Hayes Road, Suite 201 Madison, WI 53704	Exempt	To support the projected expenses required to plan, execute, and evaluate the VSA arts of Wisconsin, Inc. programs.	None	$2,000
Wisconsin Academic Decathlon Attn: Molly Ritchie 524 Daisy Court Verona, WI 53593	Exempt	To sponsor the 2010 – 2011 competition season.	None	$1,000
Wisconsin Badger Camp Attn: Betsy Ralph P.O. Box 723 Platteville, WI 53818	Exempt	To support the Campership Program so that any child from Dane County may attend camp in 2010.	None	$2,000
Wisconsin Council of the Blind & Visually Impaired Attn: Loretta Himmelsbach 754 Williamson Street Madison, WI 53703	Exempt	To support the Low Vision Project.	None	$1,000
Wisconsin Foundation for School Music Attn: Dennis Graham 1005 Quinn Drive Waunakee, WI 53597	Exempt	To support the annual "Launchpad" competition.	None	$2,500
Wisconsin Law Alumni Association University of Wisconsin Law School 975 Bascom Mall Madison, WI 53706	Exempt	Discretionary distribution by the request of Tom Ragatz for the DCBA History Project.	None	$2,000

Wisconsin Special Olympics Attn: Gary Leibfried 2214 Talc Trail Madison, WI 53719	Exempt	Discretionary distribution by the request of David Reinecke for the 2011 Polar Plunge	None	$1,000
YMCA of Dane County, Inc. Attn: Joanna Marks 8001 Excelsior Dr., Ste. 200 Madison, WI 53717	Exempt	Discretionary distribution by the request of Tom Ragatz.	None	$1,000
YWCA Madison Attn: Eileen Mershart 101 East Mifflin Street, Suite 100 Madison, WI 53703	Exempt	To provide safe shelter to homeless families and permanent, affordable housing to single mothers with children and low-income single women.	None	$2,500

TOTAL GRANTS PAID: $185,700.