Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: BUUCK FAMILY FOUNDATION

A Employer identification number: 41-1796911

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 90 SOUTH 7TH STREET, SUITE 5300

B Telephone number: (612)667-1792

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 ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☒ 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) ▶$ 13,393,987.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,789,050.		N/A	
	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	329,090.	329,090.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	288,712.			STATEMENT 1
	b Gross sales price for all assets on line 6a 4,798,541.				
	7 Capital gain net income (from Part IV, line 2)		2,194,943.		
	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	333.	333.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	2,407,185.	2,524,366.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	24,069.	12,035.		12,034.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	9,500.	4,750.		4,750.
	c Other professional fees STMT 5	80,749.	77,573.		3,175.
	17 Interest				
	18 Taxes STMT 6	16,249.	6,025.		1,224.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	551.	517.		25.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	131,118.	100,900.		21,208.
	25 Contributions, gifts, grants paid	697,125.			697,125.
	26 **Total expenses and disbursements.** Add lines 24 and 25	828,243.	100,900.		718,333.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,578,942.			
	b **Net investment income** (if negative, enter -0-)		2,423,466.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<2.>		
	2 Savings and temporary cash investments	441,105.	2,350,227.	2,350,227.
	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 STMT 8	71,595.	41,202.	41,366.
	b Investments - corporate stock STMT 9	6,810,388.	6,852,451.	9,060,056.
	c Investments - corporate bonds STMT 10	1,396,763.	1,000,799.	1,054,951.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	931,177.	985,289.	887,387.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	9,651,026.	11,229,968.	13,393,987.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] 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	9,651,026.	11,229,968.	
	30 **Total net assets or fund balances**	9,651,026.	11,229,968.	
	31 **Total liabilities and net assets/fund balances**	9,651,026.	11,229,968.	

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	9,651,026.
2 Enter amount from Part I, line 27a	2	1,578,942.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,229,968.
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	11,229,968.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	4,798,541.		2,603,598.	2,194,943.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				2,194,943.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — **2** — 2,194,943.

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	715,045.	11,001,806.	.064993
2010	719,647.	10,076,001.	.071422
2009	686,888.	9,123,687.	.075286
2008	750,786.	10,788,103.	.069594
2007	696,636.	11,724,237.	.059418

2	**Total** of line 1, column (d)	2	.340713
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	.068143
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,412,239.
5	Multiply line 4 by line 3	5	777,664.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	24,235.
7	Add lines 5 and 6	7	801,899.
8	Enter qualifying distributions from Part XII, line 4	8	718,333.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	48,469.
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	48,469.
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	48,469.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 17,487.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 37,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	54,487.
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	6,018.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	6,018. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LURIE, BESIKOF, LAPIDUS & CO, LLP Telephone no. ▶ 612-377-4404

Located at ▶ 2501 WAYZATA BOULEVARD, MINNEAPOLIS, MN ZIP+4 ▶ 55405

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	11,075,378.
b	Average of monthly cash balances	1b	510,651.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,586,029.
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	11,586,029.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	173,790.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,412,239.
6	**Minimum investment return.** Enter 5% of line 5	6	570,612.

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	570,612.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 48,469.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	48,469.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	522,143.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	522,143.
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	522,143.

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	718,333.
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	718,333.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	718,333.

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				522,143.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010 662,885.				
e From 2011 715,045.				
f **Total** of lines 3a through e	1,377,930.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 718,333.				
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				522,143.
e Remaining amount distributed out of corpus	196,190.			
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	1,574,120.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	1,574,120.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 662,885.				
d Excess from 2011 715,045.				
e Excess from 2012 196,190.				

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12-05-12

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 13

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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ANDRE HOUSE PO BOX 2014 PHOENIX, AZ 85001	NONE	PUBLIC CHARITY	GENERAL	4,000.
BLIND INC. 100 EAST 22ND STREET MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	3,000.
BLOOMINGTON FINE ARTS COUNCIL 1800 WEST OLD SHAKOPEE ROAD BLOOMINGTON, MN 55431	NONE	PUBLIC CHARITY	GENERAL	3,000.
BOLDER OPTIONS 2100 STEVENS AVENUE SOUTH MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	5,000.
BRIDGE FOR YOUTH 1111 WEST 22ND ST MINNEAPOLIS, MN 55405	NONE	PUBLIC CHARITY	GENERAL	3,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	697,125.
b Approved for future payment NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

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12-05-12

12491106 766681 06358.650 2012.04030 BUUCK FAMILY FOUNDATION 06358_41

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	329,090.	
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	333.	
8 Gain or (loss) from sales of assets other than inventory			18	288,712.	
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.		618,135.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 618,135.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 11-14-13 — Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DOUGLAS WAGMAN	Douglas Wagman	11/1/13		P00304494

Firm's name ▶ LURIE BESIKOF LAPIDUS & COMPANY, LLP — Firm's EIN ▶ 41-0721734

Firm's address ▶ 2501 WAYZATA BOULEVARD MINNEAPOLIS, MN 55405-2197 — Phone no. (612)377-4404

Form **990-PF** (2012)

223622 12-05-12

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	Employer identification number
BUUCK FAMILY FOUNDATION	41-1796911

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 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).

Name of organization	Employer identification number
BUUCK FAMILY FOUNDATION	41-1796911

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	ROBERT AND GAIL BUUCK 5300 WELLS FARGO CENTER, 90 S 7TH ST MINNEAPOLIS, MN 55479	$ 1,789,050.	Person [X] Payroll [ ] Noncash [X] (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	Employer identification number
BUUCK FAMILY FOUNDATION	41-1796911

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
1	30,000 SHARES OF MEDTRONIC AND 10,000 SHARES OF PFIZER	$ 1,539,050.	12/12/12

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

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

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

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

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

Name of organization	Employer identification number
BUUCK FAMILY FOUNDATION	41-1796911

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

(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

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	WELLS FARGO - SEE ATTACHED	P	VARIOUS	VARIOUS
b	WELLS FARGO - SEE ATTACHED	P	VARIOUS	VARIOUS
c	NEA 10 LIMITED PARTNERSHIP	P		
d	NEA 10 LIMITED PARTNERSHIP	P		
e	NEA 9 LIMITED PARTNERSHIP	P		
f	SIGHTLINE HEALTHCARE FUND III, LP	P		
g	CAPITAL GAIN DISTRIBUTION	P		
h	NORTHSTAR MEZZANINE PARTNERS	P		
i				
j				
k				
l				
m				
n				
o				

	(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	831,582.		826,577.	5,005.
b	3,968,602.		1,777,021.	2,191,581.
c	18.			18.
d	12,794.			12,794.
e	<9,823.>			<9,823.>
f	<5,429.>			<5,429.>
g	796.			796.
h	1.			1.
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				5,005.
b				2,191,581.
c				18.
d				12,794.
e				<9,823.>
f				<5,429.>
g				796.
h				1.
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	2,194,943.
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

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05-01-12

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
525. BIG LOTS INC COM	VAR	03/09/2012	23,801.50	16,819.93	6,981.57
394. C H ROBINSON WORLDWIDE INC	VAR	08/02/2012	20,691.59	26,186.94	-5,495.35
130. COLGATE-PALMOLIVE CO COM	04/05/2012	06/15/2012	13,201.06	12,749.04	452.02
75. COLGATE-PALMOLIVE CO COM	04/05/2012	10/31/2012	7,833.26	7,355.21	478.05
300. DENTSPLY INTL INC NEW COM	08/04/2011	06/26/2012	10,999.31	10,432.77	566.54
440. EDISON INTL COM	04/05/2012	10/31/2012	20,612.84	18,800.98	1,811.86
200000. VR FED HOME LN BK					
1.000% 8/23/22	08/08/2012	11/23/2012	200,000.00	200,000.00	NONE
288. GRACO INC COM W/RIGHTS					
ATTACHED EXP 3/29/2010	10/04/2011	08/17/2012	14,449.21	9,723.77	4,725.44
2770. ISHARES MSCI JAPAN	11/01/2011	04/09/2012	26,953.15	25,810.31	1,142.84
8592. ISHARES MSCI JAPAN	11/01/2011	04/10/2012	82,819.01	80,058.53	2,760.48
1873. ISHARES DOW JONES SELECT	VAR	05/22/2012	102,520.30	101,617.48	902.82
205. ISHARES DOW JONES SELECT	10/12/2012	10/31/2012	11,829.93	11,830.55	-0.62
440. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	VAR	06/06/2012	37,144.10	37,314.66	-170.56
345. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	VAR	06/26/2012	29,103.55	29,152.58	-49.03
420. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	VAR	07/25/2012	35,497.61	35,416.10	81.51
593. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	VAR	09/28/2012	50,089.59	50,072.98	16.61
137. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	08/17/2012	10/03/2012	11,569.39	11,564.17	5.22
405. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	12/18/2012	12/20/2012	34,165.03	34,186.05	-21.02
295. LABORATORY CRP OF AMER					
HLDGS	07/29/2011	06/05/2012	24,972.87	26,802.84	-1,829.97
95. PERRIGO CO COM W/RTS EXP	06/14/2011	03/05/2012	10,028.12	8,055.40	1,972.72
2728. STAPLES INC COM					
W/INVISIBLE RTS TO PUR SHS	05/22/2012	10/12/2012	30,331.41	37,023.60	-6,692.19
975. STEEL DYNAMICS INC COM	06/14/2011	01/04/2012	14,082.92	15,782.42	-1,699.50
4797. TELEFONICA SA					
5/24/12	06/15/2012	06/15/2012	1,433.87	1,580.49	-146.62
301. WAL MART STORES INC COM	04/05/2012	04/24/2012	17,452.52	18,240.45	-787.93
Totals			831,582.00	826,577.00	5,005.00

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2F0971 1.000

BUUCK FAMILY FOUNDATION M/A 11007600
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
524. ALEXANDER & BALDWIN INC	VAR	03/09/2012	24,589.06	22,751.86	1,837.20
584. ALEXANDER & BALDWIN INC	VAR	03/12/2012	26,809.79	18,978.22	7,831.57
640. AMPHENOL CORP NEW CL A	VAR	08/15/2012	39,436.18	34,357.38	5,078.80
203. ANSYS INC COM	09/28/2010	10/03/2012	14,619.47	8,644.68	5,974.79
203. ANSYS INC COM	VAR	10/04/2012	14,598.94	7,363.51	7,235.43
96. ARBITRON INC					
COM	VAR	10/03/2012	3,573.40	2,781.19	792.21
444. ARBITRON INC					
COM	VAR	10/04/2012	16,417.11	12,445.94	3,971.17
1360. ARBITRON INC					
COM	VAR	12/18/2012	63,876.00	23,213.19	40,662.81
592. BIG LOTS INC COM	05/26/2011	12/06/2012	17,729.70	18,790.61	-1,060.91
983. BIG LOTS INC COM	05/26/2011	12/07/2012	27,871.84	31,201.31	-3,329.47
210. C H ROBINSON WORLDWIDE INC	06/14/2011	07/20/2012	12,020.70	16,242.39	-4,221.69
238. C H ROBINSON WORLDWIDE INC	06/14/2011	07/24/2012	13,322.46	18,408.04	-5,085.58
417. C H ROBINSON WORLDWIDE INC	VAR	08/02/2012	21,899.48	32,065.71	-10,166.23
250000. CATERPILLAR FIN SERV					
4.750% 5/15/12	05/05/2008	05/15/2012	250,000.00	250,000.00	NONE
66. COLGATE-PALMOLIVE CO COM	06/22/2010	10/31/2012	6,893.27	5,404.74	1,488.53
115. EDISON INTL COM	10/13/2010	03/20/2012	4,858.45	4,081.35	777.10
69. EDISON INTL COM	10/13/2010	10/31/2012	3,232.47	2,448.81	783.66
400000. FED HOME LN BK					
6.000% 6/29/17	06/12/2007	06/29/2012	400,000.00	400,000.00	NONE
250000. VR FED HOME LN BK					
2.000% 3/30/16	03/02/2010	03/30/2012	250,000.00	250,000.00	NONE
117. GRACO INC COM W/RIGHTS					
ATTACHED EXP 3/29/2010	12/24/2007	08/17/2012	5,869.99	4,477.58	1,392.41
411. HARTE-HANKS INC. NEW COM	VAR	09/28/2012	2,861.49	9,420.28	-6,558.79
176. HARTE-HANKS INC. NEW COM	VAR	10/01/2012	1,223.51	3,466.83	-2,243.32
177. HARTE-HANKS INC. NEW COM	12/24/2007	10/02/2012	1,219.68	3,040.86	-1,821.18
291. HARTE-HANKS INC. NEW COM	12/24/2007	10/03/2012	2,018.33	4,999.38	-2,981.05
124. HARTE-HANKS INC. NEW COM	VAR	10/04/2012	855.42	1,708.95	-853.53
Totals					

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BUUCK FAMILY FOUNDATION M/A 11007600
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
643. HARTE-HANKS INC. NEW COM	VAR	10/05/2012	4,358.22	7,873.14	-3,514.92
206. HARTE-HANKS INC. NEW COM	09/04/2008	12/06/2012	1,106.64	2,489.43	-1,382.79
472. HARTE-HANKS INC. NEW COM	VAR	12/07/2012	2,476.67	5,700.99	-3,224.32
1087. HARTE-HANKS INC. NEW COM	VAR	12/10/2012	5,577.70	12,651.97	-7,074.27
127. ISHARES DOW JONES SELECT	VAR	05/22/2012	6,951.46	6,225.08	726.38
630. ISHARES DOW JONES SELECT	10/13/2010	05/29/2012	34,845.47	30,402.41	4,443.06
530. ISHARES DOW JONES SELECT	10/13/2010	09/10/2012	30,774.87	25,576.64	5,198.23
20. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	07/25/2012	1,690.36	1,664.30	26.06
46. ISHARES BARCLAYS 1-3 YEAR					
TREAS BOND	06/11/2009	10/03/2012	3,884.61	3,827.89	56.72
700. LABORATORY CRP OF AMER					
HLDGS	VAR	06/05/2012	59,257.66	69,614.86	-10,357.20
* 500. MEDTRONIC INC	02/11/1987	06/19/2012	19,205.06	231.43	18,973.63
* 500. MEDTRONIC INC	02/11/1987	07/13/2012	18,877.07	231.43	18,645.64
* 1000. MEDTRONIC INC	02/11/1987	09/25/2012	43,604.02	462.87	43,141.15
* 500. MEDTRONIC INC	02/11/1987	11/02/2012	21,159.52	231.43	20,928.09
* 500. MEDTRONIC INC	02/11/1987	12/03/2012	21,059.77	231.43	20,828.34
* 5000. MEDTRONIC INC	02/11/1987	12/14/2012	209,565.30	2,314.33	207,250.97
* 5000. MEDTRONIC INC	VAR	12/17/2012	210,869.27	2,298.93	208,570.34
* 5000. MEDTRONIC INC	02/11/1987	12/18/2012	211,676.25	2,314.33	209,361.92
* 5000. MEDTRONIC INC	02/11/1987	12/19/2012	213,734.20	2,314.32	211,419.88
* 5000. MEDTRONIC INC	VAR	12/20/2012	211,385.76	2,277.95	209,107.81
* 5000. MEDTRONIC INC	11/06/1986	12/21/2012	210,782.27	2,277.52	208,504.75
37. NATIONAL PRESTO INDS INC	04/19/2011	12/12/2012	2,955.87	4,068.56	-1,112.69
65. NATIONAL PRESTO INDS INC	VAR	12/13/2012	4,673.10	7,082.24	-2,409.14
47. NATIONAL PRESTO INDS INC	VAR	12/14/2012	3,383.32	5,093.91	-1,710.59
49. NATIONAL PRESTO INDS INC	05/16/2011	12/17/2012	3,539.84	5,310.59	-1,770.75
52. NATIONAL PRESTO INDS INC	VAR	12/18/2012	3,763.87	5,629.28	-1,865.41
56. NATIONAL PRESTO INDS INC	VAR	12/19/2012	3,981.33	6,005.77	-2,024.44
69. NATIONAL PRESTO INDS INC	VAR	12/20/2012	4,759.32	7,328.51	-2,569.19
245. NESTLE S A SPONSORED ADR	12/24/2007	06/11/2012	13,966.38	11,025.00	2,941.38
410. NESTLE S A SPONSORED ADR	VAR	08/06/2012	25,293.15	16,402.32	8,890.83
270. INTELIQUENT, INC.	12/15/2009	02/21/2012	3,275.96	5,858.03	-2,582.07
416. INTELIQUENT, INC.	VAR	02/22/2012	4,961.79	8,983.05	-4,021.26
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
770. INTELIQUENT, INC.	VAR	02/23/2012	9,020.54	16,345.55	-7,325.01
118. INTELIQUENT, INC.	VAR	02/24/2012	1,383.46	2,449.18	-1,065.72
219. INTELIQUENT, INC.	VAR	02/27/2012	2,535.01	4,019.28	-1,484.27
342. INTELIQUENT, INC.	VAR	03/14/2012	3,873.23	5,573.78	-1,700.55
209. INTELIQUENT, INC.	VAR	03/15/2012	2,294.36	3,130.57	-836.21
512. INTELIQUENT, INC.	VAR	03/16/2012	5,512.96	6,575.01	-1,062.05
346. INTELIQUENT, INC.	09/28/2010	03/19/2012	3,845.58	4,342.30	-496.72
423. INTELIQUENT, INC.	VAR	03/20/2012	4,981.33	4,745.16	236.17
265. NIKE INC CL B COM	02/07/2011	03/20/2012	29,639.61	22,952.74	6,686.87
218. OCEANEERING INTL INC	VAR	01/12/2012	10,254.72	4,293.47	5,961.25
* 1000. PFIZER INC	05/23/1985	06/19/2012	22,729.48	4.17	22,725.31
* 1000. PFIZER INC	05/23/1985	07/13/2012	22,814.48	4.17	22,810.31
* 2000. PFIZER INC	05/23/1985	09/25/2012	49,798.88	8.33	49,790.55
* 1000. PFIZER INC	05/23/1985	11/02/2012	24,599.54	4.17	24,595.37
* 1000. PFIZER INC	05/23/1985	12/03/2012	25,054.43	4.17	25,050.26
* 4000. PFIZER INC	05/23/1985	12/14/2012	101,017.73	16.67	101,001.06
* 4000. PFIZER INC	05/23/1985	12/17/2012	101,378.12	16.67	101,361.45
* 4000. PFIZER INC	05/23/1985	12/18/2012	102,177.71	16.67	102,161.04
* 4000. PFIZER INC	05/23/1985	12/19/2012	101,857.71	16.66	101,841.05
* 4000. PFIZER INC	05/23/1985	12/20/2012	101,424.92	16.67	101,408.25
* 4000. PFIZER INC	05/23/1985	12/21/2012	100,617.74	16.66	100,601.08
303. PRECISION CASTPARTS CORP					
COM W/RIGHTS ATTACHED EXPI	VAR	08/02/2012	46,493.19	40,373.08	6,120.11
4012. REPUBLIC SERVICES INC CL A					
COMM	VAR	06/05/2012	103,245.31	116,794.63	-13,549.32
300. ROCK-TENN CO CL A	VAR	08/17/2012	19,614.01	20,123.07	-509.06
223. STEEL DYNAMICS INC COM	05/14/2010	01/04/2012	3,221.02	3,423.12	-202.10
675. STERICYCLE INC COM	VAR	09/07/2012	63,073.43	19,452.96	43,620.47
235. UGI CORP NEW COM W/RTS					
ATTACHED EXP 04/29/2006	09/28/2010	06/26/2012	6,611.06	6,782.59	-171.53
530. VONAGE HOLDINGS CORP	08/12/2004	10/04/2012	1,208.64	2,390.30	-1,181.66
459. WAL MART STORES INC COM	10/13/2010	04/24/2012	26,613.65	24,886.98	1,726.67
417. WRIGHT EXPRESS CORP	09/28/2010	01/12/2012	22,936.27	14,768.39	8,167.88
103. WRIGHT EXPRESS CORP	VAR	01/13/2012	5,580.97	3,181.19	2,399.78
Totals			3968,602.00	1,777,021.00	2191,581.00
				1,906,231.00	
				3,683,252	285,350

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* Tax basis ≠ Book basis (donated stock/not purchased)

GL7675 501D 03/07/2013 11007600 STATEMENT 9

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BRIDGING AZ FURNITURE BANK 25 NORTH EXTENSION ROAD MESA, AZ 85201	NONE	PUBLIC CHARITY	GENERAL	25,000.
BRIDGING, INC 201 WEST 87TH STREET, SUITE 5 BLOOMINGTON, MN 55420	NONE	PUBLIC CHARITY	GENERAL	20,000.
CATHOLIC CHARITIES 1200 SECOND AVENUE SOUTH MINNEAPOLIS, MN 55403	NONE	PUBLIC CHARITY	GENERAL	10,000.
CHARCOT-MARIE-TOOTH ASSOCIATION 2700 CHESTNUT PARKWAY CHESTER, PA 19013	NONE	PUBLIC CHARITY	GENERAL	25,000.
COALITION ON HOMELESSNESS, SF 468 TURK STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	GENERAL	2,500.
COFFEE HOUSE PRESS 27 NORTH 4TH STREET, SUITE 400 MINNEAPOLIS, MN 55401	NONE	PUBLIC CHARITY	GENERAL	3,000.
COOKIE CART 1119 WEST BROADWAY AVE MINNEAPOLIS, MN 55411	NONE	PUBLIC CHARITY	GENERAL	25,000.
CORNERSTONE 1000 EAST 80TH STREET BLOOMINGTON, MN 55420	NONE	PUBLIC CHARITY	GENERAL	5,000.
COURAGE CENTER 3915 GOLDEN VALLEY ROAD GOLDEN VALLEY, MN 55442	NONE	PUBLIC CHARITY	GENERAL	10,000.
EYE-LINK FOUNDATION 55 FIFTH STREET, SUITE 600 ST PAUL, MN 55101	NONE	PUBLIC CHARITY	GENERAL	4,000.
Total from continuation sheets				678,625.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FISHER HOUSE FOUNDATION 1401 ROCKVILLE PIKE, SUITE 600 ROCKVILLE, MD 20852	NONE	PUBLIC CHARITY	GENERAL	2,500.
FLORENCE CRITTENTON 715 W MARIPOSA STREET PHOENIX, AZ 85013	NONE	PUBLIC CHARITY	GENERAL	50,000.
GALERIA DE LA RAZA 2857 24TH STREET SAN FRANCISCO, CA 94110	NONE	PUBLIC CHARITY	GENERAL	2,000.
GREAT RIVER GREENING 35 WEST WATER STREET, SUITE 201 ST PAUL, MN 55107	NONE	PUBLIC CHARITY	GENERAL	5,000.
GREATER TWIN CITIES UNITED WAY PO BOX 2949 MINNEAPOLIS, MN 55402	NONE	PUBLIC CHARITY	GENERAL	35,000.
GUTHRIE THEATER 818 SOUTH 2ND STREET MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	GENERAL	7,500.
HABITAT FOR HUMANITY - AZ 9133 NW GRAND AVE, SUITE 1 PEORIA, AZ 85345	NONE	PUBLIC CHARITY	GENERAL	10,000.
HABITAT FOR HUMANITY - TWIN CITIES 3001 FOURTH STREET SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	GENERAL	15,000.
HABITAT FOR HUMANITY - WORLD OF HOPE CAMPAIGN 121 HABITAT ST AMERICUS, GA 31709	NONE	PUBLIC CHARITY	GENERAL	50,000.
HEADWATERS SCHOOL OF MUSIC AND THE ARTS 519 MINNESOTA AVENUE BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	GENERAL	3,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEMOPHILIA FOUNDATION OF MINNESOTA 750 S PLAZA DR, SUITE #207 MENDOTA HEIGHTS, MN 55120	NONE	PUBLIC CHARITY	GENERAL	4,000.
HOUSE OF CHARITY 510 SOUTH EIGHTH STREET MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	5,000.
JEREMIAH PROGRAM 1510 LAUREL AVENUE, STE 100 MINNEAPOLIS, MN 55403	NONE	PUBLIC CHARITY	GENERAL	12,500.
KIDS CARE CONNECTION 17805 COUNTY ROAD 6 PLYMOUTH, MN 55447	NONE	PUBLIC CHARITY	GENERAL	3,000.
LOFT LITERARY CENTER 1011 WASHINGTON AVE S #200 MINNEAPOLIS, MN 55415	NONE	PUBLIC CHARITY	GENERAL	3,000.
MINNESOTA LANDSCAPE ARBORETUM 3675 ARBORETUM DRIVE CHANHASSEN, MN 55318	NONE	PUBLIC CHARITY	GENERAL	7,500.
MINNESOTA PRIVATE COLLEGE FUND 445 MINNESOTA STREET, SUITE 500 ST PAUL, MN 55101	NONE	PUBLIC CHARITY	GENERAL	19,125.
MUSICAL INSTRUMENT MUSEUM 84 SOUTH 10TH ST, #450 MINNEAPOLIS, MN 55403	NONE	PUBLIC CHARITY	GENERAL	5,000.
NATURE CONSERVANCY 4245 NORTH FAIRFAX, SUITE 100 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	GENERAL	3,000.
NATURE CONSERVANCY - ARIZONA CHAPTER 7600 NORTH 15TH ST, SUITE 100 PHOENIX, AZ 85020	NONE	PUBLIC CHARITY	GENERAL	7,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATURE CONSERVANCY MINNESOTA CHAPTER 1101 WEST RIVER PARKWAY, SUITE 200 MINNEAPOLIS, MN 55415	NONE	PUBLIC CHARITY	GENERAL	7,500.
NORTHSIDE ACHIEVEMENT ZONE 1200 WEST BROADWAY AVE, SUITE 250 MINNEAPOLIS, MN 55411	NONE	PUBLIC CHARITY	GENERAL	70,000.
PAGE EDUCATION FOUNDATION PO BOX 581254 MINNEAPOLIS, MN 55458	NONE	PUBLIC CHARITY	GENERAL	10,000.
POETS IN NEED 2639 RUSSELL STREET BERKELEY, CA 94705	NONE	PUBLIC CHARITY	GENERAL	2,000.
REMOTE AREA MEDICAL FOUNDATION 1834 BEECH STREET KNOXVILLE, TN 37920	NONE	PUBLIC CHARITY	GENERAL	4,000.
SECOND HARVEST HEARTLAND 1140 GERVAIS AVENUE ST PAUL, MN 55109	NONE	PUBLIC CHARITY	GENERAL	5,000.
SMALL PRESS TRAFFIC 1111 EIGHTH STREET SAN FRANCISCO, CA 94107	NONE	PUBLIC CHARITY	GENERAL	12,500.
SOUTHSIDE FAMILY NURTURING CENTER 2448 18TH AVE S MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	10,000.
TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION 210 EDDY STREET SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	GENERAL	1,000.
AMERICAN RED CROSS 2025 E STREET WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SALVATION ARMY - PHOENIX 2707 EAST VAN BUREN PHOENIX, AZ 85008	NONE	PUBLIC CHARITY	GENERAL	7,500.
THE SALVATION ARMY - ROSEVILLE 2445 PRIOR AVENUE ROSEVILLE, MN 55113	NONE	PUBLIC CHARITY	GENERAL	7,500.
UNITED WAY (VALLEY OF THE SUN) 1515 EAST OSBORN ROAD PHOENIX, AZ 85014	NONE	PUBLIC CHARITY	GENERAL	10,000.
UNITED WAY OF BEMIDJI AREA PO BOX 27 BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	GENERAL	5,000.
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	62,500.
URBAN HOMEWORKS 3530 EAST 28TH STREET MINNEAPOLIS, MN 55406	NONE	PUBLIC CHARITY	GENERAL	7,500.
VOLUNTEERS ENLISTED TO ASSIST PEOPLE 9731 JAMES AVENUE SOUTH BLOOMINGTON, MN 55431	NONE	PUBLIC CHARITY	GENERAL	4,000.
WAY TO GROW 125 WEST BROADWAY AVE, SUITE 110 MINNEAPOLIS, MN 55411	NONE	PUBLIC CHARITY	GENERAL	5,000.
WILDERNESS INQUIRY 808 14TH AVENUE SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	GENERAL	5,000.
WORLD WILDLIFE FUND 1250 TWENTY-FOURTH STREET NW WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL	3,000.
Total from continuation sheets				

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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMPS OF COURAGE AND FRIENDSHIP (FRIENDSHIP VENTURE) 10509 108TH ST NW ANNANDALE, MN 55302	NONE	PUBLIC CHARITY	GENERAL	5,000.
COLLEGE POSSIBLE 540 N FAIRVIEW AVE, SUITE 304 ST PAUL, MN 55104	NONE	PUBLIC CHARITY	GENERAL	7,500.
COMMUNITY FOOD BANK OF SOUTH AZ 3003 S COUNTRY CLUB ROAD TUSCON, AZ 85713	NONE	PUBLIC CHARITY	GENERAL	5,000.
COMO PTO 2989 REIS AVE COLUMBUS, OH 43224	NONE	PUBLIC CHARITY	GENERAL	2,500.
LUTHERAN LIFE VILLAGES 6723 S ANTHONY BLVD FORT WAYNE, IN 46816	NONE	PUBLIC CHARITY	GENERAL	5,000.
MINNESOTA SINFONIA 901 N 3RD ST #112 MINNEAPOLIS, MN 55401	NONE	PUBLIC CHARITY	GENERAL	3,000.
THE SAINT PAUL FOUNDATION 101 5TH ST E #2400 ST PAUL, MN 55101	NONE	PUBLIC CHARITY	GENERAL	15,000.
THINK SMALL 10 ORKTON COURT ST PAUL, MN 55117	NONE	PUBLIC CHARITY	GENERAL	10,000.
UNITED SERVICE ORGANIZATION PO BOX 96860 WASHINGTON, DC 20077	NONE	PUBLIC CHARITY	GENERAL	2,500.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO - SEE ATTACHED			PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
831,582.	826,577.	0.	0.	5,005.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLS FARGO - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,968,602.	3,683,252.	0.	0.	285,350.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NEA 10 LIMITED PARTNERSHIP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18.	0.	0.	0.	18.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NEA 10 LIMITED PARTNERSHIP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,794.	0.	0.	0.	12,794.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NEA 9 LIMITED PARTNERSHIP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<9,823.>	0.	0.	0.	<9,823.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SIGHTLINE HEALTHCARE FUND III, LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<5,429.>	0.	0.	0.	<5,429.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTION	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
796.	0.	0.	0.	796.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NORTHSTAR MEZZANINE PARTNERS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1.	0.	0.	0.	1.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	288,712.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NEA 10 LIMITED PARTNERSHIP	193.	0.	193.
NEA 10 LIMITED PARTNERSHIP	278.	0.	278.
NEA 9 LIMITED PARTNERSHIP	209.	0.	209.
NORTHSTAR MEZZANINE PARTNERS V. LP	1,936.	0.	1,936.
NORTHSTAR MEZZANINE PARTNERS V. LP	24,547.	0.	24,547.
NORTHSTAR MEZZANINE PARTNERS V. LP	23.	0.	23.
SIGHTLINE HEALTHCARE FUND III, LP	24.	0.	24.
WELLS FARGO BANK MN NA DBA LOWRY HILL	250,121.	0.	250,121.
WELLS FARGO BANK MN NA DBA LOWRY HILL	51,759.	0.	51,759.
TOTAL TO FM 990-PF, PART I, LN 4	329,090.	0.	329,090.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO BANK MN NA DBA LOWRY HILL	26.	26.	
NORTHSTAR MEZZANINE PARTNERS V. LP	307.	307.	
TOTAL TO FORM 990-PF, PART I, LINE 11	333.	333.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,500.	4,750.		4,750.
TO FORM 990-PF, PG 1, LN 16B	9,500.	4,750.		4,750.

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
AGENCY FEES	64,261.	64,261.		0.
NEA 9 LP K-1 - PROFESSIONAL FEES	627.	627.		0.
NORTHSTAR MEZZANINE PARTNERS V K-1- PROFESSIONAL FEES	9,038.	9,037.		0.
NEA 10 LP K-1 - PROFESSIONAL FEES	1,944.	1,944.		0.
SIGHTLINE K-1	704.	704.		0.
PAYROLL PROCESSING FEES	2,000.	1,000.		1,000.
MEMBERSHIP DUES	2,175.	0.		2,175.
TO FORM 990-PF, PG 1, LN 16C	80,749.	77,573.		3,175.

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 WITHHELD	4,802.	4,802.		0.
PAYROLL TAXES	2,447.	1,223.		1,224.
FEDERAL TAXES	9,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	16,249.	6,025.		1,224.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NEA 10 K-1 - MISC EXP	9.	0.		0.
MISCELLANEOUS EXPENSE	517.	517.		0.
MN ATTORNEY GENERAL	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	551.	517.		25.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
ISHARES BARCLAYS 1-3 YEAR TREASURY BOND	X		41,202.	41,366.
TOTAL U.S. GOVERNMENT OBLIGATIONS			41,202.	41,366.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			41,202.	41,366.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M CO COM	118,342.	140,389.
ABB LTD - ADR	52,631.	80,977.
ABBOTT LABS	70,650.	85,478.
ACCENTURE LTD	38,564.	103,940.
AFLAC INC	111,612.	134,872.
ALLISON TRANSMISSION HOLDINGS	61,708.	62,567.
ALTRIA GROUP INC COM	26,689.	94,320.
AMERICAN EXPRESS CO	113,437.	147,839.
AMPHENOL CORP CL A	75,484.	99,315.
ANSYS INC	21,346.	57,172.
APACHE CORP	63,450.	65,469.
APPLE INC	76,061.	181,471.
BAXTER	84,250.	110,989.
BERKSHIRE HATHAWAY INC	83,876.	95,082.
BHP BILLITON LIMITED ADR	46,818.	125,472.
BLACKROCK INC	58,826.	79,583.
CHEVRON CORP	74,119.	99,273.
CLOUD PEAK ENERGY INC	38,996.	37,732.
CNOOC - CHINA NATIONAL OFFSHO- ADR	70,781.	93,500.
COLGATE PALMOLIVE CO	69,364.	95,550.
DENTSPLY INTL INC COM	59,501.	69,753.
DIAGEO PLC - ADR	125,483.	214,507.
EBIX, INC	75,846.	66,898.
EDISON INTL COM	71,936.	92,097.
FMC TECHNOLOGIES INC	39,712.	62,617.
GENTEX CORP	116,318.	108,953.
GLOBAL PMTS INC W/I	73,992.	77,463.
GOLDMAN SACHS GROUP INC	114,103.	105,492.
GRACO INC	40,081.	64,465.
HEINZ H J CO	72,929.	84,097.
HSBC HLDGS PLC	124,004.	127,474.
ILLINOIS TOOL WORKS	65,327.	84,039.
INTERCONTINENTAL EXCHANGE	93,985.	91,619.
JOHNSON & JOHNSON	89,913.	99,893.
JP MORGAN CHASE & CO	34,546.	45,288.
KOMATSU JPY 50.0	88,102.	125,561.
MARKEL HOLDINGS	69,034.	85,817.
MASTEC INC COM	62,735.	66,638.
MCDONALDS CORP	59,665.	93,062.
MCKESSON CORP	101,651.	111,989.
MEDNAX INC	60,422.	99,320.
MEDTRONIC	290,252.	287,140.
METTLER- TOLEDO INTL	34,584.	81,573.
MORNINGSTAR INC	31,975.	58,369.
NESTLE S A SPONSORED ADR	112,017.	212,259.
NEUSTAR INC	42,045.	84,237.
NIKE INC CL B	34,242.	87,307.

NORDSTROM INC	80,304.	111,708.
OCEANEERING INTL INC	13,734.	66,484.
OIL STATES INTERNATIONAL INC	67,119.	71,898.
ORBITAL SCIENCES CORP	89,319.	89,367.
PAYCHEX INC	84,209.	81,638.
PEPSICO INC	75,865.	80,747.
PERRIGO CO	58,152.	71,781.
PFIZER, INC	578,596.	752,379.
PHILIP MORRIS INTERNATIONAL INC	84,643.	250,920.
PNC FINANCIAL SERVICES GROUP	45,882.	42,858.
PRECISION CASTPARTS CORP	42,536.	64,971.
QUALCOMM INC	102,390.	131,019.
RECKITT BENCKISER ORD GBPO	63,578.	159,714.
ROCK-TENN CO CL A	53,735.	74,175.
SAP AG-ADR	84,644.	160,358.
SCHLUMBERGER LTD	114,113.	94,385.
SPECTRUM BRANDS HOLDINGS INC	63,843.	68,473.
STAPLES INC	56,671.	52,805.
STARWOOD HOTELS & RESORT WORLDWIDE INC COM	78,866.	99,806.
STEEL DYNAMICS INC COM	68,908.	72,385.
TAIWAN SEMICONDUCTOR MFG CO	74,288.	154,114.
TCF FINANCIAL	62,207.	62,816.
TELEFONICA S A	82,720.	64,712.
TESCO PLC 5P	77,077.	88,889.
THERMO FISHER SCIENTIFIC INC	95,315.	121,565.
TRANSDIGM GROUP INC	54,788.	80,589.
TRANSOCEAN ORDINARY SHARES	154,875.	94,501.
TUPPERWARE BRANDS CORPORATION	61,700.	61,408.
UGI CORP	45,029.	63,163.
UNITED PARCEL SERVICE- CL B	55,300.	55,666.
UNITED TECHNOLOGIES CORP	72,261.	111,206.
VANGUARD MSCI EMERGING MARKETS ETF	125,610.	213,744.
VCA ANTECH INC	95,462.	83,569.
VODAFONE GROUP PLC NEW	95,032.	84,815.
WAL MART STORES INC	52,438.	66,592.
WASTE MANAGEMENT INC	66,478.	66,299.
WEX INC	17,965.	78,536.
WILEY JOHN & SONS INC	34,763.	41,850.
ZEBRA TECHNOLOGIES CORP	80,632.	89,234.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,852,451.	9,060,056.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AT&T INC	245,938.	297,823.
FED NATIONAL MTG ASSN	200,000.	200,666.
GENERAL ELEC CAP CORP	250,825.	253,640.
VANGUARD SHORT TERM BOND	304,036.	302,822.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,000,799.	1,054,951.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES DOW JONES SELECT DIVIDEND FD	COST	24,756.	25,529.
ISHARES MSCI ALL COUNTRY ASIA	COST	120,734.	126,487.
ISHARES MSCI EAFE	COST	46,916.	49,013.
NEA 10 LP	COST	170,390.	107,318.
NEA 9 L.P.	COST	79,238.	57,766.
NORTHSTAR MEZZANINE V, LP	COST	343,311.	321,977.
SIGHTLINE HEALTHCARE FUND III LP	COST	37,746.	27,853.
SPDR S & P 500 ETF TRUST	COST	52,723.	55,825.
WISDOMTREE JAPAN HEDGED EQUITY FUND	COST	109,475.	115,619.
TOTAL TO FORM 990-PF, PART II, LINE 13		985,289.	887,387.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT E. BUUCK 5300 WELLS FARGO CENTER, 90 S 7TH STREET MINNEAPOLIS, MN 55479	PRESIDENT 5.00	0.	0.	0.
GAIL P. BUUCK 5300 WELLS FARGO CENTER, 90 S 7TH STREET MINNEAPOLIS, MN 55479	VICE PRESIDENT & TREASURER 0.00	0.	0.	0.
DAVID A. BUUCK 5300 WELLS FARGO CENTER, 90 S 7TH STREET MINNEAPOLIS, MN 55479	VICE PRESIDENT & SECRETARY 0.00	0.	0.	0.
JOHN R. BUUCK 5300 WELLS FARGO CENTER, 90 S 7TH STREET MINNEAPOLIS, MN 55479	VICE PRESIDENT & ASST SEC 0.00	0.	0.	0.
KATHERINE E. FRATZKE 5300 WELLS FARGO CENTER, 90 S 7TH STREET MINNEAPOLIS, MN 55479	VICE PRESIDENT & ASST TRES 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 13

NAME OF MANAGER

ROBERT E. BUUCK
GAIL P. BUUCK

[redacted]

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions		
	Name of exempt organization or other filer, see instructions BUUCK FAMILY FOUNDATION	Employer identification number (EIN) or 41-1796911
	Number, street, and room or suite no. If a P.O. box, see instructions. 90 SOUTH 7TH STREET, SUITE 5300	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MINNEAPOLIS, MN 55402	

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

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

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

- The books are in the care of ▶ LURIE, BESIKOF, LAPIDUS & CO, LLP 2501 WAYZATA BOULEVARD - MINNEAPOLIS, MN 55405

Telephone No.▶ 612-377-4404 FAX No. ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
TAXPAYER IS WAITING FOR ADDITIONAL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 54,487.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 54,487.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Douglas Wagner Title ▶ CPA Date ▶ 7/31/13

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01-21-13

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