Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation: SUNDANCE FAMILY FOUNDATION

A Employer identification number: 20-0685298

Number and street (or P O box number if mail is not delivered to street address): 318 WEST 48TH STREET

Room/suite:

B Telephone number (see instructions): (612) 825-1050

City or town, state, and ZIP code: MINNEAPOLIS, MN 55419

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,338,179.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) ________ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	236.	236.		
4	Dividends and interest from securities	81,236.	76,944.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	178,783.			
b	Gross sales price for all assets on line 6a 2,335,531.				
7	Capital gain net income (from Part IV, line 2)		178,783.		
8	Net short-term capital gain				
9	Income modifications			912.	
10a	Gross sales less returns and allowances 15.				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)	15.			
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	260,270.	255,963.	912.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	23,100.			23,100.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 1	653.			653.
b	Accounting fees (attach schedule) ATCH 2	3,200.			3,200.
c	Other professional fees (attach schedule) *	54,188.	10,633.		43,555.
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 4	-5.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	10,457.	844.		9,613.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	24,974.			24,974.
24	**Total operating and administrative expenses.** Add lines 13 through 23	116,567.	11,477.		105,095.
25	Contributions, gifts, grants paid	190,401.			190,401.
26	**Total expenses and disbursements.** Add lines 24 and 25	306,968.	11,477.	0	295,496.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-46,698.			
b	**Net investment income** (if negative, enter -0-)		244,486.		
c	**Adjusted net income** (if negative, enter -0-)			912.	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	30,570.	38,399.	38,399.
	2 Savings and temporary cash investments	6,688.	37,797.	37,797.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 6	2,782,913.	3,261,983.	3,261,983.
	14 Land, buildings, and equipment basis ▶ 5,859.			
	Less accumulated depreciation (attach schedule) ▶ 5,859.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,820,171.	3,338,179.	3,338,179.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ X and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,820,171.	3,338,179.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,820,171.	3,338,179.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,820,171.	3,338,179.	

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	2,820,171.
2	Enter amount from Part I, line 27a	2	-46,698.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	564,706.
4	Add lines 1, 2, and 3	4	3,338,179.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,338,179.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	178,783.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	271,308.	3,112,697.	0.087162
2010	23,791.	2,989,102.	0.007959
2009	203,722.	2,697,691.	0.075517
2008	321,269.	3,331,361.	0.096438
2007	143,378.	3,671,626.	0.039050

2	**Total** of line 1, column (d)	2	0.306126
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	0.061225
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,937,303.
5	Multiply line 4 by line 3	5	179,836.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,445.
7	Add lines 5 and 6	7	182,281.
8	Enter qualifying distributions from Part XII, line 4	8	295,496.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	2,445.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	2,445.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,445.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 1,742.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,400.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	3,142.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	697.
11	Enter the amount of line 10 to be. **Credited to 2013 estimated tax** ▶ 697. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ WWW.SUNDANCEFAMILYFOUNDATION.ORG			
14	The books are in care of ▶ MARY KAREN LYNN-KLIMENKO Telephone no ▶ 612-825-1050			
	Located at ▶ 318 WEST 48TH STREET MINNEAPOLIS, MN ZIP+4 ▶ 55419			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*	3b		X
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 2012?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		23,100.	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				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE ATTACHMENT 15	36,703.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	2,919,779.
b	Average of monthly cash balances	1b	62,254.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,982,033.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,982,033.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	44,730.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,937,303.
6	**Minimum investment return.** Enter 5% of line 5	6	146,865.

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	146,865.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,445.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,445.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	144,420.
4	Recoveries of amounts treated as qualifying distributions			4	912.
5	Add lines 3 and 4			5	145,332.
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	145,332.

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	295,496.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	295,496.
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	2,445.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	293,051.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				145,332.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 ,20 09 ,20 08				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008 155,956.				
c From 2009 69,337.				
d From 2010				
e From 2011 116,679.				
f **Total** of lines 3a through e	341,972.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 295,496.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				145,332.
e Remaining amount distributed out of corpus	150,164.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	492,136.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	492,136.			
10 Analysis of line 9				
a Excess from 2008 155,956.				
b Excess from 2009 69,337.				
c Excess from 2010				
d Excess from 2011 116,679.				
e Excess from 2012 150,164.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

ATTACHMENT 9

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 or e-mail of the person to whom applications should be addressed:

ATCH 10

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

SEE ATTACHMENT 14

c Any submission deadlines:

SEE ATTACHMENT 14

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

SEE ATTACHMENT 14

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 11				
Total . . . . ▶ **3a**				190,401.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	81,472.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	178,783.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					15.
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				260,255.	15.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 260,270.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
10	THE SALE OF THE YOUTH SOCIAL ENTREPRENEURS DOCUMENTARY DVD
	SUPPORT THE FOUNDATION'S INITIATIVE OF HIGHLIGHTING THE
	NEED TO SUPPORT AND INSPIRE YOUTH SOCIAL ENTREPRENEURS.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee — Date: 6-13-13 — Title: Treasurer

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BRUCE S. MAIR	Bruce S. Mair CPA	5/31/13		P00204666

Firm's name ▶ SHIDELL & MAIR PLLP — Firm's EIN ▶ 41-0941592

Firm's address ▶ 3570 LEXINGTON AVENUE N. #300, ST PAUL, MN 55126 — Phone no 651-482-1698

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		ALLODIUM REALIZED GAINS					VAR	VAR
2,335,531.		2,156,748.					178,783.	
TOTAL GAIN(LOSS)							178,783.	

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DORSEY AND WHITNEY, LLP	653.			653.
TOTALS	653.			653.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP - SHIDELL & MAIR	1,800.			1,800.
BOOKKEEPING SERVICES-PPS	1,400.			1,400.
TOTALS	3,200.			3,200.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	10,633.	10,633.	
GRANT MANAGEMENT	17,735.		17,735.
MANAGING CONSULTANT	25,820.		25,820.
TOTALS	54,188.	10,633.	43,555.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
REFUND OF PRIOR 2011 TAX	-5.
TOTALS	-5.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ADMIN MATERIALS & EQUIP FEE	3,180.	3,180.
BANK CHARGES	38.	38.
MN FILING FEE	25.	25.
D&O INSURANCE	575.	575.
MAILBOX RENTAL	336.	336.
POSTAGE & SHIPPING	409.	409.
WEBSITE	2,037.	2,037.
YSE EVENT	515.	515.
YSE INTERN	10,098.	10,098.
YSE OTHER	2,172.	2,172.
YSE VIDEO	4,264.	4,264.
MEMBERSHIPS	1,325.	1,325.
TOTALS	24,974.	24,974.

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENT 13		
EXCHANGE TRADED FUNDS	232,027.	232,027.
MUNICPAL BONDS	161,735.	161,735.
MUTUAL FUNDS	2,868,221.	2,868,221.
TOTALS	3,261,983.	3,261,983.

ATTACHMENT 7

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVSTMENT HOLDINGS	563,794.
RETURNED GRANT	912.
TOTAL	564,706.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NANCY JACOBS 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	PRESIDENT 4.00	0	0	0
MARK SANDERCOTT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	VICE PRESIDENT 2.00	0	0	0
YVONNE BARRETT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
H. YVONNE CHEEK 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
ROBERT SCARLETT 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TREASURER 1.00	3,600.	0	0
JOHN SAVEREIDE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0

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

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SEGUNDO M. VELASQUEZ 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
MARK HAMEL 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TRUSTEE 1.00	3,900.	0	0
	GRAND TOTALS	23,100.	0	0

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

NANCY JACOBS
MARK SANDERCOTT

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MARY KAREN LYNN-KLIMENKO
318 WEST 48TH STREET
MINNEAPOLIS, MN 55419
612-825-1050

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 12	NONE PUBLIC		190,189.
CALVERT FOUNDATION 7315 WISCONSIN AVENUE BETHESDA, MD 20814	NONE PUBLIC	GENERAL OPERATIONS	212.
		TOTAL CONTRIBUTIONS PAID	190,401.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: SUNDANCE FAMILY FOUNDATION

Employer identification number: 20-0685298

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	178,783.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	178,783.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2012**

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

		Line	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			
14	**Net long-term gain or (loss):**				
a	Total for year	14a			178,783.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			178,783.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of.
a The loss on line 15, column (3) **or** **b** $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	~~Subtract line 22 from line 17 If zero or less, enter -0-~~			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

SUNDANCE FAMILY FOUNDATION

Employer identification number

20-0685298

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a ALLODIUM REALIZED GAINS			2,335,531.	2,156,748.	178,783.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					178,783.

Sundance Family Foundation

2012 Grant Report for Accountant

12/31/2012

EIN 20-0685298

Organization	Project Title	Grant Amount	Fund	Date	Paid
A Minnesota Without Poverty 2423 Park Ave. Minneapolis, MN 55404	general operating support	$500.00	Family Foundation	11/15/2012	$500.00
AfroEco 771 University Ave. St. Paul, MN 55104	in support for Project Sweetie Pie	$500.00	Family Foundation	11/15/2012	$500.00
Ashoka Twin Cities 89 10th St. S., Ste. 210 Minneapolis, MN 55403	support for the YSE conference	$2,000.00	Family Foundation	4/17/2012	$2,000.00
Ashoka Twin Cities 89 10th St. S., Ste. 210 Minneapolis, MN 55403	support for attendance to the Youth Venture Summit	$800.00	Family Foundation	7/18/2012	$800.00
Ashoka Twin Cities 89 10th St. S., Ste. 210 Minneapolis, MN 55403	support for Youth Venture Fellowship Proposal	$9,000.00	Family Foundation	9/11/2012	$9,000.00
Avenues for Homeless Youth 1708 Oak Park Avenue North Minneapolis, MN 55411	Minneapolis Host Home Program	$8,000.00	Family Foundation	1/20/2012	$8,000.00
Canvas Health 7066 Stillwater Blvd. N Oakdale, MN 55128	in support of the Homeless Youth Outreach program	$13,500.00	Family Foundation	9/11/2012	$13,500.00

Sundance Family Foundation

2012 Grant Report for Accountant
EIN 20-0685298
12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
Canvas Health 7066 Stillwater Blvd. N Oakdale, MN 55128	Homeless Youth Outreach program	$15,000.00	Family Foundation	1/20/2012	$15,000.00
Circus Juventas 1270 Montreal Ave. St. Paul, MN 55116	general operating support	$300.00	Family Foundation	5/23/2012	$300.00
Community Design Center of Minnesota 731 E. 7th St., Suite 100 St. Paul, MN 55106	support for the YSE conference	$1,000.00	Family Foundation	3/9/2012	$1,000.00
Community Design Center of Minnesota 731 E. 7th St., Suite 100 St. Paul, MN 55106	support for the YSE conference	$1,000.00	Family Foundation	4/17/2012	$1,000.00
Community Design Center of Minnesota 731 E. 7th St., Suite 100 St. Paul, MN 55106	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00
Community of Recovering People 1221 Wayzata Blvd. E. Wayzata, MN 55391	support for The Retreat's Kids' Camp and Sunday Kids' Meetings	$1,500.00	Family Foundation	12/14/2012	$1,500.00

Sundance Family Foundation

2012 Grant Report for Accountant EIN 20-0685298

12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00
Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	support for Youth Employment and Training	$10,000.00	Family Foundation	9/11/2012	$10,000.00
Cycles for Change 712 University Ave. St. Paul, MN 55104	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00
East Side Neighborhood Services, Inc. 1700 Second St. NE Minneapolis, MN 55413	support for the Youth Enterprise Project	$15,000.00	Family Foundation	9/11/2012	$15,000.00
Ka Joog 6595 Edenvale Blvdl, Ste. 180 Eden Prairie, MN 55346	general operating support	$1,500.00	Family Foundation	11/15/2012	$1,500.00
Latino Economic Development Center 1516 E. Lake St., Ste. 201 Minneapolis, MN 55407	support for the Latino Academy TTOIC Youth Entrepreneurship Program	$11,500.00	Family Foundation	9/11/2012	$11,500.00

Sundance Family Foundation

2012 Grant Report for Accountant EIN 20-0685298

12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
Mano a Mano International Partners 774 Sibley Memorial Highway Mendota Heights, MN 55118	support for the puchasing of vegetable seeds, seedlings, and plants for a demonstration garden	$1,500.00	Family Foundation	11/15/2012	$1,500.00
Minneapolis Urban League 2100 Plymouth Ave. N. Minneapolis, MN 55411	support for A Taste of Plymouth: A Social Enterprise Catering Initiative	$14,000.00	Family Foundation	9/11/2012	$14,000.00
Minnesota Coalition for the Homeless 2233 University Ave. W., Ste. 434 St. Paul, MN 55114	general operating support	$1,000.00	Family Foundation	11/15/2012	$1,000.00
Minnesota Council on Foundations 100 Portland Ave. S., Suite 225 Minneapolis, MN 55401	membership dues	$465.00	Family Foundation	1/31/2012	$465.00
Minnesota Indian Women's Resource Center 2300 15th Ave. S. Minneapolis, MN 55404	in support of the MIWRC Supportive Housing Program	$13,500.00	Family Foundation	9/11/2012	$13,500.00
Peta Wakan Tipi 26366 Red Wing Ave. Shafer, MN 55074	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00

Sundance Family Foundation

2012 Grant Report for Accountant EIN 20-0685298

12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
Pillsbury United Communities Brian Coyle Center 420 15th Ave. S. Minneapolis, MN 55454	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00
Resources for the Enrichment of African Lives (REAL) 1400 E. 24th St. Minneapolis, MN 55404	general operating support	$500.00	Family Foundation	11/15/2012	$500.00
St. Andrew's Lutheran Church 900 Stillwater Rd. Mahtomedi, MN 55115	support for the Community Resource Center's Hope for the Journey Home Shelter Project	$1,500.00	Family Foundation	12/14/2012	$1,500.00
The unPrison Project 8014 Olson Memorial, Ste 153 Minneapolis, MN 55427	general operating support	$500.00	Family Foundation	11/15/2012	$500.00
The unPrison Project 8014 Olson Memorial, Ste 153 Minneapolis, MN 55427	general operating support	$1,000.00	Family Foundation	1/27/2012	$1,000.00
Tiwahe Foundation 2801 21st Ave. S., Ste. 132F Minneapolis, MN 55407	general operating support	$1,500.00	Family Foundation	11/15/2012	$1,500.00

Sundance Family Foundation

2012 Grant Report for Accountant EIN 20-0685298

12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
World Savvy 1304 University Ave. NE Minneapolis, MN 55413	support for the World Savvy Challenge	$9,000.00	Family Foundation	9/11/2012	$9,000.00
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for attendance to the Youth Venture Summit	$2,400.00	Family Foundation	6/21/2012	$2,400.00
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the Urban Apprentice Program	$15,000.00	Family Foundation	9/11/2012	$15,000.00
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the YSE conference	$1,000.00	Family Foundation	4/17/2012	$1,000.00
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the YSE conference	$5,000.00	Family Foundation	4/17/2012	$5,000.00
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the YSE conference	$7,000.00	Family Foundation	3/9/2012	$3,223.85
Youth Express 1150 Selby Ave. St. Paul, MN 55104	support for the YSE conference	$1,000.00	Family Foundation	3/9/2012	$1,000.00

Sundance Family Foundation

2012 Grant Report for Accountant EIN 20-0685298

12/31/2012

Organization	Project Title	Grant Amount	Fund	Date	Paid
Youth Farm and Market Project 128 W. 33rd St., Suite 2 Minneapolis, MN 55408	to support the provision of food to the Frogtown community	$1,500.00	Family Foundation	12/14/2012	$1,500.00
Youth Farm and Market Project 128 W. 33rd St., Suite 2 Minneapolis, MN 55408	support for the Hawthorne Neighborhood Program	$11,500.00	Family Foundation	9/11/2012	$11,500.00
Youth Venture World Headquarters 1700 North Moore St., Ste. 2000 Arlington, VA 22209	support for the YSE conference	$2,000.00	Family Foundation	3/9/2012	$2,000.00
		$193,965.00			$190,188.85

Attachment 13
Part II, Line 13

ALLODIUM
INVESTMENT CONSULTANTS

UNREALIZED GAINS AND LOSSES

Sundance Family Foundation - Total

As of December 31, 2012 EIN: 20-0685298

Summary	Total Cost	Market Value	Unrealized	% G/L
CASH AND EQUIVALENTS	37,797 47	37,797 47	-	-
EXCHANGE TRADED FUNDS	225,984 02	232,027 23	6,043.21	2 7
MUNICIPAL BONDS	154,150 65	159,284 50	5,133 85	3 3
MUNICIPAL BONDS (Accrued Income)		*2,450 00*		
MUTUAL FUNDS	2,764,877 68	2,868,221 47	103,343 79	3 7
Total	$3,182,809 82	$3,299,780 67	$114,520 85	3 6

Date	Quantity	Symbol	Security	Total Cost	Price	Market Value	Unrealized	% G/L
CASH AND EQUIVALENTS				$37,797 47		$37,797 47	-	-
	37,797 470	cash	Cash Acct	37,797 47	1 00	37,797 47	-	-
EXCHANGE TRADED FUNDS				$225,984 02		$232,027 23	$6,043 21	2 7
2/6/2012	6,780 746	amlp	Alerian MLP ETF	113,565 09	15 95	108,152 91	(5,412 18)	(4 8)
3/5/2010	2,087 887	kld	iShares MSCI USA ESG Sel So Indx Fd	112,418 93	59 33	123,874 33	11,455 40	10 2
MUNICIPAL BONDS				$154,150 65		$161,734 50	$5,133 85	3 3
3/7/2011	50,000 000	26444CGB2	Duluth Econ DevAuth *Coupon 5 3% Matures 2/15/2033*	52,481 10	105 38	52,687 50 *991 67*	206 40	0 4
1/18/2007	50,000 000	604114NR5	MN Pub Facs Auth *Coupon 5 0% Matures 3/1/2013*	50,151 68	100 80	50,401 50 *833 33*	249 82	0 5
1/29/2007	50,000 000	604129AK2	MN St *Coupon 5 0% Matures 10/1/2015*	51,517 87	112 39	56,195 50 *625 00*	4,677 63	9 1
MUTUAL FUNDS				$2,764,877 68		$2,868,221 47	$103,343 79	3 7
2/6/2012	15,198 885	aqmix	AQR Managed Futures STR-I	144,565 01	9 78	148,645 10	4,080 09	2 8
4/11/2011	7,105 757	jhyix	Artio Global High Income Fund Cl I	73,246 79	9 94	70,631 22	(2,615 57)	(3 6)
11/19/2012	15,514 335	asfyx	ASG Managed Futures Strategy Fund	139,852 72	9 10	141,180 45	1,327 73	0 9
8/30/2012	6,904 085	malox	BlackRock Global Alloc Fd Inc I	132,925 35	19 83	136,908 01	3,982 66	3 0
2/6/2012	3,540 289	bcaix	Boston Common International	83,129 94	24 54	86,878 69	3,748 75	4 5
4/11/2011	5,140 075	csdyx	Calvert Short-Duration Incm Fd - Y	85,248 03	16 58	85,222 44	(25 59)	-
8/30/2012	10,810 215	cranx	CRA Qualified Investment Fd-INST	121,880 10	11 15	120,533 90	(1,346 20)	(1 1)
11/19/2012	13,279 964	dfesx	DFA Emrg Mkts Social Core Eqty Port	166,225 28	13 15	174,631 53	8,406 25	5 1
3/5/2010	5,029 248	dhlsx	Diamond Hill Long-Short Fd - I	82,480 81	18 35	92,286 70	9,805 89	11 9
2/6/2012	6,387 610	gteyx	Gateway Fund- Y	171,302 08	27 11	173,168 11	1,866 03	1 1
3/5/2010	1,266 852	hainx	Harbor Intl Fd - INS	68,423 78	62 12	78,696 85	10,273 07	15 0
4/11/2011	8,764 063	ivaex	Ivy Asset Strategy Fund I	222,703 82	26 07	228,479 12	5,775 30	2 6
3/5/2010	3,901 407	prilx	Parnassus Equity Incm Fund	105,187 81	29 26	114,155 17	8,967 36	8 5
3/5/2010	6,796 123	parsx	Parnassus Small Cap Fund	138,483 64	23 77	161,543 84	23,060 20	16 7

Attachment 13
Part II, Line 13

UNREALIZED GAINS AND LOSSES

ALLODIUM
INVESTMENT CONSULTANTS

Sundance Family Foundation - Total

EIN. 20-0685298

As of December 31, 2012

Date	Quantity	Symbol	Security	Total Cost	Price	Market Value	Unrealized	% G/L
3/5/2010	18,749 646	paaix	PIMCO All Asset Fd - INS	221,518 25	12 58	235,870 55	14,352 30	6 5
2/6/2012	10,875 558	pcrix	PIMCO Commodity RealReturn Strat Inst	75,342 12	6 64	72,213 71	(3,128 41)	(4 2)
12/5/2012	13,317 671	ptldx	PIMCO Low Dur Fd/US - INS	142,091 70	10 51	139,968 72	(2,122 98)	(1 5)
3/5/2010	23,437 541	pttrx	PIMCO Tot Rtn Fund	257,646 44	11 24	263,437 96	5,791 52	2 2
3/5/2010	4,410 228	rmcfx	Royce Micro-Cap Fund	62,307 55	14 61	64,433 43	2,125 88	3 4
4/11/2011	5,333 245	tgbax	Templeton Glbl Bond Fd/US - ADV	72,985 36	13 34	71,145 49	(1,839 87)	(2 5)
2/6/2012	9,269 354	torix	Tortoise MLP & Pipeline Fd	107,107 23	12 41	115,032 68	7,925 45	7 4
8/30/2012	6,687 567	fmlsx	Wasatch-1st Source Long Short Fund	90,223 87	13 93	93,157 81	2,933 94	3 3

12/31/12 EIN 20-0685298 Part XV Attachment 14

SUNDANCE FAMILY FOUNDATION

ABOUT US | GRANT GUIDELINES | GRANT REQUESTS | GRANT LISTS | YOUTH SOCIAL ENTREPRENEURSHIP | CONTACT US

GRANT REQUESTS

- Application Procedures
- Frequently Asked Questions

FORMS

- Application Cover Sheet (MS Word)
- Application Cover Sheet (PDF)
- Final Report Form (MS Word)
- Final Report Form (PDF)

Application Procedures

Applications should include these three pieces

- The Proposal Narrative
- Financial and Organization Information
- The Application Cover Sheet

Proposal Format

Please submit your application materials unbound, in a single-sided format The Foundation requires only one copy of each application

Please include all requirements that are outlined on this page and please note that as part of the application process, the Foundation is unable to review any materials that are additional to those outlined on this page and listed on the forms The Foundation is not able to return any submitted videos, CDs or other promotional materials

Proposal Deadline

If you wish to apply for a grant in the coming year from Sundance Family Foundation, we must receive your application materials, postmarked no later than July 13, 2013 The Board of Trustees of the Sundance Family Foundation will review proposals throughout the summer and early fall. Decisions will be announced by the end of October

Where to Send Proposals

Mail complete proposals to Sundance Family Foundation
P O Box 129
3109 W 50th Street
Minneapolis, Minnesota 55410

Proposal Narrative

The proposal narrative should be limited to five pages and should contain the following

1 Organization's Purpose – A brief, two-sentence summary of organizational history including the date your organization was established, its mission, goals and normal activities

2 Project Proposed – A brief, two-sentence summary of your proposed project

3 Needs – Describe the opportunity, challenges, issues or needs, and the community that your proposal addresses.

4 Research – Describe how that focus was determined and who was involved in that decision-making process

5 Plan – For the proposed activities, please describe
   a. Overall goal(s) regarding the situation described above,
   b. Objectives or ways in which you will meet the goal(s),
   c Specific activities for which you are seeking funding,

12/31/12 EIN 20-0685298 Part XV Attachment 14

d Who will carry out those activities,

e Time frame in which this will take place,

f. How the proposed activities will benefit the community in which they will occur, being as clear as you can about the impact you expect to have,

g Long-term strategies (if applicable) for sustaining this effort

6 Fit Within Guidelines – Describe how this project fits the guidelines of the Sundance Family Foundation.

7 Results – Please describe your criteria for success What do you want to happen as a result of your activities?

8. Evaluation – How will you measure these changes and who will be involved in evaluating this work (staff, board, constituents, community, consultants)? What will you do with your evaluation results?

Financial and Organization Information

The following financial information should be sent with your proposal:

• **Financial Statement** – Your most recently completed financial statement: Audited if available, or if not available, a copy of your most recent completed Form 990 tax return

• **Organization Budget** – For current year, including income and expenses

• **Project Budget** – Including income and expenses

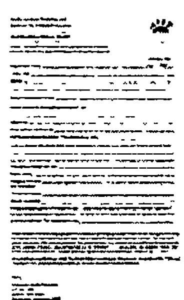
• **Additional Funders** – List names of corporations and foundations from which you are requesting funds for this project, with dollar amounts, indicating which sources are committed or pending

• **Board Members** – List names and their affiliations

• **Key Staff** – Brief description of key staff for the project, including their qualifications relevant to the specific request

• **IRS Determination Letter** – Your organization's IRS determination letter indicating tax-exempt 501(c)(3) status

Application Form



A complete Application should be the first page of your grant request packet You can download a Microsoft Word or PDF version here

Download Application MS Word or PDF

Evaluation Report by Grantees

The Sundance Family Foundation and the Sundance Pay It Forward Foundation ask that all of their grantees fill out a simple form at the end of their grant period to report on their proposed project or program activities. The Foundations also ask that the grantees provide them with a detailed financial accounting of the actual revenue and expenses for the project funded and specifically the use of Foundation funds within that project

Download Evaluation Form. MS Word or PDF

12/31/12 EIN 20-0685298 Part XV
Attachment 14

SUNDANCE FAMILY FOUNDATION

ABOUT US | GRANT GUIDELINES | GRANT REQUESTS | GRANT LISTS | YOUTH SOCIAL ENTREPRENEURSHIP | CONTACT US

In 2013, the Sundance Family Foundation will only be accepting proposals in the (YSE) Youth Social Entrepreneurship area.

Please see guidelines for details.

Currently, we will not be accepting proposals in the following granting areas:

- **Human Services**
- **Supportive Housing**
- **International**

- International Program
- Human Services and Supportive Housing Guidelines
- Youth Social Entrepreneurship Guidelines

12/31/12 EIN · 20-0685298 Part XV Attachment 14

SUNDANCE FAMILY FOUNDATION

ABOUT US | GRANT GUIDELINES | GRANT REQUESTS | GRANT LISTS | YOUTH SOCIAL ENTREPRENEURSHIP | CONTACT US

- Human Services and Supportive Housing Guidelines
- International Program
- Youth Social Entrepreneurship Guidelines

Youth Social Entrepreneurship Guidelines

Mission The Sundance Family Foundation supports and strengthens family stability worldwide

In support of our mission, the Sundance Family Foundation is interested in supporting local organizations that help youth through social entrepreneurial programs and entrepreneurial training programs The grants are likely to fall in the $5,000 to $25,000 range

The Sundance Family Foundation will fund youth entrepreneurship training programs and social entrepreneurship programs that incorporate a social value mission with practical methods for entrepreneurial innovation, skill development, accountability, and sustainable funding The goal of the Foundation in these areas is to support mentorship and leadership to succeed academically, economically, and personally

Funding Parameters

The Foundation invites proposals that fit within either (or both) of the following program options

Option 1: Social Entrepreneurship Program

We invite grant proposals from 501(c)(3) organizations for programs that

- Grow from a social value mission
- Implement and teach entrepreneurial principles and practices
- Establish groundwork for long-term sustainability
- Involve youth actively in planning and leadership roles
- Focus beyond basic needs to build intellectual, social, economic and emotional strengths
- Engage at risk youth who are in transition between the ages of 12 and 25

Option 2: Youth Enterprise Program

We invite grant proposals from 501(c)(3) organizations for programs that

- Provide entrepreneurship training
- Teach the skills of financial literacy, personal money management, business practices and job seeking skills
- Support and guide students through the steps of business planning and forming their own enterprise
- Support the initial stages of new student-run enterprises
- Focus beyond basic needs to build intellectual, social, economic and emotional strengths
- Engage at risk youth who are in transition between the ages of 12 and 25

12/31/12 EIN: 20-0685298 Part XV Attachment 14

Geographic Parameters

Sundance Family Foundation will focus their giving to organizations whose programming benefits the residents of the following Minnesota and Wisconsin counties Hennepin, Ramsey, Washington, Chisago, Polk and St. Croix.

Proposals must be presented by 501(c)(3) organizations that have been in existence for three years at the time of application to the Foundation.

Program Priorities:

Priority will likely be placed on programs that –

- Contain elements of Social Entrepreneurship (click here)
- Address the needs of youth in transition
- Provide opportunity and encouragement for active family participation with the youth in the program.

Sundance Family Foundation
Summary of Direct Charitable Activities
12/31/12 EIN 20-0685298
Part IX-A

Sundance Family Foundation is engaged in the support of the Youth Social Entrepreneurship field in Minnesota. They are engaged in creating educational media, film, social media about Youth Social Entrepreneurship, as well as convening's of Youth Social Entrepreneurs, and staff in the organizations that support them. Through this work, the foundation is working to expand the YSE field so it will reach and help more youth. The activities are designed to:

- Ignite interest in the YSE field,
- Inspire and Engage Youth Entrepreneurs,
- Educate about the need for, and impact of YSE programs,
- Motivate funders to actively support YSE organizations,
- Encourage the development of additional YSE programs, and
- Create community spaces (on-line and face-to-face) for idea exchange, best practices and trainings among youth, organizations, supporters and academic experts in the field.

The following expenses were incurred by Sundance Family Foundation to support this initiative:

Youth Social Entrepreneurs MN 2012 Summit	$ 6,893.19
Youth Social Entrepreneurs Intern	$14,685.22
Youth Social Entrepreneurs Social Media Campaign	$ 6,274.20
Youth Social Entrepreneurs Short Film "Invested"	$ 8,850.34
Total expenses	$36,702.93

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization or other filer, see instructions. SUNDANCE FAMILY FOUNDATION	Employer identification number (EIN) or 20-0685298
	Number, street, and room or suite no If a P.O. box, see instructions. 318 WEST 48TH STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MINNEAPOLIS, MN 55419	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MARY KAREN LYNN-KLIMENKO

Telephone No ▶ 612 825-1050 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 13 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______, 20___, and ending ______, 20___.

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 3,142.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 1,742.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 1,400.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)