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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
THE TOM AND FRANCES LEACH FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 1136

Room/suite

City or town, state, and ZIP code
BISMARCK, ND 58502

A Employer identification number
45-6012703

B Telephone number (see page 10 of the instructions)
(701) 255-0479

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,529,665

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	388	388	388	
	4 Dividends and interest from securities.	361,733	361,733	361,733	
	5a Gross rents	241,542	241,542	241,542	
	b Net rental income or (loss) 215,540				
	6a Net gain or (loss) from sale of assets not on line 10	34,322			
	b Gross sales price for all assets on line 6a 750,354				
	7 Capital gain net income (from Part IV, line 2)		34,322		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	167,552	167,552		
	12 Total. Add lines 1 through 11	805,537	805,537	603,663	
	13 Compensation of officers, directors, trustees, etc	33,000	13,200		19,800
	14 Other employee salaries and wages	32,083	12,833		19,250
	15 Pension plans, employee benefits	2,043	817		1,226
	16a Legal fees (attach schedule).	818	327		491
	b Accounting fees (attach schedule).	5,485	2,194		3,291
	c Other professional fees (attach schedule)	50,723	50,723		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	16,415	982		1,472
	19 Depreciation (attach schedule) and depletion . . .	754			
	20 Occupancy	13,532	5,413		8,119
	21 Travel, conferences, and meetings	16,994	6,798		10,196
	22 Printing and publications	8,769	3,508		5,261
	23 Other expenses (attach schedule).	30,749	27,901		2,848
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	211,365	124,696		71,954
	25 Contributions, gifts, grants paid	542,000			542,000
	26 Total expenses and disbursements. Add lines 24 and 25	753,365	124,696		613,954
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	52,172			
	b Net investment income (if negative, enter -0-)		680,841		
	c Adjusted net income (if negative, enter -0-)			603,663	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	19,831	36,228	36,228
	2	Savings and temporary cash investments	28,928	48,509	48,509
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,262,546	8,338,665	7,553,652
	c	Investments—corporate bonds (attach schedule).	4,282,448	4,223,012	4,789,570
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	100,206	100,206	100,206
	14	Land, buildings, and equipment basis ▶ 14,347 Less accumulated depreciation (attach schedule) ▶ 12,947	2,154	1,400	1,400
Liabilities	15	Other assets (describe ▶ _____)	100	100	100
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,696,213	12,748,120	12,529,665
	17	Accounts payable and accrued expenses	265		
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	265	0	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	12,695,948	12,748,120	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	12,695,948	12,748,120	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,696,213	12,748,120	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	12,695,948
2	Enter amount from Part I, line 27a	2	52,172
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	12,748,120
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,748,120

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)	
1a					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e					
2	Capital gain net income or (net capital loss) <div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>				234,322
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8</div>				3-1,223

Part V

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

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




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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part





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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	470,578	13,163,443	0 03575
2009	493,077	11,497,333	0 04289
2008	655,851	13,267,447	0 04943
2007	680,437	13,742,031	0 04952
2006	654,016	12,852,520	0 05089
2 Total of line 1, column (d). 0 22847			
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 0 04569			
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. 14,112,926			
5 Multiply line 4 by line 3. 644,876			
6 Enter 1% of net investment income (1% of Part I, line 27b). 6,808			
7 Add lines 5 and 6. 651,684			
8 Enter qualifying distributions from Part XII, line 4. 613,954			
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	13,617	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2		
3		Add lines 1 and 2.		3	13,617	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	13,617	
6		Credits/Payments				
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,660		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c			
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	13,660	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached 		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	43	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 	43	Refunded 	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ (2) On foundation managers  \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)  ND _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW LEACHFOUNDATION ORG				
14	The books are in care of ▶ PAM DESROCHES Telephone no ▶ (701) 255-0479			
Located at ▶ 1720 BURNT BOAT ROAD BISMARCK ND ZIP +4 ▶ 58501				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶		15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over		Yes	No
a bank, securities, or other financial account in a foreign country?		16		No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

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

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,948,327
b	Average of monthly cash balances.	1b	217,943
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,161,574
d	Total (add lines 1a, b, and c).	1d	14,327,844
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	
3	Subtract line 2 from line 1d.	3	14,327,844
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	214,918
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,112,926
6	Minimum investment return. Enter 5% of line 5.	6	705,646

Part XI

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

1	Minimum investment return from Part X, line 6.	1	705,646
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	13,617
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,617
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	692,029
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	692,029
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	692,029

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	613,954
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	613,954
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	613,954
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				692,029
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				15,398
b	From 2007.				45,818
c	From 2008.				22,363
d	From 2009.				
e	From 2010.				
f	Total of lines 3a through e.	83,579			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 613,954				
a	Applied to 2010, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2011 distributable amount.				613,954
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	78,075			78,075
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,504			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	5,504			
10	Analysis of line 9				
a	Excess from 2007. . . .				
b	Excess from 2008. . . .				5,504
c	Excess from 2009. . . .				
d	Excess from 2010. . . .				
e	Excess from 2011. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

THE TOM AND FRANCES LEACH FOUNDATIO
PO BOX 1136
BISMARCK,ND 585021136
(701) 255-0479

b

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

APPLICANTS SUBMIT LETTER PROPOSALS INDICATING FUND UTILIZATION IF GRANTED THE LEACH FOUNDATION PROVIDES GRANT APPLICATION FORMS PRESCRIBED BY THE IRS

c

Any submission deadlines

JUNE 30

d

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

GRANTS ARE GIVEN ONLY TO ORGANIZATIONS WITH 501(C)(3) STATUS PREFERENCE IS GIVEN TO ORGANIZATIONS IN THE UPPER MIDWEST

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,094,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2011)

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-05-10	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ Rhonda Mahlum		Date	Check if self-employed ▶ <input type="checkbox"/>
Firm's name ▶ MAHLUM GOODHART PC		Firm's EIN ▶			
204 E MAIN STREET					
Firm's address ▶ MANDAN, ND 58554		Phone no (701) 663-9345			

Form **990-PF** (2011)

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 45-6012703
Name: THE TOM AND FRANCES LEACH FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description


Form 990PF Part VIII Line 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
DON CLEMENT	Director 2 00	4,500		
207 EAST BROADWAY BISMARCK,ND 58501				
TODD STEINWAND	Director 2 00	4,500		
PO BOX 788 MANDAN,ND 58554				
JOHN ROSWICK	Director 2 00	4,500		
PO BOX 761 BISMARCK,ND 58502				
PAUL SCHLIESMAN	Director 2 00	4,500		
8475 WESTBEND ROAD GOLDEN VALLEY,MN 554273314				
WILLIAM DANIEL	SEC/TREAS 3 00	5,000		
304 EAST ROSSER SUITE 200 BISMARCK,ND 58501				
BRIAN BJELLA	Vice President 3 00	5,000		
PO BOX 2798 BISMARCK,ND 585022798				
FRANK BAVENDICK	President 3 00	5,000		
PO BOX 313 BISMARCK,ND 585020313				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THEODORE ROOSEVELT MEDORA FOUNDATIOPO BOX 1696 BISMARCK,ND 58502	NONE	501C3	FUTURE COMMITMENT SPONSORSHIP TO SUPPORT KIDS ARE FREE PROGRAM AT THE MEDORA MUSICAL 2 YEARS REMAINING ON PLEDGE	20,000
SLEEPY HOLLOW SUMMER THEATERPO BOX 675 BISMARCK,ND 58502	NONE	501C3	FUTURE COMMITMENT CAPITAL IMPROVEMENT OF THE STAGE AND SEATING 3 YEARS REMAINING ON PLEDGE	56,250
RONALD MCDONALD HOUSE CHARITIESPO BOX 7323 BISMARCK,ND 58502	NONE	501C3	FUTURE COMMITMENT EQUIPMENT PURCHASE OF A CARE MOBILE TO IMPROVE DENTAL CARE FOR LOW-INCOME AND UNDERSERVED CHILDREN IN WESTERN NORTH DAKOTA 3 YEARS REMAINING ON PLEDGE	56,250
MISSOURI VALLEY FAMILY YMCA PO BOX 549 BISMARCK,ND 58502	NONE	501C3	FUTURE COMMITMENT STRONG KIDS CAMPAIGN SUBSIDIZES THE CHILD YOUTH RECREATION PASSES, MEMBERSHIP SUMMER DAY CAMP AND SPLASH PROGRAMS 2 YEARS REMAINING ON PLEDGE	40,000
MEDCENTER ONE LEACH KIDNEY DIALYSIS300 NORTH 7TH ST BISMARCK,ND 58501	NONE	501C3	FUTURE COMMITMENT CAPITAL IMPROVEMENT AT KIDNEY DIALYSIS CENTER 4 YEARS REMAINING ON PLEDGE	180,000
JAMESTOWN COLLEGE6000 COLLEGE LANE JAMESTOWN,ND 58405	NONE	501C3	FUTURE COMMITMENT CAPITAL IMPROVEMENT PROJECT IN SCIENCE BUILDING 4 YEARS REMAINING ON PLEDGE	100,000
BISMARCK-MANDAN CHAMBER FOUNDATION1640 BURNT BOAT DRIVE BISMARCK,ND 58503	NONE	501C3	FUTURE COMMITMENT CAPITAL FUNDING FOR BISMARCK COMMUNITY BOWL - 4 YEARS REMAINING ON PLEDGE	100,000
TRINITY LUTHERAN CHURCH502 N 4TH ST BISMARCK,ND 58501	NONE	501C3	MEMORIAL FOR GENERAL OPERATIONS	500
SALVATION ARMY2445 PRIOR AVE ROSEVILLE,MN 55113	NONE	501C3	EMERGENCY RESPONSE FUNDING FOR DISASTERS IN MINOT AND BISMARCK HELP REPLENISH THE EMERGENCY RESPONSE FUNDING WHICH HAS SERVED OVER 88,000 MEALS IN JUST MINOT, ND	10,500
ND ASSN OF NONPROFIT ORGANIZATIONSP.O BOX 1091 BISMARCK,ND 58502	NONE	501C3	SUPPORT THE ANNUAL NONPROFIT LEADERSHIP CONFERENCE	2,500
MISSOURI SLOPE AREA WIDE UNITED WAYPO BOX 2111 BISMARCK,ND 58502	NONE	501C3	BURLEIGH-MORTON 2011 FLOOD RECOVERY FUND FOR DIRECT DISASTER ASSISTANCE FOR FLOOD VICTIMS	10,000
MEDCENTER ONE FOUNDATION 300 NORTH 7TH ST BISMARCK,ND 58501	NONE	501C3	MEMORIAL FOR GENERAL USE	500
GREAT PLAINS ASSISTANCE DOGS FDN INPO BOX 513 JUD,ND 58454	NONE	501C3	SUPPORT THE OUT-REACH PROGRAMS WHICH HELP MAKE SERVICES ACCESSIBLE AND AVAILABLE TO CLIENTS, DONORS, AND PUBLIC	3,000
THE ARC OF BISMARCKPO BOX 2081 BISMARCK,ND 58502	NONE	501C3	OPERATIONAL FUNDING FOR TRAINING AND SUPPORT SERVICES TO ADULTS WITH DISABILITIES IN THE BIS-MDN AREA	5,000
AMERICAN RED CROSS4007 STATE STREET BISMARCK,ND 58503	NONE	501C3	PROGRAM FUNDING FOR LOW-INCOME YOUTH AGES 10-13 TO ATTEND BABYSITTING TRAINING MOST OFTEN YOUTH ARE LEFT TO CARE FOR CHILDREN AND THIS PROVIDES BASIC SKILLS, CPR, AND FIRST AID	4,250
AMERICAN RED CROSS-MIDWEST FLOOD RE4007 STATE STREET BISMARCK,ND 58503	NONE	501C3	ASSIST DURING FLOOD EMERGENCY IN BISMARCK, ND	3,000
MEDCENTER ONE LEACH KIDNEY DIALYSIS300 NORTH 7TH ST BISMARCK,ND 58501	NONE	501C3	CAPITAL IMPROVEMENT, KIDNEY DIALYSIS CENTER EXPANSION, ADD 8 STATIONS FOR DIALYSIS 1ST OF 5 YR PLEDGE	45,000
JAMESTOWN COLLEGE6000 COLLEGE LANE JAMESTOWN,ND 58405	NONE	501C3	CAPITAL FUNDING ON A CLASSROOM IN SCIENCE LABORATORY BUILDING 1ST PMT ON 5 YR PLEDGE	25,000
BISMARCK-MANDAN CHAMBER FOUNDATION1640 BURNT BOAT DR BISMARCK,ND 58503	NONE	501C3	CAPITAL FUNDING FOR BISMARCK COMMUNITY BOWL IMPROVEMENTS 1ST PMT ON 5 YR PLEDGE	25,000
UNIV OF ND COMMUNICATIONS 221 CENTENNIAL DRIVE STOP 7169 GRAND FORKS,ND 58502	NONE	GOVT	FRANCES LEACH AND BLANCHE LYNCH MEMORIAL SCHOLARSHIP - AWARDED TO STUDENTS OF MERIT STUDYING IN THE FIELD OF COMMUNICATION AT UND	1,500
RONALD MCDONALD HOUSE CHARITIES-BISPO BOX 7323 BISMARCK,ND 58502	NONE	501C3	EQUIPMENT PURCHASE OF A CARE MOBILE TO IMPROVE THE DENTAL CARE FOR LOW-INCOME AND UNDERSERVED CHILDREN (0-21 YRS OLD) IN WESTERN NORTH DAKOTA AS PART OF THE ORGANIZATION MISSION WHICH IS TO IMPROVE THE LIVES OF CHILDREN, THE MOBILE UNIT IS A 40 FOOT LONG TRUCK TO DELIVER PEDIATRIC DENTAL CARE TO CHILDREN WHERE THEY LIVE	18,750
TURTLE MOUNTAIN COMMUNITY COLLEGEPO BOX 340 BELCOURT,ND 58316	NONE	501C3	STUDENT SCHOLARSHIP FOR STUDENTS IN NEED OF FINANCIAL ASSISTANCE	5,000
THEODORE ROOSEVELT MEDORA FOUNDATIOPO BOX 1696 BISMARCK,ND 58502	NONE	501C3	SPONSORSHIP OF THE KIDS ARE FREE PROGRAM AT THE MEDORA MUSICAL FOR 5 SEASONS 3RD PMT OF 5 YEAR PLEDGE	10,000
THE LIBRARY FOUNDATION515 NORTH 5TH STREET BISMARCK,ND 58501	NONE	501C3	CAPITAL IMPROVEMENT OF CHILDREN'S LIBRARY 3RD - 5TH PMTS ON PLEDGE	15,000
MISSOURI VALLEY FAMILY YMCA PO BOX 549 BISMARCK,ND 58502	NONE	501C3	STRONG KIDS CAMPAIGN TO SUPPORT THE CHILD CARE YOUTH RECREATION PASSES, MEMBERSHIP SUMMER DAY CAMP AND SPLASH PROGRAMS 3RD PMT OF 5 YEAR PLEDGE	20,000
LEWIS CLARK FORT MANDAN FOUNDATIONPO BOX 607 WASHBURN,ND 58577	NONE	501C3	CAPITAL IMPROVEMENT FOR EXPANSION AND RENOVATION OF FACILITIES 3RD - 5TH PMTS ON PLEDGE	15,000
HEARTVIEW FOUNDATION101 E BROADWAY AVE BISMARCK,ND 58501	NONE	501C3	CAPITAL CAMPAIGN TO REMODEL FACILITY UPGRADE AND EXPAND THE FACILITY TO BETTER ACCOMMODATE PATIENTS, COMMUNITY SUPPORT GROUPS, AND EMPLOYEES 3RD-5TH PMTS PLEDGE	84,000
CHILD'S HOPE LEARNING CENTER INC2921 N 19TH STREET BISMARCK,ND 58501	NONE	501C3	EXPANDED HOURS PROGRAM DEFRAID SALARY BUDGET FOR HIRING/RETAINING PERSONNEL FOR SPECIALIZED DAYCARE FOR CHILDREN 12 AGES OR UNDER WITH MULTIPLE DISABILITIES OR CONSIDERED AT-RISK	12,000
BISMARCK YOUNG LIFE917 1/2 N 11TH STREET BISMARCK,ND 58501	NONE	501C3	GENERAL OPERATING BUDGET FOR YOUTH MINISTRY PROGRAMS TRAIN STAFF AND VOLUNTEER LEADERS TO BE POSITIVE MENTORS AND ROLE MODELS	20,000
VOLUNTEER CAREGIVER EXCHANGE600 S 2ND ST STE 8 BISMARCK,ND 58504	NONE	501C3	GENERAL OPERATIONAL COSTS TO PROMOTE THE SERVICES TO THE COMMUNITY SO MORE SENIORS HAVE THE ADVANTAGE OF ACCESS TO ASSISTANCE WHILE MAINTAINING THEIR RESIDENCES	4,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED TRIBES TECHNICAL COLLEGE3315 UNIVERSITY DR S BISMARCK,ND 58504	NONE	501C3	OPPORTUNITIES IN THE MAKING SCHOLARSHIP PROGRAM	5,000
TRI-COUNTY SENIOR MEALS SERVICES124 SOUTH MAIN AVENUE RUGBY,ND 58368	NONE	501C3	FUND HOME DELIVERY MEALS IN TOWNER, ND	2,000
THEO ART SCHOOL OF BISMARCK1810 SCHAFER ST STE 5 BISMARCK,ND 58501	NONE	501C3	EXPANDING ART EDUCATION PROGRAMS THROUGHOUT THE CITY BY OFFERING THEM IN CONJUNCTION WITH THE BISMARCK PARKS AFTER SCHOOL PROGRAMS FUNDS ALLOW STUDENTS WHO OTHERWISE COULDN'T AFFORD TO ATTEND CLASSES TO PARTICIPATE	3,000
SLEEPY HOLLOW SUMMER THEATREPO BOX 675 BISMARCK,ND 58502	NONE	501C3	CAPITAL IMPROVEMENT OF THE STAGE AND SEATING OF THE AMPHITHEATRE 2ND PMT ON 5 YR PLEDGE	18,750
SALVATION ARMY OF BISMARCK MANDAN601 S WASHINGTON BISMARCK,ND 58504	NONE	501C3	GENERAL OPERATION OF THE RECREATIONAL FACILITIES WITH GYM, TUTORING, COMPUTER LAB AND OTHER SERVICES WHICH MAY NOT BE AVAILABLE TO PARTICIPANTS BASED ON ECONOMIC RESTRAINTS	15,000
SADD INC NDNORTHERN LIGHTS YOUTH SEPO BOX 743 HILLSBORO,ND 58045	NONE	501C3	SUPPORT THE GENERAL OPERATIONS OF THE BISMARCK-MANDAN CHAPTER THIS PROGRAM EMPOWERS YOUTH TO ADDRESS IMPORTANT ISSUES IN THEIR LIVES SUCH AS ALCOHOL/DRUG/TOBACCO USE, IMPAIRED DRIVING, SUICIDE, AND SEXUAL BEHAVIOR WITH POSITIVE WAYS TO HELP THEM MAKE BETTER CHOICES AND DECISIONS	4,000
RUTH MEIERS HOSPITALITY HOUSE INCPO BOX 2092 BISMARCK,ND 58502	NONE	501C3	STONE SOUP KITCHEN PROGRAM PROVIDE NOURISHMENT FOR THE HUNGRY AND FELLOWSHIP WITH HOT NOON MEALS FOUR DAYS A WEEK	8,000
PRIDE INDUSTRIES INCPO BOX 4086 BISMARCK,ND 58502	NONE	501C3	SPONSOR CELEBRATION OF TREES FUNDRAISER TO COVER SPECIAL NEEDS OR ITEMS AND EVENTS THAT ARE NOT FUNDED BY STATE FOR NEEDY UNPRVILEGED YOUTH/ADULTS	3,000
ND LEADERSHIP SEMINAR INCPO BOX 2803 BISMARCK,ND 58502	NONE	501C3	SUPPORT STUDENT SEMINAR FOR 130 TOP HIGH SCHOOL SOPHOMORES IN AN EDUCATIONAL 3-DAY CONFERENCE ON LEADERSHIP & COMMUNITY SERVICE SKILLS	1,500
ND FFA FOUNDATION INC309 NORTH MANDAN STREET BISMARCK,ND 58501	NONE	501C3	FFA LEADERSHIP DEVELOPMENT CONFERENCE FOR "GREENHANDS" - A MOTIVATIONAL AND LEADERSHIP PROGRAM FOR 1ST YEAR FFA MEMBERS STRESSING LEADERSHIP - CITIZENSHIP DEVELOPMENT, GOAL SETTING, DEALING WITH PEER PRESSURE, PERSONAL VALUES, AND CAREERS	5,000
MISSOURI SLOPE AREA WIDE UNITED WAYPO BOX 2111 BISMARCK,ND 58502	NONE	501C3	"UNITED WAY" CAMPAIGN SERVING 76 HUMAN SERVICES PROGRAMS IN THE BISMARCK-MANDAN AREA, SUPPORTS OVER 40,000 PEOPLE THE DOLLY PARTON IMAGINATION LIBRARY PROGRAM TO MAKE READING ACCESSIBLE TO PRESCHOOL CHILDREN	15,000
MINOT STATE UNIVERSITY500 UNIVERSTIY AVE W MINOT,ND 58707	NONE	GOVT	OUTSTANDING MUSIC STUDENT SCHOLARSHIP AWARD FOR A JUNIOR YEAR STUDENT PURSUING A DEGREE IN MUSIC	4,500
GOLDEN AGE CLUB MANDAN ND PO BOX 267 MANDAN,ND 58554	NONE	501C3	SUPPORT CONGREGATE & HOME-DELIVERED MEALS TO KEEP SENIORS IN GOOD HEALTH AND PROVIDE SOCIAL ACTIVITIES	6,000
JAMESTOWN COLLEGE6000 COLLEGE LANE JAMESTOWN,ND 58405	NONE	501C3	CHARACTER IN LEADERSHIP - JC PROGRAM WITH EDUCATIONAL RETREAT OPPORTUNITIES, GUEST LECTURERS, WITH WORKSHOPS AND COURSES ON LEADERSHIP	5,000
JAMESTOWN COLLEGE6000 COLLEGE LANE JAMESTOWN,ND 58405	NONE	501C3	CONTINUED SUPPORT OF EXISTING JC TOM AND FRANCES LEACH FOUNDATION SCHOLARSHIP FUND WITH CASH AWARDS MADE ON ANNUAL BASIS TO A STUDENT WHO WILL ACHIEVE A DEGREE DURING THE AWARD YEAR FOR ARTS, HUMANITIES, OR NURSING STUDENTS	5,000
GIRL SCOUTSDAKOTA HORIZONS - ND1421 S 12TH ST BISMARCK,ND 58504	NONE	501C3	IMPROVEMENTS AND EXPANSION TO THE "CIRCLE OF COURAGE" CHALLENGE COURSE AT CAMP NECHE IN BISMARCK OUTREACH PROGRAMMING TO RURAL COMMUNITIES, NATIVE AMERICAN INDIAN RESERVATIONS, TOWNER, YOUTH CORRECTIONAL CENTER, AND LOW INCOME SCHOOLS	7,500
GATEWAY TO SCIENCE CENTER INC1810 SCHAFER ST STE 1 BISMARCK,ND 58501	NONE	501C3	WORK MENTORSHIP PROGRAM - CENTER PROVIDES HANDS-ON SCIENCE EDUCATION PRESENTED TO PUBLIC BY HIGH SCHOOL AND COLLEGE STUDENTS WHO SHARE INTERACTIVE EXHIBITS AND DISPLAYS STUDENTS IN THE PROGRAM RECEIVE PART-TIME WORKING OPPORTUNITIES TO LEARN BASIC WORK SKILLS FROM TRAINED STAFF MEMBERS	4,000
FELLOWSHIP OF CHRISTIAN ATHLETESPO BOX 961 BISMARCK,ND 58502	NONE	501C3	YOUTH MINISTRY PROGRAM ON 44 CAMPUSES IN ND - TO HELP ADOLESCENTS AND ATHLETES MAKE POSITIVE CHOICES WITH CHALLENGES TO REMAIN CHEMICAL FREE	10,000
DAKOTA STAGE LIMITED412 E MAIN ST BISMARCK,ND 58501	NONE	501C3	SUPPORT OF COMMUNITY OUTREACH TO SURROUNDING COMMUNITIES THE PRODUCTION FOREVER PLAID WILL TRAVEL TO 20 CITIES AROUND THE STATE OF ND	5,000
CHARLES HALL YOUTH SERVICES PO BOX 1995 BISMARCK,ND 58502	NONE	501C3	IMPACT CREATIVE ARTS PROGRAM FOR SHELTERED AT-RISK YOUTH PROVIDE A MENTORING PROGRAM WITH LOCAL ARTISTS TO DEVELOP SKILLS AND EXPLORE THE WORLD IN A DIFFERENT MEDIUM	10,000
CENTRAL DAKOTA HUMANE SOCIETY2090 37TH ST N MANDAN,ND 58554	NONE	501C3	VETERINARY COSTS FOR SHELTER ANIMALS THIS CARE IS NEEDED AND PART OF THE REHABILITATION PROCESS FOR EACH ANIMAL TO PREPARE THEM FOR ADOPTION INTO A PERMANENT HOME	5,000
CENTRAL DAKOTA CHILDREN'S CHOIR1810 SCHAFER ST STE 4 BISMARCK,ND 58501	NONE	501C3	ELEMENTARY CONCERT SERIES FOR 2ND & 3RD GRADE STUDENTS IN BURLEIGH & MORTON COUNTIES THE ANNUAL EVENT DRAWS 1,600 STUDENTS AND EDUCATORS TOGETHER FOR THE SPRING CONCERT	1,250
BOY SCOUTS OF AMERICA NORTHERN LIGH301 S 7TH STREET FARGO,ND 58103	NONE	501C3	BISMARCK COUNCIL SERVICE CENTER SERVES NEEDS OF LOCAL SCOUT PROGRAMS IN BISMARCK - MANDAN AND SURROUNDING AREA	5,000
BISMARCK STATE COLLEGE FOUNDATIONPO BOX 5587 BISMARCK,ND 58502	NONE	501C3	TOM AND FRANCES LEACH MEMORIAL MUSIC SCHOLARSHIP AWARDED FOR OUTSTANDING STUDENT PARTICIPATION, PERFORMANCE, AND DEVELOPMENT OF MUSIC EDUCATION	3,500
BISMARCK PUBLIC SCHOOLS FOUNDATION806 N WASHINGTON ST BISMARCK,ND 58501	NONE	501C3	OPERATIONAL COSTS FOR AN ELEMENTARY SCHOOL GUITAR PROGRAM TO PROVIDE AN ALTERNATIVE TO STUDENTS NOT INTERESTED IN TRADITIONAL BAND OR ORCHESTRA	5,000
INCP O BOX 2132 BISMARCK,ND 58502	NONE	501C3	FUNDS COVER A PART-TIME PERSON TO COORDINATE PROGRAM & OVERSEE MEAL DELIVERY BY VOLUNTEERS THIS GROUP DOES NOT RECEIVE ANY FEDERAL FUNDS FOR MEALS, THEY SERVE ANYONE IN NEED PROVIDE MEALS 5 DAYS A WEEK FOR ELDERLY OR HANDICAPPED PERSONS	10,000
BISMARCK LAW ENFORCEMENT CHAPLAINCY700 S 9TH ST BISMARCK,ND 58504	NONE	501C3	MINISTRY ASSISTANCE TO ENHANCE AND TRAIN EMERGENCY PERSONNEL ON "CRITICAL INCIDENT STRESS" THIS INCLUDES SPECIALIZED TRAINING IN THE FIELD OF CRISIS INTERVENTION AND THE NEED TO TAKE CARE OF OUR EMERGENCY PERSONNEL TO HELP THEM REMAIN ON DUTY AFTER TRAUMATIC EVENTS ON THE JOB	3,000
BISMARCK ART GALLERIES ASSOCIATION422 EAST FRONT AVENUE BISMARCK,ND 58504	NONE	501C3	SPONSORSHIP OF 12 EXHIBITS AND STUDENT EXHIBITS FOR BISMARCK PUBLIC HIGH SCHOOLS, BIS TECH CENTER, AND ITV RURAL ART STUDENTS	3,000
BISMARCK-MANDAN ORCHESTRAL ASSOCIATPO BOX 2031 BISMARCK,ND 58502	NONE	501C3	GENERAL PRODUCTION EXPENSES, FOR 2010-2011 SEASON (6 CONCERTS) AND EDUCATION INITIATIVES FOR 4TH GRADE STUDENTS OF THE AREA WITH PERFORMANCES BY THE YOUTH ORCHESTRA	10,000
BISMARCK-MANDAN CIVIC CHORUSPO BOX 2566 BISMARCK,ND 58502	NONE	501C3	UNDERWRITE SALARY OF DIRECTOR FOR SIX PERFORMANCES FOR 2010-2011 SEASON	3,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BIG BROTHERSBIG SISTERS600 SOUTH 2ND STREET SUITE 8 BISMARCK,ND 58504	NONE	501C3	MENTOR MATCH PROGRAM WILL PLACE CHILDREN AT-RISK FROM SINGLE PARENT HOMES WITH SCREENED CARING ADULT VOLUNTEERS VOLUNTEERS ARE PROFESSIONALLY-SUPPORTED ROLE MODELS FOR 20 CHILDREN AT-RISK FUNDING NEEDED FOR A SOCIAL/STAFF WORKERS TIME REQUIRED TO COMPLETE EACH MENTOR MATCH AND ALL THE NECESSARY CASEWORK EVALUATIONS	5,000
AMERICAN DIABETES ASSOCIATION1323 23RD STREET SOUTH SUITE C FARGO,ND 58103	NONE	501C3	CAMP SIOUX PROGRAM ASSISTANCE FOR TWO 1-WEEK TUITION-FREE SESSIONS FOR INSULIN DEPENDENT CHILDREN AGE 8-14	5,000
ABUSED ADULT RESOURCE CENTERPO BOX 5003 BISMARCK,ND 58502	NONE	501C3	ASSISTANCE FOR WOMEN/FAMILIES OF DOMESTIC VIOLENCE/SEXUAL ASSAULT	6,000
Total  3a				1,094,500

TY 2011 Accounting Fees Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,485	2,194	0	3,291

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DELL COMPUTER	2010-02-17	741	74	54	20 00 %	148			
SHARP DIGITAL COPIER	2009-01-02	1,057	317	54	20 00 %	211			
BASYX OFFICE CHAIR	2008-10-17	320	115	54	14 28 %	46			
FUJITSU SCANNER	2008-09-15	512	255	54	20 00 %	102			
QUICKBOOKS SOFTWARE	2008-09-25	356	297	54	16 67 %	59			
USED IBM COMPUTER	2006-12-31	370	333	54	10 00 %	37			
LANIER PRINTER/COPIER/FAX	2006-11-30	595	536	54	10 00 %	59			
SHREDDER	2006-06-30	137	122	54	10 00 %	15			
9 CHAIRS/2 TABLES	2005-08-31	500	391	58	14 29 %	71			
2 USED CHAIRS/1 USED TABL	2004-11-30	90	84	58	7 14 %	6			

**TY 2011 Investments Corporate
Bonds Schedule**

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS HELD AT US BANK	4,223,012	4,789,570

TY 2011 Investments Corporate Stock Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMONFUNDS	8,338,665	7,553,652

TY 2011 Investments - Other Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 11000144**Software Version:** 2011v1.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OIL & GAS PROPERTIES	AT COST	100,206	100,206

TY 2011 Land, Etc. Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 11000144**Software Version:** 2011v1.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Improvements	3,228	3,228		
Furniture and Fixtures	11,119	9,719	1,400	1,400

TY 2011 Legal Fees Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal	818	327	0	491

TY 2011 Other Assets Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSIT - KOPP PROPERTY	100	100	100

TY 2011 Other Expenses Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rental Expenses	26,002	26,002		
INSURANCE	4,747	1,899		2,848

TY 2011 Other Income Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
THOMAS W LEACH TRUST	167,552		

TY 2011 Other Professional Fees Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	50,723	50,723	0	0

TY 2011 Taxes Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ON INVESTMENT INCOME	13,961			
PAYROLL TAXES	2,454	982		1,472