



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**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 **Dec 1**, 2011, and ending **Nov 30**, 2012

|                                                                                                                                                                                                                                                         |                                                                                                                                                                                                      |                                                                                                                                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>Margaret H. &amp; James E. Kelley Foundation, Inc.</b>                                                                                                                                                                         |                                                                                                                                                                                                      | <b>A</b> Employer identification number<br><b>41-6017973</b>                                                                                                                      |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>408 St. Peter St.</b>                                                                                                                                            | Room/suite<br><b>425 Hamm Bldg</b>                                                                                                                                                                   | <b>B</b> Telephone number (see the instructions)<br><b>(651) 222-7463</b>                                                                                                         |
| City or town<br><b>Saint Paul</b>                                                                                                                                                                                                                       | State ZIP code<br><b>MN 55102-1187</b>                                                                                                                                                               | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                                                 |
| <b>G</b> Check all that apply<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change                                                                                            | <input type="checkbox"/> Initial Return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change                                                | <b>D</b> 1 Foreign organizations, check here <input type="checkbox"/><br>2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |                                                                                                                                                                                                      | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                              |
| <b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16)<br><b>\$ 18,097,168.</b>                                                                                                                                    | <b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                           |

| <b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) |                                                                                | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>REVENUE</b>                                                                                                                                                            | 1 Contributions, gifts, grants, etc., received (att sch)                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 2 <input type="checkbox"/> if the foundn is not req to att Sch B               |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 3 Interest on savings and temporary cash investments                           | 3,220.                             | 3,220.                    |                         |                                                             |
|                                                                                                                                                                           | 4 Dividends and interest from securities                                       | 442,735.                           | 442,735.                  |                         |                                                             |
|                                                                                                                                                                           | 5a Gross rents                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | b Net rental income or (loss)                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 6a Net gain/(loss) from sale of assets not on line 10                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | b Gross sales price for all assets on line 6a                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 7 Capital gain net income (from Part IV, line 2)                               |                                    | 55,812.                   |                         |                                                             |
|                                                                                                                                                                           | 8 Net short-term capital gain                                                  |                                    |                           | 53,801.                 |                                                             |
|                                                                                                                                                                           | 9 Income modifications                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 10a Gross sales less returns and allowances                                    |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                                                                                                 |                                                                                |                                    |                           |                         |                                                             |
| c Gross profit/(loss) (att sch)                                                                                                                                           |                                                                                |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule)                                                                                                                                         |                                                                                |                                    |                           |                         |                                                             |
| 12 <b>Total.</b> Add lines 1 through 11                                                                                                                                   | 445,955.                                                                       | 501,767.                           | 53,801.                   |                         |                                                             |
| <b>ADMINISTRATIVE AND OPERATING EXPENSES</b>                                                                                                                              | 13 Compensation of officers, directors, trustees, etc                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 14 Other employee salaries and wages                                           | 25,000.                            | 25,000.                   |                         |                                                             |
|                                                                                                                                                                           | 15 Pension plans, employee benefits                                            | 3,750.                             | 3,750.                    |                         |                                                             |
|                                                                                                                                                                           | 16a Legal fees (attach schedule)                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | b Accounting fees (attach sch)                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | c Other prof fees (attach sch) <b>L-16c Stmt</b>                               | 38,409.                            | 38,409.                   |                         |                                                             |
|                                                                                                                                                                           | 17 Interest                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 18 Taxes (attach schedule)(see instrs) <b>See Line 18 Stmt</b>                 | 1,912.                             | 1,912.                    |                         |                                                             |
|                                                                                                                                                                           | 19 Depreciation (attach sch) and depletion                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 20 Occupancy                                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 21 Travel, conferences, and meetings                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 22 Printing and publications                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                                           | 23 Other expenses (attach schedule) <b>See Line 23 Stmt</b>                    | 740.                               | 740.                      |                         |                                                             |
|                                                                                                                                                                           | 24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 | 69,811.                            | 69,811.                   |                         |                                                             |
|                                                                                                                                                                           | 25 Contributions, gifts, grants paid                                           | 835,000.                           |                           |                         | 835,000.                                                    |
| 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25                                                                                                           | 904,811.                                                                       | 69,811.                            |                           | 835,000.                |                                                             |
| 27 Subtract line 26 from line 12:                                                                                                                                         |                                                                                |                                    |                           |                         |                                                             |
| a <b>Excess of revenue over expenses and disbursements</b>                                                                                                                | -458,856.                                                                      |                                    |                           |                         |                                                             |
| b <b>Net investment income</b> (if negative, enter -0-)                                                                                                                   |                                                                                | 431,956.                           |                           |                         |                                                             |
| c <b>Adjusted net income</b> (if negative, enter -0-)                                                                                                                     |                                                                                |                                    | 53,801.                   |                         |                                                             |

gib-18

24

| Part II Balance Sheets |                                                                                                                           | Beginning of year<br>(a) Book Value | End of year    |                       |
|------------------------|---------------------------------------------------------------------------------------------------------------------------|-------------------------------------|----------------|-----------------------|
|                        |                                                                                                                           |                                     | (b) Book Value | (c) Fair Market Value |
| ASSETS                 | 1 Cash – non-interest-bearing                                                                                             | -1,539.                             | 56,862.        | 56,862.               |
|                        | 2 Savings and temporary cash investments                                                                                  | 1,021,538.                          | 1,187,803.     | 1,187,803.            |
|                        | 3 Accounts receivable                                                                                                     |                                     |                |                       |
|                        | Less allowance for doubtful accounts                                                                                      |                                     |                |                       |
|                        | 4 Pledges receivable                                                                                                      |                                     |                |                       |
|                        | Less allowance for doubtful accounts                                                                                      |                                     |                |                       |
|                        | 5 Grants receivable                                                                                                       |                                     |                |                       |
|                        | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) |                                     |                |                       |
|                        | 7 Other notes and loans receivable (attach sch)                                                                           |                                     |                |                       |
|                        | 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)                                                  | 2,477,266.                          | 2,477,266.     | 2,651,500.            |
|                        | b Investments – corporate stock (attach schedule) L-10b Stmt                                                              | 655,523.                            | 1,852,035.     | 3,814,572.            |
|                        | c Investments – corporate bonds (attach schedule)                                                                         |                                     |                |                       |
|                        | 11 Investments – land, buildings, and equipment basis                                                                     |                                     |                |                       |
| LIABILITIES            | Less accumulated depreciation (attach schedule)                                                                           |                                     |                |                       |
|                        | 12 Investments – mortgage loans                                                                                           |                                     |                |                       |
|                        | 13 Investments – other (attach schedule) L-13 Stmt                                                                        | 10,139,814.                         | 9,059,375.     | 10,386,431.           |
|                        | 14 Land, buildings, and equipment basis                                                                                   |                                     |                |                       |
|                        | Less accumulated depreciation (attach schedule)                                                                           |                                     |                |                       |
|                        | 15 Other assets (describe )                                                                                               |                                     |                |                       |
|                        | 16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)                           | 14,292,602.                         | 14,633,341.    | 18,097,168.           |
|                        | 17 Accounts payable and accrued expenses                                                                                  |                                     |                |                       |
|                        | 18 Grants payable                                                                                                         |                                     |                |                       |
|                        | 19 Deferred revenue                                                                                                       |                                     |                |                       |
| FUND ASSETS            | 20 Loans from officers, directors, trustees, & other disqualified persons                                                 |                                     |                |                       |
|                        | 21 Mortgages and other notes payable (attach schedule)                                                                    |                                     |                |                       |
|                        | 22 Other liabilities (describe )                                                                                          |                                     |                |                       |
|                        | 23 Total liabilities (add lines 17 through 22)                                                                            |                                     |                |                       |
|                        | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.                        |                                     |                |                       |
|                        | 24 Unrestricted                                                                                                           |                                     |                |                       |
|                        | 25 Temporarily restricted                                                                                                 |                                     |                |                       |
| BALANCE SHEETS         | 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                                                                       | 14,257,310.                         | 14,293,063.    |                       |
|                        | 28 Paid-in or capital surplus, or land, building, and equipment fund                                                      |                                     |                |                       |
|                        | 29 Retained earnings, accumulated income, endowment, or other funds                                                       | 35,292.                             | 340,278.       |                       |
|                        | 30 Total net assets or fund balances (see instructions)                                                                   | 14,292,602.                         | 14,633,341.    |                       |
|                        | 31 Total liabilities and net assets/fund balances (see instructions)                                                      | 14,292,602.                         | 14,633,341.    |                       |

## 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 | 14,292,602. |
| 2 Enter amount from Part I, line 27a                                                                                                                         | 2 | -458,856.   |
| 3 Other increases not included in line 2 (itemize) See Other Increases Stmt                                                                                  | 3 | 799,595.    |
| 4 Add lines 1, 2, and 3                                                                                                                                      | 4 | 14,633,341. |
| 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 | 14,633,341. |

**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 shares MLC Company) | (b) How acquired<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------|-----------------------------------------|-------------------------------------|
| 1a Palisade Asset Mgmt Acct.                                                                                                             | P                                                | 01/18/12                                | 02/29/12                            |
| b 28 Shs Smuckers                                                                                                                        | P                                                | 10/26/89                                | 04/09/12                            |
| c Palisade Asset Mgmt Acct.                                                                                                              | P                                                | 01/18/12                                | 01/31/12                            |
| d Palisade Asset Mgmt Acct.                                                                                                              | P                                                | 01/18/12                                | 03/30/12                            |
| e                                                                                                                                        |                                                  |                                         |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 184,303.            |                                            | 161,671.                                        | 22,632.                                      |
| b 2,189.              |                                            | 178.                                            | 2,011.                                       |
| c 327,426.            |                                            | 294,232.                                        | 33,194.                                      |
| d 293,861.            |                                            | 295,886.                                        | -2,025.                                      |
| e                     |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (l) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| a                                                                                           |                                      |                                                     | 22,632.                                                                                               |
| b                                                                                           |                                      |                                                     | 2,011.                                                                                                |
| c                                                                                           |                                      |                                                     | 33,194.                                                                                               |
| d                                                                                           |                                      |                                                     | -2,025.                                                                                               |
| e                                                                                           |                                      |                                                     |                                                                                                       |

|                                                                                |                                                                                                                      |   |         |
|--------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|---|---------|
| 2 Capital gain net income or (net capital loss)                                | — [ If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 ]                                | 2 | 55,812. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) | — [ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 ] | 3 | 53,801. |

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

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

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

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

☐ Yes☒ No

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

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

| (a) Base period years<br>Calendar year (or tax year<br>beginning in) | (b) Adjusted qualifying distributions | (c) Net value of<br>noncharitable-use assets | (d) Distribution ratio<br>(column (b) divided by column (c)) |
|----------------------------------------------------------------------|---------------------------------------|----------------------------------------------|--------------------------------------------------------------|
| 2010                                                                 | 795,682.                              | 15,749,135.                                  | 0.050522                                                     |
| 2009                                                                 | 760,000.                              | 15,854,219.                                  | 0.047937                                                     |
| 2008                                                                 | 760,000.                              | 15,332,252.                                  | 0.049569                                                     |
| 2007                                                                 | 760,169.                              | 14,954,043.                                  | 0.050834                                                     |
| 2006                                                                 | 707,000.                              | 14,595,636.                                  | 0.048439                                                     |

|                                                                                                                                                                                |   |             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-------------|
| 2 Total of line 1, column (d)                                                                                                                                                  | 2 | 0.247301    |
| 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.049460    |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5                                                                                                 | 4 | 17,246,956. |
| 5 Multiply line 4 by line 3                                                                                                                                                    | 5 | 853,034.    |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | 6 | 4,320.      |
| 7 Add lines 5 and 6                                                                                                                                                            | 7 | 857,354.    |
| 8 Enter qualifying distributions from Part XII, line 4                                                                                                                         | 8 | 835,000.    |

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)**

|                                                                                                                                                                                                                                   |    |        |        |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs) |    |        |        |
| 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      | 8,639. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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      | 8,639. |
| 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      | 8,639. |
| 6 Credits/Payments                                                                                                                                                                                                                |    |        |        |
| a 2011 estimated tax pmts and 2010 overpayment credited to 2011                                                                                                                                                                   | 6a | 3,600. |        |
| b Exempt foreign organizations — tax withheld at source                                                                                                                                                                           | 6b | 0.     |        |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                             | 6c | 0.     |        |
| d Backup withholding erroneously withheld                                                                                                                                                                                         | 6d | 0.     |        |
| 7 Total credits and payments Add lines 6a through 6d                                                                                                                                                                              | 7  | 3,600. |        |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input 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  | 5,039. |        |
| 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                       | 10 | 0.     |        |
| 11 Enter the amount of line 10 to be Credited to 2012 estimated tax 0. Refunded                                                                                                                                                   | 11 |        |        |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                     | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1 a 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  |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?<br><i>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</i> |     | X  |
| c 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<br>(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?<br><i>If 'Yes,' attach a detailed description of the activities</i>                                                                                                                                                                               |     | 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? <i>If 'Yes,' attach a conformed copy of the changes</i>                                                                                                                 |     | X  |
| 4 a 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?                                                                                                                                                                                                                                                                                  |     | X  |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If 'Yes,' attach the statement required by General Instruction T.</i>                                                                                                                                                                        |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?                 | X   |    |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>                                                                                                                                                                                                        | X   |    |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions)<br><b>MN - Minnesota</b>                                                                                                                                                                                                                     |     |    |
| 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? <i>If 'No,' attach explanation</i>                                                                                                                                | 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)? <i>If 'Yes,' complete Part XIV</i>                                                                                       |     | X  |
| 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>                                                                                                                                                                                                        |     | X  |

BAA

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?<br>Website address <u>timdwyer@visi.com</u>                                                                                                                                                                        | 13 | X |   |
| 14 | The books are in care of <u>Timothy J. Dwyer</u> Telephone no <u>(651) 222-7463</u><br>Located at <u>408 St. Peter St. Suite 425 Hamm St. Paul MN</u> ZIP + 4 <u>55102-1187</u>                                                                                                                                                        |    |   |   |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>                                                                                                              |    |   |   |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u> | 16 |   | X |

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

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

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

BAA

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)? (see instructions)

☐ Yes ☒ No

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

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

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

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

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

X

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

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

7b

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address                                                     | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| Hampton K. O'Neill<br>6950 South Poplar<br>Casper WY 82636               | Vice President/Director<br>5.00                           | 0.                                        | 0.                                                                    | 0.                                    |
| Sher M. O'Neill<br>6950 South Poplar<br>Casper WY 82636                  | Director<br>0.19                                          | 0.                                        | 0.                                                                    | 0.                                    |
| Timothy J. Dwyer<br>408 St. Peter St. St. Paul<br>St. Paul MN 55102-1187 | Treasurer, Director<br>5.00                               | 0.                                        | 0.                                                                    | 0.                                    |
| See Information about Officers, Directors, Trustees, Etc.                |                                                           | 0.                                        | 0.                                                                    | 0.                                    |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| None                                                          |                                                           |                  |                                                                       |                                       |
| 0                                                             |                                                           |                  |                                                                       |                                       |
| 0                                                             |                                                           |                  |                                                                       |                                       |
| 0                                                             |                                                           |                  |                                                                       |                                       |
| 0                                                             |                                                           |                  |                                                                       |                                       |

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

☐

None

BAA

TEEA0306 12/05/11

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 (see instructions). If none, enter 'NONE.'

| (a) Name and address of each person paid more than \$50,000              | (b) Type of service | (c) Compensation |
|--------------------------------------------------------------------------|---------------------|------------------|
| None                                                                     |                     |                  |
|                                                                          |                     | N/A              |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
|                                                                          |                     |                  |
| Total number of others receiving over \$50,000 for professional services |                     | None             |

**Part IX-A** Summary of Direct Charitable Activities

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

|        | Expenses |
|--------|----------|
| 1 None |          |
|        | 0.       |
| 2      |          |
|        |          |
| 3      |          |
|        |          |
| 4      |          |
|        |          |

**Part IX-B** Summary of Program-Related Investments (see instructions)

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

BAA

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 | 15,640,723. |
| b Average of monthly cash balances                                                                            | 1b | 1,868,877.  |
| c Fair market value of all other assets (see instructions)                                                    | 1c | 0.          |
| d Total (add lines 1a, b, and c)                                                                              | 1d | 17,509,600. |
| 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  | 17,509,600. |
| 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)   | 4  | 262,644.    |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 17,246,956. |
| 6 Minimum investment return. Enter 5% of line 5                                                               | 6  | 862,348.    |

**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  | 862,348. |
| 2a Tax on investment income for 2011 from Part VI, line 5                                            | 2a | 8,639.   |
| b Income tax for 2011 (This does not include the tax from Part VI)                                   | 2b |          |
| c Add lines 2a and 2b                                                                                | 2c | 8,639.   |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 853,709. |
| 4 Recoveries of amounts treated as qualifying distributions                                          | 4  |          |
| 5 Add lines 3 and 4                                                                                  | 5  | 853,709. |
| 6 Deduction from distributable amount (see instructions)                                             | 6  |          |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 853,709. |

**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 | 835,000. |
| 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  | 0.       |
| 3 Amounts set aside for specific charitable projects that satisfy the:                                                                                 |    |          |
| a Suitability test (prior IRS approval required)                                                                                                       | 3a | 0.       |
| 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  | 835,000. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5  | 0.       |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                       | 6  | 835,000. |

**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.

BAA

Form 990-PF (2011)

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

|                                                                                                                                                                                   | (a)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2011 from Part XI, line 7                                                                                                                       |               |                            |             | 853,709.    |
| <b>2</b> Undistributed income, if any, as of the end of 2011:                                                                                                                     |               |                            |             |             |
| <b>a</b> Enter amount for 2010 only                                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Total for prior years 20 <u>07</u> , 20 <u>08</u> , 20 <u>09</u>                                                                                                         |               | 0.                         |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2011                                                                                                                          |               |                            |             |             |
| <b>a</b> From 2006                                                                                                                                                                | 0.            |                            |             |             |
| <b>b</b> From 2007                                                                                                                                                                | 20,829.       |                            |             |             |
| <b>c</b> From 2008                                                                                                                                                                | 9,103.        |                            |             |             |
| <b>d</b> From 2009                                                                                                                                                                | 0.            |                            |             |             |
| <b>e</b> From 2010                                                                                                                                                                | 14,961.       |                            |             |             |
| <b>f</b> Total of lines 3a through e                                                                                                                                              | 44,893.       |                            |             |             |
| <b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>835,000.</u>                                                                                             |               |                            |             |             |
| <b>a</b> Applied to 2010, but not more than line 2a                                                                                                                               |               |                            | 0.          |             |
| <b>b</b> Applied to undistributed income of prior years (Election required — see instructions)                                                                                    |               | 0.                         |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required — see instructions)                                                                                            | 0.            |                            |             |             |
| <b>d</b> Applied to 2011 distributable amount                                                                                                                                     |               |                            |             | 835,000.    |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))                                         | 18,709.       |                            |             | 18,709.     |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                         | 26,184.       |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               | 0.                         |             |             |
| <b>c</b> 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.                         |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions                                                                                                          |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions                                                                            |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012                                                                |               |                            |             | 0.          |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  | 0.            |                            |             |             |
| <b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)                                                                              | 0.            |                            |             |             |
| <b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a                                                                                              | 26,184.       |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                      |               |                            |             |             |
| <b>a</b> Excess from 2007                                                                                                                                                         | 2,120.        |                            |             |             |
| <b>b</b> Excess from 2008                                                                                                                                                         | 9,103.        |                            |             |             |
| <b>c</b> Excess from 2009                                                                                                                                                         | 0.            |                            |             |             |
| <b>d</b> Excess from 2010                                                                                                                                                         | 14,961.       |                            |             |             |
| <b>e</b> Excess from 2011                                                                                                                                                         | 0.            |                            |             |             |

BAA

Form 990-PF (2011)

|                  |                                                                                    |
|------------------|------------------------------------------------------------------------------------|
| <b>Part XIV.</b> | <b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9) |
|------------------|------------------------------------------------------------------------------------|

N/A

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

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

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

[illegible]

**Part XV** **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**

### 1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

Timothy J. Dwyer, Treasurer

408 St. Peter St. Suite 425 Hamm Bldg

St. Paul

**MN**

55102-1187

(651) 222-7463

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

Request for grant along with IRS exemption letter, and copy of most recent 990 tax return

- c Any submission deadlines

October 1

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

None

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business)                                | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount          |
|---------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------------|
| <i>a Paid during the year</i><br>See attttched<br>schedule<br>St. Paul MN 55102 |                                                                                                                    | See Attachm                          | Misc.                               | 835,000.        |
| <b>Total</b>                                                                    |                                                                                                                    |                                      | ▶ <b>3a</b>                         | <b>835,000.</b> |
| <i>b Approved for future payment</i>                                            |                                                                                                                    |                                      |                                     |                 |
| <b>Total</b>                                                                    |                                                                                                                    |                                      | ▶ <b>3b</b>                         |                 |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated |                                                          | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions) |
|------------------------------------------------|----------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|-------------------------------------------------------------------|
|                                                |                                                          | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |                                                                   |
| 1                                              | Program service revenue                                  |                           |               |                                      |               |                                                                   |
| a                                              | None                                                     | 0                         | 0.            | 3                                    | 0.            |                                                                   |
| b                                              |                                                          |                           |               |                                      |               |                                                                   |
| c                                              |                                                          |                           |               |                                      |               |                                                                   |
| d                                              |                                                          |                           |               |                                      |               |                                                                   |
| e                                              |                                                          |                           |               |                                      |               |                                                                   |
| f                                              |                                                          |                           |               |                                      |               |                                                                   |
| g                                              | Fees and contracts from government agencies              |                           |               |                                      |               |                                                                   |
| 2                                              | Membership dues and assessments                          |                           |               |                                      |               |                                                                   |
| 3                                              | Interest on savings and temporary cash investments       |                           |               |                                      |               |                                                                   |
| 4                                              | Dividends and interest from securities                   |                           |               |                                      |               |                                                                   |
| 5                                              | Net rental income or (loss) from real estate             |                           |               |                                      |               |                                                                   |
| a                                              | Debt-financed property                                   |                           |               |                                      |               |                                                                   |
| b                                              | Not debt-financed property                               |                           |               |                                      |               |                                                                   |
| 6                                              | Net rental income or (loss) from personal property       |                           |               |                                      |               |                                                                   |
| 7                                              | Other investment income                                  |                           |               |                                      |               |                                                                   |
| 8                                              | Gain or (loss) from sales of assets other than inventory |                           |               |                                      |               |                                                                   |
| 9                                              | Net income or (loss) from special events                 |                           |               |                                      |               |                                                                   |
| 10                                             | Gross profit or (loss) from sales of inventory           |                           |               |                                      |               |                                                                   |
| 11                                             | Other revenue                                            |                           |               |                                      |               |                                                                   |
| a                                              |                                                          |                           |               |                                      |               |                                                                   |
| b                                              |                                                          |                           |               |                                      |               |                                                                   |
| c                                              |                                                          |                           |               |                                      |               |                                                                   |
| d                                              |                                                          |                           |               |                                      |               |                                                                   |
| e                                              |                                                          |                           |               |                                      |               |                                                                   |
| 12                                             | Subtotal. Add columns (b), (d), and (e)                  |                           | 0.            |                                      | 0.            |                                                                   |
| 13                                             | Total. Add line 12, columns (b), (d), and (e)            |                           |               |                                      |               |                                                                   |

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



**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

**Margaret H. & James E. Kelley Foundation, Inc.**

Employer identification number

**41-6017973**

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation  
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation  
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 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).

**BAA 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

Employer identification number

Margaret H. &amp; James E. Kelley Foundation, Inc.

41-6017973

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

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                                         | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                                                                                                                        |
|---------------|-------------------------------------------------------------------------------------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1             | Cynthia Kelley O'Neill Childrens Tr. 7/21/04<br>c/o BBH 140 Broadway<br>New York NY 10005 | \$ 480,000.                   | Person <input checked="checked" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
| 2             | M. H. Kelley Grandchildren Tr.<br>C/O BBH 140 Broadway<br>New York NY 10005               | \$ 263,322.                   | Person <input checked="checked" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |
|               |                                                                                           | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)                   |

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

| Taxes          | Rev/Exp Book  | Net Inv Inc   | Adj Net Inc | Charity Disb |
|----------------|---------------|---------------|-------------|--------------|
| Employer FICA  | 1,912.        | 1,912.        |             |              |
| 990PF 2009     |               |               |             |              |
| 990PF Est 2010 |               |               |             |              |
| Total          | <u>1,912.</u> | <u>1,912.</u> |             |              |

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

| Other expenses | Rev/Exp Book | Net Inv Inc | Adj Net Inc | Charity Disb |
|----------------|--------------|-------------|-------------|--------------|
| Misc. Ex.      | 352.         | 352.        |             |              |
| Bank Chgs      | 30.          | 30.         |             |              |
| FileMaker Pro  | 358.         | 358.        |             |              |
| Total          | <u>740.</u>  | <u>740.</u> |             |              |

Form 990-PF, Page 2, Part III, Line 3

**Other Increases Stmt**

|                                       |                 |
|---------------------------------------|-----------------|
| Split Interest Gift                   | 743,322.        |
| Net Capital Gain                      | 55,812.         |
| Adjustments Actual--Retained Earnings | 461.            |
| Total                                 | <u>799,595.</u> |

Form 990-PF, Page 6, Part VIII, Line 1

**Information about Officers, Directors, Trustees, Etc.**

| (a)<br>Name and address                                                                                                                  | (b)<br>Title, and<br>average hours<br>per week<br>devoted to<br>position | (c)<br>Compensation<br>(If not paid,<br>enter -0-) | (d)<br>Contributions<br>to employee<br>benefit plans<br>and deferred<br>compensation | (e)<br>Expense<br>account, other<br>allowances |
|------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------|--------------------------------------------------------------------------------------|------------------------------------------------|
| Person <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Kelley McC. O'Neill<br>P.O. Box 422<br>Rushford MN 55971 | Director/ Preside<br>5.00                                                | 0.                                                 | 0.                                                                                   | 0.                                             |
| Person <input checked="" type="checkbox"/> Business <input type="checkbox"/><br>Cindy Wolf O'Neill<br>P.O. Box 422<br>Rushford MN 55971  | Director<br>0.19                                                         | 0.                                                 | 0.                                                                                   | 0.                                             |

Total

0. 0. 0.

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

| Name of Provider | Type of Service Provided | Amount Paid Per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|------------------|--------------------------|-----------------------|-----------------------|---------------------|---------------------------------------|
| Palisade         | Investment               | 38,409.               |                       |                     |                                       |
| Total            |                          | <u>38,409.</u>        |                       |                     |                                       |

Form 990-PF, Page 2, Part II, Line 10a

**L-10a Stmt**

| Line 10a - Investments - US and State Government Obligations: | End of Year                            |                                 | End of Year                          |                               |
|---------------------------------------------------------------|----------------------------------------|---------------------------------|--------------------------------------|-------------------------------|
|                                                               | State and Local Obligations Book Value | State and Local Obligations FMV | US Government Obligations Book Value | US Government Obligations FMV |
| U.S. Treasury Bills                                           |                                        |                                 |                                      |                               |

Total

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

| Line 10b - Investments - Corporate Stock: | End of Year       |                   |
|-------------------------------------------|-------------------|-------------------|
|                                           | Book Value        | Fair Market Value |
| Common Stock                              | 1,852,035.        | 3,814,572.        |
| Total                                     | <u>1,852,035.</u> | <u>3,814,572.</u> |

Form 990-PF, Page 2, Part II, Line 13

**L-13 Stmt**

| Line 13 - Investments - Other: | End of Year       |                    |
|--------------------------------|-------------------|--------------------|
|                                | Book Value        | Fair Market Value  |
|                                |                   |                    |
|                                |                   |                    |
|                                |                   |                    |
| Sit US Govt Sec Fund           | 4,500,000.        | 4,850,559.         |
| Palisade Asset Mgmt Stocks     | 4,559,375.        | 5,535,872.         |
| Total                          | <u>9,059,375.</u> | <u>10,386,431.</u> |

**Supporting Statement of:****Form 990-PF, p2/Line 2(a)**

| Description           | Amount            |
|-----------------------|-------------------|
| Wells Fargo Svgs      | 905,050.          |
| Palisade Cash Account | 116,488.          |
| Total                 | <u>1,021,538.</u> |

**Supporting Statement of:****Form 990-PF, p2/Line 2(b)**

| Description                     | Amount            |
|---------------------------------|-------------------|
| Wells Fargo Sav                 | 938,958.          |
| Palisade Cash Account           | 135,416.          |
| T.RowePrice Summit Cash Reserve | 113,429.          |
| Total                           | <u>1,187,803.</u> |

**Supporting Statement of:****Form 990-PF, p8/Part X, Line 1a**

| Description             | Amount             |
|-------------------------|--------------------|
| T.Rowe Price Securities | 3,731,268.         |
| Palisades Securities    | 4,701,112.         |
| Sit Securities          | 4,520,593.         |
| Treasury Note           | 2,687,750.         |
| Total                   | <u>15,640,723.</u> |

**Margaret H. and James E. Kelley Foundation, Inc.****Year: 2012****Grant Summary: Level 1***Sorted by Region, Area of Interest and Organization Name*

|                          | Percent        | Grants    | Total            |
|--------------------------|----------------|-----------|------------------|
| <b>International</b>     | <b>6.71%</b>   | <b>6</b>  | <b>\$56,000</b>  |
| <b>Minneapolis</b>       | <b>3.59%</b>   | <b>2</b>  | <b>\$30,000</b>  |
| <b>Minnesota</b>         | <b>21.44%</b>  | <b>15</b> | <b>\$179,000</b> |
| <b>National</b>          | <b>13.29%</b>  | <b>11</b> | <b>\$111,000</b> |
| <b>St. Paul</b>          | <b>31.74%</b>  | <b>15</b> | <b>\$265,000</b> |
| <b>St. Paul Downtown</b> | <b>7.60%</b>   | <b>8</b>  | <b>\$63,500</b>  |
| <b>Twin Cities Metro</b> | <b>8.20%</b>   | <b>12</b> | <b>\$68,500</b>  |
| <b>Wyoming</b>           | <b>7.43%</b>   | <b>8</b>  | <b>\$62,000</b>  |
|                          | <b>100.00%</b> | <b>77</b> | <b>\$835,000</b> |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

|                                                                                                                                   |                                                                                                                                                                                                                                                            | Grants   | Total           |
|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------------|
| <b>International</b>                                                                                                              |                                                                                                                                                                                                                                                            | <b>6</b> | <b>\$56,000</b> |
| <b>General Assistance</b>                                                                                                         |                                                                                                                                                                                                                                                            | <b>3</b> | <b>\$24,500</b> |
| <b>Heifer Project International</b><br>Donor Services<br>P.O. Box 8058<br>Little Rock, AK 72203<br>www.heifer.org                 | Purpose of Grant / Mission Statement<br><br>Supporting this organization **<br>Help impoverished families worldwide become more self-reliant through the gift of livestock and training in their care Works for the dignity and well-being of all people.  |          | \$10,000 *      |
| <b>Oxfam America</b><br>Raymond C. Offenheiser<br>226 Causeway Street, 5th Floor<br>Boston, MA 02114-2206<br>www.oxfamamerica.org | Supporting this organization.<br>Shared beliefs . in the intrinsic dignity of all human beings, the possibility of eliminating extreme poverty in the world, the power of people working together to effect positive and lasting change in their lives.    |          | \$7,500 *       |
| <b>UNICEF</b><br>Andrea Frodema<br>125 Maiden Lane<br>New York, NY 10038<br>www.unicefusa.org                                     | Supporting this organization.**<br>Help meet children's basic needs, ensure their survival, and to provide children with a protective and nurturing environment.                                                                                           |          | \$7,000 *       |
| <b>Human Rights</b>                                                                                                               |                                                                                                                                                                                                                                                            | <b>2</b> | <b>\$16,500</b> |
| <b>Human Rights Watch</b><br>Kenneth Roth<br>350 5th Avenue, 34th Floor<br>New York, NY 10118-3299<br>hwnyc@hnrw.org              | Supporting this organization.<br>Fund research and advocacy to advance human rights protections and respond to the world's most urgent rights concerns.                                                                                                    |          | \$6,500 *       |
| <b>International Rescue Committee</b><br>Lucy Roche<br>122 East 42nd Street<br>New York, NY 10168-1289<br>www.theIRC.org          | Support for the worldwide humanitarian response of the IRC.<br>Provide relief, rehabilitation, protection, resettlement services, and advocacy for refugees, displaced persons and victims of oppression and violent conflict for people around the world. |          | \$10,000 *      |

**Margaret H. and James E. Kelley Foundation, Inc.** **Year: 2012**  
**Grant Summary: Level 4**  
*Sorted by Region, Area of Interest and Organization Name*

| Medical/Mental Health                                                                                                                                     | Purpose of Grant / Mission Statement                                                                                                                                                              | Grants | Total      |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>Doctors Without Borders</b><br>Sophie Delaunay<br>333 Seventh Avenue, 2nd Floor<br>New York, NY 10001-5004<br>www.doctorswithoutborders.org            | Supporting this organization.<br><i>Respond to emergencies and provide urgent medical care to some of the world's most vulnerable people</i>                                                      | 1      | \$15,000   |
| <b>Minneapolis</b>                                                                                                                                        |                                                                                                                                                                                                   | 2      | \$30,000   |
| <b>Children</b>                                                                                                                                           |                                                                                                                                                                                                   | 1      | \$5,000    |
| <b>Bridge for Runaway Youth</b><br>Dan Pfarr<br>1111 West 22nd Street<br>Minneapolis, MN 55405<br>www.bridgeforyouth.org                                  | Support to provide food, shelter, health care and counseling for homeless youth.<br><i>Provide safety, support, and development for some of the most vulnerable young people in our community</i> |        | \$5,000 *  |
| <b>Medical/Mental Health</b>                                                                                                                              |                                                                                                                                                                                                   | 1      | \$25,000   |
| <b>University of Minnesota - School of Nursing</b><br>Laurel Mallon<br>308 Harvard Street SE<br>5-138 WDH<br>Minneapolis, MN 55455<br>www.nursing.umn.edu | Support the Cynthia Kelley O'Neill Scholarship for Psychiatric Nursing.<br><i>Educate more highly qualified nurses and nurse leaders.</i>                                                         |        | \$25,000 * |
| <b>Minnesota</b>                                                                                                                                          |                                                                                                                                                                                                   | 15     | \$179,000  |

**Margaret H. and James E. Kelley Foundation, Inc.**  
**Grant Summary: Level 4**  
*Sorted by Region, Area of Interest and Organization Name*

**Year: 2012**

|                                                                                                                          |  | Grants                                                                                                                                                                                                                 | Total           |
|--------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|
|                                                                                                                          |  | <b>2</b>                                                                                                                                                                                                               | <b>\$25,000</b> |
| <b>Arts &amp; Culture</b>                                                                                                |  |                                                                                                                                                                                                                        |                 |
| <b>Great River Shakespeare Festival</b>                                                                                  |  | Supporting this organization                                                                                                                                                                                           |                 |
| Rob Thomas<br>79 East 3rd Street<br>Winona, MN 55987<br>www.grsf.org                                                     |  | To become a destination for theater, music, art, and conversation in Southeastern Minnesota                                                                                                                            |                 |
| <b>Minnesota Beethoven Festival</b>                                                                                      |  | Supporting this organization                                                                                                                                                                                           |                 |
| Ned Kirk<br>P.O. Box 1143<br>Winona, MN 55987<br>www.mnbeethovenfestival.org                                             |  | Increase appreciation of classical music and the work of Ludwig van Beethoven through education and the presentation of nationally recognized artists                                                                  |                 |
| <b>Education</b>                                                                                                         |  | <b>6</b>                                                                                                                                                                                                               | <b>\$49,000</b> |
| <b>Junior Achievement of The Upper Midwest, Inc.</b>                                                                     |  | Support for the Junior Achievement Program at Broadway High School.                                                                                                                                                    |                 |
| Gina Blayney<br>1800 White Bear Avenue North<br>Maplewood, MN 55109<br>www.jaum.org                                      |  | Teaches young people about business, economics, and the free enterprise system.                                                                                                                                        |                 |
| <b>Minnesota State University Mankato Foundation</b>                                                                     |  | Support for the Gertrude Jane Timmerman O'Neill School of Nursing Endowment.                                                                                                                                           |                 |
| Lisa Meyer<br>121 Alumni Foundation Center<br>Mankato, MN 56001                                                          |  | Build and grow an endowment in honor of Gertrude Jane Timmerman that would continue the legacy that was started through James C. O'Neill and Francis O'Neill to support a student scholarship in the School of Nursing |                 |
| <b>SELCO Library Foundation</b>                                                                                          |  | Support the Early Childhood Literacy Initiative                                                                                                                                                                        |                 |
| Susan Hart<br>Rushford Public Library<br>101 North Mill St., P.O. Box 250<br>Rushford, MN 55971<br>www.rushfordlib.mn.us |  | Provide quality materials and services which fulfill educational, cultural, and recreational needs of the entire community, in an atmosphere that is welcoming and respectful                                          |                 |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

|                                                                                                                   | Grants | Total      |
|-------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>St. John's University</b>                                                                                      |        |            |
| Terri D. Barreiro                                                                                                 |        |            |
| P O Box 7222                                                                                                      |        |            |
| Collegeville, MN 56321                                                                                            |        |            |
| www.csbsju.edu                                                                                                    |        |            |
| Support for the Margaret H. and James E. Kelley Foundation Scholarship                                            |        | \$8,000 *  |
| <b>University of Minnesota Foundation</b>                                                                         |        |            |
| Crystal Carlson                                                                                                   |        |            |
| McNamara Alumni Center                                                                                            |        |            |
| 200 Oak Street SE, Suite 500                                                                                      |        |            |
| Minneapolis, MN 55455-2010                                                                                        |        |            |
| www.law.umn.edu/giving                                                                                            |        |            |
| Support the James C. O'Neill Scholarship Fund                                                                     |        | \$20,000 * |
| <b>Washington County 4-H Federation</b>                                                                           |        |            |
| Dan Dolan                                                                                                         |        |            |
| 14949 -62nd Street North                                                                                          |        |            |
| Stillwater, MN 55082                                                                                              |        |            |
| www.save4-H.com                                                                                                   |        |            |
| Support for partial salary of teacher for the Youth Teaching Youth Program                                        |        | \$5,000 *  |
| Raise money to keep the 4-H program funded through 2010 while longer term plans are made.                         |        |            |
| <b>Families</b>                                                                                                   |        |            |
|                                                                                                                   | 1      | \$10,000   |
| <b>Winona Family YMCA</b>                                                                                         |        |            |
| Andy Blomness                                                                                                     |        |            |
| 207 Winona Street                                                                                                 |        |            |
| Winona, MN 55987                                                                                                  |        |            |
| winonaymca.org                                                                                                    |        |            |
| Support the Partner With Youth Program                                                                            |        | \$10,000 * |
| <b>General Assistance</b>                                                                                         |        |            |
|                                                                                                                   | 1      | \$29,500   |
| <b>American Red Cross-Southeast MN Chapter</b>                                                                    |        |            |
| Melanie Tschida                                                                                                   |        |            |
| 310 14th Street S.E.                                                                                              |        |            |
| Rochester, MN 55904                                                                                               |        |            |
| www.redcross-semn.org                                                                                             |        |            |
| Support for local Red Cross services                                                                              |        | \$29,500 * |
| Strong tradition to provide emergency relief and programs that promote health, safety, and disaster preparedness. |        |            |

**Margaret H. and James E. Kelley Foundation, Inc.**  
**Grant Summary: Level 4**  
*Sorted by Region, Area of Interest and Organization Name*

|                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                           | Grants | Total      |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
|                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                           | 4      | \$48,500   |
| <b>Medical/Mental Health</b>                                                                                                                                             | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                                      |        |            |
| <b>Communication Center State Services for the Blind</b><br>Angela Bodensteiner<br>2200 University Avenue West, #240<br>Saint Paul, MN 55114-1840                        | Support for the Minnesota Radio Talking Book.                                                                                                                                                                                                                                                                                             |        | \$4,000 *  |
| <b>Courage Center</b><br>† Rose Adams<br>3915 Golden Valley Road<br>Minneapolis, MN 55422<br>www.CourageCenter.org                                                       | Support the comprehensive Pediatric Services programs.<br><i>Empower people with physical disabilities to reach for their full potential in every aspect of life.</i>                                                                                                                                                                     |        | \$4,500 *  |
| <b>Mayo Foundation for Medical Education &amp;</b><br>Barbara Flasch<br>200 First Street SW<br>Rochester, MN 55905<br>www.mayoclinic.org                                 | Support for the President's Strategic Initiative Fund at Mayo Clinic.<br><i>"heal the sick and advance the science"</i><br>-- Dr William J. Mayo                                                                                                                                                                                          |        | \$20,000 * |
| <b>Minnesota Medical Foundation</b><br>† Shannon Birge Laudon<br>McNamara Alumni Center<br>200 Oak Street SE, Suite 300<br>Minneapolis, MN 55455-2030<br>www.mmf.umn.edu | Support the Dr Donald Hastings Memorial Lectureship Fund **<br><i>Further health-related research and education through support of the University of Minnesota Medical School, School of Public Health, Cancer Center, and related units in the Academic Health Center and thereby advancing a better quality of life for Minnesotans</i> |        | \$20,000 * |
| <b>Sexual &amp; Reproductive Health/Education</b>                                                                                                                        | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                                      | 1      | \$17,000   |
| <b>Planned Parenthood of Minnesota/South Dakota</b><br>† Sarah A. Stoesz<br>671 Vandalia Street, Suite 323<br>St. Paul, MN 55114<br>www.ppmns.org                        | General operating grant to help continue essential health care services<br><i>To provide affordable basic reproductive health and confidential care and education for women, men, and teens.</i>                                                                                                                                          |        | \$17,000 * |

**National** 11 \$111,000

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Education                                                                                                                  |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                                                                  | Grants | Total      |
|----------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>Bennington College</b><br>Ann Keller<br>One College Drive<br>Bennington, VT 05201-6003<br>www.bennington.edu            |  | Support for the Cynthia Kelley O'Neill Scholarship<br><i>Establish a women's liberal arts college that would emphasize the individual student and her developing interests and represent the belief that the education most worth having is the one you create for yourself</i>                                                                                       | 4      | \$42,000   |
| <b>Berea College</b><br>Alan Lowhorn<br>College Relations<br>CPO 2216<br>Berea, KY 40404<br>www.berea.edu                  |  | Support the scholarship fund<br><i>Radical, inclusive mission to seek out promising low-income people from Appalachia and provide them a full-tuition scholarship and a quality liberal arts education</i>                                                                                                                                                            |        | \$2,000 *  |
| <b>Cato Institute</b><br>Ashley March<br>1000 Massachusetts Avenue, NW<br>Washington, D C 20001<br>www.cato.org            |  | Support for research and analysis of the federal government's domestic and international policy programs.<br><i>Advocate for a consistent, principled and philosophical commitment to an individual's right to live, work, trade and play free of government constraint or support, provided there is no interference with another's individual's right to do so.</i> |        | \$15,000   |
| <b>Northland College</b><br>Kristy Liphart<br>1411 Ellis Avenue<br>Ashland, WI 54806-3999<br>www.northland.edu             |  | Support for the Kelley Family Scholarship.<br><i>Integrate liberal arts studies with an environmental emphasis, enabling those it serves to address the challenges of the future.</i>                                                                                                                                                                                 |        | \$15,000 * |
| <b>Environment</b>                                                                                                         |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                                                                  | 1      | \$4,500    |
| <b>Union of Concerned Scientists</b><br>Jennifer Norris<br>Two Battle Square<br>Cambridge, MA 02238-9105<br>www.ucsusa.org |  | Supporting this organization.**<br><i>Partnership of scientists and citizens combining rigorous scientific analysis, innovative policy development, and effective citizen advocacy to achieve practical environmental solutions.</i>                                                                                                                                  |        | \$4,500 *  |

# Margaret H. and James E. Kelley Foundation, Inc.

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

Year: 2012

| General Assistance                                                                                                                              |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                               | Grants | Total      |
|-------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| USO                                                                                                                                             |  | Supporting this organization **<br>Help thousands of troops as they deploy to new postings or return for another tour at the Front...help their families adjust to life without a parent or loved one ..and make sure that those who return are given a heroes' "Welcome Home!"                                    | 1      | \$20,000 * |
| Sloan D Gibson<br>P.O Box 96860<br>Washington, DC 20077-7677<br>www.uso.org                                                                     |  |                                                                                                                                                                                                                                                                                                                    |        |            |
| Human Rights                                                                                                                                    |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                               | Grants | Total      |
| Southern Poverty Law Center<br>Sheila A. Cunningham<br>400 Washington Avenue<br>Montgomery, AL 36104-9621<br>www.splcenter.org                  |  | Supporting this organization<br>"Promoting Tolerance. Monitoring Hate ..Seeking Justice. "                                                                                                                                                                                                                         | 1      | \$3,500    |
| Medical/Mental Health                                                                                                                           |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                               | Grants | Total      |
| Frontier Nursing Service<br>Susan E Stone<br>195 School Street<br>P.O 528<br>Hyden, KY 41749<br>www.fronternursing.org                          |  | Support the Frontier Nursing University Endowment Campaign<br>Training of qualified nurses through FNS's School and continuation of the mission to ensure that mother and children are healthy and safe<br>(One of CKON's favorite organizations, because they originally delivered nursing service by horseback ) | 3      | \$11,000 * |
| Linus Pauling Institute<br>Michele Erickson<br>Oregon State University<br>571 Weniger Hall<br>Corvallis, OR 97331<br>http://lpi.oregonstate.edu |  | Supporting this organization **<br>Determine the role of micronutrients, vitamins, and phytochemicals in promoting optimum health and preventing and treating disease, to determine the role of oxidative and nitrate stress and antioxidants in human health and disease, etc.                                    |        | \$1,000 *  |
| Memorial Sloan-Kettering Cancer Center<br>Richard Naum<br>1275 York Avenue<br>New York, NY 10021<br>www.mskcc.org                               |  | Support for the 2012 "Campaign for Memorial Sloan-Kettering **<br>Deep commitment to putting new discoveries to work for patients, leading the way to dramatic improvements in the diagnosis, prevention, and treatment of cancer.                                                                                 |        | \$5,000 *  |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Second Amendment Rights                                                                                |  | Purpose of Grant / Mission Statement                                                                                                                                                           | Grants | Total      |
|--------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| NRA Foundation, Inc.<br>Tyler Schropp<br>11250 Waples Mill Road<br>Fairfax, VA 22030<br>nraf@nrahq.org |  | Support the NRA Youth Hunter Education Challenge and the Youth Education Summit.                                                                                                               | 1      | \$30,000   |
|                                                                                                        |  | Raise support of a wide range of firearm-related public interest activities of the NRA and other organizations that defend and foster the Second Amendment rights of all law-abiding Americans |        | \$30,000 * |

|                                                                                                                                                   |  |                                                                                          |    |            |
|---------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------|----|------------|
| St. Paul                                                                                                                                          |  |                                                                                          | 15 | \$265,000  |
| Arts & Culture                                                                                                                                    |  |                                                                                          | 1  | \$40,000   |
| St. Paul Chamber Orchestra<br>Dobson West<br>Third Floor<br>The Hamm Building<br>408 St Peter Street<br>St Paul, MN 55102-1497<br>www.theSPCO.org |  | Support for the SPCO Annual Fund.                                                        |    | \$40,000 * |
|                                                                                                                                                   |  | Bring accessible world-class music and education to the Twin Cities community and beyond |    |            |

|                                                                                                                                         |  |                                                                                      |   |           |
|-----------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------|---|-----------|
| Children                                                                                                                                |  | Purpose of Grant / Mission Statement                                                 | 1 | \$2,000   |
| Girl Scouts of Minnesota and Wisconsin River<br>† Linda B Keene<br>400 Robert Street South<br>St Paul, MN 55107<br>www.girlscoutsrv.org |  | Supporting this organization.                                                        |   | \$2,000 * |
|                                                                                                                                         |  | Build girls of confidence, courage and character, who make the world a better place. |   |           |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Education                                                                                  |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                    | Grants | Total      |
|--------------------------------------------------------------------------------------------|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
|                                                                                            |  |                                                                                                                                                                                                                                                                                                         | 5      | \$70,000   |
| <b>Friends of the Saint Paul Library</b>                                                   |  | Supporting this organization **<br><i>Expand the Saint Paul Public Library's capacity to serve Saint Paul's many communities through public awareness and cultural programming and advocating both strong public and private funding</i>                                                                |        | \$5,000 *  |
| Peter Pearson<br>325 Cedar Street, Suite 555<br>St. Paul, MN 55101-1055<br>www.friends.org |  |                                                                                                                                                                                                                                                                                                         |        |            |
| <b>Science Museum of Minnesota</b>                                                         |  | Support the Kitty Andersen Youth Service Center<br><i>Invites learners of all ages to experience their changing world through science</i>                                                                                                                                                               |        | \$5,000 *  |
| Charles Levine<br>120 West Kellogg Boulevard<br>St. Paul, MN 55102<br>www.smm.org          |  |                                                                                                                                                                                                                                                                                                         |        |            |
| <b>St. Catherine University</b>                                                            |  | Purchase of new hands-on equipment for the Nursing department, including a SimPad monitor and software<br><i>To educate women to lead and influence</i>                                                                                                                                                 |        | \$10,000 * |
| Scott Chamberlain<br>2004 Randolph Avenue<br>St. Paul, MN 55105<br>www.stkate.edu          |  |                                                                                                                                                                                                                                                                                                         |        |            |
| <b>St. Paul Academy and Summit School</b>                                                  |  | Support for the Warner T. Bonfoey Jr Scholarship.<br><i>The pursuit of excellence in teaching and learning to a diverse and motivated group of young people for leadership and service, inspiring in them an enduring love of learning, and helping them lead productive, ethical and joyful lives.</i> |        | \$15,000 * |
| Dorothy Goldie<br>1712 Randolph Avenue<br>St. Paul, MN 55105-2194<br>www.spa.edu           |  |                                                                                                                                                                                                                                                                                                         |        |            |
| <b>William Mitchell College of Law</b>                                                     |  | James E and Margaret H. Kelley Scholarship<br><i>We serve the law. We teach it, study it, practice it and work to make it just.</i>                                                                                                                                                                     |        | \$35,000 * |
| Linda Keillor Berg<br>875 Summit Avenue<br>St. Paul, MN 55105-3076<br>www.wmitchell.edu    |  |                                                                                                                                                                                                                                                                                                         |        |            |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Families                                                                                                                                      | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                   | Grants | Total     |
|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|
| <b>Children's Home Society &amp; Family Services</b><br>† Maureen E Warren<br>1605 Eustis Street<br>St Paul, MN 55108-1219<br>chsfs.org       | Supporting this organization.<br>Provide help for low-income families and children through child care, mental health services, respite care during crisis situations and financial counseling.                                                                                         | 1      | \$5,000   |
| <b>General Assistance</b>                                                                                                                     | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                   | 2      | \$17,000  |
| <b>St. Paul Foundation</b><br>Sally J. Seiberlich<br>55 Fifth Street East<br>Suite 600<br>St. Paul, MN 55101-1797<br>www.stpaulfoundation.org | Supporting the Historic Oakland Cemetery **<br>To enrich lives and communities by supporting education and literacy, arts and culture, strong families, affordable housing, economic development, human services, civic engagement, and diversity and anti-racism in the St. Paul area |        | \$2,000 * |
| <b>St. Paul Union Gospel Mission</b><br>† Jim Kersting<br>435 University Avenue East<br>St. Paul, MN 55101<br>www.ugmtc.org                   | Support for the Naomi Family Residence.<br>Provide comprehensive support services and education programs focused on techniques and habits for promoting health and vitality for people in need                                                                                         |        | \$15,000  |
| <b>Hunger</b>                                                                                                                                 | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                   | 1      | \$9,500   |
| <b>Second Harvest Heartland</b><br>† Noel Ann Porter<br>1140 Gervais Avenue<br>St. Paul, MN 55418-1808<br>2harvest.org                        | Supporting this organization.<br>To fight hunger through community partnerships.                                                                                                                                                                                                       |        | \$9,500 * |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

|                                                                                                                                                                   |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                                    | Grants   | Total            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------------|
| <b>Medical/Mental Health</b>                                                                                                                                      |  |                                                                                                                                                                                                                                                                                                                                         | <b>2</b> | <b>\$112,500</b> |
| <b>Hamm Memorial Psychiatric Clinic</b><br>Steve Dwyer<br>408 St. Peter Street, Suite 429<br>St. Paul, MN 55102<br>www.hammclinic.org                             |  | Support of core programs including the new chemical dependency assessment program<br><i>Provide mental health care for people who could not otherwise afford it</i>                                                                                                                                                                     |          | \$110,000 *      |
| <b>HealthEast Foundation</b><br>Anna Leighton<br>University Park Medical Bldg.<br>1690 University Ave W. Ste. 250<br>St Paul, MN 55104-3729<br>www.healtheast.org |  | Provide Bethesda Rehabilitation Hospital with research support money.<br><i>Empower its patients to overcome barriers, make the most of their abilities and talents, and reinvent their lives as rich and meaningful.</i>                                                                                                               |          | \$2,500 *        |
| <b>Women's Issues</b>                                                                                                                                             |  |                                                                                                                                                                                                                                                                                                                                         | <b>2</b> | <b>\$9,000</b>   |
| <b>Women's Advocates</b><br>† Raeone Loscalzo<br>588 Grand Avenue<br>St. Paul, MN 55102<br>www.wadvocates.org                                                     |  | Support for the mission of ending violence in families through shelter, support and advocacy<br><i>Eliminate violence in the lives of battered women and their children by providing short-term shelter, support, information, advocacy, mental health counseling and education so they find alternatives to violent relationships.</i> |          | \$4,000 *        |
| <b>YWCA of St. Paul</b><br>† William L. Collins, Jr.<br>375 Selby Avenue<br>St. Paul, MN 55102-1822<br>www.ywcaofstpaul.org                                       |  | Support the Girls LEAD program<br><i>Empower women, fight racism and make a positive difference in the communities in which we live and work. Partner with government agencies, private companies, and other nonprofit organizations to serve women and their families</i>                                                              |          | \$5,000 *        |
| <b>St. Paul Downtown</b>                                                                                                                                          |  |                                                                                                                                                                                                                                                                                                                                         | <b>8</b> | <b>\$63,500</b>  |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Arts & Culture                                                                                                                         |  | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                                                         | Grants | Total      |
|----------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>Landmark Center</b><br>Amy Mino<br>75 West Fifth Street<br>Suite 404<br>St. Paul, MN 55102-1498<br>www.landmarkcenter.org           |  | Support for Landmark Center's public programming initiatives and as a part of the "Community Match Fund<br><i>To provide on-going management and maintenance of the historic Landmark Center</i>                                                                                                                             | 6      | \$43,500   |
| <b>Minnesota Boychoir</b><br>Mark Johnson<br>Landmark Center<br>75 West 5th Street, Suite 411<br>St Paul, MN 55102<br>www.boychoir.org |  | Support for the 2012-2015 Fundraising Plan.<br><i>Challenge boys and young men from many backgrounds to the highest standards of choral music, nurture the development of exceptional character, and inspire and benefit the community</i>                                                                                   |        | \$2,500 *  |
| <b>Minnesota Museum of American Art</b><br>Kristin Makholm<br>408 St Peter Street<br>Suite 419<br>St Paul, MN 55102<br>www.mmaa.org    |  | Supporting this organization<br><i>To express through art the unfolding value of the American multicultural experience</i>                                                                                                                                                                                                   |        | \$2,500 *  |
| <b>Minnesota Public Radio</b><br>† Jamie Ziemann<br>45 East Seventh Street<br>St Paul, MN 55101<br>www.mpr.org                         |  | Support Classical MPR's "Minnesota Varsity Program" to support music education in Minnesota schools (two year commitment).<br><i>To enrich the mind and nourish the spirit, thereby enhancing the lives and expanding the perspectives of our audiences, and assisting them in strengthening their communities</i>           |        | \$2,500 *  |
| <b>Ordway Center for the Performing Arts</b><br>† Lee S Koch<br>345 Washington Street<br>St Paul, MN 55102<br>ordway.org               |  | Support for the Education and Community Engagement programming, in particular, the Performing Arts Classrooms Project.<br><i>To be a catalyst for the artistic vitality of our community by hosting, presenting, and creating performing arts and educational programs that engage artists and enrich diverse audiences.</i> |        | \$5,000 *  |
| <b>Park Square Theatre</b><br>C Michael-jon Pease<br>20 West 7th Street<br>St. Paul, MN 55102<br>parksquaretheatre.org                 |  | Support the Inner-City Partnership program.<br><i>To enrich our community by producing and presenting exceptional live theatre that touches the heart, engages the mind and delights the spirit.</i>                                                                                                                         |        | \$15,000 * |

# Margaret H. and James E. Kelley Foundation, Inc.

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

Year: 2012

| Education                                                                                                                                                                                                                        | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                  | Grants | Total     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------|
| <b>Minnesota Children's Museum</b><br>† Dianne Krizan<br>10 West Seventh Street<br>St Paul, MN 55102<br><a href="http://www.MCM.org">www.MCM.org</a>                                                                             | Support for the "Access" initiative, which provides free and deeply discounted admissions to needy children and families<br><i>Sparking children's learning through play.</i>                                                                                         | 1      | \$5,000   |
| <b>Families</b><br><b>Assumption Parish</b><br>John Malone<br>51 West Seventh Street<br>St. Paul, MN 55102                                                                                                                       | Update the church heating plant and rebuild the steps of the rectory<br><i>Catholic Church Parish servicing a diverse community in the downtown St. Paul area; serving an active base of worshippers, and reaching out to a less fortunate group of needy people.</i> | 1      | \$15,000  |
| <b>Twin Cities Metro</b><br><b>Arts &amp; Culture</b><br><b>Minnesota Orchestra</b><br>Laura Nichols-Endres<br>1111 Nicollet Mall<br>Minneapolis, MN 55403<br><a href="http://minnesotaorchestra.org">minnesotaorchestra.org</a> | Support for the student UPbeat program<br><i>To enrich our community as a symphony orchestra internationally recognized for its artistic excellence</i>                                                                                                               | 12     | \$68,500  |
| <b>Minnesota Youth Symphonies</b><br>Adam Haglin<br>790 Cleveland Avenue South<br>Suite 203<br>St Paul, MN 55116-1958<br><a href="mailto:mys@mn-youthsymphonies.org">mys@mn-youthsymphonies.org</a>                              | Support for Minnesota Youth Symphonies music education and orchestra training programs.<br><i>Provide one of the best music education experiences available in the nation, regardless of students' ability to pay</i>                                                 | 3      | \$8,500   |
| <b>Twin Cities Public Television</b><br>† Kirby Bennett<br>172 East 4th Street<br>St. Paul, MN 55101<br><a href="http://www.tpt.org">www.tpt.org</a>                                                                             | Support for the "Campaign for tpt"--the comprehensive campaign for renovation of tpt's existing street level space--Minnesota Public Media Commons<br><i>Dedicated to harnessing the power of television and other media for the public good.</i>                     |        | \$2,500 * |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

| Education                                                                                                                                        | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                    | Grants | Total      |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>Minnesota Landscape Arboretum</b><br>Edward L. Schneider<br>3675 Arboretum Drive<br>Chaska, MN 55318-9613<br>www.arboretum.umn.edu            | Supporting this organization<br>Horticultural education, research, and maintenance of State botanical gardens                                                                                                                                                                           | 1      | \$2,000 *  |
| <b>General Assistance</b>                                                                                                                        | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                    | 3      | \$20,000   |
| <b>Greater Twin Cities United Way</b><br>† Sarah Caruso<br>404 South Eighth Street<br>Minneapolis, MN 55404-1084<br>www.unitedwaytwinccities.org | Support for the 2012 Annual Campaign<br>Unite caring people in building stronger communities by inspiring people to help others, increasing resources to meet needs and fostering innovative solutions to problems.                                                                     |        | \$10,000 * |
| <b>Little Brothers Friends of the Elderly</b><br>† Greg Voss<br>1845 East Lake Street<br>Minneapolis, MN 55407<br>www.littlebrothersmn.org       | Supporting this organization.<br>To give Twin Cities volunteers the opportunity to develop caring relationship with elders and to restore these valued individuals to their rightful and honored place in our community. Transforming and enriching the lives of elders and volunteers. |        | \$5,000 *  |
| <b>Little Sisters of the Poor</b><br>Sister Theresa<br>330 Exchange Street South<br>St. Paul, MN 55102<br>littlesistersofthepoor.org             | Supporting this organization.<br>Care and hospitality to the elderly poor of the Twin Cities.                                                                                                                                                                                           |        | \$5,000 *  |
| <b>Hunger/Poverty</b>                                                                                                                            | Purpose of Grant / Mission Statement                                                                                                                                                                                                                                                    | 1      | \$15,000   |
| <b>Twin Cities Habitat for Humanity</b><br>† Susan Haigh<br>3001 Fourth Street SE<br>Minneapolis, MN 55414<br>www.tchabitat.org                  | Support the mission to provide stable and affordable housing for families around the Twin Cities<br>Building decent, affordable homes for and with low-income partner families in the Twin Cities area                                                                                  |        | \$15,000 * |

**Margaret H. and James E. Kelley Foundation, Inc.**  
**Grant Summary: Level 4**  
*Sorted by Region, Area of Interest and Organization Name*

**Year: 2012**

| Medical/Mental Health                              |                                                                                             | Purpose of Grant / Mission Statement                                                                                                                                                                        | Grants   | Total           |
|----------------------------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------------|
|                                                    |                                                                                             |                                                                                                                                                                                                             | <b>4</b> | <b>\$23,000</b> |
| <b>Children's Hospitals and Clinics Foundation</b> |                                                                                             | General operating funding for Children's - St. Paul **<br><i>To champion the special health needs of children and their families by providing high-quality family centered pediatric services.</i>          |          | \$15,000 *      |
| †                                                  | Theresa Pesch, RN<br>2910 Centre Pointe Drive<br>Roseville, MN 55113<br>www.childrensmn.org |                                                                                                                                                                                                             |          |                 |
| <b>Children's Hospitals and Clinics Foundation</b> |                                                                                             | Support the Dr. Woodard L. Colby MD Memorial Lecture Series<br><i>To champion the special health needs of children and their families by providing high-quality family centered pediatric services</i>      |          | \$3,000 *       |
| †                                                  | Theresa Pesch, RN<br>2910 Centre Pointe Drive<br>Roseville, MN 55113<br>www.childrensmn.org |                                                                                                                                                                                                             |          |                 |
| <b>Majestic Hills Ranch Foundation</b>             |                                                                                             | Support for the children's therapeutic riding and the Heroes on Horseback programs<br><i>Make a difference in the lives of children and young adults and their families by providing therapeutic riding</i> |          | \$2,000 *       |
|                                                    | Krs Zieska<br>24580 Dakota Avenue<br>Lakeville, MN 55044-8206<br>www.MajesticHillsRanch.com |                                                                                                                                                                                                             |          |                 |
| <b>United Way of Washington County-East</b>        |                                                                                             | Supporting this organization.<br><i>To strengthen our community by raising awareness and funding for the delivery of effective health and human service programs.</i>                                       |          | \$3,000         |
|                                                    | Martha Naegeli<br>P O. Box 305<br>Stillwater, MN 55082-0305<br>www.unitedwaystillwater.org  |                                                                                                                                                                                                             |          |                 |
|                                                    |                                                                                             |                                                                                                                                                                                                             | <b>8</b> | <b>\$62,000</b> |
| <b>Wyoming</b>                                     |                                                                                             |                                                                                                                                                                                                             | <b>4</b> | <b>\$27,000</b> |
| <b>Education</b>                                   |                                                                                             |                                                                                                                                                                                                             |          |                 |
| <b>Child Development Center of Natrona County</b>  |                                                                                             | Partially fund a new school bus to transport children 3-5 preschool<br><i>Provide premier, family-focused, developmentally appropriate services for children birth through age five</i>                     |          | \$10,000 *      |
|                                                    | John Starnes<br>2020 E 12th Street<br>Casper, WY 82601<br>cdcnc@cdcnc.net                   |                                                                                                                                                                                                             |          |                 |

# Margaret H. and James E. Kelley Foundation, Inc.

Year: 2012

## Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

|                                                                                                              | Grants                                                                                                                                                                                                                                                   | Total      |
|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| <b>Friends of the Saratoga Library</b>                                                                       |                                                                                                                                                                                                                                                          |            |
| Dave Gloss<br>P.O. Box 27<br>Saratoga, WY 82331                                                              | Support for library programming, resources for the library and facility improvements<br><i>Focus public attention on the library and its resources, sponsor cultural and related programs, encourage gifts, endowments and memorials to the library.</i> | \$5,000    |
| <b>Natrona County Public Library Foundation</b>                                                              |                                                                                                                                                                                                                                                          |            |
| Beth Worthen<br>307 East 2nd Street<br>Casper, WY 82601<br>www.natronacountylibrary.org                      | Support for the Endowment Challenge Fund<br><i>To enhance library funding for the future, propelling the library toward excellence for the benefit of our deserving community.</i>                                                                       | \$10,000 * |
| <b>University of Wyoming College of Law</b>                                                                  |                                                                                                                                                                                                                                                          |            |
| Steve Easton<br>Department 3035<br>1000 E University Avenue<br>Laramie, WY 82071<br>www.uwyo.edu/law         | Contribute to the "Judge Clarence A Brimmer Scholars Program."<br><i>Establish the "Judge Clarence A Brimmer Scholars Program"</i>                                                                                                                       | \$2,000 *  |
| <b>Families</b>                                                                                              |                                                                                                                                                                                                                                                          |            |
| <b>Casper Family YMCA</b>                                                                                    |                                                                                                                                                                                                                                                          |            |
| Brent Kleinjan<br>315 E 15th Street<br>Casper, WY 82601-4325<br>www.casperfamilyymca.org                     | Support the Strong Kids Campaign.<br><i>To put Christian principles into practice through programs that build healthy spirit, mind and body for all</i>                                                                                                  | \$10,000 * |
| <b>General Assistance</b>                                                                                    |                                                                                                                                                                                                                                                          |            |
| <b>United Way of Natrona County</b>                                                                          |                                                                                                                                                                                                                                                          |            |
| Mike Burnett<br>400 E 1st Street, #205<br>P O Box 2046<br>Casper, WY 82602-2046<br>unitedway@unitedwaync.com | Supporting this organization<br><i>Fund in part, twenty eight partner agencies which provide services to residents of the community</i>                                                                                                                  | \$10,000 * |

**Margaret H. and James E. Kelley Foundation, Inc.**  
**Grant Summary: Level 4**  
 Sorted by Region, Area of Interest and Organization Name

| Medical/Mental Health                                                                                                                            | Purpose of Grant / Mission Statement                                                                                                                                                                                         | Grants | Total      |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|
| <b>Corbett Medical Foundation</b><br>Mike Glode<br>P.O. Box 343<br>Saratoga, WY 82331                                                            | Supporting this organization.<br><i>Provide financial assistance to the Platte Valley Medical Clinic.</i>                                                                                                                    | 1      | \$5,000    |
| <b>Women's Issues</b>                                                                                                                            | Purpose of Grant / Mission Statement                                                                                                                                                                                         | 1      | \$10,000   |
| <b>Planned Parenthood of Wyoming</b><br>Vicki Cowart<br>1945 Westwood Hill<br>Casper, WY 82604<br><a href="http://www.pprw.org">www.pprw.org</a> | Support the Casper Health Center's Teen Health Services Project<br><i>Help people plan their families, providing education and choice in the prevention of unintended pregnancies, STDs, and breast and cervical cancers</i> | 1      | \$10,000 * |