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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation DEAN R ANDERSON FAMILY FOUNDATION		A Employer identification number 41-1953725	
% MARY ANDERSON		B Telephone number (see instructions) (952) 472-3109	
Number and street (or P O box number if mail is not delivered to street address) Room/suite 4145 TRILLIUM LANE EAST Suite			
City or town, state, and ZIP code MINNETRISTA, MN 55364		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			
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 446,616		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ☐ (Part I, column (d) must be on cash basis.)		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ 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)	82,395			
	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.	5,749	5,749		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,326			
	b Gross sales price for all assets on line 6a _____ 38,464				
	7 Capital gain net income (from Part IV , line 2)		4,326		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	92,470	10,075		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,395	0	0	0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	321	321		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	2,716	321	0	0
	25 Contributions, gifts, grants paid	18,000			18,000
	26 Total expenses and disbursements. Add lines 24 and 25	20,716	321	0	18,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	71,754			
	b Net investment income (if negative, enter -0-)		9,754		
	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			
	2	Savings and temporary cash investments	12,299	13,539	13,539
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)	339,237	409,751	433,077
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	351,536	423,290	446,616

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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	

Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	50,000	50,000	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	301,536	373,290	
	30	Total net assets or fund balances (see page 17 of the instructions)	351,536	423,290	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	351,536	423,290	

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	351,536
2	Enter amount from Part I, line 27a	2	71,754
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	423,290
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	423,290

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)
1 a	SHORT TERM GAIN		2012-01-01	2012-12-31
b	LONG TERM GAIN		2011-01-01	2012-12-31
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 3,842		3,716	126
b 28,893		30,422	-1,529
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			126
b			-1,529
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	4,326
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	20,422	341,776	0 059753
2010	6,000	264,232	0 022707
2009	0	169,979	0 0
2008	31,093	157,163	0 197839
2007	0	146,533	0 0

2	Total of line 1, column (d).	2	0 280299
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 05606
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	406,610
5	Multiply line 4 by line 3.	5	22,795
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	98
7	Add lines 5 and 6.	7	22,893
8	Enter qualifying distributions from Part XII, line 4.	8	18,000

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	195
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	195
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	195
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	300		
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	300
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	105
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 105 Refunded		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? ☒		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		
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? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes ☒	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. ☒	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of MARY ANDERSON Telephone no (952) 472-3109 Located at 4145 TRILLIUM LANE EAST MINNETRISTA MN ZIP+4 55364			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

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

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
MARY ANDERSON 4145 TRILLIUM LANE EAST MINNETRISTA, MN 55364	DIRECTOR 0	0	0	0
MICHAEL ANDERSON 10400 VIKING DRIVE SUITE 240 EDEN PRAIRIE, MN 55344	DIRECTOR 0	0	0	0
JOHN HOULE 10400 VIKING DRIVE SUITE 240 EDEN PRAIRIE, MN 55344	DIRECTOR 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
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
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	
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 NOT APPLICABLE	
2	
All other program-related investments. See page 24 of the 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	382,486
b	Average of monthly cash balances.	1b	30,316
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	412,802
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	0
3	Subtract line 2 from line 1d.	3	412,802
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	6,192
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	406,610
6	Minimum investment return. Enter 5% of line 5.	6	20,331

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	20,331
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	195
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	195
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	20,136
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	20,136
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	20,136

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	18,000
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	18,000
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	18,000
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				20,136
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 2009 , 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008. 600				
c From 2009.				
d From 2010.				
e From 2011. 3,489				
f Total of lines 3a through e.	4,089			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 18,000				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				18,000
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).)	2,136			2,136
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,953			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,953			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . . 1,953				
e Excess from 2012. . . .				

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

NA

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

NA

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 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

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	5,749	
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	4,326	
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). .				10,075	
13 Total. Add line 12, columns (b), (d), and (e).			13		10,075

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash. (2) Other assets. b Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		Yes	No
	1a(1)		No
	1a(2)		No
	1b(1)		No
	1b(2)		No
	1b(3)		No
	1b(4)		No
	1b(5)		No
1b(6)		No	
1c		No	

[illegible]

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

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 or fiduciary) is based on all information of which preparer has any knowledge.		
	*****	2013-05-20	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	THOMAS M BOESEN	THOMAS M BOESEN			
	Firm's name ☐	SIMMA FLOTTEMESCH & ORENSTEIN LTD 2700 ATT TWR 901 MARQUETTE AVE		Firm's EIN ☐	
	Firm's address ☐	MINNEAPOLIS, MN 55402		Phone no (612) 337-8100	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization DEAN R ANDERSON FAMILY FOUNDATION	Employer identification number 41-1953725
--	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization DEAN R ANDERSON FAMILY FOUNDATION	Employer identification number 41-1953725
--	---

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	ZINPRO CORPORATION 10400 VIKING DRIVE EDEN PRAIRIE, MN 55344	\$ 80,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization DEAN R ANDERSON FAMILY FOUNDATION	Employer identification number 41-1953725
--	---

Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization DEAN R ANDERSON FAMILY FOUNDATION	Employer identification number 41-1953725
--	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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

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

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

TY 2012 Accounting Fees Schedule

Name: DEAN R ANDERSON FAMILY FOUNDATION

EIN: 41-1953725

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,395			

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

Name: DEAN R ANDERSON FAMILY FOUNDATION

EIN: 41-1953725

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: DEAN R ANDERSON FAMILY FOUNDATION

EIN: 41-1953725

TY 2012 Land, Etc. Schedule**Name:** DEAN R ANDERSON FAMILY FOUNDATION**EIN:** 41-1953725

TY 2012 Other Assets Schedule**Name:** DEAN R ANDERSON FAMILY FOUNDATION**EIN:** 41-1953725

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
2,944 LONGLEAF PTNR INT'L FUND	67,118	76,301	64,607
2,209 OAKMARK FUND	90,854	107,531	125,609
4,368 WINTERGREEN FUND	51,966	72,245	86,420
2,796 THIRD AVENUE FOCUSED FND	32,996	0	0
3,561 VANGUARD S/T INVESTMENT	60,577	96,658	98,401
722 THIRD AVE INT'L VALUE	10,390	10,497	12,574
2032 HUSSMAN STRATEGIC TOTAL	25,336	46,519	45,466

TY 2012 Other Income Schedule

Name: DEAN R ANDERSON FAMILY FOUNDATION

EIN: 41-1953725

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND			

TY 2012 Taxes Schedule

Name: DEAN R ANDERSON FAMILY FOUNDATION

EIN: 41-1953725

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	321	321		

Charles SCHWAB

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

**TAX YEAR 2012
FORM 1099 COMPOSITE
& YEAR-END SUMMARY**

Date Prepared: February 8, 2013

Recipient's Name and Address

02/09-675355-DT2E0629 *1-S-5
DEAN R ANDERSON
FAMILY FOUNDATION
6681 AMBERWOOD LANE
CHANHASSEN MN 55317

Your Independent Investment Manager and/or Advisor

MURPHY POHLAD ASSET MANAGEMENT
5385 OLD SHADY OAK RD STE 200
EDEN PRAIRIE MN 55344
(952) 948-2300

The custodian of your brokerage account is Charles Schwab & Co., Inc.

Items for Attention

- Some companies have not confirmed the final status of their distributions for tax reporting at this time. Should Schwab receive updated information for your security, CORRECTED Form(s) 1099 may be delivered to you.
- Starting 2012 tax year, S corporations will receive Form 1099-B for tax reporting of gross proceeds from the sale of covered securities that are acquired on or after January 1, 2012.
- Please refer to the enclosed insert(s) for additional information.

Important Official IRS Form(s) 1099 Enclosed

The report in this package contains your income tax return documents and year-end summary. Please retain this package for tax preparation purposes.

For tax advice, please consult with a qualified tax advisor, CPA, financial planner, or investment manager. Independent investment advisors are not owned by, affiliated with, or supervised by Schwab.

To contact Schwab:

If you have any questions or need additional information about your Form(s) 1099 or your year-end summary, please call your advisor directly, or call Schwab Alliance™ at 1-800-515-2157.

To contact the IRS:

Tax questions for individuals: 1-800-829-1040
Tax questions for businesses: 1-800-829-4933
To order tax forms or publications: 1-800-829-3676
To pay taxes by credit card: 1-888-272-9829

For additional information and to print forms and publications, visit www.irs.gov.



charles SCHWAB
Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

**TAX YEAR 2012
FORM 1099 COMPOSITE
& YEAR-END SUMMARY**

Date Prepared: February 8, 2013

Your Form 1099 Composite may include the following Internal Revenue Service (IRS) forms: 1099-DIV, 1099-INT, 1099-MISC, 1099-B and 1099-CID. You'll only receive the form(s) that apply to your particular financial situation and please keep for your record. Please note that information in the Year-End Summary is not provided to the IRS. It is provided to you as additional tax reporting information you may need to complete your tax return.

Table of Contents	Page
FORM 1099 COMPOSITE.....	3
Form 1099-B.....	3
Notes for your Form 1099-B.....	5
YEAR-END SUMMARY	6
Realized Gain or (Loss).....	6
Short-Term Realized Gain or (Loss).....	6
Long-Term Realized Gain or (Loss).....	7
Realized Gain or (Loss) Summary.....	9
Notes for Your Realized Gain or (Loss).....	10
Cost Basis Disclosure.....	11
Terms and Conditions.....	13

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

TAX YEAR 2012
FORM 1099 COMPOSITE

Charles SCHWAB

Date Prepared: February 8, 2013

Recipient's Name and Address

DEAN R ANDERSON
FAMILY FOUNDATION
6681 AMBERWOOD LANE
CHANHASSEN MN 55317
Taxpayer ID Number: 41-1953725
Account Number: 8101-3151

Payer's Name and Address

CHARLES SCHWAB & CO., INC.
211 MAIN STREET
SAN FRANCISCO, CA 94105
Telephone Number: (800) 515-2157
Federal ID Number: 94-1737782

Proceeds from Broker Transactions — 2012

Form 1099-B

Department of the Treasury-Internal Revenue Service

Copy B for Recipient (OMB No. 1545-0715)

1c-Type of gain or loss: Short-term (Report on Form 8949, Part I, with **Box A** checked.)

6b-Basis reported to IRS

SHORT-TERM HOLDING PERIOD
COST BASIS IN THIS SECTION IS REPORTED TO THE IRS

8-Description	CUSIP Number 1d-Stock or other symbol	1b-Date of acquisition 1a-Date of sale or exchange	2a-Sales price of stocks, bonds, etc. (less commissions and options premiums) 1e-Quantity sold	3-Cost or other basis	5-Wash sale loss disallowed	4-Federal income tax withheld
THIRD AVENUE FOCUSED CREDIT FD	884116708	S	1,156.73	1,142.09	0.00	0.00
INST C	TFCIX	08/20/12	115.50			
Security Subtotal			1,156.73	1,142.09	0.00	0.00
Total Short-Term (Cost basis is reported to the IRS)			1,156.73	1,142.09		

Total Short-Term Sales Price of Stocks, Bonds, etc.

1,142.09

Total Sales Price of Stocks, Bonds, etc.

1,156.73

Total Federal Income Tax Withheld

0.00

Please see the "Notes for Your Form 1099-B" section for additional explanation of this Form 1099-B report.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Charles SCHWAB

INSTRUCTIONS FOR RECIPIENTS OF FORM 1099

We are required by the Internal Revenue Service ("IRS") to furnish the appropriate Forms 1099-DIV, 1099-INT, 1099-MISC, 1099-OID and 1099-B to you. The amounts listed on this composite form represent dividends, interest, and/or other reportable payments made or credited to you through your brokerage account during 2012. This information will be reported to the IRS.

1099-B: Proceeds from Broker Transactions

Brokers and barter exchanges must report proceeds from transactions to you and the IRS on Form 1099-B. Reporting is also required when your broker knows or has reason to know that a corporation in which you own stock has had a reportable change in control or capital structure. You may be required to recognize gain from the receipt of cash, stock, or other property that was exchanged for the corporation's stock, if your broker reported this type of transaction to you, the corporation is identified in box 8.

Recipient's identification number.

For your protection, this form may show only the last four digits of your social security number (SSN), individual taxpayer identification number (ITIN), or adoption taxpayer identification number (ATIN). However, the issuer has reported your complete identification number to the IRS and, where applicable, to state and/or local governments.

Account number.

May show an account or other unique number the payer assigned to distinguish your account.

CUSIP number.

For broker transactions, may show the CUSIP (Committee on Uniform Security Identification Procedures) number of the item reported.

Box 1a.

Shows the trade date of the sale or exchange. For short sales, the date shown is the date the security was delivered to close the short sale. For aggregate reporting in boxes 9 through 12, no entry will be present.

Box 1b.

This box may be blank if the securities are noncovered or if the securities sold were acquired on a variety of dates. For short sales, the date shown is the date you acquired the security delivered to close the short sale.

Box 2a.

Shows the aggregate cash proceeds from transactions involving stocks, bonds, other debt obligations, commodities, or forward contracts. May show the proceeds from the disposition of your interest(s) in a widely held fixed investment trust. May also show the aggregate amount of cash and the fair market value of any stock or other property received in a reportable change in control or capital structure arising from the corporate transfer of property to a foreign corporation. Losses on forward contracts are shown in parentheses. This box does not include proceeds from regulated futures contracts.

The broker must indicate whether the sales price or the sales price less commissions (including transfer taxes) and option premiums was reported to the IRS. Report this amount on Form 8949 as explained in the instructions for Schedule D (Form 1040).

Box 2b.

If checked, you cannot take a loss on your tax return based on gross proceeds from a reportable change in control or capital structure reported in box 2a. Do not report this loss on Form 8949 or Schedule D. The broker should advise you of any losses on a separate statement.

Box 3.

Shows the cost or other basis of securities sold. If securities are noncovered, box 3 may be blank. See the Schedule D (Form 1040) instructions or Pub. 550 for details about basis.

Box 4.

Shows backup withholding. Generally, a payer must backup withhold if you did not furnish your taxpayer identification number to the payer. See Form W-9 for information on backup withholding. Include this amount on your income tax return as tax withheld.

Box 5.

Shows the amount of nondeductible loss in a wash sale transaction. For details on wash sales, see the Schedule D (Form 1040) instructions and Pub. 550.

Box 6a.

The securities sold were noncovered securities and boxes 1b, 1c, 3, and 5 may be blank. Generally, a noncovered security means: a security other than stock; stock purchased before 2011; stock in most mutual funds and other regulated investment companies purchased before 2012; and stock purchased in or transferred to a dividend reinvestment plan before 2012.

Box 6b.

The basis in box 3 has been reported to the IRS.

Box 8.

Shows a brief description of the item or service for which the proceeds or bartering income is being reported. For regulated futures contracts and forward contracts, "RFC" or other appropriate description may be shown. For a corporation that had a reportable change in control or capital structure, this box may show the class of stock as C (common), P (preferred), or O (other).

Boxes 13-15.

Shows state income tax withheld.

Taxpayer ID Number: 41-1953725

Date Prepared: February 8, 2013

Notes for your Form 1099-B

Schwab has provided cost basis information whenever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. When value for the report is unavailable, it is noted as follows: "Missing" or "Not Provided"

- Not Provided** Schwab is not providing Cost Basis on this security type.
- Missing** Cost Basis may be missing due to one of the following reasons:
- Cost basis data may not be available for a number of reasons (for example, the security was purchased outside of Schwab and we did not receive cost basis from the transferring firm).
 - The security was purchased more than 10 years ago.

Acquisition Date If there is more than one lot in a sell transaction, the acquisition date for the individual lot in the transaction can be found in the Realized Gain Loss section of the Year End Summary.

(1) If the acquisition date is blank, your self transaction included multiple tax lots purchased on different acquisition dates within the same holding period and covered/non-covered status. The lots in the transaction are rolled up into a single sell transaction and thus **Box 1b-Date of Acquisition** will be blank.

(2) If the cost basis is missing or not provided, a short-term holding period may have been applied for a position that may have been held long term.

Symbol Box (1c) Type of Gain or Loss

Long-term Long-Term Realized Gain or Loss has a holding period greater than one year.
Short-term Short-Term Realized Gain or Loss has a holding period of one year or less.

**Activity Codes (Not reported to the IRS)

C = Cash in Lieu E = Exchange P = Principal S = Sale T = Tender
CV = Conversion M = Cash Merger MT = Maturity R = Redemption SS = Short Sale

- The cost basis and basis adjustments for covered securities are reported to the IRS.
- Gross Proceeds from each of your security transactions are reported individually to the IRS.
- Gross Proceeds in aggregate are not reported to the IRS and should not be so reported on your tax return.

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

TAX YEAR 2012 YEAR-END SUMMARY

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return. Date Prepared: February 8, 2013

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099-B as "cost basis is reported to the IRS." Report on Form 8949, Part I, with Box A checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
THIRD AVENUE FOCUSED	884116708	61.05	03/20/12	08/20/12	\$ 611.41	\$ 611.73	\$ 0.00	\$ (0.32)
THIRD AVENUE FOCUSED	884116708	54.45	06/19/12	08/20/12	\$ 545.32	\$ 530.36	\$ 0.00	\$ 14.96
Security Subtotal				\$	\$ 1,156.73	\$ 1,142.09	\$ 0.00	\$ 14.64
Total Short-Term (Cost basis is reported to the IRS)				\$	\$ 1,156.73	\$ 1,142.09	\$ 0.00	\$ 14.64

Short-Term Realized Gain or (Loss)

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
THIRD AVENUE FOCUSED	884116708	56.88	09/20/11	08/20/12	\$ 569.72	\$ 584.24	\$ 0.00	\$ (14.52)
THIRD AVENUE FOCUSED	884116708	62.77	12/20/11	08/20/12	\$ 628.68	\$ 591.35	\$ 0.00	\$ 37.33
THIRD AVENUE FOCUSED	884116708	69.52	12/20/11	08/20/12	\$ 696.24	\$ 654.90	\$ 0.00	\$ 41.34

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return.

Date Prepared: February 8, 2013

Short-Term Realized Gain or (Loss) (continued)

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
THIRD AVENUE FOCUSED	884116708	78.92	12/20/11	08/20/12	\$ 790.40	\$ 743.45	\$ 0.00	\$ 46.95
Security Subtotal					\$ 2,685.04	\$ 2,573.94	\$ 0.00	\$ 111.10
Total Short-Term (Transactions are not reported on Form 1099-B or to the IRS)								
					\$ 2,685.04	\$ 2,573.94	\$ 0.00	\$ 111.10

Total Short-Term

					\$ 3,841.77	\$ 3,716.03	\$ 0.00	\$ 125.74
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Long-Term Realized Gain or (Loss)

The transactions in this section are not reported on Form 1099-B or to the IRS Report on Form 8949, Part II, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
THIRD AVENUE FOCUSED	884116708	970.94	10/20/09	08/20/12	\$ 9,723.78	\$ 10,000.00	\$ 0.00	\$ (276.22)
THIRD AVENUE FOCUSED	884116708	0.54	12/22/09	08/20/12	\$ 5.48	\$ 5.71	\$ 0.00	\$ (0.23)
THIRD AVENUE FOCUSED	884116708	11.12	12/22/09	08/20/12	\$ 111.41	\$ 116.03	\$ 0.00	\$ (4.62)
THIRD AVENUE FOCUSED	884116708	1,603.60	01/26/10	08/20/12	\$ 16,059.60	\$ 17,000.00	\$ 0.00	\$ (940.40)
THIRD AVENUE FOCUSED	884116708	31.21	03/23/10	08/20/12	\$ 312.63	\$ 336.21	\$ 0.00	\$ (23.58)
THIRD AVENUE FOCUSED	884116708	45.59	06/22/10	08/20/12	\$ 456.63	\$ 484.23	\$ 0.00	\$ (27.60)
THIRD AVENUE FOCUSED	884116708	46.16	09/21/10	08/20/12	\$ 462.34	\$ 505.98	\$ 0.00	\$ (43.64)
THIRD AVENUE FOCUSED	884116708	1.29	12/21/10	08/20/12	\$ 12.98	\$ 14.41	\$ 0.00	\$ (1.43)
THIRD AVENUE FOCUSED	884116708	24.19	12/21/10	08/20/12	\$ 242.34	\$ 269.08	\$ 0.00	\$ (26.74)

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

**TAX YEAR 2012
YEAR-END SUMMARY**

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

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Date Prepared: February 8, 2013

Long-Term Realized Gain or (Loss) (continued)

The transactions in this section are not reported on Form 1099-B or to the IRS. Report on Form 8949, Part II, with Box C checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
THIRD AVENUE FOCUSED	884116708	61.44	12/21/10	08/20/12	\$ 615.34	\$ 683.26	\$ 0.00	\$ (67.92)
THIRD AVENUE FOCUSED	884116708	41.58	03/22/11	08/20/12	\$ 416.48	\$ 475.34	\$ 0.00	\$ (58.86)
THIRD AVENUE FOCUSED	884116708	47.42	06/21/11	08/20/12	\$ 474.92	\$ 532.07	\$ 0.00	\$ (57.15)
Security Subtotal				\$	\$ 28,893.93	\$ 30,422.32	\$ 0.00	\$ (1,528.39)
Total Long-Term (Transactions are not reported on Form 1099-B or to the IRS)								
				\$	\$ 28,893.93	\$ 30,422.32	\$ 0.00	\$ (1,528.39)
Total Long-Term								
				\$	\$ 28,893.93	\$ 30,422.32	\$ 0.00	\$ (1,528.39)

Charles SCHWAB

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

**TAX YEAR 2012
YEAR-END SUMMARY**

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Date Prepared: February 8, 2013

Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) (Cost basis is reported to the IRS. Report on Form 8949, Part I, with Box A checked.)	1,156.73 \$	1,142.09 \$	0.00 \$	14.64
Total Short-Term Realized Gain or (Loss) (Transactions are not reported on Form 1099-B or to the IRS. Report on Form 8949, in either Part I or Part II as appropriate, with Box C checked.)	2,665.04 \$	2,573.94 \$	0.00 \$	111.10
Total Short-Term Realized Gain or (Loss)	3,841.77 \$	3,716.03 \$	0.00 \$	125.74
Total Long-Term Realized Gain or (Loss) (Transactions are not reported on Form 1099-B or to the IRS. Report on Form 8949, Part II with Box C checked.)	28,893.93 \$	30,422.32 \$	0.00 \$	(1,528.39)
Total Long-Term Realized Gain or (Loss)	28,893.93 \$	30,422.32 \$	0.00 \$	(1,528.39)
TOTAL REALIZED GAIN OR (LOSS)	32,735.70 \$	34,138.35 \$	0.00 \$	(1,402.65)

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return.

Date Prepared: February 8, 2013

Notes for Your Realized Gain or (Loss)

Schwab has provided realized gain and loss information whenever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.

When value for the report is unavailable, it is noted as follows: "Missing" or "Not Provided"

**Not
Provided**

Schwab is not providing Cost Basis on this security type .

Missing

Cost Basis may be missing due to one of the following reasons:

- Cost basis data may not be available for a number of reasons (for example, the security was purchased outside of Schwab and we did not receive cost basis from the transferring firm).
- The security was purchased more than 10 years ago.

**Acquisition
Date**

If the cost basis is missing or not provided, a short-term holding period may have been applied for a position that may have been held long term.

Date Prepared: February 8, 2013

Charles SCHWAB

COST BASIS DISCLOSURE

Changes to Cost Basis Reporting Requirements

Starting with the 2011 tax year, Charles Schwab & Co. will begin reporting adjusted cost basis to you and the IRS on your Form 1099-B for covered securities in your taxable brokerage accounts that you sell and that are covered by the new Emergency Economic Stabilization Act regulations. In the event of transfers of securities, we are also required to report adjusted cost basis information to other custodians for covered securities transferred to them.

Schwab will treat securities as covered when they are acquired on or after the following effective dates:

- January 1, 2011 for stocks and other equities
- January 1, 2012 for mutual funds, ETFs, and Dividend Reinvestment Plan ("DRIP") shares
- January 1, 2014 for other securities (e.g., fixed income and options)

Because these new reporting requirements could impact the cost basis used to compute your taxable gains and losses, it's important to understand when and how they will apply to you. The information in this document is intended as informational only and is not individualized tax advice. Schwab does not provide tax advice and encourages you to consult with your tax professional to understand how the new reporting requirements will affect you and your tax situation.

What Does This Mean for You

1. When you sell covered securities, as described above, Schwab will be required to report details about your cost basis to you and the IRS on Form 1099-B. You will continue to be responsible for reporting all cost basis information for both covered and uncovered securities to the IRS on your tax returns.
2. Unless you've indicated otherwise, Schwab will calculate your gains and losses using the IRS default cost basis method of Average Cost for mutual funds and FIFO (First In, First Out) for all other securities. It is your responsibility to choose the cost basis method appropriate to your tax situation. See "Cost Basis Methods" for the methods offered by Schwab.
3. When you sell a security, the cost basis method used to calculate your gain or loss cannot be changed after your trade settles. So it's important to consider the tax implications at the time of trade.

What is Cost Basis?

Cost basis is the original purchase price you paid for a security plus commissions and any fees. Adjusted cost basis includes any other adjustments to the price. Adjusted cost basis also includes any adjustments due to wash sales, amortization, accretion, and corporate actions.

Your realized gain/loss on a security is determined by subtracting the adjusted cost basis from the sales proceeds in an account less commissions and fees.

For covered securities that were not both purchased and sold at Schwab, Schwab calculates cost basis using data that you have provided to us or that we have

obtained from third-party sources such as your prior custodian or another third-party source. Because the accuracy of cost basis data depends upon these third-party inputs, we are not able to guarantee the availability, accuracy, or completeness of such cost basis data on transactions that did not occur at Schwab. If we are not provided with adequate information to report cost basis data for covered securities that were not both purchased and sold at Schwab, those securities will be considered uncovered and the cost basis will not be reported to the IRS even if acquired after the effective date.

Cost Basis Methods

It is your responsibility to choose the cost basis method appropriate to your tax situation. Failure to select the proper cost basis method may cause you to pay more tax than necessary. Schwab does not provide tax advice and encourages you to consult with your tax professional regarding this decision.

To view and change your default cost basis method on your brokerage account, go to the Service tab on schwab.com, then the Cost Basis Method page in Account Settings. You can also make a change by calling 800-435-4000. If your account is managed by an investment advisor, please call your advisor to make a change.

Default Cost Basis Methods

We apply the IRS default method of Average Cost for your mutual funds and the default method of FIFO (First In, First Out) to all other securities unless you inform us of a preferred method.

FIFO

Shares you acquired first are sold first

Average Cost

Cost is derived by dividing the total dollar amount invested in a particular fund position by the number of shares held prior to the trade date. Shares are removed in FIFO order.

Cost Basis Methods Offered by Schwab:

You may select a different cost basis method for your brokerage account other than the default methods described above. The following cost basis methods are offered by Schwab:

FIFO (First In, First Out) Shares you acquired first are sold first

LIFO (Last In, First Out) Shares you acquired last are sold first

HCOST (High Cost) Shares with the highest cost are sold first

LCOST (Low Cost) Shares with lowest cost are sold first

Average Cost
(mutual funds only)

Cost is derived by dividing the total dollar amount invested in a particular fund position by the number of shares held prior to the trade date. Shares are removed in FIFO order.

Specific Identification

The IRS allows taxpayers to identify specific lots to be sold. Such identification must be made with the broker at the time of trade and no later than close of business on the day the trade settles.

Date Prepared: February 8, 2013

COST BASIS DISCLOSURE (continued)

Tax Lot Optimizer™: Lots are selected and sold with the objective of taking losses first (short-term then long-term) and gains last (long-term then short-term). Lots are sold in this order:

- Short Term Losses**
Lots that reflect a short term loss are sold first, beginning with lots that generate the greatest short term loss down to the least short term loss
- Long Term Losses**
Lots that reflect a long term loss are sold, beginning with lots that generate the greatest long term loss down to the least long term loss
- Short Term No Gains or Losses**
Short term lots that reflect no gain or loss
- Long Term No Gains or Losses**
Long term lots that reflect no gain or loss
- Long Term Gains**
Lots that reflect a long term gain, beginning with lots that generate the least long term gain up to the greatest long term gain
- Short Term Gains**
Lots that reflect a short term gain, beginning with lots that generate the least short term gain up to the greatest short term gain

The cost basis method used to determine the gain/loss of a trade cannot be changed after the trade settles. If Schwab does not receive a specific instruction by the end of settlement date, we will use the current cost basis method you have selected for your account or the default cost basis method if you have made no alternate selection to calculate the gain/loss that is reported to you and the IRS at the end of year.

The Internal Revenue Service does not recognize LIFO, HCOST, LCOST and Tax Lot Optimizer as accounting methods, but it does recognize standing instructions to sell lots as adequate identification for reporting gains/losses.

Cost Basis Adjustments

Cost basis is generally based on your purchase price plus commissions and any fees; however the original cost basis may be subject to adjustments that increase or decrease your basis.

Schwab will adjust the cost basis of securities in your brokerage account in the following circumstances:

Wash Sales: If you sell shares at a loss and buy additional shares in the same security 30 days before or after that date (61-day range), you may not claim the loss on your tax return until you sell the new shares. If a wash sale occurs, the loss is disallowed for federal income tax purposes but may be added to the cost basis of the purchased shares. Schwab will adjust the cost basis and holding period of shares when a wash sale occurs within an account as a result of a purchase of an identical security with the same CUSIP. It's important to note that the wash sale reporting requirements for you as a taxpayer are different and broader than the reporting requirements for Schwab. For more details on your wash sale reporting requirements, please see IRS publication 550 or speak with your tax professional.

Corporate Actions: In some instances corporate actions can affect cost basis of your securities. Regulations require issuers to provide statements describing the effects of a corporate action on the cost basis of a security. Schwab will adjust cost basis for corporate actions based on the information provided in the issuer statement.

Amortization/Accretion: Year-to-Date Amortization and Accretion is provided only for bonds held on 12/31. If you purchased a bond at par or transferred the security before year end no figure will be displayed.

Return of Capital Payments: Cost basis will be reduced for any return of capital (principal) distributions.

Option Adjustments: Schwab will adjust the cost basis or realized gain/loss (proceeds) of the underlying security for option assignments and exercises (by factoring the premium paid or received).

Inheritance: Schwab will adjust the cost basis of securities that have been inherited based on the fair market value on the date of death unless alternate instructions are received from an authorized representative of the estate.

Gifts: Shares will be gifted based on your default cost basis method unless otherwise specified with a given purchase date and cost prior to the gift transfer. Schwab will track the fair market value and gift date in addition to the donor's adjusted cost basis and will apply IRS gift rules at the time of sale to determine gain or loss.

You will still be required to track and make adjustments to your securities as it is possible that you could have other situations that require cost basis adjustments that Schwab is not required to report.

Restricted Stock Awards: If you filed an election pursuant to IRC Section 83(b) on a Restricted Stock Award issued by your employer, a different cost basis may apply to shares vested from that award than the cost basis reported on this statement. Please consult with your personal tax advisor to understand the tax implications.

Acquisition date: If cost basis is missing or not provided, a short-term holding period may have applied for position that may have been held long term.

Please Note: This information is not intended to be a substitute for specific individualized tax, legal or investment planning advice. Where specific advice is necessary or appropriate, Schwab recommends consulting with a qualified tax advisor, CPA, financial planner or investment manager, independent investment advisors are not owned by, affiliated with, or supervised by Schwab.

Foreign investors should note that the information provided is from a U.S. tax perspective. The information provided may or may not have relevance in other jurisdictions.

Contact Us

If you have any questions or need more information about the cost basis methods or terminology in this Disclosure Statement, please call us at 1-800-435-4000. If your account is managed by an investment advisor, please call Schwab Alliance at 1-800-515-2157.

Schwab One® Account of
DEAN R ANDERSON
FAMILY FOUNDATION

Account Number
8101-3151

**TAX YEAR 2012
FORM 1099 COMPOSITE
& YEAR-END SUMMARY**

Charles SCHWAB

Date Prepared: February 8, 2013

TERMS AND CONDITIONS

GENERAL INFORMATION

Form 1099 Composite

For U.S. taxpayers, the information reported to you on Form 1099 is given to the Internal Revenue Service (IRS). Form 1099 Composite is comprised of the following substitute forms: 1099-DIV, 1099-INT, 1099-MISC, 1099-OID, and 1099-B. The form(s) you receive in Form 1099 Composite depends on the income reportable to the IRS.

Year-End Summary

The information in the Year-End Summary is provided to you as a courtesy, should you need additional information when completing your tax return. When relevant, IRS box numbers are referenced to indicate individual items that make up the totals appearing on your Form(s) 1099. With the exception of the totals reported in the IRS box numbers referenced, Charles Schwab does not provide the details of the Year-End Summary to the IRS.

We recommend that all customers consult their investment and tax advisors prior to using this information.

Corrected Form 1099 and Year-End Summary

We are required to send you a corrected form with the revisions clearly marked when we receive updates or revisions to information contained in the form. This generally occurs if one or more of the issuers of the securities in your account reallocated certain income distribution (e.g., dividends or capital gains) after we mailed your original Form 1099. As a result, the supplemental information in Year-End Summary may be updated.

Upon receiving the corrected form, you may want to consider filing an amended return based on the changes in your taxable income as reported on your corrected Form 1099. We suggest that you consult with a qualified tax advisor, CPA, financial planner, or investment manager before you proceed.

Duplicate Form 1099 and Year-End Summary

If you request a duplicate Form 1099, please be aware that Schwab uses the most up-to-date information available at the time of the production. Thus, your duplicate Form 1099 and Year-End Summary may have more up-to-date information than the original Form 1099.

Realized Gain or (Loss) in Year-End Summary

Realized Gain or (Loss) section provides information for all your realized gain or (loss) transactions during the tax year. It contains all transactions included in the Form 1099-B as well as transactions that are not reported on Form 1099-B (for example: sales and expirations of option activities, cash in lieu under \$20, negative or zero proceed sales, bankruptcy, and worthless securities). This supplemental information is believed to be accurate as of the date the data was compiled but they may not be updated for any corrections after the data was initially compiled.

IN CASE OF QUESTIONS: If you have questions about this report or about specific Schwab accounts or Schwab One® transactions (other than wire transfers or check transactions), contact Schwab at 1-800-435-4000. If you have a complaint regarding your Schwab statement or our products or services, please write to the Client Advocacy Team at Charles Schwab & Co., Inc., Attention: Client Advocacy Team, 211 Main St., San Francisco, CA 94105. Outside of the U.S., call +1-415-667-5009.

For Clients of Investment Advisors

The Year-End Summary in this report is furnished solely by Charles Schwab & Co., Inc. ("Schwab") for your account at Schwab ("Account"). Schwab Advisor Services™ is a division of Charles Schwab & Co., Inc. and provides back-office brokerage and related services to independent investment advisors and retirement plan providers. Unless otherwise defined herein, capitalized terms have the same meanings as in your Account Agreement. Schwab is a registered broker-dealer and, other than an affiliated company that may act as an investment advisor for the Sweep Funds, is not affiliated with your investment advisor, whose name appears on this report ("Advisors"). Advisors are independently owned and operated. Schwab neither endorses nor recommends any particular Advisor or investment strategy and has no responsibility to monitor trading by any Advisor in your Account. Advisors provide investment advisory services for your Account. Schwab provides brokerage and custody for your Account. Schwab has agreements with Advisors under which Schwab provides Advisors with institutional trading, custody and related services, and products. Not all of these products and services may benefit your Account, and Schwab may provide them to Advisors on the Advisors' commitment to place a certain amount of its clients' assets in brokerage accounts at Schwab within a certain period of time. This commitment could influence an Advisor's recommendation or requirement that its clients establish brokerage accounts at Schwab.