



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



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

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

, and ending

Name of foundation <b>FLECK FOUNDATION</b>		A Employer identification number <b>39-1832464</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>N87 W27165 PERENNIAL TERRACE</b>		B Telephone number <b>262-894-6550</b>
City or town, state, and ZIP code <b>HARTLAND, WI 53029</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>819,441</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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	881,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	21.	21.		STATEMENT 1
	4 Dividends and interest from securities	28,167.	28,167.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	52,399.			
	b Gross sales price for all assets on line 6a	643,686.			
	7 Capital gain net income (from Part IV, line 2)		52,399.		
	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	961,587.	80,587.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages	20,195.	5,049.		18,146.
	15 Pension plans, employee benefits				
	16a Legal fees	931.	233.		698.
	b Accounting fees	7,499.	1,875.		5,624.
	c Other professional fees	1,374.	1,374.		0.
	17 Interest				
	18 Taxes	1,168.	1,136.		32.
	19 Depreciation and depletion	195.	0.		
	20 Occupancy	4,176.	0.		4,176.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	7,417.	26.		7,391.
	24 Total operating and administrative expenses. Add lines 13 through 23	42,955.	9,693.		36,067.
	25 Contributions, gifts, grants paid	1,405,681.			1,405,681.
26 Total expenses and disbursements. Add lines 24 and 25	1,448,636.	9,693.		1,441,748.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-487,049.				
b Net investment income (if negative, enter -0-)		70,894.			
c Adjusted net income (if negative, enter -0-)			N/A		

SCANNED MAY 23 2013

N

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	25,078.	1,741.	1,741.
	2	Savings and temporary cash investments	28,728.	2,060.	2,060.
	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 8	797,319.	507,248.	491,634.
	c	Investments - corporate bonds STMT 9	443,878.	295,612.	323,022.
11	Investments - land, buildings, and equipment basis ▶	11,518.			
	Less accumulated depreciation STMT 10 ▶	11,518.			
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ▶	977.			
	Less accumulated depreciation STMT 11 ▶	431.	741.	546.	
15	Other assets (describe ▶ STATEMENT 12)	0.	438.	438.	
16	<b>Total assets (to be completed by all filers)</b>	<b>1,295,744.</b>	<b>807,645.</b>	<b>819,441.</b>	
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 ▶ STATEMENT 13)	1,947.	590.		
23	<b>Total liabilities (add lines 17 through 22)</b>	<b>1,947.</b>	<b>590.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	1,293,797.	807,055.		
30	<b>Total net assets or fund balances</b>	<b>1,293,797.</b>	<b>807,055.</b>		
31	<b>Total liabilities and net assets/fund balances</b>	<b>1,295,744.</b>	<b>807,645.</b>		

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	1,293,797.
2	Enter amount from Part I, line 27a	2	-487,049.
3	Other increases not included in line 2 (itemize) ▶ NONDIVIDEND INCOME	3	307.
4	Add lines 1, 2, and 3	4	807,055.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>807,055.</b>

**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 LITIGATION INCOME	P	VARIOUS	12/31/12
b CAPITAL GAIN DISTRIBUTION	P	VARIOUS	12/31/12
c SEE ATTACHED STATEMENT - DIMEO SCHNEIDER	P	VARIOUS	12/31/12
d SEE ATTACHED STATEMENT - DIMEO SCHNEIDER	P	VARIOUS	12/31/12
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 1,145.			1,145.
b 7,202.			7,202.
c 88,917.		85,631.	3,286.
d 546,422.		505,656.	40,766.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,145.
b			7,202.
c			3,286.
d			40,766.
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	52,399.
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	1,819,555.	2,343,664.	.776372
2010	1,645,467.	3,736,353.	.440394
2009	3,058,251.	4,997,029.	.612014
2008	2,664,428.	8,212,055.	.324453
2007	3,106,831.	10,464,682.	.296887

2 Total of line 1, column (d)	2	2.450120
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	.490024
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	988,016.
5 Multiply line 4 by line 3	5	484,152.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	709.
7 Add lines 5 and 6	7	484,861.
8 Enter qualifying distributions from Part XII, line 4. 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.	8	1,441,748.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 1,092.00, which is refunded.

Part VII Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Includes questions about political influence, tax on political expenditures, and substantial contributors.

**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.FLECKFOUNDATION.ORG	X		
14	The books are in care of ► ANDREW J. FLECKENSTEIN Telephone no. ► 262-894-6550 Located at ► N87 W27165 PERENNIAL TERRACE, HARTLAND, WI ZIP+4 ► 53029			
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			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 ►			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> 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. <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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.) <input type="checkbox"/> 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

**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)?  Yes  No **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?  Yes  No **N/A**

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?  Yes  No

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?  Yes  No **N/A**

**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 J. FLECKENSTEIN N87 W27165 PERENNIAL TERRACE HARTLAND, WI 53029	TRUSTEE 30.00	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	
2	

All other program-related investments. See instructions.

3 NONE	

Total. Add lines 1 through 3 0.

**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	894,086.
b	Average of monthly cash balances	1b	108,976.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,003,062.
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	1,003,062.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,046.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	988,016.
6	Minimum investment return. Enter 5% of line 5	6	49,401.

**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	49,401.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	709.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	709.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	48,692.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	48,692.
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	48,692.

**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	1,441,748.
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	1,441,748.
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	709.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,441,039.

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				48,692.
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	2,630,119.			
b From 2008	2,270,221.			
c From 2009	2,812,556.			
d From 2010	1,455,267.			
e From 2011	1,704,462.			
f Total of lines 3a through e	10,872,625.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 1,441,748.				
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				48,692.
e Remaining amount distributed out of corpus	1,393,056.			
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	12,265,681.			
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	2,630,119.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,635,562.			
10 Analysis of line 9:				
a Excess from 2008	2,270,221.			
b Excess from 2009	2,812,556.			
c Excess from 2010	1,455,267.			
d Excess from 2011	1,704,462.			
e Excess from 2012	1,393,056.			

**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

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

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

**ANDREW J. FLECKENSTEIN**

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:

**ANDREW J. FLECKENSTEIN, 262-894-6550**  
**N87 W27165 PERENNIAL TERRACE, HARTLAND, WI 53029**

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

**WRITTEN**

c Any submission deadlines:

**NONE**

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

**NONE**







**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

FLECK FOUNDATION

Employer identification number

39-1832464

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

**Special Rules**

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization <b>FLECK FOUNDATION</b>	Employer identification number <b>39-1832464</b>
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<b>ANDREW J. FLECKENSTEIN</b> <hr/> <b>N87 W27165 PERENNIAL TERRACE</b> <hr/> <b>HARTLAND, WI 53029</b>	\$ <u>881,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization <b>FLECK FOUNDATION</b>	Employer identification number <b>39-1832464</b>
---	---

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

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

Name of organization <b>FLECK FOUNDATION</b>	Employer identification number <b>39-1832464</b>
---	---

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

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

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
14	EQUIPMENT	07/03/97	SL	5.00		16	5,518.				5,518.	5,518.		0.	5,518.
15	FURNITURE	07/01/98	SL	7.00		16	6,000.				6,000.	6,000.		0.	6,000.
26	COMPUTER	10/13/10	SL	5.00		16	977.				977.	236.		195.	431.
	* TOTAL 990-PF PG 1 DEPR						12,495.				12,495.	11,754.		195.	11,949.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
M&I MARSHALL & ISLSEY	21.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIMEO SCHEIDER & ASSOC DIVIDEND #1022-5885	28,167.	0.	28,167.
TOTAL TO FM 990-PF, PART I, LN 4	28,167.	0.	28,167.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	931.	233.		698.
TO FM 990-PF, PG 1, LN 16A	931.	233.		698.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,499.	1,875.		5,624.
TO FORM 990-PF, PG 1, LN 16B	7,499.	1,875.		5,624.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	1,374.	1,374.		0.
TO FORM 990-PF, PG 1, LN 16C	1,374.	1,374.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	136.	136.		0.
INCOME TAXES	1,000.	1,000.		0.
PERSONAL PROPERTY TAXES	32.	0.		32.
TO FORM 990-PF, PG 1, LN 18	1,168.	1,136.		32.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE	209.	0.		209.
DUES & SUBSCRIPTIONS	2,035.	0.		2,035.
FUNDRAISER DINNERS/EVENTS	1,900.	0.		1,900.
OFFICE SUPPLIES	3,160.	0.		3,160.
FEES & PERMITS	10.	0.		10.
PAYROLL PROCESSING	103.	26.		77.
TO FORM 990-PF, PG 1, LN 23	7,417.	26.		7,391.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DIMEO SCHNEIDER & ASSOCIATES, LLC #7090-1522	507,248.	491,634.
TOTAL TO FORM 990-PF, PART II, LINE 10B	507,248.	491,634.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DIMEO SCHNEIDER & ASSOCIATES, LLC #7090-1522	295,612.	323,022.
TOTAL TO FORM 990-PF, PART II, LINE 10C	295,612.	323,022.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
EQUIPMENT	5,518.	5,518.	0.
FURNITURE	6,000.	6,000.	0.
TOTAL TO FM 990-PF, PART II, LN 11	11,518.	11,518.	0.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	977.	431.	546.
TOTAL TO FM 990-PF, PART II, LN 14	977.	431.	546.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
WI WITHHOLDING RECEIVABLE	0.	172.	172.
DIVIDEND RECEIVABLE	0.	266.	266.
TO FORM 990-PF, PART II, LINE 15	0.	438.	438.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL LIABILITIES	1,947.	590.	
TOTAL TO FORM 990-PF, PART II, LINE 22	1,947.	590.	

FLECK FOUNDATION  
39-1832464

PART II LINE 10b COLUMNS (b)&(c)  
INVESTMENTS - CORPORATE STOCK

**DIMEO SCHNEIDER & ASSOCIATES, LLC #7090-1522**

---

**INVESTMENTS - CORPORATE STOCK: LINE 10b**

**DOMESTIC EQUITY**

**Large Cap Value**

1,725.010 ISHARES RUSSELL 1000 VALUE INDEX 125,616

**Large Cap Growth**

4,988.610 AMERICAN CENTURY GROWTH 135,441

**MLP**

483.000 KAYNE ANDERSON MLP INVNT 14,234

400 000 TORTOISE EGY INFRASTRUCTURE 15,160

**Specialty - Natural Resource**

22,375 410 PIMCO COMMODITY REAL RETURN 148,573

**INT'L/GLOBAL EQUITY FUND**

**Int'l Equity**

837.480 AMERICAN FUNDS EUROPACIFIC GROWTH 34,462

**Emerging Markets**

928.770 LAZARD EMERGING MARKETS 18,148

**TOTAL INVESTMENTS - CORPORATE STOCK 491,634**

**INVESTMENTS - CORPORATE BONDS: 10c**

**DOMESTIC EQUITY**

**Long Government**

8,967.090 PIMCO REAL RETURN 110,026

**High Yield Bond**

13,297.200 PIMCO HIGH YIELD-INST'L 128,185

**INT'L/GLOBAL EQUITY FUND**

**Intl Fixed Income**

3,481.240 WELLS FARGO ADVANTAGE INTERNATIONAL 40,661

**World Bond**

4,091.730 PIMCO FOREIGN BOND 44,150

**TOTAL INVESTMENTS - CORPORATE BONDS 323,022**

**TOTAL #7090-1522 814,655**

---

STATEMENT

**Depreciation and Amortization 990-PF**  
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

**FLECK FOUNDATION**

**FORM 990-PF PAGE 1**

**39-1832464**

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	195.

**Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**

**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

**Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	

**Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System**

20a	Class life				S/L	
b	12-year		12 yrs.		S/L	
c	40-year	/	40 yrs.	MM	S/L	

**Part IV Summary (See instructions.)**

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	195.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No

Table with 10 columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation deduction, (i) Elected section 179 cost. Includes rows 25-29.

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table with 6 columns: (a) Vehicle, (b) Vehicle, (c) Vehicle, (d) Vehicle, (e) Vehicle, (f) Vehicle. Includes rows 30-36.

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

Table with 2 columns: Yes, No. Includes rows 37-41.

Part VI Amortization

Table with 6 columns: (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year. Includes rows 42-44.

<b>Name and address</b>	<b>Foundation status of recipient</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
<b>Adult Learning Center</b> 2628 North Martin Luther King Dr. Milwaukee, WI 53212	501(C)(3)	Funding adult education.	\$ 15,000
<b>Alma Center</b> 3628 West Wright Street Milwaukee, WI 53210	501(C)(3)	Funding for programs related to drug and alcohol abuse	\$ 1,000
<b>American Heart Association</b> 660 East Mason Street Milwaukee, WI 53202	501(C)(3)	Funding for 2012 annual campaign	\$ 1,500
<b>Arrowhead Center for the Arts</b> PO Box 172 Hartland, WI 53029	501(C)(3)	Funding for 2012 annual campaign.	\$ 1,500
<b>Children's Tumor Center</b> New York, NY 10005	501(C)(3)	Funding for 2012 annual campaign	\$ 500
<b>Divine Savior Holy Angels</b> 4257 North 100th Street Milwaukee, WI 53222	501(C)(3)	Funding for scholarships.	\$ 95,000
<b>Dominican High School</b> 120 East Silver Spring Drive Whitefish Bay, WI 53217	501(C)(3)	Funding for Sr. Kathleen O'Connell Scholarship Program to benefit deserving students from the City of Milwaukee	\$ 142,000
<b>Hillel Academy</b> 6401 North Santa Monica Boulevard Milwaukee, WI 53217	501(C)(3)	Funding for scholarships	\$ 14,000
<b>Loyola University Chicago</b> 1 East Pearson Street Chicago, IL 60611	501(C)(3)	Funding for scholarships.	\$ 2,000
<b>Marquette University</b> Olin Engineering Center P O Box 1881 Milwaukee, WI 53233	501(C)(3)	Funding for engineering scholarships for city of Milwaukee students based on financial need	\$ 90,000
<b>Messmer Catholic Schools</b> 742 West Capitol Drive Milwaukee, WI 53206	501(C)(3)	Funding for scholarships.	\$ 142,000
<b>Meta House</b> P O Box 11564 Milwaukee, WI 53211-0564	501(C)(3)	Funding for operations. Funding for programs related to drug and alcohol abuse	\$ 75,000
<b>Milwaukee Charter Schools Advocates</b> 700 West Virginia Street #602 Milwaukee, WI 53204	501(C)(3)	Funding education related meeting	\$ 3,000
<b>Milwaukee College Prep School</b> 2449 North 36th Street Milwaukee, WI 53210	501(C)(3)	Funding for scholarships	\$ 95,000
<b>Mount Calvary Lutheran School</b> 2862 North 53 Street Milwaukee, WI 53210	501(C)(3)	Funding for school equipment	\$ 2,681

<b>Name and address</b>	<b>Foundation status of recipient</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
<b>New Creatures in Christ</b> 6114 West Capitol Drive Milwaukee, WI 53218	501(C)(3)	Funding for 2012 annual campaign Drug and alcohol counselor education	\$ 3,000
<b>PAVE</b> 135 West Wells Street, Suite 850 Milwaukee, WI 53203	501(C)(3)	Funding for scholarships	\$ 51,000
<b>Pius XI High School</b> 135 North 76th Street Milwaukee, WI 53213	501(C)(3)	Funding for scholarships	\$ 95,000
<b>Public Policy Forum</b> 633 West Wisconsin Avenue, Ste 406 Milwaukee, WI 53203	501(C)(3)	Funding for the Milwaukee Parental Choice information	\$ 9,000
<b>Redemptorist Retreat Center</b> 1800 North Timber Trail Lane Oconomowoc, WI 53066-4897	501(C)(3)	Funding for programs related to drug and alcohol abuse.	\$ 4,000
<b>Risen Savior Ev. Lutheran Church</b> 9550 West Brown Deer Road Milwaukee, WI 53224	501(C)(3)	Funding for scholarships	\$ 83,000
<b>Rogers Memorial Hospital</b> 34700 Valley Road Oconomowoc, WI 53066	501(C)(3)	Funding for matching program for City of Milwaukee residents who require treatment	\$ 35,000
<b>St. Benedict Evangelical Lutheran Church</b> 137 Dewey Ave Fontana, WI 53125-1239	501(C)(3)	Funding for 2012 operation food program.	\$ 500
<b>St. Marcus Evangelical Lutheran Church</b> 2215 N. Palmer Street Milwaukee, WI 53212	501(C)(3)	Funding for school addition construction	\$ 153,000
<b>St. Mary's Visitation Parish</b> 1260 Church Street Elm Grove, WI 53122	501(C)(3)	Funding for scholarships	\$ 11,000
<b>Teen Challenge of Wisconsin</b> 9222 West Appleton Avenue Milwaukee, WI 53225	501(C)(3)	Funding for staff education	\$ 10,000
<b>Teen Challenge of Wisconsin</b> 9222 West Appleton Avenue Milwaukee, WI 53225	501(C)(3)	Funding for operations.	\$ 50,000
<b>United Community Center</b> 1028 South 9th Street Milwaukee, WI 53204	501(C)(3)	Funding for scholarship administration.	\$ 126,000
<b>Wisconsin Lutheran High School</b> 330 North Glenview Avenue Milwaukee, WI 53213	501(C)(3)	Funding for scholarships	\$ 95,000
<b>TOTAL 2012 GRANTS</b>			<u>\$ 1,405,681</u>

DiMeo Schneider & Associates, L.L.C.  
**REALIZED GAINS AND LOSSES**  
*Fleck Foundation*  
**Mutual Funds (7090-1522)**  
*From 12-31-11 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
06-21-2010	03-08-2012	524 130	AMERICAN FUNDS EUROPACIFIC GROWTH F	18,816 27		20,483 00		1,666 73
02-14-2011	03-08-2012	2,237 784	WELLS FARGO ADVANTAGE INTERNATIONAL BOND	25,292 39		25,616 00		323 61
12-13-2007	03-08-2012	33 079	JOHN HANCOCK CLASSIC VALUE I	725 09		564 45		-160 64
12-13-2007	03-08-2012	18 708	JOHN HANCOCK CLASSIC VALUE I	410 09		319 23		-90 86
12-15-2008	03-08-2012	288 528	JOHN HANCOCK CLASSIC VALUE I	2,867 97		4,923 36		2,055 39
12-15-2008	03-08-2012	274 951	JOHN HANCOCK CLASSIC VALUE I	2,733 01		4,691 69		1,958 68
12-14-2009	03-08-2012	76 802	JOHN HANCOCK CLASSIC VALUE I	1,112 09		1,310 53		198 44
12-20-2010	03-08-2012	35 583	JOHN HANCOCK CLASSIC VALUE I	589 61		607 18		17 57
02-14-2011	03-08-2012	3,896 192	JOHN HANCOCK CLASSIC VALUE I	69,830 15		66,483 56		-3,346 59
02-15-2011	03-08-2012	323 000	KAYNE ANDERSON MLP INVESTMEN	10,078 22		9,953 48		-124 74
12-22-2008	03-08-2012	176 896	LAZARD EMERGING MARKETS PORTFOLIO INSTITUT	1,871 56		3,484 79		1,613 23
12-22-2008	03-08-2012	399 307	LAZARD EMERGING MARKETS PORTFOLIO INSTITUT	4,224 67		7,866 21		3,641 54
12-10-2008	03-08-2012	6,508 840	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	38,337 07		44,767 63		6,430 56
12-10-2008	03-08-2012	3,001 647	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	17,679 70		20,645 25		2,965 55
12-30-2008	03-08-2012	1,270 339	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	7,876 10		8,737 36		861 26
03-19-2009	03-08-2012	991 521	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	6,296 16		6,819 66		523 50
06-18-2009	03-08-2012	1,046 892	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	7,642 31		7,200 50		-441 81
09-17-2009	03-08-2012	1,356 106	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	10,496 26		9,327 26		-1,169 00
12-09-2009	03-08-2012	142 824	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	1,151 16		982 34		-168 82
02-14-2011	03-08-2012	2,515 657	PIMCO FOREIGN BOND (USD-HEDGED) I	26,143 29		26,964 00		820 71
12-31-2008	03-08-2012	260 842	PIMCO HIGH YIELD-INST'L	1,745 03		2,424 92		679 89

DiMeo Schneider & Associates, L.L.C.  
**REALIZED GAINS AND LOSSES**  
*Fleck Foundation*  
**Mutual Funds (7090-1522)**  
*From 12-31-11 Through 12-31-12*

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss		
							Short Term	Long Term	
01-30-2009	03-08-2012	1,658 753	PIMCO HIGH YIELD-INST'L	11,362 46		15,420.64		4,058 18	
02-27-2009	03-08-2012	1,873 677	PIMCO HIGH YIELD-INST'L	12,066 48		17,418 69		5,352 21	
03-31-2009	03-08-2012	1,561 011	PIMCO HIGH YIELD-INST'L	10,240 23		14,511 98		4,271 75	
04-30-2009	03-08-2012	1,522 846	PIMCO HIGH YIELD-INST'L	10,705 61		14,157 18		3,451 57	
05-29-2009	03-08-2012	1,469 430	PIMCO HIGH YIELD-INST'L	10,888 48		13,660 59		2,772 11	
08-04-2009	03-08-2012	5,708 153	PIMCO REAL RETURN INSTL	58,916 28		68,583 00		9,666 72	
03-23-2011	03-08-2012	3,094 996	AMER CENT GROWTH INSTI CLASS	83,015 44		85,950 00	2,934 56		
02-16-2011	03-08-2012	260 000	TORTOISE ENERGY INFRASTRUCTU	10,388 81		10,358 62		-30 19	
02-14-2011	08-14-2012	6,983 886	JOHN HANCOCK CLASSIC VALUE I	125,169 85		118,139.06		-7,030 79	
12-15-2011	08-14-2012	175 376	JOHN HANCOCK CLASSIC VALUE I	2,616 61		2,966 65	350 04		
TOTAL GAINS								3,284 60	53,329 21
TOTAL LOSSES								0 00	-12,563 44
TOTAL REALIZED GAIN/LOSS				44,050 37	591,288 44	0 00	635,338 81	3,284 60	40,765 77
CAPITAL GAIN DISTRIBUTIONS									
	12-07-2012		WELLS FARGO ADVANTAGE INTERNATIONAL BOND						285 19
	12-12-2012		PIMCO COMMODITY REAL RETURN STRATEGY INSTL				1,089 69		
	12-12-2012		PIMCO COMMODITY REAL RETURN STRATEGY INSTL						442 36
	12-12-2012		PIMCO FOREIGN BOND (USD-HEDGED) I				1,607 41		
	12-12-2012		PIMCO FOREIGN BOND (USD-HEDGED) I						174 81
	12-12-2012		PIMCO REAL RETURN INSTL				1,064 48		
	12-12-2012		PIMCO REAL RETURN INSTL						1,316 03
	12-18-2012		AMER CENT GROWTH INSTI CLASS						4,186 31
	12-24-2012		LAZARD EMERGING MARKETS PORTFOLIO INSTITUT						564 15
TOTAL DISTRIBUTIONS								3,761 58	6,968 85
TOTAL GAIN/LOSS								7,046.18	47,734.62