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# Change in Accounting Period

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 **AUG 1, 2011**, and ending **DEC 31, 2011**

|                                                                                                                                                                                                                                                                                                     |  |                                                                                                                                                                              |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>MARVIN &amp; BETTY BORMAN FOUNDATION</b>                                                                                                                                                                                                                                   |  | A Employer identification number<br><b>41-1506784</b>                                                                                                                        |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>3300 WELLS FARGO CENTER, 90 S 7TH ST.</b>                                                                                                                                                                    |  | B Telephone number<br><b>6126728233</b>                                                                                                                                      |
| City or town, state, and ZIP code<br><b>MINNEAPOLIS, MN 55402</b>                                                                                                                                                                                                                                   |  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                   |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16)<br>\$ <b>4,166,741.</b> (Part I, column (d) must be on cash basis)                                                                                                                                                |  | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |

| Part I Analysis of Revenue and Expenses<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) |                                                                                               | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                            | 1 Contributions, gifts, grants, etc., received                                                |                                    |                           | N/A                     |                                                             |
|                                                                                                                                                    | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch 8 |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                          | 3.                                 | 3.                        |                         | STATEMENT 1                                                 |
|                                                                                                                                                    | 4 Dividends and interest from securities                                                      | 29,278.                            | 29,278.                   |                         | STATEMENT 2                                                 |
|                                                                                                                                                    | 5a Gross rents                                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                    | b Net rental income or (loss)                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                                      | 37,815.                            |                           |                         |                                                             |
|                                                                                                                                                    | b Gross sales price for all assets on line 6a <b>47,423.</b>                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2)                                              |                                    | 37,815.                   |                         |                                                             |
|                                                                                                                                                    | 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)                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 11 Other income                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 12 Total. Add lines 1 through 11                                                              | 67,096.                            | 67,096.                   |                         |                                                             |
|                                                                                                                                                    | 13 Compensation of officers, directors, trustees, etc                                         | 0.                                 | 0.                        |                         | 0.                                                          |
|                                                                                                                                                    | 14 Other employee salaries and wages                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 15 Pension plans, employee benefits                                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 16a Legal fees STMT 3                                                                         | 1,700.                             | 850.                      |                         | 850.                                                        |
|                                                                                                                                                    | b Accounting fees                                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                    | c Other professional fees STMT 4                                                              | 5,646.                             | 5,646.                    |                         | 0.                                                          |
|                                                                                                                                                    | 17 Interest                                                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 18 Taxes                                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 19 Depreciation and depletion                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 20 Occupancy                                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 21 Travel, conferences, and meetings                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 22 Printing and publications                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 23 Other expenses STMT 5                                                                      | 20.                                | 0.                        |                         | 20.                                                         |
|                                                                                                                                                    | 24 Total operating and administrative expenses. Add lines 13 through 23                       | 7,366.                             | 6,496.                    |                         | 870.                                                        |
|                                                                                                                                                    | 25 Contributions, gifts, grants paid                                                          | 12,396.                            |                           |                         | 12,396.                                                     |
|                                                                                                                                                    | 26 Total expenses and disbursements. Add lines 24 and 25                                      | 19,762.                            | 6,496.                    |                         | 13,266.                                                     |
|                                                                                                                                                    | 27 Subtract line 26 from line 12:                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                    | a Excess of revenue over expenses and disbursements                                           | 47,334.                            |                           |                         |                                                             |
|                                                                                                                                                    | b Net investment income (if negative, enter -0-)                                              |                                    | 60,600.                   |                         |                                                             |
|                                                                                                                                                    | c Adjusted net income (if negative, enter -0-)                                                |                                    |                           | N/A                     |                                                             |

123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011)

| Part II Balance Sheets                            |                                                                                           | Attached schedules and amounts in the description column should be for end-of-year amounts only |                |                       |  |
|---------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|----------------|-----------------------|--|
|                                                   |                                                                                           | Beginning of year                                                                               | End of year    |                       |  |
|                                                   |                                                                                           | (a) Book Value                                                                                  | (b) Book Value | (c) Fair Market Value |  |
| Assets                                            | 1 Cash - non-interest-bearing                                                             | 24,792.                                                                                         | 10,677.        | 10,677.               |  |
|                                                   | 2 Savings and temporary cash investments                                                  | 35,226.                                                                                         | 14,498.        | 14,498.               |  |
|                                                   | 3 Accounts receivable ▶                                                                   |                                                                                                 |                |                       |  |
|                                                   | Less: allowance for doubtful accounts ▶                                                   |                                                                                                 |                |                       |  |
|                                                   | 4 Pledges receivable ▶                                                                    |                                                                                                 |                |                       |  |
|                                                   | Less: allowance for doubtful accounts ▶                                                   |                                                                                                 |                |                       |  |
|                                                   | 5 Grants receivable                                                                       |                                                                                                 |                |                       |  |
|                                                   | 6 Receivables due from officers, directors, trustees, and other disqualified persons      |                                                                                                 |                |                       |  |
|                                                   | 7 Other notes and loans receivable ▶                                                      |                                                                                                 |                |                       |  |
|                                                   | Less: allowance for doubtful accounts ▶                                                   |                                                                                                 |                |                       |  |
|                                                   | 8 Inventories for sale or use                                                             |                                                                                                 |                |                       |  |
|                                                   | 9 Prepaid expenses and deferred charges                                                   |                                                                                                 |                |                       |  |
|                                                   | 10a Investments - U.S. and state government obligations                                   |                                                                                                 |                |                       |  |
|                                                   | b Investments - corporate stock                                                           | 3,029,698.                                                                                      | 3,111,875.     | 4,141,566.            |  |
|                                                   | c Investments - corporate bonds                                                           |                                                                                                 |                |                       |  |
|                                                   |                                                                                           | 11 Investments - land, buildings, and equipment, basis ▶                                        |                |                       |  |
| Less: accumulated depreciation ▶                  |                                                                                           |                                                                                                 |                |                       |  |
| 12 Investments - mortgage loans                   |                                                                                           |                                                                                                 |                |                       |  |
| 13 Investments - other                            |                                                                                           |                                                                                                 |                |                       |  |
| 14 Land, buildings, and equipment, basis ▶        |                                                                                           |                                                                                                 |                |                       |  |
| Less: accumulated depreciation ▶                  |                                                                                           |                                                                                                 |                |                       |  |
| 15 Other assets (describe ▶)                      |                                                                                           |                                                                                                 |                |                       |  |
| 16 Total assets (to be completed by all filers)   |                                                                                           | 3,089,716.                                                                                      | 3,137,050.     | 4,166,741.            |  |
| 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                                                      |                                                                                                 |                |                       |  |
|                                                   | 22 Other liabilities (describe ▶)                                                         |                                                                                                 |                |                       |  |
| 23 Total liabilities (add lines 17 through 22)    | 0.                                                                                        | 0.                                                                                              |                |                       |  |
| Net Assets or Fund Balances                       | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>                   |                                                                                                 |                |                       |  |
|                                                   | 24 Unrestricted                                                                           |                                                                                                 |                |                       |  |
|                                                   | 25 Temporarily restricted                                                                 |                                                                                                 |                |                       |  |
|                                                   | 26 Permanently restricted                                                                 |                                                                                                 |                |                       |  |
|                                                   | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> |                                                                                                 |                |                       |  |
|                                                   | 27 Capital stock, trust principal, or current funds                                       | 0.                                                                                              | 0.             |                       |  |
|                                                   | 28 Paid-in or capital surplus, or land, bldg. and equipment fund                          | 0.                                                                                              | 0.             |                       |  |
|                                                   | 29 Retained earnings, accumulated income, endowment, or other funds                       | 3,089,716.                                                                                      | 3,137,050.     |                       |  |
| 30 Total net assets or fund balances              | 3,089,716.                                                                                | 3,137,050.                                                                                      |                |                       |  |
| 31 Total liabilities and net assets/fund balances | 3,089,716.                                                                                | 3,137,050.                                                                                      |                |                       |  |

## 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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 3,089,716. |
| 2 Enter amount from Part I, line 27a                                                                                                                            | 2 | 47,334.    |
| 3 Other increases not included in line 2 (itemize) ▶                                                                                                            | 3 | 0.         |
| 4 Add lines 1, 2, and 3                                                                                                                                         | 4 | 3,137,050. |
| 5 Decreases not included in line 2 (itemize) ▶                                                                                                                  | 5 | 0.         |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30                                                         | 6 | 3,137,050. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                 |                                                  |                                      |                                  |
| b SEE ATTACHED STATEMENT                                                                                                           |                                                  |                                      |                                  |
| c                                                                                                                                  |                                                  |                                      |                                  |
| d                                                                                                                                  |                                                  |                                      |                                  |
| e                                                                                                                                  |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     |                                            |                                                 |                                              |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e 47,423.             |                                            | 9,608.                                          | 37,815.                                      |

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<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 |                                                                                                 |
| b                         |                                      |                                                 |                                                                                                 |
| c                         |                                      |                                                 |                                                                                                 |
| d                         |                                      |                                                 |                                                                                                 |
| e                         |                                      |                                                 | 37,815.                                                                                         |

|                                                                                                                                                                                 |                                                                                     |   |         |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|---------|
| 2 Capital gain net income or (net capital loss)                                                                                                                                 | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 37,815. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 | { }                                                                                 | 3 | N/A     |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

| (a)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2010                                                                 | 163,128.                                 | 3,982,375.                                   | .040962                                                     |
| 2009                                                                 | 167,428.                                 | 3,152,007.                                   | .053118                                                     |
| 2008                                                                 | 202,018.                                 | 2,563,997.                                   | .078790                                                     |
| 2007                                                                 | 170,780.                                 | 3,583,623.                                   | .047656                                                     |
| 2006                                                                 | 224,394.                                 | 3,661,004.                                   | .061293                                                     |

|                                                                                                                                                                                |   |            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 Total of line 1, column (d)                                                                                                                                                  | 2 | .281819    |
| 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 | .056364    |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5                                                                                                 | 4 | 3,959,860. |
| 5 Multiply line 4 by line 3                                                                                                                                                    | 5 | 223,194.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | 6 | 606.       |
| 7 Add lines 5 and 6                                                                                                                                                            | 7 | 223,800.   |
| 8 Enter qualifying distributions from Part XII, line 4                                                                                                                         | 8 | 13,266.    |

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

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

|    |                                                                                                                                                                                                                                    |    |        |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | 1  | 1,212. |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b                                                                                    | 2  | 0.     |
| c  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                           | 3  | 1,212. |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                          | 4  | 0.     |
| 3  | Add lines 1 and 2                                                                                                                                                                                                                  | 5  | 1,212. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                        | 6a |        |
| 5  | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                            | 6b |        |
| 6  | Credits/Payments:                                                                                                                                                                                                                  | 6c |        |
| a  | 2011 estimated tax payments and 2010 overpayment credited to 2011                                                                                                                                                                  | 6d |        |
| b  | Exempt foreign organizations - tax withheld at source                                                                                                                                                                              | 7  | 0.     |
| c  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                | 8  | 16.    |
| d  | Backup withholding erroneously withheld                                                                                                                                                                                            | 9  | 1,228. |
| 7  | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                | 10 |        |
| 8  | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                                  | 11 |        |
| 9  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                      |    |        |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                          |    |        |
| 11 | Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>                                                                                                       |    |        |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                            | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?                                                                                                                                                                    |     | X  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. |     | X  |
| 1c Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                                    |     | X  |
| 2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.                                                                                                                                                                     |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.                                                                                                                                                                                               |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities                                                                                                                                                                             |     | X  |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes                                                                                                               | X   |    |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                             |     | X  |
| b If "Yes," has it filed a tax return on Form 990-T for this year?                                                                                                                                                                                                                                                                         |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                       |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?       | X   |    |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year?<br>If "Yes," complete Part II, col. (c), and Part XV                                                                                                                                                                                                     | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MN</u>                                                                                                                                                                                                                            |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation                                                                                                                              | X   |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV                                                                                     |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                      |     | X  |

N/A

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

|    |                                                                                                                                                                                                                                                                                                                                   |    |     |    |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)                                                                                                                                           | 11 |     | X  |
| 12 | Did the foundation 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?<br>Website address ► N/A                                                                                                                                                                                      | 13 | X   |    |
| 14 | The books are in care of ► MARVIN BORMAN<br>Located at ► 3300 WELLS FARGO CENTER, MINNEAPOLIS, MN<br>Telephone no. ► 612-672-8200<br>ZIP+4 ► 55402                                                                                                                                                                                |    |     |    |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here<br>and enter the amount of tax-exempt interest received or accrued during the year                                                                                                                                            | 15 | N/A |    |
| 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | 16 | Yes | No |
|    |                                                                                                                                                                                                                                                                                                                                   |    |     | X  |

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Yes                                                                 | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|----|
| 1a During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                     |    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                       | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                             | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?                                                                                                                                                                                                                                                                                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)                                                                                                                                                                                                                                                  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                                     | N/A                                                                 |    |
| 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?                                                                                                                                                                                                                                                                                                        | 1b                                                                  |    |
| 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)):                                                                                                                                                                                                                                                                                                                 | 1c                                                                  | X  |
| 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?<br>If "Yes," list the years ►                                                                                                                                                                                                                                                                                                                | 2a                                                                  |    |
| 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                                                                  |    |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here<br>►                                                                                                                                                                                                                                                                                                                                                                           | N/A                                                                 |    |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?                                                                                                                                                                                                                                                                                                                                                                    | 3a                                                                  |    |
| 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  |

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

| (a) Name and address                                                             | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| MARVIN BORMAN<br>3300 WELLS FARGO CENTER, 90 S 7TH S<br>MINNEAPOLIS, MN 55402    | PRES/TREAS<br>1.00                                        | 0.                                        | 0.                                                                    | 0.                                    |
| ELIZABETH BORMAN<br>3300 WELLS FARGO CENTER, 90 S 7TH S<br>MINNEAPOLIS, MN 55402 | V PRES/SEC<br>1.00                                        | 0.                                        | 0.                                                                    | 0.                                    |
|                                                                                  |                                                           |                                           |                                                                       |                                       |
|                                                                                  |                                                           |                                           |                                                                       |                                       |
|                                                                                  |                                                           |                                           |                                                                       |                                       |
|                                                                                  |                                                           |                                           |                                                                       |                                       |

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

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

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

0

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**Part 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 | 3,991,869. |
| b | Average of monthly cash balances                                                                            | 1b | 28,293.    |
| c | Fair market value of all other assets                                                                       | 1c |            |
| d | Total (add lines 1a, b, and c)                                                                              | 1d | 4,020,162. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | 1e | 0.         |
| 2 | Acquisition indebtedness applicable to line 1 assets                                                        | 2  | 0.         |
| 3 | Subtract line 2 from line 1d                                                                                | 3  | 4,020,162. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 60,302.    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 3,959,860. |
| 6 | Minimum investment return. Enter 5% of line 5 <b>ADJUSTED FOR SHORT TAX PERIOD</b>                          | 6  | 82,995.    |

**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  | 82,995. |
| 2a | Tax on investment income for 2011 from Part VI, line 5                                             | 2a | 1,212.  |
| b  | Income tax for 2011. (This does not include the tax from Part VI.)                                 | 2b |         |
| c  | Add lines 2a and 2b                                                                                | 2c | 1,212.  |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 81,783. |
| 4  | Recoveries of amounts treated as qualifying distributions                                          | 4  | 0.      |
| 5  | Add lines 3 and 4                                                                                  | 5  | 81,783. |
| 6  | Deduction from distributable amount (see instructions)                                             | 6  | 0.      |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 81,783. |

**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 | 13,266. |
| b | Program-related investments - total from Part IX-B                                                                                | 1b | 0.      |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | 2  |         |
| 3 | Amounts set aside for specific charitable projects that satisfy the                                                               |    |         |
| a | Suitability test (prior IRS approval required)                                                                                    | 3a |         |
| b | Cash distribution test (attach the required schedule)                                                                             | 3b |         |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                        | 4  | 13,266. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5  | 0.      |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                    | 6  | 13,266. |

**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.

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**Part XIII** Undistributed Income (see instructions)

|                                                                                                                                                                            | (a)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7                                                                                                                       |               |                            |             | 81,783.     |
| 2 Undistributed income, if any, as of the end of 2011                                                                                                                      |               |                            | 0.          |             |
| a Enter amount for 2010 only                                                                                                                                               |               |                            |             |             |
| b Total for prior years                                                                                                                                                    |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2011:                                                                                                                         |               |                            |             |             |
| a From 2006                                                                                                                                                                |               |                            |             |             |
| b From 2007                                                                                                                                                                |               |                            |             |             |
| c From 2008                                                                                                                                                                | 30,369.       |                            |             |             |
| d From 2009                                                                                                                                                                | 15,778.       |                            |             |             |
| e From 2010                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 46,147.       |                            |             |             |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$                                                                                                            | 13,266.       |                            |             |             |
| a Applied to 2010, but not more than line 2a                                                                                                                               |               |                            | 0.          |             |
| b Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| d Applied to 2011 distributable amount                                                                                                                                     |               |                            |             | 13,266.     |
| e Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))                                         | 46,147.       |                            |             | 46,147.     |
| 6 Enter the net total of each column as indicated below:                                                                                                                   | 0.            |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                        |               |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b                                                                                                         |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions                                                                                                         |               | 0.                         |             |             |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr                                                                                 |               |                            | 0.          |             |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012                                                              |               |                            |             | 22,370.     |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)                                                     | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7                                                                                                 | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a                                                                                              | 0.            |                            |             |             |
| 10 Analysis of line 9.                                                                                                                                                     |               |                            |             |             |
| a Excess from 2007                                                                                                                                                         |               |                            |             |             |
| b Excess from 2008                                                                                                                                                         |               |                            |             |             |
| c Excess from 2009                                                                                                                                                         |               |                            |             |             |
| d Excess from 2010                                                                                                                                                         |               |                            |             |             |
| e Excess from 2011                                                                                                                                                         |               |                            |             |             |

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**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

- 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).)

SEE STATEMENT 7

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:

**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<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| <b>a</b> Paid during the year                    |                                                                                                                    |                                      |                                     |         |
| SEE ATTACHED LIST                                | NONE                                                                                                               | PUBLIC                               | SEE ATTACHED LIST                   | 12,396. |
|                                                  |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3a</b>                           | 12,396. |
| <b>b</b> Approved for future payment             |                                                                                                                    |                                      |                                     |         |
| NONE                                             |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
|                                                  |                                                                                                                    |                                      |                                     |         |
| <b>Total</b>                                     |                                                                                                                    |                                      | <b>3b</b>                           | 0.      |



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

- |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                   |                  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------|
| <p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | <p><b>Yes</b></p> | <p><b>No</b></p> |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                   |                  |
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|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                   |                  |

[illegible]

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

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A                      |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

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.

**Sign Here**







Signature of officer or trustee
Date
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes
 ☐ No

|                              |                                                                            |                                                                                     |         |                                                 |           |
|------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------|-------------------------------------------------|-----------|
| Paid<br>Preparer<br>Use Only | Print/Type preparer's name                                                 | Preparer's signature                                                                | Date    | Check <input type="checkbox"/> if self-employed | PTIN      |
|                              | DAVID R. LEVI                                                              |  | 5/11/12 |                                                 | P00130433 |
|                              | Firm's name ▶ CBIZ MHM, LLC                                                |                                                                                     |         | Firm's EIN ▶ 34-1873282                         |           |
|                              | Firm's address ▶ 222 SOUTH 9TH STREET, SUITE 1000<br>MINNEAPOLIS, MN 55402 |                                                                                     |         | Phone no. 612-339-7811                          |           |

Marvin & Betty Borman Foundation

Contributions

Short Year Ended December 31, 2011

|    | Organization<br>(Name and Address)                                                                                             | Date     | Purpose                               | Amount     | Subtotal   |
|----|--------------------------------------------------------------------------------------------------------------------------------|----------|---------------------------------------|------------|------------|
| 1  | Camden's Concert, 6328 Timber Trail, Edina,<br>MN 55439                                                                        | 08/13/11 | Gift                                  | \$75.00    | \$75.00    |
| 2  | Foundation Fighting Blindness, 7168 Columbia<br>Gateway Drive, Suite 100, Columbia, MD<br>21046                                | 09/23/11 | Vision Walk                           | \$50.00    | \$125.00   |
| 3  | Greater Minneapolis Crisis Nursery, 5400<br>Glenwood Avenue, Golden Valley, MN<br>55422-9881                                   | 10/26/11 | Gift                                  | \$100.00   | \$225.00   |
| 4  | Greater Twin Cities United Way, 404 South<br>Eighth Street, Minneapolis, MN 55404-1084                                         | 11/11/11 | Contribution                          | \$2,500.00 | \$2,725.00 |
| 5  | Harvard Law School Fund, 125 Mount Auburn<br>Street, Cambridge, MA 02138                                                       | 11/11/11 | Annual Fund                           | \$1,000.00 | \$3,725.00 |
| 6  | JCRC, 12 North 12th Street, Suite 480,<br>Minneapolis, MN 55403                                                                | 11/17/11 | Contribution                          | \$200.00   | \$3,925.00 |
| 7  | Jewish Family & Children's Service, 13100<br>Wayzata Boulevard, Suite 400, Membership<br>Department, Minnetonka, MN 55305-1842 | 09/11/11 | Bobby & Elliot Cohen Celebrations     | \$75.00    | \$4,000.00 |
| 8  | Jewish Family & Children's Service, 13100<br>Wayzata Boulevard, Suite 400, Membership<br>Department, Minnetonka, MN 55305-1842 | 10/26/11 | JFCS 23rd Annual Benefit Contribution | \$100.00   | \$4,100.00 |
| 9  | Mentoring Partnership of Minnesota, 81 South<br>9th Street, Suite 200, Minneapolis, MN 55402                                   | 10/10/11 | Gift                                  | \$200.00   | \$4,300.00 |
| 10 | Minneapolis Community & Technical College,<br>1501 Hennepin Avenue, Minneapolis, MN<br>55403-9810                              | 10/26/11 | Scholarship Fund                      | \$1,000.00 | \$5,300.00 |

|    |                                                                                                                             |          |                                                   |            |            |
|----|-----------------------------------------------------------------------------------------------------------------------------|----------|---------------------------------------------------|------------|------------|
| 12 | Pan-Mass Challenge - c/o Steven Singer, 44 York Street, Lexington, MA 02420                                                 | 08/09/11 | Gift to the Dana-Farber Cancer Institute          | \$100.00   | \$5,400.00 |
| 13 | Second Harvest Heartland, P.O. Box 64501, St. Paul, MN 55164-0051                                                           | 10/26/11 | Gift                                              | \$100.00   | \$5,500.00 |
| 14 | Shalom Community Alliance, Attn: Donations Coordinator, 3620 Phillips Parkway, St. Louis Park, MN 55426-3700                | 10/26/11 | Contribution                                      | \$200.00   | \$5,700.00 |
| 15 | Southern Poverty Law Center, 400 Washington Avenue, P.O. 548, Montgomery, AL 36177-9621                                     | 10/10/11 | Membership/Contribution                           | \$50.00    | \$5,750.00 |
| 16 | Temple Israel, 2324 Emerson Avenue So., Minneapolis, MN 55405                                                               | 08/29/11 | Sheila & Hy Paisner 60th Anniversary              | \$100.00   | \$5,850.00 |
| 17 | Temple Israel, 2324 Emerson Avenue So., Minneapolis, MN 55405                                                               | 10/07/11 | With Deepest Sympathy Howard Weisskopf Family     | \$100.00   | \$5,950.00 |
| 18 | Temple Israel, 2324 Emerson Avenue So., Minneapolis, MN 55405                                                               | 10/11/11 | Installation of Rabbi Gertman                     | \$50.00    | \$6,000.00 |
| 19 | The Fund for the Legal Aid Society, 430 First Avenue North, Suite 300, Minneapolis, MN 55401-1780                           | 10/14/11 | 2011 Gift to Fund                                 | \$220.00   | \$6,220.00 |
| 20 | The National World War II Museum, P.O. Box 97336, Washington, D.C. 20090-7336                                               | 10/17/11 | Charter Member Honor Roll                         | \$25.00    | \$6,245.00 |
| 21 | Union Gospel Mission, P.O. Box 64389, St. Paul, MN 55164-9748                                                               | 10/26/11 | Gift                                              | \$100.00   | \$6,345.00 |
| 22 | United States Holocaust Memorial Museum PO Box 7022 Albert Lea, MN 56007-8022                                               | 10/05/11 | Gift                                              | \$100.00   | \$6,445.00 |
| 23 | University of Minnesota Foundation, McNamara Alumni Center, 200 Oak Street Southeast, Suite 500, Minneapolis, MN 55455-2010 | 11/11/11 | Marvin and Betty Borman Football Scholarship Fund | \$2,000.00 | \$8,445.00 |

|    |                                                                                                                                       |          |                                                                |            |             |
|----|---------------------------------------------------------------------------------------------------------------------------------------|----------|----------------------------------------------------------------|------------|-------------|
| 24 | University of Minnesota Foundation,<br>McNamara Alumni Center, 200 Oak Street<br>Southeast, Suite 500, Minneapolis, MN 55455-<br>2010 | 11/11/11 | Betty Borman Freshman Four Year Merit<br>Scholarship           | \$2,000.00 | \$10,445.00 |
| 25 | Walker Art Center<br>1750 Hennepin Ave.<br>Minneapolis, MN 55403                                                                      | 10/06/11 | Membership Renewal (\$2,000.00 with<br>\$49.00 non-deductible) | \$1,951.00 | \$12,396.00 |

**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,<br>2-story brick warehouse; or common stock, 200 shs. MLC Co. |                         | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                   | 91 EXXON MOBIL CORP     | P                                                | 09/23/03                             | 08/04/11                         |
| b                                                                                                                                    | 40 BAKER HUGHES INC     | P                                                | 01/22/98                             | 08/04/11                         |
| c                                                                                                                                    | 100 EXXON MOBIL CORP    | P                                                | 09/23/03                             | 08/10/11                         |
| d                                                                                                                                    | 100 TJX COS INC         | P                                                | 12/31/99                             | 08/24/11                         |
| e                                                                                                                                    | 700 ADOBE SYS INC       | P                                                | 10/13/97                             | 08/24/11                         |
| f                                                                                                                                    | 100 ADOBE SYS INC       | P                                                | 10/14/97                             | 08/24/11                         |
| g                                                                                                                                    | CAPITAL GAINS DIVIDENDS |                                                  |                                      |                                  |
| h                                                                                                                                    |                         |                                                  |                                      |                                  |
| i                                                                                                                                    |                         |                                                  |                                      |                                  |
| j                                                                                                                                    |                         |                                                  |                                      |                                  |
| k                                                                                                                                    |                         |                                                  |                                      |                                  |
| l                                                                                                                                    |                         |                                                  |                                      |                                  |
| m                                                                                                                                    |                         |                                                  |                                      |                                  |
| n                                                                                                                                    |                         |                                                  |                                      |                                  |
| o                                                                                                                                    |                         |                                                  |                                      |                                  |

| (e) Gross sales price |         | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|---------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     | 6,783.  |                                            | 1,287.                                          | 5,496.                                       |
| b                     | 2,706.  |                                            | 738.                                            | 1,968.                                       |
| c                     | 6,944.  |                                            | 1,415.                                          | 5,529.                                       |
| d                     | 5,465.  |                                            | 1,003.                                          | 4,462.                                       |
| e                     | 16,528. |                                            | 4,508.                                          | 12,020.                                      |
| f                     | 2,361.  |                                            | 657.                                            | 1,704.                                       |
| g                     | 6,636.  |                                            |                                                 | 6,636.                                       |
| h                     |         |                                            |                                                 |                                              |
| i                     |         |                                            |                                                 |                                              |
| j                     |         |                                            |                                                 |                                              |
| k                     |         |                                            |                                                 |                                              |
| l                     |         |                                            |                                                 |                                              |
| m                     |         |                                            |                                                 |                                              |
| n                     |         |                                            |                                                 |                                              |
| o                     |         |                                            |                                                 |                                              |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Losses (from col. (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|---------------------------|--------------------------------------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| a                         |                                      |                                                 | 5,496.                                                                                                  |
| b                         |                                      |                                                 | 1,968.                                                                                                  |
| c                         |                                      |                                                 | 5,529.                                                                                                  |
| d                         |                                      |                                                 | 4,462.                                                                                                  |
| e                         |                                      |                                                 | 12,020.                                                                                                 |
| f                         |                                      |                                                 | 1,704.                                                                                                  |
| g                         |                                      |                                                 | 6,636.                                                                                                  |
| h                         |                                      |                                                 |                                                                                                         |
| i                         |                                      |                                                 |                                                                                                         |
| j                         |                                      |                                                 |                                                                                                         |
| k                         |                                      |                                                 |                                                                                                         |
| l                         |                                      |                                                 |                                                                                                         |
| m                         |                                      |                                                 |                                                                                                         |
| n                         |                                      |                                                 |                                                                                                         |
| o                         |                                      |                                                 |                                                                                                         |

|   |                                                                                                                                                                                  |   |         |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|---------|
| 2 | Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter "-0-" in Part I, line 7 }                                              | 2 | 37,815. |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A     |



00001413 01 AV 0 340 05001413 Envelope 021122331

MARVIN BETTY BORMAN FNDTN  
3300 WELLS FARGO CENTER  
90 SOUTH 7TH STREET  
MINNEAPOLIS MN 55402-3903

## DISCIPLINED GROWTH INVESTORS

FIFTH STREET TOWERS  
150 SOUTH FIFTH STREET  
SUITE 2550  
MINNEAPOLIS MN 55402  
Phone: (612)317-4100

**Brokerage 633-599018** MARVIN BETTY BORMAN FNDTN

| Account Summary             |                |
|-----------------------------|----------------|
| Beginning value as of Dec 1 | \$2,605,749.51 |
| Change in investment value  | 21,194.92      |
| Ending value as of Dec 31   | \$2,626,944.43 |

| Income Summary    |             |              |
|-------------------|-------------|--------------|
| Taxable           | This Period | Year to Date |
| Dividends         | \$7,088.40  | \$27,916.73  |
| Interest          | 0.08        | 6.53         |
| Return of capital | 0.00        | 503.62       |
| Total             | \$7,088.48  | \$28,426.88  |

| Realized Gain/Loss from Sales                                                          |             |              |
|----------------------------------------------------------------------------------------|-------------|--------------|
| Long-term gain                                                                         | This Period | Year to Date |
|                                                                                        | \$0.00      | \$31,180.10  |
| <i>This may not reflect all of your gains/losses because of incomplete cost basis.</i> |             |              |

Your Advisor is an independent organization and is not affiliated with Fidelity Investments. Brokerage services provided by Fidelity Brokerage Services LLC, Member NYSE, SIPC 800-544-6666. Brokerage Accounts earned with National Financial Services LLC, Member NYSE, SIPC

| <b>Holdings</b> (Symbol) as of December 31, 2011 |                               |                                     |                          |                                  |                                             |
|--------------------------------------------------|-------------------------------|-------------------------------------|--------------------------|----------------------------------|---------------------------------------------|
|                                                  | Quantity<br>December 31, 2011 | Price per Unit<br>December 31, 2011 | Total Cost Basis         | Total Value<br>December 31, 2011 | Unrealized Gain (Loss)<br>December 31, 2011 |
| <b>Stocks 99% of holdings</b>                    |                               |                                     |                          |                                  |                                             |
| SEAGATE TECHNOLOGY PLC COM USD0.000001           |                               |                                     |                          |                                  |                                             |
| (STX)                                            | 3,247,000                     | \$16.400                            | \$54,406.53 <sup>r</sup> | \$55,523.70                      | -\$1,155.73                                 |
| GARMIN LTD COM CHF10.00 (GRMN)                   | 1,500,000                     | 39.810                              | 49,114.05 <sup>r</sup>   | 54,885.00                        | 10,600.95                                   |
| NOBLE CORPORATION (SWITZERLAND) COM              | 850,000                       | 30.220                              | 17,881.88 <sup>r</sup>   | 29,350.50                        | 7,805.12                                    |
| CHF3.54 (NE)                                     |                               |                                     |                          | 25,687.00                        |                                             |



A 44,153.43 Fidelity cost basis  
 (903.50) ROC from 1099  
 43,249.93 Actual cost basis

## Investment Report

December 1, 2011 - December 31, 2011

| Brokerage 633-599018                      |                   | MARVIN BETTY BORMAN FNDTN |                   |                   |                        |
|-------------------------------------------|-------------------|---------------------------|-------------------|-------------------|------------------------|
| Holdings (Symbol) as of December 31, 2011 | Quantity          | Price per Unit            | Total Cost Basis  | Total Value       | Unrealized Gain (Loss) |
|                                           | December 31, 2011 | December 31, 2011         | December 31, 2011 | December 31, 2011 | December 31, 2011      |
| ROYAL CARIBBEAN CRUISES COM STK           | 1,700.000         | 24.770                    | 22,047.22f        | 47,107.00         | 20,061.78              |
| USD0.01 (RCL)                             |                   |                           |                   |                   |                        |
| ADOBE SYS INC (ADBE)                      | 900.000           | 28.270                    | 7,490.82f         | 25,443.00         | 17,952.18              |
| ADVANCED MICRO DEVICES INC (AMD)          | 4,300.000         | 5.400                     | 57,974.97f        | 23,220.00         | -34,754.97             |
| AKAMAI TECH (AKAM)                        | 2,100.000         | 32.280                    | 46,219.72f        | 67,788.00         | 21,568.28              |
| APPLE INC (AAPL)                          | 150.000           | 405.000                   | 1,321.22f         | 60,750.00         | 59,428.78              |
| ARM HOLDINGS PLC ADS EACH REP 3 ORD       | 3,575.000         | 27.670                    | 19,010.18f        | 98,920.25         | 79,910.07              |
| GBP0.0005 (ARMH)                          |                   |                           |                   |                   |                        |
| AUTODESK INC (ADSK)                       | 2,400.000         | 30.330                    | 60,167.94f        | 72,792.00         | 12,624.06              |
| AVIAT NETWORKS INC COM (AVNW)             | 3,000.000         | 1.830                     | 44,581.92f        | 5,490.00          | -39,091.92             |
| BAKER HUGHES INC (BHI)                    | 400.000           | 48.640                    | 7,389.33f         | 19,456.00         | 12,066.67              |
| BRADY CORP CL A (BRC)                     | 800.000           | 31.570                    | 25,880.47         | 25,256.00         | -624.47                |
| CABELAS INC (CAB)                         | 2,000.000         | 25.420                    | 43,678.88f        | 50,840.00         | 7,161.12               |
| CHEESECAKE FACTORY INC (CAKE)             | 1,200.000         | 29.350                    | 29,763.40f        | 35,220.00         | 5,456.60               |
| CORPORATE EXECUTIVE BRO CO (EXBD)         | 1,200.000         | 38.100                    | 42,350.12f        | 45,720.00         | 3,369.88               |
| DOLBY LABORATORIES INC CL A (DLB)         | 950.000           | 30.510                    | 40,686.14         | 28,984.50         | -11,701.64             |
| DREAMWORKS ANIMATION SKG INC CL A (DWA)   | 1,500.000         | 16.595                    | 39,940.91f        | 24,892.50         | -15,048.41             |
| E TRADE FINL CORP COM NEW (ETFC)          | 1,730.000         | 7.960                     | 50,458.00f        | 13,770.80         | -36,687.20             |
| EATON CORP (ETN)                          | 2,200.000         | 43.530                    | 39,058.88f        | 95,766.00         | 56,707.32              |
| EDWARDS LIFESCIENCES CORP (EW)            | 1,800.000         | 70.700                    | 26,175.61f        | 127,260.00        | 101,084.39             |
| ETHAN ALLEN INTERIOR INC (ETH)            | 2,850.000         | 23.710                    | 62,172.89f        | 67,573.50         | 5,400.61               |
| EXXON MOBIL CORP (XOM)                    | 200.000           | 84.760                    | 2,832.98f         | 16,952.00         | 14,119.02              |
| FACTSET RESEARCH SYS INC (FDS)            | 850.000           | 87.280                    | 41,165.73f        | 74,188.00         | 33,022.27              |
| GENTEX CORP (GNTX)                        | 1,300.000         | 29.590                    | 11,178.37f        | 38,467.00         | 27,288.63              |
| INTUITIVE SURGICAL INC COM NEW (ISRG)     | 100.000           | 463.010                   | 9,150.53f         | 46,301.00         | 37,150.47              |
| INTUIT INC (INTU)                         | 3,400.000         | 52.590                    | 20,711.53f        | 178,806.00        | 158,094.47             |
| JANUS CAP GROUP INC (JNS)                 | 3,700.000         | 6.310                     | 48,328.29f        | 23,347.00         | -25,981.29             |
| JETBLUE AWYS CORP (JBLU)                  | 2,000.000         | 5.200                     | 21,532.39f        | 10,400.00         | -11,132.39             |
| LANDSTAR SYSTEMS INC (LSTR)               | 1,300.000         | 47.920                    | 52,133.38f        | 62,296.00         | 10,162.62              |
| LIMITED BRANDS INC (LTD)                  | 2,200.000         | 40.350                    | 29,751.26f        | 88,770.00         | 59,018.74              |
| LINCOLN NATIONAL CORP IND (LNC)           | 1,131.000         | 19.420                    | 37,791.62f        | 21,964.02         | -15,827.60             |
| MICROCHIP TECH INC (MCHP)                 | 1,300.000         | 36.630                    | 44,153.43 A       | 47,619.00         | 3,465.57               |
| MIDDLEBY CORP (MIDD)                      | 800.000           | 94.040                    | 38,985.54f        | 75,232.00         | 36,246.46              |
| NUTRI SYS INC NEW COM (NTRI)              | 1,000.000         | 12.930                    | 35,552.26f        | 12,930.00         | -22,622.26             |





## Investment Report

December 1, 2011 - December 31, 2011

### Brokerage 633-599018 MARVIN BETTY BORMAN FNDTN

| Holdings (Symbol) as of December 31, 2011     | Quantity<br>December 31, 2011 | Price per Unit<br>December 31, 2011 | Total Cost Basis<br>December 1, 2011 | Total Value<br>December 31, 2011 | Unrealized Gain (Loss)<br>December 31, 2011 |
|-----------------------------------------------|-------------------------------|-------------------------------------|--------------------------------------|----------------------------------|---------------------------------------------|
| OPEN TEXT CO COM STK NPV                      | 1,900,000                     | 51.140                              | 40,790.24                            | 108,338.00                       | 56,375.76                                   |
| ISIN #CA6837151068 SEDOL #2260824<br>(OTEX)   |                               |                                     |                                      |                                  |                                             |
| PAYCHEX INC (PAYX)                            | 800,000                       | 30.110                              | 22,050.11                            | 23,288.00                        | 2,037.89                                    |
| PLANTRONICS INC NEW (PLT)                     | 1,400,000                     | 35.640                              | 32,138.89                            | 48,244.00                        | 17,757.11                                   |
| PLEXUS CORP (PLXS)                            | 3,500,000                     | 27.380                              | 73,156.68                            | 95,025.00                        | 22,673.32                                   |
| RALPH LAUREN CORP COM USD0 01 CLASS A<br>(RL) | 400,000                       | 138.080                             | 21,537.51                            | 56,744.00                        | 33,694.49                                   |
| SELECT COMFORT CORP (SCSS)                    | 2,075,000                     | 21.690                              | 28,310.61                            | 38,449.75                        | 16,696.14                                   |
| TJX COMPANIES INC (TJX)                       | 2,900,000                     | 64.550                              | 26,340.42                            | 178,930.00                       | 160,854.58                                  |
| TW TELECOM INC COM (TWTC)                     | 2,200,000                     | 19.380                              | 40,346.67                            | 41,338.00                        | 2,289.33                                    |
| TEXAS INSTRUMENTS INC (TXN)                   | 1,000,000                     | 29.110                              | 13,403.87                            | 30,100.00                        | 15,706.13                                   |
| TRIMBLE NAV LTD (TRMB)                        | 1,900,000                     | 43.400                              | 38,614.88                            | 81,852.00                        | 43,845.12                                   |
| VARIAN MEDICAL SYS INC (VAR)                  | 700,000                       | 67.130                              | 29,248.63                            | 43,561.00                        | 17,742.37                                   |
| VIASAT INC (VSAT)                             | 650,000                       | 46.120                              | 22,510.55                            | 30,758.00                        | 7,467.45                                    |
| YAHOO INC (YHOO)                              | 3,700,000                     | 16.130                              | 23,468.25                            | 58,127.00                        | 36,212.75                                   |
| <b>Subtotal of Stocks</b>                     |                               |                                     | <b>1,593,955.50</b><br>(903 50) ROC  | <b>2,612,446.12</b>              | <b>1,018,490.62</b>                         |
| <b>Core Account 1% of holdings</b>            |                               |                                     | <b>1,593,052</b> Total Cost Basis    |                                  |                                             |
| CASH                                          | 14,498.310                    | 1.000                               | not applicable                       | 14,498.31                        | not applicable                              |
| <b>Subtotal of Core Account</b>               |                               |                                     |                                      | <b>14,498.31</b>                 |                                             |

### Total

All positions held in cash account unless indicated otherwise.

t - Third-party provided

Cost Basis - the original amount paid for a security, including the amount of reinvested dividends and capital gains, plus or minus certain adjustments. See last page of statement for details. Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable.

### Transaction Details

(for holdings with activity this period)

0001

111230 0001 021122331

04 18 000

Page 3 of 7

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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| SOURCE                                         | AMOUNT |
|------------------------------------------------|--------|
| TRADITION                                      | 3.     |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 3.     |

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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| SOURCE                           | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| FIDELITY                         | 14,859.      | 0.                         | 14,859.              |
| SIT INVESTMENTS                  | 21,055.      | 6,636.                     | 14,419.              |
| TOTAL TO FM 990-PF, PART I, LN 4 | 35,914.      | 6,636.                     | 29,278.              |

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FORM 990-PF LEGAL FEES STATEMENT 3

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| DESCRIPTION                      | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| MASLON EDELMAN BORMAN &<br>BRAND | 1,700.                       | 850.                              |                               | 850.                          |
| TO FM 990-PF, PG 1, LN 16A       | 1,700.                       | 850.                              |                               | 850.                          |

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FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

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| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT MANAGEMENT FEES   | 5,646.                       | 5,646.                            |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16C | 5,646.                       | 5,646.                            |                               | 0.                            |

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| FORM 990-PF                 | OTHER EXPENSES               |                                   |                               | STATEMENT                     | 5 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| MISCELLANEOUS EXPENSE       | 20.                          | 0.                                |                               | 20.                           |   |
| TO FORM 990-PF, PG 1, LN 23 | 20.                          | 0.                                |                               | 20.                           |   |

| FORM 990-PF                             | CORPORATE STOCK |                      | STATEMENT | 6 |
|-----------------------------------------|-----------------|----------------------|-----------|---|
| DESCRIPTION                             | BOOK VALUE      | FAIR MARKET<br>VALUE |           |   |
| FIDELITY - SEE ATTACHED                 | 1,593,052.      | 2,612,446.           |           |   |
| SIT US GOVT SECURITIES FUND             | 609,811.        | 610,257.             |           |   |
| SIT DIVIDEND GROWTH FUND CL I           | 909,012.        | 918,863.             |           |   |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 3,111,875.      | 4,141,566.           |           |   |

| FORM 990-PF | PART XV - LINE 1A<br>LIST OF FOUNDATION MANAGERS | STATEMENT | 7 |
|-------------|--------------------------------------------------|-----------|---|
|-------------|--------------------------------------------------|-----------|---|

## NAME OF MANAGER

MARVIN BORMAN  
ELIZABETH BORMAN

MINUTES OF SPECIAL MEETING  
OF BOARD OF DIRECTORS OF THE  
MARVIN AND BETTY BORMAN FOUNDATION  
-oOo-

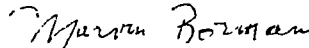
A special meeting of the board of directors of the MARVIN AND BETTY BORMAN FOUNDATION was held at the office of the corporation in Minneapolis, Minnesota, on July 25, 2011, pursuant to waiver of notice signed by all of the directors, reading as follows:

WAIVER OF NOTICE

We, the undersigned, being all of the directors of the MARVIN AND BETTY BORMAN FOUNDATION, do hereby waive notice of the time, place, and purpose of a special meeting of the board of directors of said corporation and do fix the 25<sup>th</sup> day of July, 2011, at ten o'clock a.m., as the time, and the office of the corporation in Minneapolis, Minnesota, as the place of said meeting, the purpose thereof being:

1. To adopt a new calendar year for the Foundation;

Dated July 25, 2011

  
Marvin Borman

  
Elizabeth S. Borman

DIRECTORS

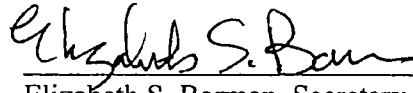
Both of the directors attended the meeting.

Marvin Borman, president of the corporation, presided at the meeting; Elizabeth S. Borman, secretary, made a record of the business transacted thereat.

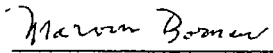
The chairman then stated that the directors of the Marvin and Betty Borman Foundation, having determined that it would in the best interests of the corporation to change its fiscal year to a calendar year, hereby unanimously adopt the following resolution:

RESOLVED: That the fiscal year end of the corporation may be and is hereby changed from July 31<sup>st</sup> to a calendar year end of December 31<sup>st</sup> of each year.

There being no further business to come before the special meeting, it was adjourned.

  
Elizabeth S. Borman, Secretary

ATTEST:

  
Marvin Borman, President