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

OMB No 1545-0052

2012

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 2012, or tax year beginning

, 2012, and ending

VESELY FAMILY FOUNDATION
C/O JON S. VESELY
19587 N. 103RD STREET
SCOTTSDALE, AZ 85255-6636A Employer identification number
36-4325820B Telephone number (see the instructions)
(480) 419-5778C 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☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 2,735,548.

J Accounting method ☐ Cash ☒ 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 (att sch)	717,437.			
	2	Cl <input type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	22.	22.	22.	
	4	Dividends and interest from securities	49,203.	49,203.	49,203.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	44,384.			
	b	Gross sales price for all assets on line 6a	44,384.			
	7	Capital gain net income (from Part IV, line 2)		44,384.		
	8	Net short-term capital gain			14,404.	
	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)				
		SEE STATEMENT 1	56,820.	50,526.		
	12	Total. Add lines 1 through 11	867,866.	144,135.	63,629.	
	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)				
	c	Other professional fees (attach sch)	1,000.			
	17	Interest	14,366.			
	18	Taxes (attach schedule)(see instrs)	8,430.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
21	Travel, conferences, and meetings					
22	Printing and publications					
23	Other expenses (attach schedule)					
	SEE STATEMENT 4	31,331.	5,371.			
24	Total operating and administrative expenses. Add lines 13 through 23	55,127.	5,371.			
25	Contributions, gifts, grants paid PART XV	114,000.			114,000.	
26	Total expenses and disbursements. Add lines 24 and 25	169,127.	5,371.	0.	114,000.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	698,739.				
b	Net investment income (if negative, enter -0-)		138,764.			
c	Adjusted net income (if negative, enter -0-)			63,629.		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	180,568.	192,581.	192,581.
	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)			
	b	Investments — corporate stock (attach schedule)	1,036,483.	1,715,804.	1,715,804.
	c	Investments — corporate bonds (attach schedule)			
LIABILITIES	11	Investments — land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)	771,250.	827,163.	827,163.
	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)	1,988,301.	2,735,548.	2,735,548.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
NET FUND ASSETS	19	Deferred revenue			
	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)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
NET FUND ASSETS	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	1,988,301.	2,735,548.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,988,301.	2,735,548.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,988,301.	2,735,548.	

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	1,988,301.
2	Enter amount from Part I, line 27a	2	698,739.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	49,321.
4	Add lines 1, 2, and 3	4	2,736,361.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	813.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,735,548.

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 P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHED PARTNERSHIPS - SHORT TERM		P	VARIOUS	VARIOUS
b SEE ATTACHED PARTNERSHIPS - LONG TERM		P	VARIOUS	VARIOUS
c SEE ATTACHED CAPITAL GAIN DISTRIBUTIONS - LONG TERM		P	VARIOUS	VARIOUS
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 14,404.			14,404.
b 25,491.			25,491.
c 4,489.			4,489.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			14,404.
b			25,491.
c			4,489.
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	44,384.
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	<div style="border: 1px solid black; padding: 2px;"> </div>		3	14,404.

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 (column (b) divided by column (c))
2011	110,200.	2,040,803.	0.053998
2010	109,485.	1,972,749.	0.055499
2009	74,000.	1,442,833.	0.051288
2008	90,005.	1,367,857.	0.065800
2007	77,008.	1,382,817.	0.055689

2 Total of line 1, column (d)	2	0.282274
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	0.056455
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,084,093.
5 Multiply line 4 by line 3	5	117,657.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,388.
7 Add lines 5 and 6	7	119,045.
8 Enter qualifying distributions from Part XII, line 4	8	114,000.

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 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	2,775.
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	2,775.
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	2,775.
6	Credits/Payments		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
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	2,775.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <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
1 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 (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <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 • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <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) <input type="checkbox"/> IL		
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 <i>General Instruction G</i> ? <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 2012 or the taxable year beginning in 2012 (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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>BARBARA A. VESELY</u> Telephone no <u>(480) 419-5778</u> Located at <u>19587 N. 103RD STREET SCOTTSDALE AZ</u> ZIP + 4 <u>85255-6636</u>			
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 <u>N/A</u>	15		N/A
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? 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
1 a 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"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

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
SEE STATEMENT 7		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				

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

0

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

1	<u>N/A</u>	
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

1	N/A	
2		
All other program-related investments. See instructions		
3		
Total. Add lines 1 through 3		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,112,645.
b Average of monthly cash balances	1 b	203,978.
c Fair market value of all other assets (see instructions)	1 c	799,207.
d Total (add lines 1a, b, and c)	1 d	2,115,830.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,115,830.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4	31,737.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,084,093.
6 Minimum investment return. Enter 5% of line 5	6	104,205.

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	104,205.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	2,775.
b Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	2,775.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	101,430.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	101,430.
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	101,430.

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	1 a	114,000.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	114,000.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	114,000.

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

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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				101,430.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	20,904.			
d From 2010	109,485.			
e From 2011	110,200.			
f Total of lines 3a through e	240,589.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 114,000.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				101,430.
e Remaining amount distributed out of corpus	12,570.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	253,159.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	253,159.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009	20,904.			
c Excess from 2010	109,485.			
d Excess from 2011	110,200.			
e Excess from 2012	12,570.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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).)

JON S. VESELY

- 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:

SEE STATEMENT 8

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

SEE STATEMENT FOR LINE 2A

- c** Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 SEE STATEMENT 9				
Total			3 a	114,000.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
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			14	22.	
4	Dividends and interest from securities			14	49,203.	
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			18	56,820.	
8	Gain or (loss) from sales of assets other than inventory			18	44,384.	
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)				150,429.	
13	Total. Add line 12, columns (b), (d), and (e)				13	150,429.

(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

2012

Name of the organization **VESELY FAMILY FOUNDATION
C/O JON S. VESELY**

Employer identification number
36-4325820

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, 990EZ, Schedule B (Form 990, 990-EZ, or 990-PF) (2012)
or 990-PF.

Name of organization

Employer identification number

VESELY FAMILY FOUNDATION

36-4325820

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JON S. VESELY 19587 N. 103RD STREET SCOTTSDALE, AZ 85255-6636	\$ 141,115.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	JON S. VESELY 19587 N. 103RD STREET SCOTTSDALE, AZ 85255-6636	\$ 576,322.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

36-4325820

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	PUBLICLY TRADED SECURITIES - SEE ATTACHED	\$ 576,322.	12/27/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

VESELY FAMILY FOUNDATION

Employer identification number

36-4325820

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

► \$ N/A

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

For the tax period ended December 31, 2012

Date Received	Type of Property	Method to Determine FMV	Symbol	Description	Quantity	Price	FMV
12/27/2012	Pub Traded Sec	Stock Quote	AAPL	APPLE INC	156	514 95	78,828
12/27/2012	Pub Traded Sec	Stock Quote	AXP	AMERICAN EXPRESS COMPANY	128	57 35	7,162
12/27/2012	Pub Traded Sec	Stock Quote	CAT	CATERPILLAR INC	434	87 71	37,602
12/27/2012	Pub Traded Sec	Stock Quote	CL	COLGATE-PALMOLIVE CO	58	105 13	6,089
12/27/2012	Pub Traded Sec	Stock Quote	CMCSA	COMCAST CORP	299	37 34	10,973
12/27/2012	Pub Traded Sec	Stock Quote	CVX	CHEVRON CORP.	178	109 02	19,121
12/27/2012	Pub Traded Sec	Stock Quote	DD	DU PONT	424	44 68	18,787
12/27/2012	Pub Traded Sec	Stock Quote	DIS	DISNEY WALT CO	191	49 82	9,372
12/27/2012	Pub Traded Sec	Stock Quote	GOOG	GOOGLE INC	44	713 27	30,770
12/27/2012	Pub Traded Sec	Stock Quote	IBM	INTL BUSINESS MACHINES	236	192 80	45,041
12/27/2012	Pub Traded Sec	Stock Quote	INTU	INTUIT INC	29	61 93	1,731
12/27/2012	Pub Traded Sec	Stock Quote	JNJ	JOHNSON & JOHNSON	34	70 40	23,350
12/27/2012	Pub Traded Sec	Stock Quote	JPM	JPMORGAN CHASE & CO	386	43 82	16,590
12/27/2012	Pub Traded Sec	Stock Quote	KO	COCA COLA COMPANY	338	36 80	12,246
12/27/2012	Pub Traded Sec	Stock Quote	KRFT	KRAFT FOODS GROUP	49	45 70	2,169
12/27/2012	Pub Traded Sec	Stock Quote	MCD	VCDONALD'S CORP	115	89 45	10,111
12/27/2012	Pub Traded Sec	Stock Quote	MDLZ	MONDELEZ INTL	149	25 52	3,762
12/27/2012	Pub Traded Sec	Stock Quote	MO	ALTRIA GROUP	410	31 61	12,772
12/27/2012	Pub Traded Sec	Stock Quote	MRK	MERCK & CO	326	41 81	13,343
12/27/2012	Pub Traded Sec	Stock Quote	MSFT	MICROSOFT CORP	679	27 12	18,165
12/27/2012	Pub Traded Sec.	Stock Quote	NUE	NUCOR GROUP	772	43 24	32,926
12/27/2012	Pub Traded Sec	Stock Quote	PG	PROCTOR & GAMBLE	415	68 71	28,037
12/27/2012	Pub Traded Sec	Stock Quote	PM	PHILIP MORRIS	361	84 48	30,017
12/27/2012	Pub Traded Sec	Stock Quote	SLB	SCHLUMBERGER LTD	600	69 21	41,016
12/27/2012	Pub Traded Sec	Stock Quote	T	AT & T INC	556	33 70	18,504
12/27/2012	Pub Traded Sec	Stock Quote	VNO	VORNADO REALTY TRUST	15	79 74	1,184
12/27/2012	Pub Traded Sec	Stock Quote	VZ	VERIZON COMMUNICATIONS	210	43 56	9,034
12/27/2012	Pub Traded Sec	Stock Quote	WMT	WAL-MART STORES	206	68 84	13,981
12/27/2012	Pub Traded Sec	Stock Quote	XOM	EXXON MOBIL CORPORATION	275	87 22	23,639
							576,322

Vesely Family Foundation
FEIN: 36-4325820
Form 990PF, Part I, Other Income
For the tax period ended December 31, 2012

Partnerships	Ordinary Income & Rental Real Estate	Interest Income	Dividend Income	Other Income	990-PF Column A Revenue Expense Per Books	U.B.T.I Excluded from Net Investment Income	990-PF Column B Net Investment Income
MCM Fund, LP	24	20,125	6,415	25,402	51,966	1,440	50,526
In:Cast, LLC	4,854				4,854	4,854	-
Totals	4,878	20,125	6,415	25,402	56,820	6,294	50,526

Vesely Family Foundation
FEIN: 36-4325820
Form 990PF, Part I, Other Expense
For the tax period ended December 31, 2012

Partnerships		Other Expenses	Portfolio Expenses	990-PF Total Other Expenses
MCM Fund, LP		7,271	18,574	25,845
Totals	-	7,271	18,574	25,845

Vesely Family Foundation
Fein: 36-4325820
Form 990PF, Part I, Line 7 - Capital Gain Income
For the tax period ended December 31, 2012

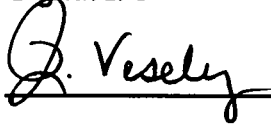
Description	Date Acquired	Date Sold	Proceeds	Basis	Gain/(Loss)
<u>Partnership Activity:</u>					
MCM FUND, LP	VARIOUS	VARIOUS	39,895 00	-	39,895 00
Partnership (Short-Term) Totals			14,403 80	-	14,403 80
Partnership (Long-Term) Totals			25,491 20	-	25,491 20
			39,895.00	-	39,895 00
<u>Capital Gain Distributions:</u>					
CHARLES SCHWAB	VARIOUS	VARIOUS	4,489.02	-	4,489.02
Capital Gain Distributions Totals			4,489.02	-	4,489 02
Total Short-Term Gains/(Losses)			14,403 80	-	14,403 80
Total Long-Term Gains/(Losses)			29,980 22	-	29,980 22
Totals			44,384 02	-	44,384 02

SECTION 4942 ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS

Name: Vesely Family Foundation
Address: C/O Jon S. Vesely
19587 N. 103rd Street
Scottsdale, AZ 85255-6636
Federal Tax ID: 36-4325820
Year Ending: December 31, 2012

Pursuant to Regulation Section 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to apply all of its 2012 qualified distributions to corpus distributions.

Signature:

A handwritten signature in cursive script, appearing to read "J. Vesely", written over a horizontal line.

11/14/2013

Jon S. Vesely
President

2012

FEDERAL STATEMENTS

PAGE 1

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME			
TOTAL	\$ 56,820.	\$ 50,526.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	\$ 1,000.			
TOTAL	\$ 1,000.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX (2011 FORM 990-PF)	\$ 8,325.			
FOREIGN TAXES PAID (MCM FUND, LP)	105.			
TOTAL	\$ 8,430.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FLOW-THRU EXPENSES (PARTNERSHIPS)	\$ 25,845.			
INVESTMENT FEES (CHARLES SCHWAB)	5,371.	\$ 5,371.		
STATE FILING FEES (ANNUAL REPORT)	115.			
TOTAL	\$ 31,331.	\$ 5,371.	\$ 0.	\$ 0.

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED APPRECIATION - INVESTMENTS

TOTAL \$ 49,321.
\$ 49,321.

STATEMENT 6
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NONDEDUCTIBLE - EXPENSES - IN:CAST, LLC
NONDEDUCTIBLE - PENALTIES & INTEREST
NONDEDUCTIBLE - PRIOR PERIOD EXCISE TAX

\$ 486.
313.
14.
TOTAL \$ 813.

STATEMENT 7
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JON S. VESELY 19587 N. 103RD STREET SCOTTSDALE, AZ 85255-6636	PRESIDENT 1.00	\$ 0.	\$ 0.	\$ 0.
BARBARA A. VESELY 19587 N. 103RD STREET SCOTTSDALE, AZ 85255-6636	TREASURER 1.00	0.	0.	0.
JOHN J. VESELY 9449 E. MOHAWK LANE SCOTTSDALE, AZ 85255	SECRETARY 1.00	0.	0.	0.
JEAN VESELY 9449 E. MOHAWK LANE SCOTTSDALE, AZ 85255	DIRECTOR 1.00	0.	0.	0.
JARED VESELY 9221 E. DESERT VIEW SCOTTSDALE, AZ 85255	DIRECTOR 1.00	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME: JON S. AND BARBARA A. VESELY

CARE OF:

STREET ADDRESS: 19587 N. 103RD STREET

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

CITY, STATE, ZIP CODE: SCOTTSDALE, AZ 85255-6636
TELEPHONE:
E-MAIL ADDRESS:
FORM AND CONTENT: RECIPIENT NAME AND ADDRESS, TAX-EXEMPT STATUS, AND AMOUNT REQUESTED.
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NONE

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WORLD VISION P.O. BOX 9716 FEDERAL WAY, WA 98063	NONE; PUBLIC CHARITY		GENERAL FUND	\$ 20,000.
SHEPHERD OF THE DESERT LUTHERAN CHURCH 9590 E. SHEA BOULEVARD SCOTTSDALE, AZ 85260	NONE; PUBLIC CHARITY		GENERAL FUND	22,000.
SOUL CITY CHURCH P.O. BOX 220279 CHICAGO, IL 60622	NONE; PUBLIC CHARITY		GENERAL FUND	5,000.
MISSION COMMUNITY CHURCH 4450 EAST ELLIOT ROAD GILBERT, AZ 85234	NONE; PUBLIC CHARITY		GENERAL FUND	10,000.
EASTSIDE CHRISTIAN CHURCH 2002 E. MISSOURI AVENUE PHOENIX, AZ 85016	NONE; PUBLIC CHARITY		GENERAL FUND	15,000.
CAHA YOUTH HOCKEY 9375 EAST BELL ROAD SCOTTSDALE, AZ 85260	NONE; PUBLIC CHARITY		GENERAL FUND	5,000.
HEARTLAND COMMUNITY CHURCH 800 WILBURN ROAD SUN PRAIRIE, WI 53590	NONE; PUBLIC CHARITY		GENERAL FUND	35,000.
ABAN 1023 15TH STREET, NW 12TH FLOOR WASHINGTON, DC 20005	NONE; PUBLIC CHARITY		GENERAL FUND	2,000.
TOTAL				\$ 114,000.

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

**OTHER INCOME PRODUCING ACTIVITIES
INTEREST ON SAVINGS & CASH INVESTMENTS**

NORTHERN TRUST - INTEREST

TOTAL \$ 22.
\$ 22.

**OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.**

CHARLES SCHWAB - DIVIDENDS

TOTAL \$ 49,203.
\$ 49,203.

**OTHER INCOME PRODUCING ACTIVITIES
OTHER INVESTMENT INCOME [O]**

OTHER INCOME - PARTNERSHIPS (SEE ATTACHED)

TOTAL \$ 56,820.
\$ 56,820.

**OPERATING & ADMINISTRATIVE EXP. (990-PF)
INTEREST**

INTEREST EXPENSE - MCM FUND, LP

TOTAL \$ 14,366.
\$ 14,366.

**BALANCE SHEET
CORPORATE STOCK (FORM 990-PF)[O]**

9,647.8290 SHARES - ARTIO GLOBAL HIGH INCOME	\$ 93,970.
5,606.5530 SHARES - EATON VANCE FLOATING RATE	49,338.
34,593.7680 SHARES - JPMORGAN CORE BOND SELECT	409,244.
10,763.2040 SHARES - JPMORGAN STRATEGIC INCOME	121,732.
11,463.7610 SHARES - PIMCO TOTAL RETURN	124,611.
14,925.5230 SHARES - TEMPLETON GLOBAL BOND FUND	184,629.
4,931.0660 SHARES - STEELPATH MLP ALPHA FUND	52,959.
TOTAL	\$ <u>1,036,483.</u>

**BALANCE SHEET
OTHER (FORM 990-PF)[O]**

INVESTMENT - MCM FUND, LP	\$ 748,213.
INVESTMENT - IN:CAST LLC	23,037.
TOTAL	\$ <u>771,250.</u>

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

**BALANCE SHEET
SAVINGS AND TEMPORARY CASH INVESTMENTS**

CASH - NORTHERN TRUST (CHECKING)	\$	98,223.
CASH - CHARLES SCHWAB (MONEY MARKET)		94,358.
TOTAL	\$	<u>192,581.</u>

**BALANCE SHEET
CORPORATE STOCK (FORM 990-PF)[O]**

10,366.5140 SHARES - ARTIO GLOBAL HIGH INCOME	\$	108,226.
5,849.5870 SHARES - EATON VANCE FLOATING RATE		53,348.
35,657.4430 SHARES - JPMORGAN CORE BOND SELECT		430,029.
11,122.7340 SHARES - JPMORGAN STRATEGIC INCOME		131,248.
12,234.7510 SHARES - PIMCO TOTAL RETURN		137,519.
16,075.6610 SHARES - TEMPLETON GLOBAL BOND FUND		214,449.
5,258.7370 SHARES - STEELPATH MLP ALPHA FUND		55,270.
556 SHARES - AT&T INC		18,743.
410 SHARES - ALTRIA GROUP INC		12,890.
128 SHARES - AMERICAN EXPRESS COMPANY		7,357.
156 SHARES - APPLE INC		83,019.
434 SHARES - CATEPILLAR INC		38,890.
178 SHARES - CHEVRON CORPORATION		19,249.
338 SHARES - COCA COLA COMPANY		12,253.
58 SHARES - COLGATE-PALMOLIVE CO		6,063.
299 SHARES - COMCAST CORP.		11,171.
191 SHARES - DISNEY WALT		9,510.
424 SHARES - DU PONT		19,071.
275 SHARES - EXXON MOBILE CORPORATION		23,801.
44 SHARES - GOOGLE INC		31,125.
236 SHARES - INT'L BUSINESS MACHINES		45,206.
29 SHARES - INTUIT		1,725.
334 SHARES - JOHNSON & JOHNSON		23,413.
386 SHARES - JPMORGAN CHASE		16,972.
49 SHARES - KRAFT FOOD GROUP		2,228.
115 SHARES - MCDONALD'S CORP		10,144.
326 SHARES - MERCK & CO INC		13,346.
679 SHARES - MICROSOFT CORP		18,136.
149 SHARES - MONDELEZ INT'L INC		3,793.
772 SHARES - NUCOR GROUP		33,320.
361 SHARES - PHILIP MORRIS INT'L INC .		30,194.
415 SHARES - PROCTOR & GAMBLE		28,174.
600 SHARES - SCHLUMBERGER LTD		41,579.
210 SHARES - VERIZON COMMUNICATIONS		9,087.
206 SHARES - WAL-MART STORES INC		14,055.
15 SHARES - VORNADO REALTY TRUST		1,201.
TOTAL	\$	<u>1,715,804.</u>

**BALANCE SHEET
OTHER (FORM 990-PF)[O]**

INVESTMENT - MCM FUND, LP.	\$	799,758.
INVESTMENT - IN:CAST LLC		27,405.
TOTAL	\$	<u>827,163.</u>

VESELY FAMILY FOUNDATION
C/O JON S. VESELY

36-4325820

**FMV OF ASSETS (990-PF)
SAVINGS AND TEMPORARY CASH INVESTMENTS**

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TOTAL	\$	<u>1,715,804.</u>

**FMV OF ASSETS (990-PF)
OTHER [O]**

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INVESTMENT IN IN:CAST LLC		27,405.
TOTAL	\$	<u>827,163.</u>

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or
	VESELY FAMILY FOUNDATION C/O JON S. VESELY		36-4325820
	Number, street, and room or suite number. If a P.O. box, see instructions		Social security number (SSN)
	19587 N. 103RD STREET		
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	SCOTTSDALE, AZ 85255-6636		

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

04

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 (section 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 ► BARBARA A. VESELY

Telephone No ► (480) 419-5778 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 8/15, 20 13, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ☒ calendar year 20 12 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

3 a 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	3 a	\$	0.
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	3 b	\$	0.
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.	3 c	\$	0.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	VESELY FAMILY FOUNDATION C/O JON S. VESELY	36-4325820	
	Number, street, and room or suite number If a P O box, see instructions	Social security number (SSN)	
File by the extended due date for filing your return See instructions	19587 N. 103RD STREET		
	City, town or post office, state, and ZIP code For a foreign address, see instructions		
SCOTTSDALE, AZ 85255-6636			

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ▶ BARBARA A. VESELY
Telephone No ▶ (480) 419-5778 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

- 4 I request an additional 3-month extension of time until 11/15, 2013
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8 a 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	8 a	\$	0.
8 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 and any amount paid previously with Form 8868	8 b	\$	0.
8 c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8 c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶

Title ▶ **PRESIDENT**

Date ▶

BAA

FIFZ0502L 01/21/13

Form 8868 (Rev 1-2013)