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 , and ending

Name of foundation: CHASE FAMILY FOUNDATION

A Employer identification number: 37-1452120

Number and street (or P O box number if mail is not delivered to street address): 2140 COUNTY ROAD 42 W. | Room/suite

B Telephone number: 952-447-7810

City or town, state, and ZIP code: BURNSVILLE, MN 55337

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 557,760.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	17,731.	17,731.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-2,390.			
	b Gross sales price for all assets on line 6a 131,173.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	15,341.	17,731.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	3,100.	1,550.		1,550.
	c Other professional fees STMT 3	2,596.	2,596.		0.
	17 Interest	5.	0.		0.
	18 Taxes STMT 4	659.	401.		25.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	6,360.	4,547.		1,575.
	25 Contributions, gifts, grants paid	37,650.			37,650.
	26 **Total expenses and disbursements** Add lines 24 and 25	44,010.	4,547.		39,225.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-28,669.			
	b **Net investment income** (if negative, enter -0-)		13,184.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	113.	62.	62.
2 Savings and temporary cash investments	747.	4,287.	4,287.
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			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S. and state government obligations			
b Investments - corporate stock STMT 6	384,785.	395,698.	395,698.
c Investments - corporate bonds STMT 7	105,988.	141,511.	141,511.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 8	15,199.	16,202.	16,202.
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers)	506,832.	557,760.	557,760.
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			
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 ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31**			
27 Capital stock, trust principal, or current funds	506,832.	557,760.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 **Total net assets or fund balances**	506,832.	557,760.	
31 **Total liabilities and net assets/fund balances**	506,832.	557,760.	

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	506,832.
2 Enter amount from Part I, line 27a	2	-28,669.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	79,597.
4 Add lines 1, 2, and 3	4	557,760.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	557,760.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b	CAPITAL GAINS DIVIDENDS			
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	125,038.		133,563.	-8,525.
b	6,135.			6,135.
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				-8,525.
b				6,135.
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	-2,390.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	40,577.	551,349.	.073596
2010	34,192.	530,315.	.064475
2009	33,601.	471,733.	.071229
2008	23,676.	451,953.	.052386
2007	39,599.	703,669.	.056275

2 **Total** of line 1, column (d)	2	.317961
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	.063592
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	535,141.
5 Multiply line 4 by line 3	5	34,031.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	132.
7 Add lines 5 and 6	7	34,163.
8 Enter qualifying distributions from Part XII, line 4	8	39,225.

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	132.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	132.
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	132.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
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	132.
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** ▶	**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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • 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?	7	X	
If "Yes," complete Part II, col (c), and Part XV			
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

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 ▶ NONE

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 952-447-7810
Located at ▶ 2140 COUNTY ROAD 42 W., BURNSVILLE, MN ZIP+4 ▶ 55337

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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)? N/A	1b		
	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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANDREW CHASE 18178 CLEARLY LAKE CT PRIOR LAKE, MN 55372	PRESIDENT 0.50	0.	0.	0.
MONICA CHASE 18178 CLEARLY LAKE CT PRIOR LAKE, MN 55372	SECRETARY-TREASURER 0.50	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

Part IX-B **Summary of Program-Related Investments**

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

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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	534,633.
b	Average of monthly cash balances		1b	8,657.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	543,290.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	543,290.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	8,149.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	535,141.
6	**Minimum investment return** Enter 5% of line 5		6	26,757.

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	26,757.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 132.		
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	132.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	26,625.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	26,625.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	26,625.

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	39,225.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	39,225.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	132.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	39,093.

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				26,625.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009 10,248.				
d From 2010 7,936.				
e From 2011 13,476.				
f **Total** of lines 3a through e	31,660.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 39,225.				
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				26,625.
e Remaining amount distributed out of corpus	12,600.			
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	44,260.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	44,260.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 10,248.				
c Excess from 2010 7,936.				
d Excess from 2011 13,476.				
e Excess from 2012 12,600.				

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)

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

SEE STATEMENT 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

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

c Any submission deadlines:

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

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*				
4 R KIDS 710 OVERLAND TRAIL ENID, OK 73703	NONE	501(C)3 PUBLIC CHARITY	TOYS FOR NEEDY CHILDREN	500.
ALS ASSOCIATION, MN CHAPTER 333 N WASHINGTON AVE MINNEAPOLIS, MN 55401	NONE	501(C)3 PUBLIC CHARITY	GENERAL MEDICAL RESEARCH	500.
AMERICAN CANCER SOCIETY - HOPE LODGE 2500 UNIVERSITY AVE. SE MINNEAPOLIOS, MN 55414	NONE	501(C)3 PUBLIC CHARITY	SUPPORT TO CANCER FAMILIES	200.
AMERICAN CANCER SOCIETY 2520 PILOT KNOB ROAD, STE 150 MENDOTA HEIGHTS, MN 55120	NONE	501(C)3 PUBLIC CHARITY	CANCER RESEARCH	700.
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	NONE	501(C)3 PUBLIC CHARITY	EMERGENCY AID	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	37,650.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	17,731.	
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	-2,390.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		15,341.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 15,341.

(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).

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	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Monica A Chase | 5/14/13 | DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS W. HODNEFIELD, CPA	Tom Hodnefield CPA	05/14/13		P00185415
Firm's name ▶ HLB TAUTGES REDPATH, LTD.			Firm's EIN ▶ 41-0975573	
Firm's address ▶ 4810 WHITE BEAR PARKWAY WHITE BEAR LAKE, MN 55110			Phone no. (651)426-7000	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ARCHDIOCESE OF ST. PAUL & MPLS 328 KELLOGG BLVD ST PAUL, MN 55102	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS	500.
CANCER FUND OF AMERICA 2901 BREEZEWOOD LANE KNOXVILLE, TN 37921	NONE	501(C)3 PUBLIC CHARITY	SUPPORT SERVICES/AID FOR ILL	100.
CAP AGENCY 712 CANTERBERRY RD S SHAKOPEE, MN 55379	NONE	501(C)3 PUBLIC CHARITY	GENERAL DONATION FOR FOOD & CLOTHING	1,000.
CARE FOR THE WOUNDED 24818 EAST CEDAR LAKE DRIVE NEW PRAGUE, MN 56071	NONE	501(C)3 PUBLIC CHARITY	MEDICAL ASSISTANCE	250.
CATHOLIC CHARITIES 1200 2ND AVE S MINNEAPOLIS, MN 55403	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS DONATION	500.
CATHOLIC RELIEF SERVICES 228 W LEXINGTON STREET BALTIMORE, MD 21201	NONE	501(C)3 PUBLIC CHARITY	ASSISTANCE TO POOR	500.
CATHOLIC SERVICES APPEAL 226 SUMMIT AVE ST. PAUL, MN 55102	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS SUPPORT	1,000.
CHILDREN'S CANCER DREAM NETWORK AKA NATIONAL CANCER ASSISTANCE FOUNDATION 6151 LAKE OSPREY DRIVE NO 3RD FL SARASOTA, FL 34240	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	50.
CHILDREN'S CANCER RESEARCH FUND 7301 OHMS LANE NO 460 MINNEAPOLIS, MN 55439	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	335.
CHILDREN'S FOUNDATION 2910 CENTRE POINTE DRIVE ROSEVILLE, MN 55113	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	100.
Total from continuation sheets				34,750.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHURCH OF ST. MICHAELS 16331 DULUTH AVE SE PRIOR LAKE, MN 55372	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS SUPPORT	10,075.
CIRCUS INVENTORS 1270 MONTREAL AVE. ST. PAUL, MN 55116	NONE	501(C)3 PUBLIC CHARITY	EDUCATION	1,240.
COMMON HOPE PO BOX 14298 ST.PAUL, MN 55114	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	100.
CROSS INTERNATIONAL CATHOLIC OUTREACH 370 W CAMINO GARDENS BLVD BOCO RATON, FL 33432	NONE	501(C)3 PUBLIC CHARITY	SHIPPING SUPPLIES TO POOR	500.
DISABLED POLICE & SHERIFF FUND 23 TEABERRY DRIVE CHEPACHET, RI 02814	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	35.
DISABLED VETERANS SERVICES INC 1540 HARVEST RUN ALLEN, TX 75002	NONE	501(C)3 PUBLIC CHARITY	SUPPORT VETERANS	15.
DOCTORS WITHOUT BORDERS 333 7TH AVE., 2ND FLOOR NEW YORK, NY 10001-5004	NONE	501(C)3 PUBLIC CHARITY	HUMANITARIAN ASSISTANCE	200.
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433	NONE	501(C)3 PUBLIC CHARITY	GIFT FOR UGANDAN CHILDREN	1,000.
FOOD FOR THE POOR 6401 LYONS ROAD COCONUT CREEK, FL 33073	NONE	501(C)3 PUBLIC CHARITY	FOOD FOR THE POOR	500.
FOUNDATION FIGHTING BLINDNESS 7168 COLUMBIA GATEWAY COLUMBIA, MD 21117	NONE	501(C)3 PUBLIC CHARITY	RESEARCH FOR BLINDNESS PREVENTION	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FOUNDATION FOR PT 1111 N. FAIRFAX ST. ALEXANDRIA, VA 22314	NONE	501(C)3 PUBLIC CHARITY	EDUCATIONAL	200.
GOOD CHARITY INC 33523 8 MILE LIVONIA, MI 48152	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	150.
HELP ME SEE 1560 BROADWAY NEW YORK, NY 10036	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	100.
KIDS WISH NETWORK 101 S MILITARY AVE #222 GREEN BAY, WI 54303	NONE	501(C)3 PUBLIC CHARITY	GIFT FOR CHILDREN WITH CANCER	50.
LAKER BOYS LACROSSE 15065 OAKCREST COURT SAVAGE, MN 55378	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	100.
LEUKEMIA & LYMPHOMA SOC 8441 WAYZATA BLVD GOLDEN VALLEY, MN 55426	NONE	501(C)3 PUBLIC CHARITY	CLINICAL RESEARCH	200.
LUMEN CHRISTI CHURCH 2055 BOHLAND AVENUE SAINT PAUL, MN 55116	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS	400.
MINNESOTA ZOO 1300 ZOO BLVD APPLE VALLEY, MN 55124	NONE	501(C)3 PUBLIC CHARITY	EDUCATIONAL PROGRAMS	250.
MOTHERS AGAINST DRUNK DRIVING PO BOX 152274 IRVING, TX 75015	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	50.
MS ASSOCIATION OF AMERICA 706 HADDONFIELD RD CHERRY HILL, NJ 8002	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	50.
Total from continuation sheets				

CHASE FAMILY FOUNDATION 37-1452120

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL CAREGIVING FOUNDATION 801 N. PITT STREET ALEXANDRIA, VA 22314	NONE	501(C)3 PUBLIC CHARITY	MEDICAL	100.
OPERATION SMILE 6435 RIDEWATER DRIVE NORFOLK, VA 53509	NONE	501(C)3 PUBLIC CHARITY	HELP CHILDREN W/CLEFT PALATES	150.
PARTNERS IN HEALTH PO BOX 845578 BOSTON, MA 02284-5578	NONE	501(C)3 PUBLIC CHARITY	SUPPORT HEALTH CARE IN POOR COMMUNITIES	100.
SALVATION ARMY 2445 PRIOR AVENUE N ROSEVILLE, MN 55113	NONE	501(C)3 PUBLIC CHARITY	ASSISTANCE FOR NEEDY	100.
SECOND HARVEST HEARTLAND 1140 GERVAIS AVENUE ST. PAUL, MN 55109	NONE	501(C)3 PUBLIC CHARITY	FOOD CENTER FOR PEOPLE IN NEED	100.
SHARING AND CARING HANDS 525 NORTH 7TH STREET MINNEAPOLIS, MN 55405	NONE	501(C)3 PUBLIC CHARITY	NEEDS OF THE POOR	1,000.
SPECIAL OLYMPICS MN 100 WASHINGTON AVE. S MINNEAPOLIS, MN 55401	NONE	501(C)3 PUBLIC CHARITY	SUPPORT FOR CHILDREN W/DISABILITIES	150.
ST. AUGUSTINE'S CHURCH N10090 COUNTY B TOMAHAWK, WI 54487	NONE	501(C)3 PUBLIC CHARITY	CAPITAL CAMPAIGN-ELEVATOR	1,300.
THE 30 DAY FOUNDATION 8014 OLSON HIGHWAY #195 GOLDEN VALLEY, MN 55427	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	6,000.
THE DYNAMIC CATHOLIC INSTITUTE 2330 KEMPER LANE CINCINNATI, OH 45206	NONE	501(C)3 PUBLIC CHARITY	RELIGIOUS	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE LABOURE SOCIETY 1365 CORPORATE CENTER CURVE EAGAN, MN 55121	NONE	501(C)3 PUBLIC CHARITY	SUPPORT FOR PRIEST/RELIGIOUS FORMATION	200.
TOMAHAWK PUBLIC LIBRARY 300 W LINCOLN AVE. TOMAHAWK, WI 54487	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	100.
TWIN CITIES HABITAT FOR HUMANITY 3001 4TH STREET SE MINNEAPOLIS, MN 55414	NONE	501(C)3 PUBLIC CHARITY	PROVIDE AFFORADABLE HOUSING	3,750.
UNIVERSITY OF WISCONSIN LACROSSE FOUNDATION 615 EAST AVENUE N LACROSSE, WI 54602	NONE	501(C)3 PUBLIC CHARITY	SUPPORT COLLEGE OF BUSINESS	850.
YOUTH WITH A MISSION PO BOX 3000 GARDEN VALLEY, TX 75771	NONE	501(C)3 PUBLIC CHARITY	COMMUNITY WELFARE	200.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	23,866.	6,135.	17,731.
TOTAL TO FM 990-PF, PART I, LN 4	23,866.	6,135.	17,731.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,100.	1,550.		1,550.
TO FORM 990-PF, PG 1, LN 16B	3,100.	1,550.		1,550.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	2,596.	2,596.		0.
TO FORM 990-PF, PG 1, LN 16C	2,596.	2,596.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	401.	401.		0.
FEDERAL TAX PAID	233.	0.		0.
MN ANNUAL FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 18	659.	401.		25.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 5

DESCRIPTION	AMOUNT
UNREALIZED CHANGE IN FMV OF INVESTMENTS	79,597.
TOTAL TO FORM 990-PF, PART III, LINE 3	79,597.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED DETAIL	182,043.	182,043.
EQUITY FUNDS - SEE ATTACHED DETAIL	213,655.	213,655.
TOTAL TO FORM 990-PF, PART II, LINE 10B	395,698.	395,698.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND FUNDS - SEE ATTACHED DETAIL	121,431.	121,431.
VANGUARD CORP BOND ETF	20,080.	20,080.
TOTAL TO FORM 990-PF, PART II, LINE 10C	141,511.	141,511.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SPDR GOLD TRUST SHARES GLD	FMV	16,202.	16,202.
TOTAL TO FORM 990-PF, PART II, LINE 13		16,202.	16,202.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 9

NAME OF MANAGER

ANDREW CHASE
MONICA CHASE

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
A O N PLC F CLASS A SYMBOL AON	100.0000	55.6100	5,561.00 *4,627 36*	933.64	1.13%	63.00
APPLE INC SYMBOL AAPL	10.0000	532.1729	5,321.73 *3,426 14*	1,895.59	1.99%	106.00
ASSURANT INC SYMBOL AIZ	150.0000	34.7000	5,205.00 *4,799 68* [a]	405.32	2.42%	126.00
BERKSHIRE HATHAWAY B NEW CLASS B SYMBOL BRKB	75.0000	89.7000	6,727.50 *6,059 88* [a]	667.62	0.00%	0.00
BP PLC ADR F SPONSORED ADR 1 ADR REP 6 ORD SYMBOL BP	50.0000	41.6400	2,082.00 *2,124 92*	(42.92)	5.18%	108.00
CHEVRON CORPORATION SYMBOL CVX	50.0000	108.1400	5,407.00 *3,495 70* [a]	1,911.30	3.32%	180.00
CISCO SYSTEMS INC SYMBOL CSCO	300.0000	19.6494	5,894.82 *5,892 18*	2.64	2.84%	168.00
COMCAST CP NEW CL A SPL CLASS A SPL NON-VOTING SYMBOL CMCSK	150.0000	35.9200	5,388.00 *2,434 50* [a]	2,953.50	1.80%	97.50
DUKE ENERGY CORP NEW SYMBOL DUK	91.0000	63.8000	5,805.80 *5,017 62*	788.18	4.79%	278.46

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
ECOLAB INC	50.0000	71.9000	3,595.00	1,819.49	1.27%	46.00
SYMBOL ECL			*1,775 51* [a]			
EDISON INTERNATIONAL	25.0000	45.1900	1,129.75	247.59	2.98%	33.75
SYMBOL EIX			*882 16*			
EMERSON ELECTRIC CO	100.0000	52.9600	5,296.00	387.43	3.09%	164.00
SYMBOL EMR			*4,908 57* [a]			
INTL BUSINESS MACHINES	15.0000	191.5500	2,873.25	(64.02)	1.77%	51.00
SYMBOL IBM			*2,937 27*			
JOHNSON & JOHNSON	100.0000	70.1000	7,010.00	1,925.00	3.48%	244.00
SYMBOL JNJ			*5,085 00* [a]			
JPMORGAN CHASE & CO	125.0000	43.9691	5,496.14	(25.06)	2.72%	150.00
SYMBOL JPM			*5,521 20*			
LOCKHEED MARTIN CORP	100.0000	92.2900	9,229.00	253.81	4.98%	460.00
SYMBOL LMT			*8,975 19* [a]			
MEDTRONIC INC	100.0000	41.0200	4,102.00	220.09	2.53%	104.00
SYMBOL MDT			*3,881 91*			
METLIFE INC	150.0000	32.9400	4,941.00	(3,286.61)	2.24%	111.00
SYMBOL MET			*8,227 61* [a]			
MICROSOFT CORP	300.0000	26.7097	8,012.91	1,500.19	3.44%	276.00
SYMBOL MSFT			*6,512 72* [a]			

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
NESTLE S A REG B ADR F 1 ADR REPS 1 ORD SYMBOL NSRGY	50.0000	65.1700	3,258.50 *1,829 02* [a]	1,429.48	3.24%	105.61
NEXTERA ENERGY INC SYMBOL NEE	50.0000	69.1900	3,459.50 *2,818 86*	640.64	3.46%	120.00
NOBLE CORP F SYMBOL NE	150.0000	34.8200	5,223.00 *7,135 31* [a]	(1,912.31)	1.49%	78.00
NOVARTIS A G SPON ADR F SPONSORED ADR 1 ADR REP 1 ORD SYMBOL NVS	50.0000	63.3000	3,165.00 *1,846 03* [a]	1,318.97	0.00%	0.00
PEPSICO INCORPORATED SYMBOL PEP	125.0000	68.4300	8,553.75 *7,519 44* [a]	1,034.31	3.14%	268.75
PFIZER INCORPORATED SYMBOL PFE	350.0000	25.0793	8,777.76 *6,391 88*	2,385.88	3.50%	308.00
PROCTER & GAMBLE SYMBOL PG	50.0000	67.8900	3,394.50 *2,991 19* [a]	403.31	3.31%	112.40
QUALCOMM INC SYMBOL QCOM	100.0000	61.8596	6,185.96 *4,586 95*	1,599.01	1.61%	100.00
REPUBLIC SERVICES INC SYMBOL RSG	200.0000	29.3300	5,866.00 *5,552 99*	313.01	3.20%	188.00

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
SIEMENS A G ADR F 1 ADR REP 1 ORD SYMBOL SI	50.0000	109.4700	5,473.50 *4,160 27* [a]	1,313.23	0.00%	0.00
TARGET CORPORATION SYMBOL TGT	75.0000	59.1700	4,437.75 *3,613 32* [a]	824.43	2.43%	108.00
TEVA PHARM INDS LTD ADRF SPONSORED ADR 1 ADR REP 10 ORD SYMBOL TEVA	100.0000	37.3400	3,734.00 *4,243 80* [a]	(509.80)	2.73%	102.09
THERMO FISHER SCIENTIFIC SYMBOL TMO	50.0000	63.7800	3,189.00 *2,213 45*	975.55	0.94%	30.00
TIME WARNER CABLE SYMBOL TWC	50.0000	97.1900	4,859.50 *2,328 51*	2,530.99	2.30%	112.00
TOTAL S A ADR F 1 ADR REP 1 ORD SYMBOL TOT	100.0000	52.0100	5,201.00 *4,788 91*	412.09	5.63%	293.19
VODAFONE GROUP NEW ADR F SPONSORED ADR 1 ADR REP 10 ORD SYMBOL VOD	325.0000	25.1900	8,186.75 *7,064 69* [a]	1,122.06	2.06%	168.76
Total Equities	3,916.0000		182,043.37	26,373.63		4,861.51
		Total Cost Basis:	*155,669.74*			

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
LOOMIS SAYLES BOND FUND ◊ CL I SYMBOL LSBDX	3,206 9400	15 1200	48,488 93	11 03	35,368 71 [a]	13,120 22
PIMCO EMRG LOCAL BD FD ◊ INSTL CL SYMBOL PELBX	1,826 9560	10 9800	20,059 98	10 13	18,503 57 [a]	1,556 41
PIMCO TOTAL RETURN FUND ◊ INSTL CL SYMBOL PTTRX	2,408 3040	11 2400	27,069 34	10 55	25,409 74 [a]	1,659 60
THIRD AVENUE FOCUSED ◊ CREDIT FD INST CL SYMBOL TFCIX	2,491 5830	10 3600	25,812 80	10 47	26,078 09 [a]	(265 29)
Total Bond Funds	9,933.7830		121,431.05		105,360.11	16,070.94

Equity Funds	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARTISAN INTL VALUE FUND SYMBOL ARTKX	1,632 5620	30 3800	49,597 23	27 56	45,000 00 [a]	4,597 23

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Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
OPPENHEIMER DEVELOPING ◊ MKTS FD CL Y SYMBOL ODVYX	1,305 9890	34 8800	45,552 90	22 64	29,564 64 [a]	15,988 26
PIMCO ALL ASSET INSTL CL ◊ SYMBOL PAAIX	2,492 9260	12 5800	31,361 01	11 86	29,567 92	1,793 09
PIMCO COMMODITY REAL ◊ RETURN STRAT CL INSTL SYMBOL PCRIX	3,040 7920	6 6400	20,190 86	10 76	32,709 85 [a]	(12,518 99)
THIRD AVENUE REAL ESTATE VALUE FD INSTL SYMBOL TAREX	807 0920	25 3700	20,475 92	34 82	28,106 81 [a]	(7,630 89)
TWEEDY BROWNE GLOBAL ◊ VALUE FUND SYMBOL TBGVX	1,999 8640	23 2400	46,476 84	23 62	47,236 28	(759 44)
Total Equity Funds	11,279.2250		213,654.76		212,185.50	1,469.26
Total Mutual Funds	21,213.0080		336,085.81		317,545.61	17,540.20