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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 01-01-2012 , and ending 12-31-2012

Name of foundation STEVEN C LEUTHOLD FAMILY FOUNDATION		A Employer identification number 41-1680986	
Number and street (or P O box number if mail is not delivered to street address) 33 SOUTH 6TH STREET NO 4600		B Telephone number (see instructions) (612) 332-1567	
City or town, state, and ZIP code MINNEAPOLIS, MN 55402		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 ☒ 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) ☒ \$ 39,925,360		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,152,467			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	657,773	657,773		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	856,949			
	b Gross sales price for all assets on line 6a _____ 39,580,591				
	7 Capital gain net income (from Part IV , line 2)		856,949		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	389,421	389,421		
	12 Total. Add lines 1 through 11	4,056,610	1,904,143		
	13 Compensation of officers, directors, trustees, etc	45,000	0		45,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	27,785	0		27,785
	c Other professional fees (attach schedule)	252,531	252,531		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	88,217	33,772		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	96,236	0		96,236
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,745	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	512,514	286,303		169,021
	25 Contributions, gifts, grants paid	2,503,500			2,503,500
	26 Total expenses and disbursements. Add lines 24 and 25	3,016,014	286,303		2,672,521
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,040,596			
	b Net investment income (if negative, enter -0-)		1,617,840		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

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

Assets	1	Cash—non-interest-bearing	100,268	1,024,879	1,024,879	
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	16,449,892			
	c	Investments—corporate bonds (attach schedule).				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	20,875,164	37,441,041	38,900,481	
	Liabilities	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)				
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	37,425,324	38,465,920	39,925,360	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
21		Mortgages and other notes payable (attach schedule)				
22		Other liabilities (describe ▶ _____)				
23		Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances			Foundations that follow SFAS 117, check here ▶ ☐ 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	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	37,425,324	38,465,920		
	30	Total net assets or fund balances (see page 17 of the instructions)	37,425,324	38,465,920		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	37,425,324	38,465,920		

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	37,425,324
2	Enter amount from Part I, line 27a	2	1,040,596
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	38,465,920
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	38,465,920

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	856,949
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	2,605,650	41,276,588	0 063127
2010	2,305,210	38,319,878	0 060157
2009	1,897,249	32,081,998	0 059137
2008	1,791,721	32,613,399	0 054938
2007	1,858,979	30,522,177	0 060906

2 Total of line 1, column (d).	2	0 298265
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 059653
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	38,578,435
5 Multiply line 4 by line 3.	5	2,301,319
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	16,178
7 Add lines 5 and 6.	7	2,317,497
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	2,672,521

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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 ☒ and enter 1% of Part I, line 27b		1	16,178
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	16,178
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	16,178
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	31,600	
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	31,600
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	15,422
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 15,422	Refunded ☐	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
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? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of CONNIE SCHULTZ Telephone no (763) 497-0117 Located at 2186 LANGSTON LANE NE ST MICHAEL MN ZIP +4 55376			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

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

7b

Part VIII

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

1

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

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

2

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

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

Total

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

0

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. 		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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3 	0
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	38,773,263
b	Average of monthly cash balances.	1b	392,661
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	39,165,924
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	39,165,924
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	587,489
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,578,435
6	Minimum investment return. Enter 5% of line 5.	6	1,928,922

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	1,928,922
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	16,178
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,178
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,912,744
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,912,744
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	1,912,744

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	2,672,521
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	2,672,521
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	16,178
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,656,343
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				1,912,744
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	439,432			
b From 2008.	172,655			
c From 2009.	316,841			
d From 2010.	407,268			
e From 2011.	573,286			
f Total of lines 3a through e.	1,909,482			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,672,521				
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.				1,912,744
e Remaining amount distributed out of corpus	759,777			
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	2,669,259			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	439,432			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	2,229,827			
10 Analysis of line 9				
a Excess from 2008. . . .	172,655			
b Excess from 2009. . . .	316,841			
c Excess from 2010. . . .	407,268			
d Excess from 2011. . . .	573,286			
e Excess from 2012. . . .	759,777			

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

1a

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

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

STEVEN C LEUTHOLD

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

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

STEVEN C LEUTHOLD
33 SOUTH 6TH STREET SUITE 4600
MINNEAPOLIS, MN 55402
(612) 332-1567

b

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

LETTER STATING PURPOSE FOR WHICH FUNDS ARE REQUESTED AND RELEVANT INFORMATION ON ACTIVITIES OF ORGANIZATION

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

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	2,503,500
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	657,773	
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.			14	389,421	
8 Gain or (loss) from sales of assets other than inventory			18	856,949	
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		1,904,143	0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,904,143

[illegible]

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. (2) Other assets. b Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. 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		Yes	No
	1a(1)		No
	1a(2)		No
	1b(1)		No
	1b(2)		No
	1b(3)		No
	1b(4)		No
	1b(5)		No
	1b(6)		No
	1c		No

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00288931
	COREY EDMUNDS	COREY EDMUNDS			
	Firm's name ☐	BOECKERMANN GRAFSTROM & MAYER LLC 332 MINNESOTA STREET STE E-1100		Firm's EIN ☐ 20-0472826	
	Firm's address ☐	ST PAUL, MN 55101		Phone no (651) 227-9431	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GUINNESS ATKINSON		2012-01-09	2012-01-13
MATTHEWS CHINA FUND		2011-11-10	2012-01-13
MATTHEWS CHINA FUND		2011-12-08	2012-01-13
MATTHEWS CHINA FUND		2011-12-08	2012-01-13
MATTHEWS CHINA FUND		2011-12-08	2012-01-13
T ROWE PRICE NEW ASIA FUND		2011-12-14	2012-01-13
T ROWE PRICE NEW ASIA FUND		2011-12-19	2012-01-13
T ROWE PRICE NEW ASIA FUND		2011-12-19	2012-01-13
DUETCHE BANK AG ORD		2011-04-25	2012-01-13
DUETCHE BANK AG ORD		2011-05-26	2012-01-13
DUETCHE BANK AG ORD		2011-09-29	2012-01-13
AETNA INC		2011-02-24	2012-01-13
AETNA INC		2011-02-25	2012-01-13
ALEXION SE ADR		2011-09-26	2012-01-13
ALEXION SE ADR		2011-09-29	2012-01-13
ALLIANZ SE ADR		2011-12-08	2012-01-13
AMGEN INC		2011-09-26	2012-01-13
AMGEN INC		2011-09-29	2012-01-13
ASTRAZENECA		2011-05-26	2012-01-13
ASTRAZENECA		2011-05-27	2012-01-13
AXA ADS		2011-12-08	2012-01-13
BASF SE ADR		2011-11-17	2012-01-13
BANK OF AMERICA		2011-04-05	2012-01-13
BANK OF AMERICA		2011-04-25	2012-01-13
BANK OF AMERICA		2011-05-02	2012-01-13
BANK OF AMERICA		2011-05-26	2012-01-13
BANK OF AMERICA		2011-09-29	2012-01-13
BRISTOL MYERS SQUIBB		2011-05-26	2012-01-13
CELGENE CORP		2011-09-26	2012-01-13
CELGENE CORP		2011-09-29	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CITIGROUP INC		2011-04-05	2012-01-13
CITIGROUP INC		2011-04-25	2012-01-13
CITIGROUP INC		2011-05-02	2012-01-13
CITIGROUP INC		2011-05-26	2012-01-13
CITIGROUP INC		2011-09-29	2012-01-13
CREDIT SUISSE		2011-04-05	2012-01-13
CREDIT SUISSE		2011-04-06	2012-01-13
CREDIT SUISSE		2011-04-25	2012-01-13
CREDIT SUISSE		2011-05-02	2012-01-13
CREDIT SUISSE		2011-05-26	2012-01-13
CREDIT SUISSE		2011-09-29	2012-01-13
CANADIAN DOLLAR SHARES		2011-10-26	2012-01-13
CANADIAN DOLLAR SHARES		2011-10-27	2012-01-13
DUETSHE POST AG		2011-12-08	2012-01-13
DUKE REALTY CORP		2011-11-17	2012-01-13
ENI ADR		2011-11-17	2012-01-13
ENDO PHARMACEUTICALS		2011-05-26	2012-01-13
FIAT		2011-12-08	2012-01-13
FRANCE TELECOM		2011-12-08	2012-01-13
GILEAD SCIENCES		2011-09-26	2012-01-13
GILEAD SCIENCES		2011-09-29	2012-01-13
HUMANA INC		2011-02-24	2012-01-13
HUMANA INC		2011-02-25	2012-01-13
ING GROUP		2011-04-05	2012-01-13
ING GROUP		2011-04-06	2012-01-13
ING GROUP		2011-04-25	2012-01-13
ING GROUP		2011-05-26	2012-01-13
ING GROUP		2011-09-29	2012-01-13
ISHARES INC MSCI THAILAND		2011-05-13	2012-01-13
ISHARES INC MSCI SINGAPORE		2011-05-13	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES INC MSCI TAIWAN		2011-05-13	2012-01-13
JP MORGAN CHASE & CO		2011-04-05	2012-01-13
JP MORGAN CHASE & CO		2011-04-25	2012-01-13
JP MORGAN CHASE & CO		2011-05-26	2012-01-13
JP MORGAN CHASE & CO		2011-09-29	2012-01-13
JOHNSON & JOHNSON		2011-05-26	2012-01-13
LTC PPRYS INC		2011-11-17	2012-01-13
LEXINGTON REALITY TR		2011-11-17	2012-01-13
LIBERTY PPTY TR		2011-11-17	2012-01-13
LILLY ELI & CO		2011-11-17	2012-01-13
MEDICINES CO		2011-05-26	2012-01-13
MEDICINES CO		2011-05-27	2012-01-13
MEDICINES CO		2011-05-31	2012-01-13
MERCK & CO INC		2011-05-26	2012-01-13
NOVARTIS		2011-05-26	2012-01-13
PFIZER INC		2011-06-22	2012-01-13
PROSHARES TR II		2011-10-26	2012-01-13
QUESTCOR PHAR INC		2011-05-26	2012-01-13
REALTY INCOME CORP		2011-11-17	2012-01-13
REPSOL YPF		2011-12-08	2012-01-13
ROCHE HOLDINGS		2011-11-17	2012-01-13
SPDR GOLD TR		2011-05-09	2012-01-13
SPDR GOLD TR		2011-12-14	2012-01-13
SPDR GOLD TR		2011-12-14	2012-01-13
SPDR GOLD TR		2012-01-06	2012-01-13
SHIRE		2011-05-26	2012-01-13
SIEMENS		2011-11-17	2012-01-13
STATOIL ASA SPON		2011-12-08	2012-01-13
SYNNEX CORP		2011-02-24	2012-01-13
SYNNEX CORP		2011-02-24	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SYNNEX CORP		2011-02-24	2012-01-13
SYNNEX CORP		2011-02-24	2012-01-13
TECH DATA CORP		2011-02-28	2012-01-13
TELECOM ITALIA SPA		2011-12-08	2012-01-13
TELEFONICA		2011-11-17	2012-01-13
TOTAL ADR		2011-11-17	2012-01-13
UNILEVER PLC		2011-11-17	2012-01-13
VIROPHARMA INC		2011-05-26	2012-01-13
VIROPHARMA INC		2011-05-27	2012-01-13
VIROPHARMA INC		2011-05-31	2012-01-13
VOLKSWAGEN AG		2011-12-08	2012-01-13
ACCENTURE PLC		2011-11-17	2012-01-13
UBS AG CHF0 10		2011-04-05	2012-01-13
UBS AG CHF0 10		2011-09-29	2012-01-13
ROYAL DUTCH SHELL		2011-12-08	2012-01-13
LEUTHOLD PRIVATE STRATEGY		2012-02-15	2012-02-29
LEUTHOLD PRIVATE STRATEGY		2012-03-15	2012-04-30
LEUTHOLD PRIVATE STRATEGY		2012-03-15	2012-05-15
LEUTHOLD PRIVATE STRATEGY		2012-03-15	2012-07-31
LEUTHOLD PRIVATE STRATEGY		2012-07-15	2012-08-15
LEUTHOLD PRIVATE STRATEGY		2012-01-17	2012-08-31
LEUTHOLD PRIVATE STRATEGY		2012-10-15	2012-10-31
LEUTHOLD PRIVATE STRATEGY		2012-10-15	2012-11-30
PROSHARES TRUST SHORT S&P 500		2011-11-28	2012-01-06
MATTHEWS CHINA FUND		2008-08-27	2012-01-13
MATTHEWS CHINA FUND		2008-11-04	2012-01-13
MATTHEWS CHINA FUND		2008-12-10	2012-01-13
MATTHEWS CHINA FUND		2009-03-17	2012-01-13
MATTHEWS CHINA FUND		2010-04-16	2012-01-13
MATTHEWS CHINA FUND		2010-12-09	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MATTHEWS CHINA FUND		2010-12-09	2012-01-13
DUETCHE BANK AG ORD		2010-10-22	2012-01-13
DUETCHE BANK AG ORD		2010-11-18	2012-01-13
AETNA INC		2009-10-27	2012-01-13
AETNA INC		2009-10-28	2012-01-13
AETNA INC		2009-10-29	2012-01-13
AETNA INC		2009-11-23	2012-01-13
AETNA INC		2010-04-16	2012-01-13
AETNA INC		2010-12-02	2012-01-13
AMERIGROUP CORP		2010-09-27	2012-01-13
AMERIGROUP CORP		2010-09-28	2012-01-13
AMERIGROUP CORP		2010-09-29	2012-01-13
AMERIGROUP CORP		2010-10-29	2012-01-13
AMERIGROUP CORP		2010-12-02	2012-01-13
COVENTRY HEALTH CARE		2009-11-24	2012-01-13
COVENTRY HEALTH CARE		2010-04-16	2012-01-13
COVENTRY HEALTH CARE		2010-05-24	2012-01-13
COVENTRY HEALTH CARE		2010-05-25	2012-01-13
COVENTRY HEALTH CARE		2010-12-02	2012-01-13
HUMANA INC		2009-12-23	2012-01-13
HUMANA INC		2009-12-28	2012-01-13
HUMANA INC		2009-12-29	2012-01-13
HUMANA INC		2010-04-16	2012-01-13
HUMANA INC		2010-10-29	2012-01-13
HUMANA INC		2010-12-02	2012-01-13
ING GROUP		2010-10-25	2012-01-13
ING GROUP		2010-11-18	2012-01-13
ING GROUP		2010-11-21	2012-01-13
ISHARES SILVER TR		2010-09-01	2012-01-13
ISHARES SILVER TR		2010-10-04	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES INC MSCI THAILAND		2009-05-26	2012-01-13
ISHARES INC MSCI THAILAND		2009-06-02	2012-01-13
ISHARES INC MSCI THAILAND		2010-04-16	2012-01-13
ISHARES INC MSCI SINGAPORE		2008-06-03	2012-01-13
ISHARES INC MSCI SINGAPORE		2008-08-14	2012-01-13
ISHARES INC MSCI SINGAPORE		2009-03-17	2012-01-13
ISHARES INC MSCI SINGAPORE		2010-04-16	2012-01-13
ISHARES INC MSCI TAIWAN		2006-09-28	2012-01-13
ISHARES INC MSCI TAIWAN		2007-05-03	2012-01-13
ISHARES INC MSCI TAIWAN		2007-06-04	2012-01-13
ISHARES INC MSCI TAIWAN		2008-06-03	2012-01-13
ISHARES INC MSCI TAIWAN		2008-08-14	2012-01-13
ISHARES INC MSCI TAIWAN		2009-03-17	2012-01-13
ISHARES INC MSCI TAIWAN		2009-05-26	2012-01-13
ISHARES INC MSCI TAIWAN		2009-06-02	2012-01-13
ISHARES INC MSCI TAIWAN		2010-04-16	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2007-03-29	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2007-05-03	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2007-06-04	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2008-01-25	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2008-06-03	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2008-08-14	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2009-03-17	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2009-05-26	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2009-06-02	2012-01-13
ISHARES INC MSCI SOUTH KOREA		2010-04-16	2012-01-13
ISHARES INC MSCI MALAYSIA		2009-05-26	2012-01-13
ISHARES INC MSCI MALAYSIA		2009-06-02	2012-01-13
ISHARES INC MSCI MALAYSIA		2010-04-16	2012-01-13
JP MORGAN CHASE & CO		2010-10-22	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JP MORGAN CHASE & CO		2010-10-25	2012-01-13
JP MORGAN CHASE & CO		2010-11-18	2012-01-13
MAGELLAN HEALTH		2009-10-27	2012-01-13
MAGELLAN HEALTH		2009-10-28	2012-01-13
MAGELLAN HEALTH		2010-04-16	2012-01-13
MAGELLAN HEALTH		2010-09-27	2012-01-13
MAGELLAN HEALTH		2010-09-28	2012-01-13
MAGELLAN HEALTH		2010-09-29	2012-01-13
MAGELLAN HEALTH		2010-12-02	2012-01-13
MARKET VECTORS		2009-05-26	2012-01-13
MARKET VECTORS		2009-06-02	2012-01-13
MARKET VECTORS		2010-04-16	2012-01-13
SPDR GOLD TR		2009-04-02	2012-01-13
SPDR GOLD TR		2009-06-22	2012-01-13
SPDR GOLD TR		2010-04-16	2012-01-13
SPDR GOLD TR		2010-09-01	2012-01-13
SPDR GOLD TR		2010-10-04	2012-01-13
SHIRE		2010-08-25	2012-01-13
SHIRE		2010-12-02	2012-01-13
WELLPOINT INC		2010-09-27	2012-01-13
WELLPOINT INC		2010-12-02	2012-01-13
UBS AG CHF0 10		2010-10-22	2012-01-13
UBS AG CHF0 10		2010-11-18	2012-01-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,272,565		2,272,600	-35
1,036,176		1,084,000	-47,824
18,734		18,615	119
137,106		136,237	869
776		771	5
1,604,933		1,840,000	-235,067
321,694		305,542	16,152
17,675		16,788	887
13,440		21,883	-8,443
85,704		135,590	-49,886
325,633		335,780	-10,147
98,937		85,753	13,184
50,692		43,662	7,030
143,942		127,092	16,850
88,574		76,040	12,534
351,095		365,650	-14,555
156,291		127,536	28,755
93,085		76,545	16,540
107,877		119,214	-11,337
60,010		66,757	-6,747
331,080		362,576	-31,496
398,799		367,092	31,707
72,181		147,124	-74,943
24,834		46,806	-21,972
15,421		28,994	-13,573
65,188		113,335	-48,147
267,222		256,020	11,202
221,221		185,648	35,573
167,412		144,684	22,728
107,638		92,671	14,967

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
161,671		235,534	-73,863
30,454		45,217	-14,763
23,701		32,795	-9,094
67,935		89,044	-21,109
414,652		359,092	55,560
46,799		88,223	-41,424
54,584		106,029	-51,445
23,060		44,726	-21,666
17,108		32,392	-15,284
47,998		90,298	-42,300
272,080		334,209	-62,129
2,197,850		2,234,695	-36,845
1,541,413		1,588,036	-46,623
412,178		377,081	35,097
665,289		590,362	74,927
359,654		365,246	-5,592
146,507		165,466	-18,959
355,237		365,547	-10,310
334,350		372,220	-37,870
147,239		130,179	17,060
92,473		80,521	11,952
87,038		57,761	29,277
41,672		27,618	14,054
20,437		34,284	-13,847
18,859		32,372	-13,513
26,358		44,153	-17,795
74,095		113,574	-39,479
363,122		367,233	-4,111
93,213		105,577	-12,364
137,849		168,722	-30,873

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
80,598		104,720	-24,122
33,154		43,049	-9,895
16,775		20,912	-4,137
114,297		134,828	-20,531
529,102		461,296	67,806
202,698		203,623	-925
579,638		518,499	61,139
525,358		519,731	5,627
386,842		369,919	16,923
192,750		184,096	8,654
7,273		6,884	389
31,182		30,065	1,117
28,333		28,628	-295
193,171		183,278	9,893
185,312		206,304	-20,992
215,910		201,299	14,611
2,218,650		2,297,518	-78,868
68,436		42,462	25,974
629,932		591,903	38,029
343,815		375,968	-32,153
407,874		369,475	38,399
246,853		227,234	19,619
758,874		728,542	30,332
752,822		736,907	15,915
812,226		801,729	10,497
97,132		88,994	8,138
361,909		369,024	-7,115
362,500		379,140	-16,640
2,175		2,179	-4
9,979		10,158	-179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,273		23,800	-527
23,273		23,651	-378
85,204		84,751	453
352,515		369,909	-17,394
338,318		369,439	-31,121
364,681		366,873	-2,192
359,762		369,179	-9,417
41,314		26,610	14,704
43,715		28,324	15,391
43,686		28,655	15,031
360,624		367,750	-7,126
347,509		364,217	-16,708
45,145		68,171	-23,026
267,492		281,841	-14,349
374,556		379,657	-5,101
2,323		2,294	29
5,960		6,111	-151
276		296	-20
6,189		6,676	-487
1,507,150		1,517,674	-10,524
5,767		5,778	-11
6,188		6,292	-104
5,409		5,390	19
804,156		875,354	-71,198
226,895		300,200	-73,305
49,469		43,000	6,469
87,102		56,518	30,584
46,558		30,000	16,558
21,064		25,000	-3,936
300		409	-109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,080		2,834	-754
101,016		161,306	-60,290
16,047		26,026	-9,979
92,731		54,782	37,949
67,123		39,618	27,505
46,715		28,718	17,997
141,326		95,370	45,956
19,840		14,258	5,582
32,469		22,474	9,995
83,133		49,709	33,424
176,103		106,557	69,546
264,086		161,748	102,338
88,598		55,702	32,896
35,385		22,796	12,589
142,552		112,283	30,269
29,107		23,681	5,426
82,508		57,365	25,143
159,556		107,767	51,789
27,483		24,512	2,971
49,817		24,092	25,725
209,499		100,330	109,169
111,663		53,599	58,064
21,878		10,187	11,691
99,730		61,102	38,628
33,906		20,503	13,403
96,861		143,770	-46,909
12,524		17,827	-5,303
19,188		27,864	-8,676
6,542		4,299	2,243
274,453		204,985	69,468

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
159,905		82,506	77,399
151,870		83,086	68,784
15,103		11,148	3,955
91,449		106,994	-15,545
5,848		5,960	-112
11,616		5,823	5,793
5,228		5,547	-319
19,799		21,538	-1,739
3,841		4,531	-690
1,897		2,324	-427
13,735		18,179	-4,444
3,189		3,654	-465
6,257		4,077	2,180
82,506		73,780	8,726
67,467		62,732	4,735
9,664		10,391	-727
62,616		59,641	2,975
23,661		24,420	-759
11,884		13,364	-1,480
65,014		69,337	-4,323
31,068		34,154	-3,086
13,855		12,740	1,115
27,764		13,926	13,838
92,138		61,017	31,121
63,149		43,503	19,646
19,451		19,082	369
41,636		27,282	14,354
80,767		53,422	27,345
14,165		12,490	1,675
121,697		127,458	-5,761

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
47,414		49,276	-1,862
28,197		26,703	1,494
17,887		11,072	6,815
77,445		47,894	29,551
5,553		4,625	928
26,044		24,491	1,553
36,708		34,691	2,017
44,865		43,129	1,736
18,084		18,255	-171
158,228		74,838	83,390
156,978		80,825	76,153
15,698		13,120	2,578
305,142		169,071	136,071
341,613		192,602	149,011
65,297		46,068	19,229
323,298		247,098	76,200
188,245		151,726	36,519
79,616		52,304	27,312
7,962		5,617	2,345
435,415		340,215	95,200
28,189		22,300	5,889
123,281		185,307	-62,026
15,021		20,851	-5,830

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-35
			-47,824
			119
			869
			5
			-235,067
			16,152
			887
			-8,443
			-49,886
			-10,147
			13,184
			7,030
			16,850
			12,534
			-14,555
			28,755
			16,540
			-11,337
			-6,747
			-31,496
			31,707
			-74,943
			-21,972
			-13,573
			-48,147
			11,202
			35,573
			22,728
			14,967

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-73,863
			-14,763
			-9,094
			-21,109
			55,560
			-41,424
			-51,445
			-21,666
			-15,284
			-42,300
			-62,129
			-36,845
			-46,623
			35,097
			74,927
			-5,592
			-18,959
			-10,310
			-37,870
			17,060
			11,952
			29,277
			14,054
			-13,847
			-13,513
			-17,795
			-39,479
			-4,111
			-12,364
			-30,873

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-24,122
			-9,895
			-4,137
			-20,531
			67,806
			-925
			61,139
			5,627
			16,923
			8,654
			389
			1,117
			-295
			9,893
			-20,992
			14,611
			-78,868
			25,974
			38,029
			-32,153
			38,399
			19,619
			30,332
			15,915
			10,497
			8,138
			-7,115
			-16,640
			-4
			-179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-527
			-378
			453
			-17,394
			-31,121
			-2,192
			-9,417
			14,704
			15,391
			15,031
			-7,126
			-16,708
			-23,026
			-14,349
			-5,101
			29
			-151
			-20
			-487
			-10,524
			-11
			-104
			19
			-71,198
			-73,305
			6,469
			30,584
			16,558
			-3,936
			-109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-754
			-60,290
			-9,979
			37,949
			27,505
			17,997
			45,956
			5,582
			9,995
			33,424
			69,546
			102,338
			32,896
			12,589
			30,269
			5,426
			25,143
			51,789
			2,971
			25,725
			109,169
			58,064
			11,691
			38,628
			13,403
			-46,909
			-5,303
			-8,676
			2,243
			69,468

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			77,399
			68,784
			3,955
			-15,545
			-112
			5,793
			-319
			-1,739
			-690
			-427
			-4,444
			-465
			2,180
			8,726
			4,735
			-727
			2,975
			-759
			-1,480
			-4,323
			-3,086
			1,115
			13,838
			31,121
			19,646
			369
			14,354
			27,345
			1,675
			-5,761

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,862
			1,494
			6,815
			29,551
			928
			1,553
			2,017
			1,736
			-171
			83,390
			76,153
			2,578
			136,071
			149,011
			19,229
			76,200
			36,519
			27,312
			2,345
			95,200
			5,889
			-62,026
			-5,830

Form 990PF Part VIII Line 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
STEVEN C LEUTHOLD	DIRECTOR 1 00	9,000	0	0
1300 YALE PLACE SUITE 329 MINNEAPOLIS,MN 55403				
DR LINDA LEUTHOLD DONERKIEL	DIRECTOR 1 00	9,000	0	0
750 COW HORSE DRIVE KUNA,ID 83634				
MICHAEL LEUTHOLD	DIRECTOR 1 00	9,000	0	0
10201 E GLENN STREET TUCSON,AZ 85749				
KURT LEUTHOLD	DIRECTOR 1 00	9,000	0	0
1810 OAKVIEW LANE N PLYMOUTH,MN 55441				
RUSSELL LEUTHOLD	DIRECTOR 1 00	9,000	0	0
31357 CHAMPAGNE ROAD WAUKEE,IA 50263				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ABBOTT NORTHWESTERN HOSPITAL FOUNDATION 800 E 28TH ST MR 16509 MINNEAPOLIS,MN 55407	NONE		VIRGINIA PIPER CANCER INSTITUTE	6,000
ACLU 125 BROAD STREET 18TH FLOOR NEW YORK,NY 10004	NONE		OPERATIONS	4,000
ALBERTINI MELANOMA RESEARCH PROGRAM UWI 600 HIGHLAND AVENUE K6/530 CSC MADISON,WI 537924678	NONE		JAY VAN SLOUN MEMORIAL RESEARCH PROGRAM	19,000
ALLIANCE FOR SUSTAINABILITY 1521 UNIVERSITY AVE SE MINNEAPOLIS,MN 55414	NONE		OPERATING	8,000
ALS ASSOCIATION MINNESOTA CHAPTER 333 N WASHINGTON AVE STE 105 MINNEAPOLIS,MN 55401	NONE		ALS RESEARCH SPECIFICALLY AT MAYO IN JACKSONVILLE	35,000
AMERICAN PRAIRIE RESERVE 7 EAST BEALL ST SUITE 100 BOZEMAN,MT 59715	NONE		OPERATIONS	10,000
AMERICAN RIVERS 1101 14TH STREET NW SUITE 1400 WASHINGTON,DC 200055637	NONE		OPERATIONS	35,000
AMERICAN VET MED FOUNDATION 1931 N MEACHAM RD STE 100 SCHAUMBURG,IL 60173	NONE		OPERATIONS	10,000
AMICUS 15 S 5TH STREET STE 1100 MINNEAPOLIS,MN 55402	NONE		OPERATIONS	11,000
ANIMAL WELFARE INSTITUTE 900 PENNSYLVANIA AVE SE WASHINGTON,DC 20027	NONE		OPERATIONS	5,000
ANIMALS IN DISTRESS 2201 WEST BOISE AVE BOISE,ID 837063163	NONE		WATER PROJECT	10,000
ARIZONA GREYHOUND RESCUE 8987 E TANQUE VERDE TUCSON,AZ 85749	NONE		OPERATIONS	5,000
ARIZONA LAND AND WATER TRUST 3127 N CHERRY AVENUE TUCSON,AZ 85719	NONE		OPERATIONS	10,000
AT HOME GROUP 614 SOUTH 3RD STREET MINNEAPOLIS,MN 55415	NONE		OPERATIONS	11,000
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB,UT 84741	NONE		DOGTOWN	4,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
BIG BROTHERSBIG SISTERS OF SWQ IDAHO 110 NORTH 27TH ST BOISE,ID 83702	NONE		OPERATIONS	10,000
BIG BROTHERSBIG SISTERS OF TUCSON 160 E ALAMEDA ST TUCSON,AZ 85701	NONE		OPERATIONS	2,000
BOGUS BASIN RECREATIONAL ASSOC 2600 BOGUS BASIN ROAD BOISE,ID 83702	NONE		OPERATIONS	5,000
BOISE RESCUE MISSION PO BOX 1494 BOISE,ID 83701	NONE		OPERATIONS	10,000
BONOBO HOPE GREAT APE TRUST SANCTUARY 1648 BRENTFORD DRIVE NAPERVILLE,IL 605631350	NONE		OPERATIONS	25,000
BORN FREE 1122 S STREET SACRAMENTO,CA 95822	NONE		ANIMAL TRAPPING CAMPAIGN SPECIFIC TO IDAHO	20,000
BOYS & GIRLS CLUB ADA 610 EAST 42ND STREET GARDEN CITY,ID 83714	NONE		ADA B&G'S CLUB	5,000
BOYS & GIRLS CLUB KUNA COUNTY 610 EAST 42ND STREET GARDEN CITY,ID 83714	NONE		KUNA COUNTY B&G'S CLUB	20,000
BOYS & GIRLS CLUB OF TUCSON PO BOX 40217 TUCSON,AZ 85717	NONE		OPERATIONS	15,000
CAN DO CANINES 9440 SCIENCE CENTER DRIVE NEW HOPE,MN 55428	NONE		OPERATIONS	15,000
CANYON COUNTY ANIMAL SHELTER 5801 GRAYE LANE CALDWELL,ID 83607	NONE		OPERATIONS	10,000
CARLETON COLLEGE ONE NORTH COLLEGE STREET NORTHFIELD,MN 55057	NONE		CARLETON SCHOLARSHIP FUND	10,000
CATCH INC 503 S AMERICANA BLVD BOISE,ID 83702	NONE		OPERATIONS	4,000
CENTER FOR BIOLOGICAL DIVERSITY 1333 NORTH ORACLE TUCSON,AZ 85702	NONE		ENDANGERED SPECIES, CONDOMS/OVERPOPULATION PROGRAM	20,000
CENTER FOR BIOLOGICAL DIVERSITY 1333 NORTH ORACLE TUCSON,AZ 85702	NONE		DESIGNATED ENDANGERERED SPECIES CONDOMS/ROSEMONT MINE	50,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR BIOLOGICAL DIVERSITY 1333 NORTH ORACLE ROAD TUCSON,AZ 85701	NONE		OPERATIONS	54,000
CENTER FOR SCIENCE IN THE PUBLIC INTEREST 1220 L STREET NW STE 300 WASHINGTON,DC 20005	NONE		OPERATIONS	5,000
CHARITY NAVIGATOR 139 HARRISTOWN ROAD STE 201 GLEN ROCK,NJ 07452	NONE		OPERATIONS	3,000
CHILD LANGUAGE CENTER INC 202 E SPEEDWAY TUCSON,AZ 85705	NONE		WINGS ON WORDS PROGRAM	5,000
CHILDREN'S CHANCE 1617 INDEPENDENCE AVE N GOLDEN VALLEY,MN 55427	NONE		OPERATIONS	40,000
CHILDREN'S HOME SOCIETY & FAMILY SERVICES 1605 EUSTIS STREET ST PAUL,MN 55116	NONE		RUSSIAN ORPHANAGES	25,000
CHIMP HAVEN 13600 CHIMPANZEE PLACE KEITHVILLE,LA 71047	NONE		OPERATIONS	5,000
CLOUD NINE RESCUE FLIGHTS 259 IRION DRIVE MONTOURSVILLE,PA 17754	NONE		OPERATIONS	3,000
COALITION FOR SONORAN DESERT PROTECTION 300 EAST UNIVERSITY BLVD SUITE 120 TUCSON,AZ 85705	NONE		OPERATIONS	20,000
COASTAL HUMANE SOCIETY 30 RANGE ROAD BRUNSWICK,ME 04011	NONE		OPERATIONS	20,000
COKATO HISTORICAL MUSEUM 175 WEST 4TH STREET PO BOX 686 COKATO,MN 553210656	NONE		OPERATIONS	5,000
COLORADO THERAPEUTIC RIDING CENTER 11968 MINERAL ROAD LONGMONT,CO 80504	NONE		OPERATIONS	5,000
COMMUNITY FOOD BANK TUCSON 3003 SOUTH COUNTRY CLUB ROAD TUCSON,AZ 85713	NONE		OPERATIONS	30,000
COMMUNITY GARDENS OF TUCSON PO BOX 65900 TUCSON,AZ 85728	NONE		OPERATIONS	6,000
COMMUNITY VETERINARY CENTER PO BOX 25156 EUGENE,OR 97402	NONE		OPERATIONS	6,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
COMPATIBLE TECHNOLOGIES INTERNATIONAL 800 TRANSFER ROAD SUITE 6 ST PAUL,MN 55114	NONE		OPERATIONS	55,000
COPPER COUNTRY AUDUBON SOCIETY PO BOX 124 HOUGHTON,MI 49931	NONE		OPERATIONS	5,000
COPPER COUNTY CHAPTER OF TROUT UNLIMITED PO BOX 232 HANCOCK,MI 49930	NONE		PILGRIM RIVER WATERSHED PROJECT FUND	10,000
COPPER HARBOR TRAILS CLUB PO BOX 37 COPPER HARBOR,MI 49918	NONE		OPERATIONS	7,000
COPPER RANGE HISTORICAL SOCIETY 44 TRIMOUNTAIN AVE PO BOX 148 SOUTH RANGE,MI 49963	NONE		OPERATIONS	5,000
CROSSROADS ANIMAL SHELTER 2800 10TH ST SE BUFFALO,MN 55313	NONE		SPAY/NEUTER PROGRAM	5,000
DODGE COUNTY HISTORICAL SOCIETY PO BOX 456 615 MAIN ST MANTORVILLE,MN 559550456	NONE		OPERATIONS	4,000
EAGLE HARBOR TOWNSHIP EAGLE HARBOR TOWNSHIP 321 CENTER STREET EAGLE HARBOR,MI 49950	NONE		PROTECT BROCKWAY MOUNTAIN PROJECT	20,000
EARTH JUSTICE 50 CALIFORNIA STREET SAN FRANCISCO,CA 94111	NONE		OPERATIONS	80,000
EARTH WORKS 1612 K ST NW SUITE 808 WASHINGTON,DC 20006	NONE		MINING REFORM	11,000
ECO EDUCATION 1295 BANDANA BOULEVARD STE 118 ST PAUL,MN 55108	NONE		OPERATIONS	5,000
EL RIO FOUNDATION 839 W CONGRESS TUCSON,AZ 85745	NONE		OPERATIONS	43,000
ELECTRONIC FRONTIER FOUNDATION 454 SHOTWELL ST SAN FRANCISCO,CA 94110	NONE		OPERATIONS	22,000
ENGLISH LEARNING CENTER 2315 CHICAGO AVE S MINNEAPOLIS,MN 55405	NONE		OPERATIONS	5,000
ENVIRONMENTAL PAPER NETWORK 16 EAGLE STREET STE 200 ASHEVILLE,NC 28801	NONE		OPERATIONS	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
FAMILY CARE FOUNDATION 1373 MARRON VALLEY ROAD DULZURA,CA 91917	NONE		ESPOIR CONGO (F37)	40,000
FAMILY PLANNING ASSOCIATION ME 43 GABRIEL DRIVE PO BOX 587 AUGUSTA,ME 043320587	NONE		OPERATIONS	3,000
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS,MN 55433	NONE		OPERATIONS	115,000
FLORIDA KEYS WILDLIFE RESCUE INC 1388 AVE B BIG PINE KEY,FL 33043	NONE		OPERATIONS	5,000
FRESH ENERGY 408 SAINT PETER STREET STE 220 ST PAUL,MN 55102	NONE		OPERATIONS	10,000
FRIENDS OF CASCO BAY 43 SLOCUM DRIVE SOUTH PORTLAND,ME 04106	NONE		OPERATIONS	12,000
FRIENDS OF SAX-ZIMM BOG PO BOX 3585 DULUTH,MN 55803	NONE		OPERATIONS	13,000
FRIENDS OF THE MISSISSIPPI 360 N ROBERT ST STE 400 ST PAUL,MN 55101	NONE		OPERATIONS	31,000
FRIENDS OF THE WILD FLOWER GARDEN PO BOX 3793 MINNEAPOLIS,MN 55403	NONE		OPERATIONS	7,000
FRIENDS OF XL HOSPICE 8903 WEST LANDMARK COURT BOISE,ID 83704	NONE		OPERATIONS	5,000
FRIENDSHIP VENTURES 10509 108TH STREET NW ANNANDALE,MN 553022912	NONE		OPERATIONS	10,000
GLEN CANYON INSTITUTE 429 EAST 100 SOUTH SALT LAKE CITY,UT 84111	NONE		OPERATIONS	30,000
GRANDPARENTS AS PARENTS INC 22048 SHERMAN WAY 217 CANOGA PARK,CA 91303	NONE		OPERATIONS	10,000
GREATER MINNEAPOLIS CRISIS NURSERY 5400 GLENWOOD AVENUE GOLDEN VALLEY,MN 55422	NONE		OPERATIONS	5,000
GREYHOUND RESCUE OF IDAHO 146 N MIDDLETON ROAD PMB 125 NAMPA,ID 83651	NONE		OPERATIONS	3,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
HERITAGE RADIO SOCIETY INC 219 COUSINS ST YARMOUTH,ME 04096	NONE		WYAR	2,000
HOUGHTON COUNTY HISTORICAL SOCIETY 53150 HWY M-26 LAKE LINDON,MI 49945	NONE		FIRST CONGREGATIONAL HERITAGE CENTER	5,000
HUMANE EDUCATION ADVOCATES REACHING TEACHERS INC PO BOX 738 MAMRONECK,NY 10543	NONE		OPERATIONS	13,000
HUMANE FARMING ASSOCIATION PO BOX 3577 SAN RAFAEL,CA 94912	NONE		CAMPAIGN AGAINST FACTORY FARMING	55,000
HUMANE SOCIETY OF FREEBORN COUNTY 101 JAMES AVENUE ALBERT LEA,MN 56007	NONE		OPERATIONS	20,000
HUMANE SOCIETY OF SOUTHERN ARIZONA 3450 N KELVIN BLVD TUCSON,AZ 85716	NONE		SPAY & NEUTER PROGRAM	5,000
HUMANE SOCIETY OF THE UNITED STATES 700 PROFESSIONAL DRIVE GAITHERSBURG,MD 20879	NONE		ADOPT A CLASSROOM FOR KIND NEWS	5,000
HUMANE SOCIETY OF THE UNITED STATES 700 PROFESSIONAL DRIVE GAITHERSBURG,MD 20879	NONE		DESIGNATED FOR FACTORY FARMING AWARENESS CAMPAIGN	20,000
IDAHO ACADEMIC DECATHLON 815 W WASHINGTON STE 2 BOISE,ID 83702	NONE		OPERATIONS	3,000
IDAHO ENVIRONMENTAL ASSOCIATION PO BOX 4168 HAILEY,ID 83333	NONE		OPERATIONS	10,000
IDAHO FOODBANK WAREHOUSE 3562 SOUTH TK AVENUE BOISE,ID 83705	NONE		BACKPACK PROGRAM	12,000
IDAHOANS AGAINST TRAPPING PO BOX 3883 HAILEY,ID 83333	NONE		OPERATIONS	5,000
INSTITUTE OF RANGE AND AMERICAN MUSTANG PO BOX 998 HOT SPRINGS,SD 57747	NONE		OPERATIONS	14,000
INTERCULTURAL CENTER FOR STUDY OF DESERTS & OCEANS PO BOX 44208 TUCSON,AZ 85733	NONE		OPERATIONS	5,000
INTERNATIONAL PLANNED PARENTHOOD FEDERATION WESTERN HEMISPHERE 125 MAIDEN LANE 9TH FLOOR NEW YORK,NY 10038	NONE		OPERATIONS	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
IZAAK WALTON LEAGUE OF AMERICA MINNESOTA DIVISION 2233 UNIVERSITY AVE WSTE 339 ST PAUL,MN 55114	NONE		OPERATIONS	7,000
KBEM RADIO 1555 JAMES AVENUE N MINNEAPOLIS,MN 55411	NONE		OPERATIONS	2,000
KEWEENAW COUNTY HISTORICAL SOCIETY 670 LIGHTHOUSE ROAD EAGLE HARBOR,MI 49950	NONE		OPERATIONS	10,000
KIDS & KINSHIP 14870 GRANADA AVENUE 127 APPLE VALLEY,MN 55124	NONE		OPERATIONS	5,000
LIFES DOORWAYS INC 420 S ORCHARD STREET BOISE,ID 83705	NONE		CAMP ERIN PROGRAM	8,000
LIFE'S KITCHEN 1025 S CAPITOL BLVD STE 106 BOISE,ID 83706	NONE		OPERATIONS	10,000
LIVE THEATER WORKSHOP 5317 SPEEDWAY BLVD TUCSON,AZ 85712	NONE		SCHOLARSHIPS	8,000
MAINE PBS 1450 LISBON STREET LEWISTON,ME 04240	NONE		OPERATIONS	7,000
MAKE OLD THINGS NEW 2120 MINNEHAHA AVE S MINNEAPOLIS,MN 55404	NONE		OPERATIONS	2,000
MCCALL OUTDOOR SCIENCE SCHOOL PO BOX 1025 MCCALL,ID 83638	NONE		OPERATIONS	15,000
MCPAWS REGIONAL ANIMAL SHELTER PO BOX 1375 MCCALL,ID 83638	NONE		OPERATIONS	6,000
MICHIGAN NATURE ASSOCIATION 326 E GRAND RIVER AVENUE WILLIAMSTON,MI 48895	NONE		KEWEENAW PROJECTS	25,000
MINNEAPOLIS RECREATIONAL DEVELOPMENT 7220 YORK AVENUE S 610 EDINA,MN 55435	NONE		OPERATIONS	9,000
MINNESOTA CENTER FOR ENVIRONMENTAL ADVOCACY 26 E EXCHANGE ST STE 206 ST PAUL,MN 55101	NONE		OPERATIONS	5,000
MINNESOTA COUNCIL ON ECONOMIC EDUCATION DEPT OF APPLIED ECON 1994 BUFORD AVE ST PAUL,MN 55108	NONE		OPERATIONS	8,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MINNESOTA ZOO 13000 ZOO BOULEVARD APPLE VALLEY, MN 55124	NONE		OPERATIONS	8,000
MIRACLE FIGHTS FOR KIDS 2764 NORTH GREEN VALLEY PARKWAY STE 115 GREEN VALLEY, NV 89014	NONE		OPERATIONS	5,000
MOBILE MEALS OF TUCSON 3003 S COUNTRY CLUB ROAD 219 TUCSON, AZ 85713	NONE		OPERATIONS	12,000
NATIONAL STUTTERING ASSOCIATION 119 W 40TH STREET 14TH FL NEW YORK, NY 10018	NONE		OPERATIONS	6,000
NATIVE SEEDSSEARCH 3584 E RIVER ROAD TUCSON, AZ 85718	NONE		OPERATIONS	17,000
NATURAL RESOURCES DEFENSE COUNCIL NRDC 40 W 20TH ST NEW YORK, NY 10011	NONE		OPERATIONS	23,000
NATURE CONSERVANCY ARIZONA 1510 E FT LOWELL ROAD TUCSON, AZ 85719	NONE		OPERATIONS	15,000
NATURE CONSERVANCY ARIZONA 1510 E FT LOWELL ROAD TUCSON, AZ 85719	NONE		OPERATIONS	18,000
NATURE CONSERVANCY COSTA RICA 1101 WEST RIVER PKWY STE 200 MINNEAPOLIS, MN 55415	NONE		OPERATIONS	5,000
NATURE CONSERVANCY HAWAII 923 NUUANU AVE HONOLULU, HI 96816	NONE		UNGULATE CONTROL PROGRAMME	15,000
NATURE CONSERVANCY IDAHO 116 FIRST AVE NORTH HAILEY, ID 83333	NONE		YELLOWSTONE	2,000
NATURE CONSERVANCY IDAHO 116 FIRST AVENUE NORTH HAILEY, ID 08333	NONE		OPERATIONS	50,000
NATURE CONSERVANCY IOWA 505 FIFTH AVEUE STE 930 DES MOINES, IA 50309	NONE		OPERATIONS	1,000
NATURE CONSERVANCY MAINE 14 MAINE ST STE 401 BRUNSWICK, ME 04011	NONE		OPERATIONS	20,000
NATURE CONSERVANCY MICHIGAN 101 E GRAND RIVER LANSING, MI 48912	NONE		KEWEENAW PROJECTS	15,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
NATURE CONSERVANCY MINNESOTA 1101 WEST RIVER PKWY STE 200 MINNEAPOLIS,MN 55415	NONE		AFRICA LEA MILELE PROJECT	50,000
NATURE CONSERVANCY MINNESOTA 1101 WEST RIVER PKWY STE 200 MINNEAPOLIS,MN 55415	NONE		NATURE NOW CAMPAIGN	50,000
NATURE CONSERVANCY MINNESOTA 1101 WEST RIVER PKWY STE 200 MINNEAPOLIS,MN 55415	NONE		OPERATIONS	15,000
NATURE CONSERVANCY NATIONAL 1101 WEST RIVER PKWY STE 200 MINNEAPOLIS,MN 55415	NONE		OPERATIONS	20,000
NATURE CONSERVANCY UTAH 559 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84102	NONE		OPERATIONS	7,000
NATURE CONSERVANCY WASHINGTON 1917 FIRST AVENUE SEATTLE,WA 98101	NONE		OPERATIONS	7,000
NEPAL SOCIAL SERVICE FUND 77461 297TH STREET CLARKS GROVE,MN 56016	NONE		OPERATIONS	20,000
NORTHEAST WILDERNESS TRUST PO BOX 405 BRISTOL,VT 05443	NONE		OPERATIONS	23,500
NORWEGIAN LUTHERAN CHURCH HISTORICAL SOCIETY 608 ELM ST CALUMET,MI 49913	NONE		OPERATIONS	7,000
OLD PUEBLO TROLLEY 3736 N TUCSON BLVD TUCSON,AZ 857161030	NONE		OPERATIONS	5,000
ONEGENERATION 17400 VICTORY BLVD VAN NUYS,CA 91406	NONE		OPERATIONS	5,000
PAINSDALE MINE & SHAFT PO BOX 332 PAINSDALE,MI 49955	NONE		OPERATIONS	10,000
PARENT CONNECTION 2700 S 8TH STREET TUCSON,AZ 85713	NONE		OPERATIONS	15,000
PETS FOR THE ELDERLY FOUNDATION PO BOX 226 WICKLIFFE,OH 44092	NONE		OPERATIONS	23,000
PLANNED PARENTHOOD ARIZONA 5651 NORTH 7TH STREET PHOENIX,AZ 85014	NONE		GRASSROOTS CAMPAIGN	15,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD ARIZONA 5651 NORTH 7TH STREET PHOENIX,AZ 85014	NONE		OPERATIONS	20,000
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK,NY 10001	NONE		INTERNATIONA PROGRAMS	5,000
PLANNED PARENTHOOD OF THE GREAT NORTHWEST (FORMERLY IDAHO) 1109 MAIN STREET STE 500 BOISE,ID 83702	NONE		OPERATIONS	10,000
POPULATION CONNECTION 2120 L STREET NW STE 500 WASHINGTON,DC 20037	NONE		OPERATIONS	20,000
PRESERVATION ALLIANCE OF MINNESOTA 416 LANDMARK CENTER 75 W 5TH STREET ST PAUL,MN 55102	NONE		OPERATIONS	5,000
PRO CHOICE RESOURCES 250 3RD AVE N STE 625 MINNEAPOLIS,MN 55401	NONE		OPERATIONS	10,000
SALVATION ARMY OF NORTHERN NEW ENGLAND PO BOX 3647 PORTLAND,ME 04101	NONE		CAMP SEBEGO	25,000
SALVATION ARMY OF NORTHERN NEW ENGLAND PO BOX 3647 PORTLAND,ME 04101	NONE		OPERATIONS	25,000
SAVE THE SCENIC SANTA RITAS 8987 E TANQUE VERDE 309-157 TUCSON,AZ 85749	NONE		OPERATIONS	68,000
SIERRA CLUB FOUNDATION 2327 E FRANKLIN AVE 1 MINNEAPOLIS,MN 55406	NONE		SIERRA CLUB NORTH STAR CHAPTER	10,000
SIMPLY CATS ADOPTION CENTER 833 S VICTORY VIEW WAY BOISE,ID 83709	NONE		OPERATIONS	10,000
SOCIETY FOR COMPANION ANIMALS 619 WOOLSEY DR DALLAS,TX 75224	NONE		OPERATION TRANSPORT	3,000
SONORAN INSTITUTE 44 E BROADWAY BLVD STE 350 TUCSON,AZ 85701	NONE		OPERATIONS	5,000
SPAY NEUTER IDAHO PETS INC 1077 S GARDEN PL BOISE,ID 837055846	NONE		OPERATIONS	10,000
ST ANDREWS CLINIC PO BOX 67 GREEN VALLEY,AZ 85622	NONE		OPERATIONS	17,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
STEWARDS OF BETE GRIS PRESERVE 600 E LAKESHORE DR STE 204 HOUGHTON,MI 49931	NONE		OPERATIONS	5,000
STOP PREDATORY GAMBLING 100 MARYLAND AVE NE ROOM 310 WASHINGTON,DC 20002	NONE		OPERATIONS	5,000
STUTTERING FOUNDATION OF AMERICA PO BOX 11749 MEMPHIS,TN 381110749	NONE		OPERATIONS	2,000
TEDFORD HOUSING PO BOX 958 14 MIDDLE STREET BRUNSWICK,ME 04011	NONE		OPERATIONS	5,000
THE FOOD TRUST 1617 JOHN F KENNEDY BLVDONE PENN CENTER 900 PHILADELPHIA,PA 19103	NONE		OPERATIONS	5,000
TLC HORSE MULE AND DONKEY RESCUE PO BOX 6915 KINGMAN,AZ 86402	NONE		OPERATIONS	8,000
UM CVM COLLEGE SCHOLARSHIP FUND 1365 GORTNER AVE 459 ST PAUL,MN 55108	NONE		OPERATIONS	5,000
UNION FOR CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE,MA 02138	NONE		OPERATIONS	17,000
UNIVERSITY OF MT FOUNDATION MONTANA 32 CAMPUS DRIVE 205 NS BLDG MISSOULA,MT 59812	NONE		MONTANA COOPERATIVE WILDLIFE RESEARCH UNIT	8,000
UPPER PENINSULA FIREFIGHTERS MEMORIAL MUSEUM 534 ISLE ROYALE STREET LAURIUM,MI 49913	NONE		OPERATIONS	5,000
VIETNAMESE SOCIAL SERVICES MN 277 UNIVERSITY AVENUE W ST PAUL,MN 55103	NONE		ELDER CIRCLE PROJECT IN MINNESOTA	4,000
VISION LOSS RESOURCES 1936 LYNDALE AVENUE SOUTH MINNEAPOLIS,MN 55403	NONE		OPERATIONS	3,000
WARM BLANKETS 5105 TOLLVIEW DR 155 ROLLING MEADOWS,IL 60008	NONE		OPERATIONS	15,000
WEST AFRICA VILLAGE AND ENVIRONMENTAL PROJECT PO BOX 1241 PRIOR LAKE,MN 55372	NONE		VILLAGE WELLS CLEAN WATER PROJECT	20,000
WEST VET 5019 N SAWYER AVENUE GARDEN CITY,ID 83714	NONE		NIGEL FUND	2,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
WESTERN WATERSHED PROJECT PO BOX 1770 HAILEY,ID 83333	NONE		OPERATIONS	5,000
WILD SCIENCE EXPLORERS PO BOX 3174 MCCALL,ID 83638	NONE		OPERATIONS	5,000
WILDEARTH GUARDIANS 516 ALTO STREET SANTA FE,NM 87501	NONE		END TRAPPING CAMPAIGN	20,000
WILDLIFE REHABILITATION CENTER 2530 DALE ST ROSEVILLE,MN 55113	NONE		OPERATIONS	5,000
WISH GRANTORS 1365 N ORCHARD 252 BOISE,ID 83706	NONE		OPERATIONS	5,000
WOLF RIDGE ENVIRONMENTAL LEARNING CENTER 6282 CRANBERRY ROAD FINLAND,MN 556039700	NONE		ENVIRONMENTAL SCIENCE IMMERSION PROGRAM (HENRY AND ROOSEVELT HIGH)	5,000
WORLD FOOD PROGRAM 1819 L ST N W STE 900 WASHINGTON,DC 20036	NONE		OPERATIONS	72,000
WORLD VISION 4325 UPTON AVENUE SOUTH MINNEAPOLIS,MN 55410	NONE		WELL DRILLING	10,000
WORLD WATCH 1776 MASSACHUSETTS AVE NW STE 800 WASHINGTON,DC 20036	NONE		OPERATIONS	10,000
WRIGHT COUNTY DARE PROGRAM 3800 BRADDOCK AVE BUFFALO,MN 55313	NONE		ST MICHAEL SCHOOLS DARE PROGRAM	4,000
ZONTA CLUB OF POCATELLO 13279 MANNING LANE POCATELLO,ID 83202	NONE		FAMILIES IN CRISIS PROGRAM	3,000
Total			3a	2,503,500

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization STEVEN C LEUTHOLD FAMILY FOUNDATION	Employer identification number 41-1680986
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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 foundation

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% 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)

Name of organization STEVEN C LEUTHOLD FAMILY FOUNDATION	Employer identification number 41-1680986
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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
<u>1</u>	STEVEN C LEUTHOLD 1300 YALE PLACE SUITE 329 MINNEAPOLIS, MN 55403	\$ 2,152,467	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 	 	\$ 	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization STEVEN C LEUTHOLD FAMILY FOUNDATION	Employer identification number 41-1680986
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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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization STEVEN C LEUTHOLD FAMILY FOUNDATION	Employer identification number 41-1680986
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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 See instructions) ▶ \$

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
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

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

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

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

TY 2012 Accounting Fees Schedule

Name: STEVEN C LEUTHOLD FAMILY FOUNDATION

EIN: 41-1680986

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATION	20,000	0		20,000
LEGAL AND ACCOUNTING	7,785	0		7,785

**TY 2012 All Other Program
Related Investments Schedule**

Name: STEVEN C LEUTHOLD FAMILY FOUNDATION
EIN: 41-1680986

Category	Amount
N/A	0

TY 2012 Investments - Other Schedule

Name: STEVEN C LEUTHOLD FAMILY FOUNDATION

EIN: 41-1680986

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CASH/MUTUAL FUNDS	AT COST	37,441,041	38,900,481

TY 2012 Other Expenses Schedule

Name: STEVEN C LEUTHOLD FAMILY FOUNDATION

EIN: 41-1680986

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	2,745	0		0

TY 2012 Other Income Schedule

Name: STEVEN C LEUTHOLD FAMILY FOUNDATION

EIN: 41-1680986

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PORTFOLIO INCOME	389,285	389,285	389,285
MISCELLANEOUS INCOME	136	136	136

TY 2012 Other Professional Fees Schedule**Name:** STEVEN C LEUTHOLD FAMILY FOUNDATION**EIN:** 41-1680986

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	120,508	120,508		0
PORTFOLIO DEDUCTIONS	132,023	132,023		0

TY 2012 Taxes Schedule**Name:** STEVEN C LEUTHOLD FAMILY FOUNDATION**EIN:** 41-1680986

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INCOME TAXES	54,445	0		0
FOREIGN TAXES	33,772	33,772		0