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

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

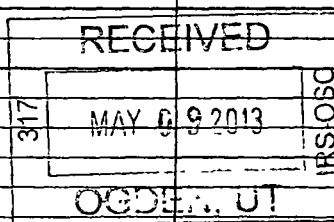
For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation CHORZEMPA FAMILY FOUNDATION		A Employer identification number 41-1875585
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 952-221-4777
City or town, state, and ZIP code BLOOMINGTON, MN 55437-2028		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) ▶ \$	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) (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 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	43,012	43,068		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	36,757			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		36,757		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	79,769	79,825			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	16,753	16,753		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	285			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25			25
	24 Total operating and administrative expenses. Add lines 13 through 23	17,063	16,753		25
	25 Contributions, gifts, grants paid	91,500			91,500
26 Total expenses and disbursements. Add lines 24 and 25	108,563	16,753		91,525	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(28,794)				
b Net investment income (if negative, enter -0-)		63,072			
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.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			18,230	19,401	19,401
	2 Savings and temporary cash investments			13,505	63,517	63,517
	3 Accounts receivable ▶ 25,015					
	Less: allowance for doubtful accounts ▶			25,015	-0-	
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach 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)			958,697	956,667	1,176,540
	c Investments—corporate bonds (attach schedule)			499,539	499,539	568,207
	11 Investments—land, buildings, and equipment: basis ▶					
Liabilities	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶ ANNUITY)			64,376	-0-	-0-
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			1,569,363	1,539,124	1,827,665
	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
Net Assets or Fund Balances	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)					
	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.					
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds			1,569,363	1,539,124	
	30 Total net assets or fund balances (see instructions)			1,569,363	1,539,124	
	31 Total liabilities and net assets/fund balances (see instructions)			1,569,363	1,539,124	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,569,363
2 Enter amount from Part I, line 27a	2	(28,794)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,540,569
5 Decreases not included in line 2 (itemize) ▶ SCHWAB MUTUAL FUND YE ACCRUAL ADJUSTMENTS	5	(1,445)
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,539,124

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 Corp. Property Assoc 15-1000SH	P	03/31/03	10/01/12
b W P CAREY INC-.6sh	P	03/31/03	10/01/12
c CHARLES SCHWAB - CAPITAL GAIN DISTRIBUTIONS	P		
d W P CAREY INC	P		
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 11,250		10,000	1,250
b 27		26	1
c 35,422			35,422
d 84			84
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			
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	36,757
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 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	91,636	1,802,320	0.0508433
2010	78,044	1,686,756	0.0462686
2009	78,173	1,467,263	0.0532781
2008	107,181	1,865,911	0.0574416
2007	104,154	2,215,608	0.0470092

2 Total of line 1, column (d)	2	0.2548408
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	0.05096816
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,775,577
5 Multiply line 4 by line 3	5	90,498
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	631
7 Add lines 5 and 6	7	91,129
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	91,525

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		631
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		
3	Add lines 1 and 2	3		631
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		631
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		-0-
8	Enter any penalty for underpayment of estimated tax. Check here ☐ If Form 2220 is attached	8		-0-
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		631
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

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

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>n/a</u>	13	✓	
14	The books are in care of ► <u>MARTIN V CHORZEMPA</u> Telephone no. ► <u>952-221-4777</u> Located at ► <u>9714 RICH CURVE, BLOOMINGTON, MN</u> ZIP+4 ► <u>55437-2028</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year ► 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No ✓

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)?	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	✓
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 ► 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? ☐ 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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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		
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
Martin V. Chorzempa				
9714 Rich Curve, Bloomington, MN 55437	President - 2	-0-	-0-	-0-
Martin D. Chorzempa				
9548 Virginia Ave., Bloomington, MN 55437	Treasurer - 2	-0-	-0-	-0-
Patricia K. Heiser				
424 Glendale Ave., Hinsdale, IL 60521	Secretart - 0	-0-	-0-	-0-

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

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

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

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

**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	NONE	
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	NONE	
2		
All other program-related investments See instructions.		
3		

Total. Add lines 1 through 3



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	1,774,027
b	Average of monthly cash balances	1b	28,589
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,802,616
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,802,616
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	27,039
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,775,577
6	Minimum investment return. Enter 5% of line 5	6	88,779

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	88,779
2a	Tax on investment income for 2012 from Part VI, line 5	2a	631
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	631
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	88,248
4	Recoveries of amounts treated as qualifying distributions	4	-0-
5	Add lines 3 and 4	5	88,248
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	88,248

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	91,525
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	91,525
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	631
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	90,894

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				88,248
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			29,247	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	-0-			
b From 2008	-0-			
c From 2009	-0-			
d From 2010	-0-			
e From 2011	-0-			
f Total of lines 3a through e	-0-			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>91,525</u>				
a Applied to 2011, but not more than line 2a			29,247	
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				62,278
e Remaining amount distributed out of corpus	-0-			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				-0-
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	-0-			
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				25,970
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	-0-			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	-0-			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	-0-			
10 Analysis of line 9:				
a Excess from 2008	-0-			
b Excess from 2009	-0-			
c Excess from 2010	-0-			
d Excess from 2011	-0-			
e Excess from 2012	-0-			

Part XIV Private 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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).)

Martin V. Chorzempa

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

none

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

NOT APPLICABLE

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

NOT APPLICABLE

- c** Any submission deadlines:

N/A

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

N/A

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				
SCHEDULE ATTACHED				91,500
Total			▶ 3a	91,500
b Approved for future payment				
NONE				
Total			▶ 3b	-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
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	43,012	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	1,335	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b	Mutual fund capital gain distributions			18	35,422	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				79,769	
13	Total. Add line 12, columns (b), (d), and (e)				79,769	79,769

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

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations[illegible]

CHORZEMPA FAMILY FOUNDATION
41-1875585
FORM 990-PF
2012

PART1:

	Column a	Column b
Line 16c - Investment fee:		
Focus Financial	\$16,653	\$16,653
Amerprise	\$100	100
Total	\$16,753	\$16,753

Line 18a - Taxes:	
US Treasury 2011 Excise Tax	\$285

Line 23 - Other Expenses:	
State of Minnesota registration fee	\$25

Line 1a(4): During the year the assets of the Foundation were held and managed through Focus Financial. Martin D. Chorzempa served as a Financial Advisor at Focus Financial. Usual and customary management fees were paid to Focus Financial during the year

CHORZEMPA FAMILY FOUNDATION
2012

PART 11 BALANCE SHEETS

	BOOK VALUE		ENDING
	12/31/2011	12/31/2012	MARKET
INVESTMENTS:			
CORPORATE STOCK (10B)			
Invesco Mid Cap Core Equity	9,300	9,300	8,760
Artisan Mid Cap	76,078	76,078	82,606
American Growth Fund	128,350	128,350	175,137
Calamos Growth Fund	25,000	25,000	24,701
Columbia Acorn Fund	47,672	47,672	60,685
Columbia Value & Restructuring Fund	75,000	75,000	99,203
Dreman Contrarian Fund	30,000	30,000	40,800
First Eagle Global Fund	100,000	100,000	124,271
Gabilli Asset Fund	95,000	95,000	122,731
Oppenheimer Global Fund	112,056	112,056	129,542
Scout Small Cap Fund	30,000	30,000	47,162
Vanguard Emerging Markets-Index Fund	15,000	15,000	20,955
Vanguard Small Cap Index	30,000	30,000	54,202
Zweig Total Return Fund	35,973	33,772	46,162
W P Carey (formerly CPA 15)	8,536	9,994	12,099
Retail Properties(formerly Inland Western)	42,047	40,760	22,955
Fairholme Fund	48,685	48,685	45,520
Yachtman Fund	50,000	50,000	59,049
TOTAL	\$958,697	956,667	1,176,540
BOND FUNDS (10c)			
Aberdeen Asia Pac Income Fund	101,431	101,431	144,738
Black Rock Debt Strategy Fund	7,667	7,667	5,267
Managers PIMCO Bond Fund	125,000	125,000	135,713
Oppenheimer Int'l Bond Fund	75,014	75,014	\$82,838
Vanguard High Yield Corp Fund	125,048	125,048	129,921
Franklin Income Fund	65,379	65,379	69,730
TOTAL	\$499,539	\$499,539	568,207

Chorzempa Family Foundation Contributions						
		41-1875585				
		FORM 990-PF				
		2012				
Charity	Address	2011 Amount	2012 Amount	2012 Paid in 2012	Receipt	
Alzheimer Association	4550 West 77th, Suite 200					
(Family Consulting Program)	Edina, MN 55435	\$5,000	\$5,000	10/2/2012	Yes	
American Cancer Society	2520 Pilot Knob Road-Suite 150					
(Tree of Life Program)	Mendota Heights 55120-1158					
(Hope Lodge)		\$2,000	\$2,000	12/18/2012		
Angel Foundation	708 So. Third St., Suite 105E					
(Education Programs)	Minneapolis, MN 55415	\$3,000	\$3,000	10/2/2012	Yes	
Bloomington Theatre and Art Center	1899 W Old Shakopee Road					
(General Operating Budget)	Bloomington, MN 55431	\$1,000	\$1,000	6/27/2012	Yes	
Bridging, Inc.	20 W. 87th St.					
(General Fund)	Bloomington, MN 55420	\$1,000	\$1,000	10/3/2012	Yes	
Foundation for Essential Needs	5110 Arden Ave.					
(General Operating Budget)	Edina, MN 55424	\$2,000				
Feed My Starving Children	401 93rd Ave N.W.					
(Food Ingredients)	Coon Rapids, MN 55433	\$3,000				
(Food Ingredients)		\$2,000				
Kids Against Hunger fbo	PO Box 234	\$1,000	\$1,000	1/16/2012	Yes	
Feeding Children Int'l of Stewart	Stewart, MN 55385					
Mayo Foundation	200 First Street SW					
(Ovarian Cancer Research)	Rochester, MN 55905-0001	\$4,000	\$4,000	10/2/2012	Yes	
MN Historical Society	345 Kellogg Blvd. W.					
(General Fund)	St. Paul, MN 55102	\$2,000	\$2,000	6/27/2012	Yes	
(James J. Hill House)		\$1,000	\$1,000	6/27/2012	Yes	
MN Landscape Arboretum	3675 Arboretum Blvd					
(Childrens Education)	Chaska, MN 55318	\$2,500	\$2,500	6/27/2012	Yes	
(Therapeutic Horticulture)		\$2,500	\$2,500	6/27/2012	Yes	
MN Adult and Teen Challenge	1619 Portland					
(General Fund)	Minneapolis, MN 55404	\$3,000	\$3,000	10/3/2012	Yes	

MOCA	4604 Chicago Ave. So.					
(General Fund)	Minneapolis, MN 55407	\$5,000	\$5,000	10/2/2012	Yes	
Normandale Community College	9700 France Ave. S.					
(Scholarship Fund)	Bloomington, MN 5543d1-4399	\$6,000	\$6,000	6/27/2012	Yes	
Normandale Hylands United Methodist	9920 Normandale Blvd.					
(Organ Fund)	Bloomington, MN 55437					
One Heartland	4425 N Port Washington Rd					
(General Fund)	Milwaukee, WI 53212	\$2,000	\$2,000	10/2/2012	Yes	
Planting Peace	PO Box 607					
(General Fund)	Destin, FL 32540	\$2,000	\$2,000	10/3/2012	Yes	
Presbyterian Homes Foundation	22845 Hamline Ave. N.					
(Chaplaincy Endowment	Roseville, MN 55113	\$3,000	\$3,000	10/3/2012	Yes	
Prison Fellowship	Merrifield, VA 22116	\$1,000				
Richfield Foundation	6914 Park Avenue					
fbo Woodlake Nature Center	Richfield, MN 55423					
(cross country ski equipment)		\$3,100	\$3,000	11/16/2012	Yes	
Richfield Historical Society	PO Box 23304					
	Richfield, MN 55423	\$1,000	\$1,000	10/2/2012		
The Rotary Foundation	1560 Sherman Ave.					
(General Fund)	Evanston, IL 60201	\$1,000	\$1,000	4/30/2012	Yes	
Samaritan's Purse	P.O. Box 3000					
(General Fund)	Boone, NC 28604-3000	\$2,000	\$2,000	12/18/2012		
Summit Academy OIC	935 Olson Memorial Hwy.					
(General Fund)	Minneapolis, MN 55405		\$2,000	12/24/2012	Yes	
Twin Cities RISE!	800 Washington Ave N Suite 203					
(General Fund)	Minneapolis MN, 55401	\$2,500	\$2,500	10/3/2012	Yes	
Minnesota Medical Foundation fbo	Mayo Mail Code 806					
Masonic Cancer Center Janet	420 Delaware St. SE					
L. Chorzempa Endowment Fund	Minneapolis, MN 55455	13,400	\$10,000	10/2/2012	Yes	
VEAP						
(General Fund)	9728 Irving Ave.	\$10,000	\$10,000	10/3/2012	Yes	
(Holiday Food)	Bloomington, MN 55431	\$2,000	\$1,500	12/24/2012		
Wooddale Church	6630 Shady Oak Rd					
(Alpha School)	Eden Prairie, MN 55424		\$3,000	12/18/2012	Yes	
Young Life Southwest Twin Cities						
(General Operations)	8700 W. 36th St. #109	\$2,500	0			

Clarendon Hills Community Presbyterian (Church (mission caravans))	St Louis Park, MN 55426					
Camp Courageous	39 N. Prospect Ave.			\$1,500	11/16/2012	Yes
(general fund)	Clarendon Hills, IL 60514					
Dupage PADS	PO /box 418, 12007 190th St			\$1,000	11/16/2012	Yes
(homeless)	Monticello, IA 52310					
Madison Claire Foundation	705 West Liberty			\$1,000	11/16/2012	Yes
	8217 Enclave Road					
	Woodbury, MN 55125			\$1,000	12/24/2012	Yes
Oasis for Youth	2200 W. Shakopee Road					
	Bloomington, MN 55431			\$2,000	12/24/2012	Yes
Presbyterian Homes USA)	Wheaton, IL 60187					
(disaster relief)	PO Box 643700			\$1,000	11/16/2012	Yes
	Pittsburgh, PA 15264					
Science Museum of Minnesota	120 West Kellogg Blvd.					
	St. Paul, MN 55102			\$2,000	12/24/2012	Yes
Total			\$91,500	\$91,500		