



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



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

2011

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

For calendar year 2011 or tax year beginning AUG 1, 2011, and ending JUL 31, 2012

Name of foundation U.S. VENTURE/SCHMIDT FAMILY FOUNDATION		A Employer identification number 39-1540933
Number and street (or P O box number if mail is not delivered to street address) 425 BETTER WAY	Room/suite	B Telephone number (920) 831-8818
City or town, state, and ZIP code APPLETON, WI 54915		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,846,027.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		450,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		99,720.	99,720.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		130,454.			
b Gross sales price for all assets on line 6a 3,974,630.					
7 Capital gain net income (from Part IV, line 2)			130,454.		
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)					
11 Other income		38.	38.		STATEMENT 2
12 Total. Add lines 1 through 11		680,212.	230,212.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		1,750.	875.		0.
b Accounting fees		25,011.	25,011.		0.
c Other professional fees					
17 Interest		7,718.	0.		0.
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		866.	866.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		35,345.	26,752.		0.
25 Contributions, gifts, grants paid		802,214.			802,214.
26 Total expenses and disbursements. Add lines 24 and 25		837,559.	26,752.		802,214.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-157,347.			
b Net investment income (if negative, enter -0-)			203,460.		
c Adjusted net income (if negative, enter -0-)				N/A	

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			4,458.	5,766.	5,766.
	2 Savings and temporary cash investments			111,705.		
	3 Accounts receivable	4,310.				
	Less: allowance for doubtful accounts			4,310.	4,310.	4,310.
	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	STMT 7		2,296,919.	2,261,506.	2,542,321.
	c Investments - corporate bonds	STMT 8		1,265,577.	1,254,040.	1,293,630.
Liabilities	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)			3,682,969.	3,525,622.	3,846,027.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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.	
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			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			3,682,969.	3,525,622.	
	30 Total net assets or fund balances			3,682,969.	3,525,622.	
Total liabilities and net assets/fund balances	31			3,682,969.	3,525,622.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,682,969.
2 Enter amount from Part I, line 27a	2	-157,347.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	3,525,622.
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	3,525,622.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES - M&I BANK			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,974,630.		3,844,176.	130,454.
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			130,454.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	130,454.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). 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) 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	719,889.	4,241,592.	.169721
2009	661,114.	4,402,532.	.150167
2008	757,174.	3,506,532.	.215932
2007	1,157,769.	5,699,261.	.203144
2006	999,497.	4,831,571.	.206868

2 Total of line 1, column (d)	2	.945832
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	.189166
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,774,289.
5 Multiply line 4 by line 3	5	713,967.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,035.
7 Add lines 5 and 6	7	716,002.
8 Enter qualifying distributions from Part XII, line 4	8	802,214.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,035.
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	0.
3 Add lines 1 and 2		3	2,035.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,035.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,080.	
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	7,080.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,045.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 5,045. Refunded ☐	11	0.	

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)? 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
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (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? 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? 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: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ WI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

Form 990-PF (2011)

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? Website address ► N/A	13	X	
14	The books are in care of ► JACKIE LEEMAN Telephone no. ► 920-830-6285 Located at ► 425 BETTER WAY, APPLETON, WI ZIP+4 ► 54915			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 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? 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	☐ Yes ☒ No	
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2011)

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

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

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
SEE STATEMENT 9		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

Form 990-PF (2011)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. 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		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2011)

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	3,692,673.
b	Average of monthly cash balances	1b	139,092.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,831,765.
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	3,831,765.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,476.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,774,289.
6	Minimum investment return. Enter 5% of line 5	6	188,714.

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	188,714.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,035.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,035.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	186,679.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	186,679.
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	186,679.

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	802,214.
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	802,214.
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	2,035.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	800,179.

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.

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				186,679.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	757,924.			
b From 2007	875,555.			
c From 2008	563,365.			
d From 2009	445,751.			
e From 2010	514,882.			
f Total of lines 3a through e	3,157,477.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	802,214.			
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				186,679.
e Remaining amount distributed out of corpus	615,535.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,773,012.			
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				0.
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	757,924.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,015,088.			
10 Analysis of line 9:				
a Excess from 2007	875,555.			
b Excess from 2008	563,365.			
c Excess from 2009	445,751.			
d Excess from 2010	514,882.			
e Excess from 2011	615,535.			

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

- | | | | |
|--|--|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>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>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| 1a(1) | | | X |
| 1a(2) | | | X |
| | | | |
| 1b(1) | | | X |
| 1b(2) | | | X |
| 1b(3) | | | X |
| 1b(4) | | | X |
| 1b(5) | | | X |
| 1b(6) | | | X |
| 1c | | | X |

[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		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/type preparer's name

LAWRENCE C.
BITTNER, CPA

Preparer's signature

LAWRENCE C. BITTN

Date

11/01/12

Check ☐ self-employed

PTIN

P00035778

Firm's name ► **BAKER TILLY VIRCHOW KRAUSE, LLP**

Firm's EIN ▶ 39-0859910

Firm's address ► 2201 E ENTERPRISE AVE, PO BOX 2459
APPLETON, WI 54912-2459

Phone no. 920.733.7385

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

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

U.S. VENTURE/SCHMIDT FAMILY FOUNDATION

39-1540933

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☒ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization U.S. VENTURE/SCHMIDT FAMILY FOUNDATION	Employer identification number 39-1540933
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	U.S. VENTURE, INC. 425 BETTER WAY APPLETON, WI 54113-0025	\$ 450,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

U.S. VENTURE/SCHMIDT FAMILY FOUNDATION

39-1540933

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

U.S. VENTURE/SCHMIDT FAMILY FOUNDATION

39-1540933

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

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

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
M&I BANK	99,720.	0.	99,720.	
TOTAL TO FM 990-PF, PART I, LN 4	99,720.	0.	99,720.	

FORM 990-PF		OTHER INCOME		STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MISCELLANEOUS INCOME	38.	38.		
TOTAL TO FORM 990-PF, PART I, LINE 11	38.	38.		

FORM 990-PF		ACCOUNTING FEES		STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1,750.	875.		0.
TO FORM 990-PF, PG 1, LN 16B	1,750.	875.		0.

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MONEY MANAGEMENT FEES	25,011.	25,011.		0.
TO FORM 990-PF, PG 1, LN 16C	25,011.	25,011.		0.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX EXPENSE	7,718.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,718.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	190.	190.		0.
FOREIGN TAX	42.	42.		0.
OTHER EXPENSES	634.	634.		0.
TO FORM 990-PF, PG 1, LN 23	866.	866.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	2,261,506.	2,542,321.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,261,506.	2,542,321.

FORM 990-PF

CORPORATE BONDS

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	1,254,040.	1,293,630.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,254,040.	1,293,630.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM J. SCHMIDT KAUKAUNA, WI	VICE PRESIDENT 1.00	0.	0.	0.
ARTHUR J. SCHMIDT COMBINED LOCKS, WI	PRESIDENT 1.00	0.	0.	0.
RAYMOND E. SCHMIDT KAUKAUNA, WI	SECRETARY/TREASURER 1.00	0.	0.	0.
PAUL M. BACHMAN APPLETON, WI	ASST. SECRETARY 1.00	0.	0.	0.
THOMAS A. SCHMIDT APPLETON, WI	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 10
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

WILLIAM J. SCHMIDT
 ARTHUR J. SCHMIDT
 RAYMOND E. SCHMIDT

**US VENTURE SCHMIDT FAMILY FDN AGY**Account Number:
Statement Period:61-L274-00-0
08/01/11 - 07/31/12**Asset Position As of 07/31/12**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Cash Equivalents				
BMO Prime Money Market CI I # 090	24,595.920	24,595.92 24,595.92	41.00 5.13	0.17%
Total Cash Equivalents		\$ 24,595.92 \$ 24,595.92	41.00 5.13	0.17%
Equities				
Ace LTD Npv	330.000	24,255.00 23,517.59	646.00 161.70	2.67%
Allied World Assurance Company Holdings AG Shs	140.000	10,560.20 11,075.39	210.00 52.50	1.99%
Asml Holding NV	290.000	16,675.00 14,021.50	150.00	0.90%
AFLAC Inc Com	340.000	14,885.20 14,410.58	448.00	3.02%
AES Corp Com	2,990.000	36,059.40 38,900.22	0.00	0.00%
Ameriprise Finl Inc Com	560.000	28,963.20 26,030.24	784.00	2.71%
Amgen Inc Com	500.000	41,300.00 33,629.50	720.00	1.74%
Apple Inc Com	105.000	64,129.80 27,830.33	1,113.00	1.74%
Astrazeneca PLC Sponsored ADR	610.000	28,554.10 27,020.29	1,738.00	6.09%
Autozone Inc Com	50.000	18,761.50 18,942.50	0.00	0.00%
CBS Corp New CI B	710.000	23,756.60 22,350.80	340.00	1.43%
Cf Inds Hldgs Inc Com	160.000	31,321.60 29,453.80	256.00	0.82%
Chevron Corp New Com	370.000	40,544.60 28,678.70	1,332.00	3.29%
Coca Cola Co Com	210.000	16,968.00 11,505.69	428.00	2.52%


US VENTURE SCHMIDT FAMILY FDN AGY
Account Number:
Statement Period:
61-L274-00-0
08/01/11 - 07/31/12
Asset Position As of 07/31/12

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Comcast Corp Cl A	810.000	26,365.50 16,049.39	526.00	2.00%
Conocophillips Com	590.000	32,119.60 35,135.69	1,557.00 389.40	4.85%
Cummins Inc Com	240.000	23,016.00 30,876.00	480.00	2.09%
Discover Finl Svcs Com	1,020.000	36,679.20 32,491.73	408.00	1.11%
Dodge & Cox International Stock Fd #1048	2,689.932	81,827.73 78,445.34	2,041.00	2.50%
Energizer Hldgs Inc Com	140.000	10,887.80 10,917.19	224.00	2.06%
Exxon Mobil Corp Com	807.000	70,087.95 54,188.35	1,839.00	2.63%
Freeport-McMoran Copper & Gold Inc Cl B		0.00 0.00	0.00 87.50	0.00%
General Elec Co Com	990.000	20,542.50 16,047.80	673.00	3.28%
Gilead Sciences Inc Com	500.000	27,165.00 22,313.59	0.00	0.00%
Goldman Sachs Mid Cap Value Fund - Inst #864	2,514.963	91,947.05 94,719.05	804.00	0.88%
Google Inc Cl A	30.000	18,989.10 12,043.34	0.00	0.00%
Harbor Fd Intl Fd Inst #2011	1,636.663	92,111.39 76,916.17	2,153.00	2.34%
Ingredion Inc Com	340.000	17,652.80 19,057.00	272.00	1.54%
Intel Corp Com	1,670.000	42,919.00 44,049.43	1,503.00	3.50%
International Business Machs Corp Com	210.000	41,155.80 27,428.40	714.00	1.73%
Perkins Small Cap Value Fund Class I #1165	2,705.335	56,135.70 58,933.26	267.00	0.48%

**US VENTURE SCHMIDT FAMILY FDN AGY****Account Number:**
Statement Period:**61-L274-00-0**
08/01/11 - 07/31/12**Asset Position As of 07/31/12**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Kla-Tencor Corp Com	300.000	15,273.00 14,717.70	420.00	2.75%
Kroger Co Com	940.000	20,839.80 22,870.20	432.00	2.07%
Lilly Eli & Co Com	820.000	36,104.60 32,850.58	1,607.00	4.45%
Lockheed Martin Corp Com	240.000	21,424.80 21,731.98	960.00	4.48%
Macys Inc Com	1,250.000	44,800.00 49,512.50	1,000.00	2.23%
Marathon Pete Corp Com	300.000	14,190.00 13,508.70	420.00	2.96%
BMO Small-Cap Growth Fund Cl I # 964	5,768.941	102,514.08 67,399.81	0.00	0.00%
McKesson Corp Com	470.000	42,643.10 41,615.80	376.00	0.88%
Microsoft Corp Com	1,110.000	32,711.70 28,375.85	888.00	2.71%
Nike Inc Cl B	140.000	13,069.00 10,145.48	201.00	1.54%
Northrop Grumman Corp Com	380.000	25,156.00 23,861.79	836.00	3.32%
Oracle Corp Com	1,690.000	51,038.00 50,024.00	405.00 101.40	0.79%
PPG Inds Inc Com	245.000	26,817.70 25,423.54	578.00	2.16%
Petsmart Inc Com	270.000	17,849.70 15,391.35	178.00 44.55	1.00%
Pfizer Inc Com	1,220.000	29,328.80 24,720.52	1,073.00	3.66%
Raytheon Co Com New	370.000	20,527.60 19,786.93	740.00 140.00	3.60%
T Rowe Price Mid-Cap Growth Fd Inc #64	2,460.595	137,670.29 128,061.59	0.00	0.00%



US VENTURE SCHMIDT FAMILY FDN AGY

Account Number:
Statement Period:

61-L274-00-0
08/01/11 - 07/31/12

Asset Position As of 07/31/12

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Spdr Dow Jones REIT ETF	320.000	23,763.20 15,807.14	672.00	2.83%
Scout International Fund #29	2,824.810	83,727.37 63,191.00	1,307.00	1.56%
TJX Cos Inc New Com	700.000	30,996.00 27,442.37	322.00	1.04%
Tesoro Corp Com	580.000	16,037.00 12,887.54	0.00	0.00%
Time Warner Cable Inc Com	230.000	19,533.90 17,033.78	515.00	2.64%
Travelers Cos Inc Com	550.000	34,457.50 32,926.17	1,012.00	2.94%
US Bancorp Del Com New	1,450.000	48,575.00 45,302.78	1,131.00	2.33%
Unitedhealth Group Inc Com	300.000	15,327.00 16,355.85	255.00	1.66%
Valero Energy Corp New Com	580.000	15,950.00 14,891.38	406.00	2.55%
Vanguard Whitehall Fds High Dividend Yield ETF Shs	2,090.000	102,723.50 85,899.00	2,884.00	2.81%
Vanguard Intl Equity Index Fds MCSI Emerging Mkts ETF	1,100.000	44,011.00 45,551.00	996.00	2.26%
Vanguard Small-Cap Index Fund - Sig #1345	1,169.431	38,053.28 34,526.64	488.00	1.28%
Vanguard Mid-Cap Index Fund - Sign #1344	3,100.693	93,516.90 87,636.89	1,184.00	1.27%
Verizon Communications Inc Com	350.000	15,799.00 13,797.00	700.00 175.00	4.43%
Wal Mart Stores Inc Com	590.000	43,913.70 34,721.58	938.00	2.14%
Wells Fargo & Co New Com	1,230.000	41,586.30 35,030.34	1,082.00	2.60%
Wells Fargo Advantage Emerging Markets Equity Fund Class I #4146	4,366.560	88,728.50 99,382.91	1,039.00	1.17%

**US VENTURE SCHMIDT FAMILY FDN AGY**Account Number:
Statement Period:61-L274-00-0
08/01/11 - 07/31/12**Asset Position As of 07/31/12**

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Western Digital Corp Com	590.000	23,464.30 17,528.31	0.00	0.00%
Whole Foods Mkt Inc Com	260.000	23,862.80 14,617.20	145.00	0.61%
Total Equities		\$ 2,542,320.74 \$ 2,261,506.06	46,816.00 1,152.05	1.84%
Fixed Income				
Baird Core Plus Bond Fund - Is	25,134.352	281,756.09 272,940.10	10,204.00	3.62%
Capital One Bk Glen Allen VA CTF Dep 4.40% Dtd 04/30/2008 Due 04/30/2013 Non-Callable	100,000.000	102,889.00 100,000.00	4,400.00 1,112.22	4.28%
Federated Institutional High Yield Bond Fund - Ins #900	12,021.599	120,576.64 116,849.94	8,485.00 739.44	7.04%
PIMCO Fds Total Return Fd Inst #35	38,314.211	439,464.00 421,657.18	11,330.00 983.50	2.58%
TCW Emerging Markets Income Fund Class I #4721	8,824.291	79,595.10 77,419.73	4,544.00 397.09	5.71%
Templeton Global Bond Fund-Ad #616	7,646.523	100,092.99 102,911.43	4,832.00	4.83%
Vanguard Inflation-Protected Securities Fund-IV #119	4,495.351	66,845.87 62,261.86	1,636.00	2.45%
Washington MUT Bk Henderson NV CTF Dep 4.25% Dtd 05/01/2008 Due 05/01/2013 Non-Callable	100,000.000	102,410.00 100,000.00	4,250.00 1,062.50	4.15%
Total Fixed Income		\$ 1,293,629.69 \$ 1,254,040.24	49,681.00 4,294.75	3.84%
Miscellaneous				
Institutional Investment Agency Agreement	1.000	0.00 0.00	0.00	0.00%
Total Miscellaneous		\$ 0.00 \$ 0.00	0.00 0.00	0.00%



US VENTURE SCHMIDT FAMILY FDN AGY

Account Number:
Statement Period:

61-L274-00-0
08/01/11 - 07/31/12

Asset Position As of 07/31/12

Asset Description	Units	Market Value Cost	Est. Annual Income Accruals	Current Yield
Cash				
Principal Cash		1,205,707.02 1,205,707.02	0.00	0.00%
Income Cash		-1,205,707.02 -1,205,707.02	0.00	0.00%
Total Cash		\$ 0.00 \$ 0.00	0.00 0.00	0.00%
Total Market Value		\$ 3,860,546.35 \$ 3,540,142.22	96,538.00 5,451.93	2.50%
Total Market Value Plus Accruals		\$ 3,865,998.28		

Income Activity

	Date	Cash
Interest Income		
Capital One Bk Glen Allen VA CTF Dep 4.40% Dtd 04/30/2008 Due 04/30/2013 Non-Callable		
Int To 10/30/11 on 100,000	10/31/11	2,206.02
Int To 04/30/12 on 100,000	04/30/12	2,206.03
General Elec Cap Corp Medium Term Nts Tranche # Tr 00551 6.00% Dtd 06/07/2002 Due 06/15/2012		
Int To 12/15/11 on 50,000	12/15/11	1,500.00
Int To 06/15/12 on 50,000	06/15/12	1,500.00
Washington MUT Bk Henderson NV CTF Dep 4.25% Dtd 05/01/2008 Due 05/01/2013 Non-Callable		
Int To 11/01/11 on 100,000	11/01/11	2,142.47
Int To 05/01/12 on 100,000	05/01/12	2,119.18
Marshall Prime Money Market CI I		
Int To 07/31/11	08/01/11	3.78
Int To 07/31/11	08/01/11	7.40
Int To 08/31/11	09/01/11	2.08
Int To 08/31/11	09/01/11	9.55
Int To 09/30/11	10/03/11	8.96
Int To 09/30/11	10/03/11	2.97
Int To 10/31/11	11/01/11	7.42
Int To 10/31/11	11/01/11	0.18
Int To 11/30/11	12/01/11	8.79

10:05 AM
10/17/12
Accrual Basis

U.S. Venture / Schmidt Family Foundation
EIN Number 39-1540933
Attachment to Form 990-PF - Part XV, Line 3a - List of Contributions Paid

Date	Name	Name Street1	Name Street2	Name City	Name State	Name Zip	Paid Amount
Contributions, Gifts, Grants Pd							
Education & Scholarships							
09/28/2011	Fox Valley Literacy Coalition	103 E Washington St		Appleton	WI	54911-5405	2,500.00
10/27/2011	St. Norbert College	100 Grant St		DePere	WI	54115	5,000.00
02/23/2012	Green Bay Phuture Phoenix	Kim Desotel	L G Wood Hall 424	Green Bay	WI	54311	2,000.00
02/27/2012	Winona State University Foundation	PO Box 5838		Winona	MN	55987	50.00
02/27/2012	St. John Sacred Heart	N 389 Military Rd		Sherwood	WI	54169	250.00
02/27/2012	Freedom Running Club			Freedom Running Club	VA		50.00
02/27/2012	University of WI Stevens Point Foundation	2100 Main St, Ste 212		Stevens Point	WI	54481	50.00
02/27/2012	Milwaukee School of Engineering	1025 N Broadway		Milwaukee	WI	53202	150.00
02/27/2012	Augustana College Association	2001 S Summit Ave		Sioux Falls	SD	57197	200.00
02/27/2012	Trinity Lutheran School	N5441 W River Rd		Hilbert	WI	54129	500.00
03/27/2012	St. Catherine's High School	1200 Park Ave		Racine	WI	53403	0.00
04/04/2012	Cheboygan County Youth Livestock Program	8300 N Straits Hwy		Cheboygan	MI	49721	200.00
04/04/2012	Kaukauna Youth Baseball	801 Henry St		Kaukauna	WI	54130	200.00
04/04/2012	Hawaiian Education Foundation	PO Box 83		Kirkland	IL	60148	200.00
04/04/2012	PTA Wisconsin Congress	441 Burbank Ave		Janesville	WI	53548	25.00
04/04/2012	Syble Hopp School	755 Schuening Rd		DePere	WI	54115	100.00
04/04/2012	Fortune Lake Lutheran Camp	138 Bible Camp Rd		Crystal Falls	MI	49820	25.00
04/04/2012	4-H General Fund	625 E City Rd Y		Oshkosh	WI	54901	50.00
04/18/2012	Waukesha Christian Academy	P O Box 31		Waukesha	WI	53187	100.00
04/18/2012	Winneconne Community School District	233 S Third St		Winneconne	WI	54988	50.00
06/11/2012	St. John Sacred Heart	N 389 Military Rd		Sherwood	WI	54169	25.00
06/11/2012	Augustana College Association	2001 S Summit Ave		Sioux Falls	SD	57197	50.00
07/30/2012	UWM Foundation	1440 E North Ave		Milwaukee	WI	53202	50.00
07/30/2012	St. Catherine's High School	1200 Park Ave		Racine	WI	53403	200.00
Total Education & Scholarships							12,025.00
Community Development							
09/28/2011	American Found. of Counseling Services	Annah Dugan	130 E Walnut St 7th Fl	Green Bay	WI	54301	1,500.00
09/28/2011	Community Foundation of Fox Cities	PO Box 563		Appleton	WI	54912	50,000.00
11/21/2011	Greater Green Bay YMCA, Inc.	Linda DeWitt	235 N Jefferson St	Green Bay	WI	54301	250.00
11/21/2011	Lakeshore Communications	1253 Scheuring Rd, Ste B		DePere	WI	54115	500.00
11/21/2011	Voice of Compassion	PO Box 85		Kimberly	WI	54138-0085	300.00
11/21/2011	Bay Lakes Council, BSA	2555 Northern Rd	PO Box 267	Appleton	WI	54912	300.00
12/19/2011	Community Outreach Temporary Services	1003 W College Avenue		Appleton	WI	54911	250,000.00
02/23/2012	Boys and Girls Club Fox Valley	117 S Locust St		Appleton	WI	54914	10,000.00
02/27/2012	Habitat for Humanity Greater Fox Cities	921 Midway		Menasha	WI	54952	300.00
02/27/2012	Fox Valley Humane Society	N115 Two Mile Rd		Appleton	WI	54914-9121	100.00
02/27/2012	Wisconsin Public Radio	821 University Ave		Madison	WI	53706	150.00
02/27/2012	Wisconsin Public Radio	821 University Ave		Madison	WI	53706	150.00
03/09/2012	United Way	1455 Midway Rd		Menasha	WI	54952	27,000.00
03/27/2012	Appleton Alliance Church	2693 W Grand Chute Blvd		Appleton	WI	54915	100.00
03/27/2012	Our Saviour's Lutheran Church	3009 N Meade Street		Appleton	WI	54911	25.00

10:08 AM
10/17/12
Accrual Basis

U.S. Venture / Schmidt Family Foundation
EIN Number 39-1540933
Attachment to Form 990-PF - Part XV, Line 3a - List of Contributions Paid

Date	Name	Name Street1	Name Street2	Name City	Name State	Name Zip	Paid Amount
03/27/2012	Samoset Council Boy Scouts of America	1708 Sunkist St		Mosinee	WI	54455	50.00
03/27/2012	Community Foundation of Fox Cities	PO Box 563		Appleton	WI	54912	225.00
03/27/2012	St John Sacred Heart	N 369 Military Rd		Sherwood	WI	54169	200.00
04/03/2012	Holy Spirit School	W2706 Cty Rd KK		Appleton	WI	54915	150.00
04/03/2012	Golden Retriever Rescue of Wisconsin	W295 S7778 High Corsa Dr		Mukwonago	WI	53149-8778	200.00
04/03/2012	Wisconsin Lutheran Chapel	220 W Gilmán St		Madison	WI	53703	25.00
04/03/2012	Bay Lakes Council BSA	2555 Northern Rd	PO Box 267	Appleton	WI	54912	200.00
04/04/2012	St Paul Church	410 E Wallace St		Combined Locks	WI	54113	75.00
04/04/2012	St Bernadette Parish	2331 E Lourdes Dr		Appleton	WI	54915	75.00
04/04/2012	Project Linus	N49064 Darboy Dr		Appleton	WI	54915	25.00
04/04/2012	Goodwill Industries	1800 Appleton Road		Menasha	WI	54952-3720	50.00
04/04/2012	K9 Emergency Response Teams	1527 E Gunn St		Appleton	WI	54915	25.00
04/04/2012	St Mark's United Methodist Church	4700 Johnson Ave NW		Cedar Rapids	IA	52405	50.00
04/04/2012	Animal Welfare League	951 County Road G		Neenah	WI	54956	25.00
04/04/2012	Little League Baseball Incorporated	Becky Bassett	PO Box 5033	Cheboygan	MI	49721	200.00
04/04/2012	Christian Family Radio	1909 W Second St		Appleton	WI	54914	25.00
04/04/2012	Fox Valley Humane Society	N115 Two Mile Rd		Appleton	WI	54914-9121	25.00
04/04/2012	The Navigators	P O Box 600		Colorado Springs	CO	80904	150.00
04/04/2012	Omaha Street School	3223 N45th St		Omaha	NE	68104-3711	25.00
04/04/2012	Waupaca Humane Society	PO Box 145		Waupaca	WI	54981	25.00
04/04/2012	Orphan Animal Rescue & Sanctuary Inc	1501 S Outagamie St		Appleton	WI	54914	200.00
04/04/2012	St. Clare Parish	2218 Day St		Greenleaf	WI	54126	100.00
04/04/2012	Living Waters International Inc.	PO Box 614		Antigo	WI	54409	25.00
04/04/2012	Habitat for Humanity Greater Fox Cities	921 Midway		Menasha	WI	54952	25.00
04/17/2012	Neenah Lions Club	2755 Holiday Court		Neenah	WI	54956	200.00
04/17/2012	Harvester Christian Church	1550 M Vernon		St. Charles	MO	63303	200.00
06/11/2012	Lakeshore Communications	1253 Scheuring Rd Ste B		DePere	WI	54115	50.00
06/11/2012	Bay Lakes Council, BSA	2555 Northern Rd	PO Box 267	Appleton	WI	54912	200.00
06/11/2012	Special Olympics Fox Valley	W5361 Cty Rd KK Suite D		Appleton	WI	54915	50.00
07/01/2012	Brown County Library	Lori Denault	515 Pine St	Green Bay	WI	54301	1,888.00
07/30/2012	WEMI Christian Family Radio	1909 W Second St		Appleton	WI	54914	50.00
07/30/2012	Voice of Compassion	PO Box 85		Kimberly	WI	54136-0085	125.00
Total Community Development							345,391.00
Health & Human Services							
08/04/2011	YMCA	218 E Lawrence St		Appleton	WI	54911	25,000.00
08/15/2011	St Elizabeth Community Foundation	1506 S Onondaga St		Appleton	WI	54915-1367	50,000.00
08/17/2011	American Cancer Society2	Amy Zondlow	903 S 17th Ave, Ste B	Wausau	WI	54401	5,800.00
09/28/2011	NAMI	516 W Soth St		Appleton	WI	54911	5,000.00
10/27/2011	American Cancer Society	790 Marvella Lane		Green Bay	WI	54304	2,500.00
11/03/2011	Rawhide Boys Ranch	E7475 Rawhide Rd		New London	WI	54961-0052	3,333.00
11/21/2011	Rebuilding Together-Fox Valley	605 East Hancock St		Appleton	WI	54911	150.00
11/21/2011	Rebuilding Together-Fox Valley	605 East Hancock St		Appleton	WI	54911	150.00
11/21/2011	American Cancer Society	American Cancer Society	2519 Hillcrest Pkwy	Altoona	WI	54720	150.00

10:08 AM
10/17/12
Accrual Basis

U.S. Venture / Schmidt Family Foundation
EIN Number 39-1540933
Attachment to Form 990-PF - Part XV, Line 3a - List of Contributions Paid

Date	Name	Name Street1	Name Street2	Name City	Name State	Name Zip	Paid Amount
11/21/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	25.00
11/21/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	25.00
11/21/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	100.00
11/21/2011	Calvary Chapel	2136 E Newberry St		Appleton	WI	54915	150.00
11/21/2011	Dana Ferber Cancer Institute	Regina Lewis	44 Binney St BP535B	Boston	MA	02115	50.00
11/21/2011	American Cancer Society	American Cancer Society	2519 Hillcrest Pkwy	Altoona	WI	54720	500.00
11/21/2011	American Cancer Society	American Cancer Society	2519 Hillcrest Pkwy	Altoona	WI	54720	300.00
11/21/2011	Cerebral Palsy of Midwest WI	Judith Britton	PO Box 1241	Oshkosh	WI	54903-1241	100.00
11/21/2011	Arthritis Foundation	Laura Libert	2020 S Webster Ave Ste A	Green Bay	WI	54301	25.00
11/21/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	50.00
12/26/2011	Fox Valley Warming Shelter	PO Box 1261		Appleton	WI	54912-1261	150.00
12/26/2011	Time of Grace Ministry	PO Box 301		Milwaukee	WI	53201-0301	250.00
12/26/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	100.00
12/26/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	25.00
12/26/2011	Muscular Dystrophy - Green Bay	2670 S Ashland #102		Green Bay	WI	54304	25.00
12/26/2011	Cerebral Palsy	2801 S Webster Ave		Green Bay	WI	54301	75.00
01/04/2012	CHAPS Academy	N5367 Mayflower Rd		Sheldon	WI	54170	8,333.00
01/31/2012	Spina Bifida Associate of America	4590 MacArthur Blvd		Washington	DC	20017-4226	500.00
02/15/2012	Rebuilding Together-Fox Valley	605 East Hancock St		Appleton	WI	54911	10,000.00
02/15/2012	Fox Valley Warming Shelter	PO Box 1261		Appleton	WI	54912-1261	10,000.00
02/15/2012	Ryan Community Inc	1336 W Prospect Ave		Appleton	WI	54914	3,500.00
02/15/2012	Make a Wish Foundation	200 N Durkee St, Ste 60		Appleton	WI	54911	5,000.00
02/15/2012	Best Friends of Neenah-Menasha	181 E North Water St		Neenah	WI	54958	2,500.00
02/27/2012	Special Olympics of Wisconsin	5900 Monona Dr, Ste 301		Madison	WI	53716	50.00
02/27/2012	Salvation Army	PO Box 1805		Appleton	WI	54912	50.00
02/27/2012	Rebuilding Together-Fox Valley	605 East Hancock St		Appleton	WI	54911	200.00
02/27/2012	New Community Shelter	301 Mather St		Green Bay	WI	54303	100.00
02/27/2012	Alzheimers Disease and Related Disorders	2900 Curry Lane, Ste A		Green Bay	WI	54311	100.00
02/27/2012	Salvation Army	PO Box 1805		Appleton	WI	54912	100.00
02/27/2012	Community Outreach Temporary Services	1003 W Cobble Avenue		Appleton	WI	54911	300.00
02/27/2012	Northern IL Food Bank	273 Dearborn Court		Geneva	IL	60134	500.00
03/27/2012	Margaret Ann's Place	912 N Hawley Rd #225		Milwaukee	WI	53213	25.00
03/27/2012	Lutheran Social Services-Toward Tomorrow	3003 N Richmond St		Appleton	WI	54911	75.00
03/27/2012	Smile Train	P O Box 96208		Washington	DC	20090-6208	25.00
03/27/2012	Salvation Army	PO Box 1805		Appleton	WI	54912	50.00
03/27/2012	Freedom Food Pantry	Shari Randerson	N3909 Conrad St	Kaukauna	WI	54130	200.00
03/27/2012	Fox Valley Mother and Unborn Baby Care	526 W Wisconsin Ave		Appleton	WI	54911	75.00
03/27/2012	Fox Valley Warming Shelter	PO Box 1261		Appleton	WI	54912-1261	25.00
03/27/2012	Susan G Komen for the Cure	5005 LBJ Fwy, Ste 250		Dallas	TX	75244	200.00
03/27/2012	Appleton Medical Center Foundation	1818 North Meade St		Appleton	WI	54911	250.00
04/03/2012	Holy Cross Parish	309 Desnoyer St		Kaukauna	WI	54130	25.00
04/03/2012	St. Jude Children's Research Hospital	501 St Jude Place		Memphis	TN	38105	125.00
04/03/2012	Best Friends of Neenah-Menasha	181 E North Water St		Neenah	WI	54958	75.00
04/03/2012	Salvation Army - Isanti County	2445 Prior Ave		Roseville	MN	55113	150.00

10:08 AM
10/17/12
Accrual Basis

U.S. Venture / Schmidt Family Foundation
EIN Number 39-1540933
Attachment to Form 990-PF - Part XV, Line 3a - List of Contributions Paid

Date	Name	Name Street1	Name Street2	Name City	Name State	Name Zip	Paid Amount
04/04/2012	Community Outreach Temporary Services	1003 W College Avenue		Appleton	WI	54911	225 00
04/04/2012	LEAVEN	1475 Opportunity Way		Menasha	WI	54952	25 00
04/04/2012	Fox Valley Warming Shelter	PO Box 1261		Appleton	WI	54912-1261	25 00
04/04/2012	American Heart Association	5375 SW 7th St		Topeka	KS	66606	25 00
04/04/2012	Juvenile Diabetes Foundation-WI	1800 Appleton Road Ste 2		Menasha	WI	54952	25 00
04/04/2012	Project Self Help & Awareness	N1170 Caitlin Way		Kaukauna	WI	54130	200 00
04/04/2012	B.A.B.E.S. Inc	1331 E Wisconsin Ave		Appleton	WI	54911-3913	25 00
04/04/2012	Sexual Assault Crisis Center	35 Park Pl, Ste100		Appleton	WI	54914-8201	25 00
04/04/2012	Unaffiliated Baptist Churches of America	412 S Hawthorne		Sioux Falls	SD	57104	150 00
04/04/2012	KWAA Inc	441 Burbank Ave		Omaha	NE	68135	200 00
04/04/2012	Clarity Care	2649 Manitowoc Rd		Green Bay	WI	54311	50 00
04/04/2012	St. Joseph's Food Program	1465 A Opportunity Way		Menasha	WI	54952	50 00
04/18/2012	HelpHOPELive	150 North Radnor-Chester Road Suite F-120		Radnor	PA	19087	100 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	25 00
04/18/2012	Harbor House	Domestic Abuse Programs	720 W Fifth St	Appleton	WI	54914	150 00
04/26/2012	Tri County Community Dental Clinic	Bob Glass	9 Tri-Park Way	Appleton	WI	54914	25,000 00
04/26/2012	Easter Seals Disability Helpline	Jill Gretzinger	820 West College Ave	Appleton	WI	54914	2,500 00
04/26/2012	My Brothers Keeper	1039 W Mason		Green Bay	WI	54303	500 00
04/26/2012	Sexual Assault Crisis Center	35 Park Pl Ste100		Appleton	WI	54914-8201	2,500 00
04/26/2012	United Way - Schofield	County Materials	Jamie Logan - Golf Outing	Marathon	WI	5448-0100	0 00
05/21/2012	Habitat for Humanity Greater Fox Cities	921 Midway		Menasha	WI	54952	2,000 00
06/11/2012	Cystic Fibrosis Foundation 1	2302 Parklake Drive Suite 210		Atlanta	GA	30345	25 00
06/11/2012	Cystic Fibrosis Foundation	20875 Crossroads Circle #350		Waukesha	WI	53188	280 00
06/11/2012	Cystic Fibrosis Foundation	20875 Crossroads Circle #350		Waukesha	WI	53188	50 00
06/11/2012	Cystic Fibrosis Foundation	20875 Crossroads Circle #350		Waukesha	WI	53188	100 00
06/11/2012	Fox Valley Mother and Unborn Baby Care	528 W Wisconsin Ave		Appleton	WI	54911	175 00
06/11/2012	March of Dimes	790 Parkview Rd		Green Bay	WI	54304	100 00
06/11/2012	Thompson Community Center	820 W College Ave		Appleton	WI	54914	150 00
06/11/2012	Big Brothers & Big Sisters Fox Valley	160 S Badger Ave		Appleton	WI	54914	25 00
06/13/2012	Community Outreach Temporary Services	1003 W College Avenue		Appleton	WI	54911	25 000 00
07/16/2012	Community Clothes Closet	1465 Midway Road		Menasha	WI	54952	2 000 00
07/26/2012	Emergency Shelters-Appleton	400 N Division Dr		Appleton	WI	54911	10,000 00
07/26/2012	MACC Fund - BP	10000 Innovation Dr Ste 135		Milwaukee	WI	53226	3,000 00
07/30/2012	Cystic Fibrosis Foundation	20875 Crossroads Circle #350		Waukesha	WI	53188	40 00
07/30/2012	Time of Grace Ministry	PO Box 301		Milwaukee	WI	53201-0301	250 00
07/30/2012	Unaffiliated Baptist Churches of America	412 S Hawthorne		Sioux Falls	SD	57104	500 00
07/30/2012	Miracles of Mitch Foundation	Attn Cheryl Bravo-Schwab	PO Box 878	Chanhassen	MN	55317	25 00
07/30/2012	Center Emmanuel UM Church	N3898 Hamble Rd		Black Creek	WI	54108	500 00
07/30/2012	Park View Health Center	725 Butler Ave		Oshkosh	WI	54901-8149	300 00

10:08 AM
10/17/12
Accrual Basis

U.S. Venture / Schmidt Family Foundation
EIN Number 39-1540933
Attachment to Form 990-PF - Part XV, Line 3a - List of Contributions Paid

Date	Name	Name Street1	Name Street2	Name City	Name State	Name Zip	Paid Amount
07/31/2012	Sonnenstag Foundation	PO 100		Mesa/Don	WI	54448	5,000.00
Total Health & Human Services							217,991.00
International Relief							
09/28/2011	Friends of the Children of Haiti	Friends of the Children of Haiti	P O Box 789	Peoria	IL	61652	5,000.00
10/14/2011	Victory Community Development Center	Ongala Rongai					23,332.00
12/09/2011	Victory Community Development Center	Ongala Rongai					40,000.00
02/15/2012	Fox Valley Mission Group	Gary Wolf	28 Linka Court	Kaukauna	WI	54130	10,000.00
02/27/2012	Victory Community Development Center	Ongala Rongai					77,000.00
02/27/2012	Wisconsin Nicaragua Partners	1209 Fremont St 134 Nelson Hall		Stevens Point	WI	54481	500.00
03/27/2012	Kenya Works	W6657 Firelane 6		Mensaha	WI	54652	125.00
04/26/2012	Kenya Works	W6657 Firelane 6		Mensaha	WI	54652	300.00
04/26/2012	Dominican Mission Foundation	PO Box 15367		San Francisco	CA	94115-0367	500.00
04/26/2012	St. Katharine Drexel	119 West 7th St		Kaukauna	WI	54130	15,000.00
04/26/2012	Salvadorian Mission	Brother Regis	1303 Milwaukee Dr	Now Holstein	WI	53061	40,000.00
05/15/2012	St. Aloysius Parish	2401 Main Avenue		Kaukauna	WI	54130-3599	0.00
Total International Relief							211,757.00
Arts/Culture							
02/15/2012	Fox Valley Symphony Orchestra	The Reigel Bldg	111 W College Ave, Ste 550	Appleton	WI	54911-5781	2,500.00
02/15/2012	Fox Cities Performing Arts Center	400 W College Ave		Appleton	WI	54912-0563	7,500.00
Total Arts/Culture							10,000.00
Environmental							
08/07/2012	Friends of High Cliff State Park	N7630 State Park Road		Sherwood	WI	54189	50.00
07/29/2012	Northeast WI Land Trust	14 Tri Park Way, Building 1		Appleton	WI	54914	5,000.00
Total Environmental							5,050.00
Total Contributions, Gifts, Grants Pd							802,214.00
TOTAL							802,214.00