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- Form 990-PF

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

Treated as a Private Foundation

OMB No 1545-0052

Dep	Open to Public Inspection								
_		enue Service	or tax year begin		to use a copy of this retu	nd ending	porting	requirements	Open to Fabric Inspection
		foundation		<u>.</u>	, a		la E	malayar yantıfınatını	
			4DLO				^ =	mployer identification	
		JSEN, F C FOR N	VIPLS Coumber if mail is not o	tolmered to street as	Idroce)	Room/suite	В Т	41-601 elephone number (see ii	
		•			,	}	"		·
		wn, state, and ZIP cod		TN indepndent	e Mall E MACY1372	<u></u>	-	(888) 73	
	•	•			DA	10106 0110	CIF	exemption application is	pending, check here ▶
	ladel	pnia ck all that apply	[] leutral satura		PA	19106-2112	┨		
G	Cile	ck all tital apply	Initial return	<u> </u>	al return of a former p ended return	public charity	יין	Foreign organizations, of	check here
			X Address ch				2	Foreign organizations in check here and attach of	
<u> </u>	Char	-l. bf			ne change		1	check here and allach (computation
	_	_	_		mpt private foundation			private foundation status	
<u> </u>					Other taxable private		un	der section 507(b)(1)(A)	check here
- 1			all assets at end			n	J	he foundation is in a 60-	_
		ear (from Part II, d 16) ▶ \$		Other (sp	d) must be on cash bas	ere)	"	der section 507(b)(1)(B)	, check here
P:	rt I		venue and Exper			Ĭ	Ь		(d) Disbursements
		•	(b), (c), and (d) may no	*	(a) Revenue and expenses per	(b) Net investr	nent	(c) Adjusted net	for charitable
			nn (a) (see instructions		books	income		income	purposes (cash basis only)
_	1	Contributions offs of	grants etc , received (a	attach schedule)					(equi) Beele emy)
	2		oundation is not require			` <u>`</u>			
	3		s and temporary ca						
	4	Dividends and inte	erest from securities	i	1,850		1,813		
	5 a	Gross rents							
a	b	Net rental income	or (loss)						
2	6 a		from sale of assets		1,846				
Revenue	b		r all assets on line 6a						
ď		, <u> </u>	ncome (from Part IV	, (ine 2)			1,846		
	8	Net short-term cap	. •			<u> </u>			
	9	Income modificati I Gross sales less retu	1		 _				
	Ι.	Less Cost of goo	1						
	i .		ss) (attach schedule	•)					
	11	Other income (att	• •	,					
	12	Total. Add lines	•		3,696		3,659		0
	13	Compensation of	officers, directors, tr	ustees, etc	1,193		895		298
enses	14	Other employee s	alaries and wages	·					
	15	Pension plans, en	nployee benefits						
ď	16 a	Legal fees (attach	schedule)						
29	b	Accounting fees (attach schedule)		800				800
Operating NED Administrative Exp	c		il fees (attach sched	lule)					
F-10	17	Interest							
Zi.	18		edule) (see instructi		28		28		
Œ	19 20	Depreciation (atta	ch schedule) and de	epietion					
A	21	Travel, conference	es and meetings						
T.P.	22	Printing and public	_						
Z	23	Other expenses (a			25			· · · · · · · · · · · · · · · · · · ·	25
SE	24		and administrative	expenses.		<u> </u>			
3		Add lines 13 throu		•	2,046		923		0 1,123
Ug	25	Contributions, gifts	-		1,440				1,440
0	26	Total expenses and	disbursements Add li	nes 24 and 25	3,486		923		0 2,563
	27	Subtract line 26 fr	om line 12						
	a	Excess of revenue of	over expenses and dis	bursements	210				
	b	Net investment i	ncome (if negative,	enter -0-)			2,736		
	C	Adjusted net inc	ome (if negative, en	ter -0-)					0

Forn	n 990-P	PF (2012) VAN DUSEN, F C FOR MPLS	41-6011973 Page						
Da	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	f year				
HC.		should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value				
	1	Cash—non-interest-bearing	49	94	94				
	2	Savings and temporary cash investments	2,475	1,971	1,971				
	3	Accounts receivable							
	1	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 instructions)							
	7	Other notes and loans receivable (attach schedule)							
		Less allowance for doubtful accounts	j						
S	8	Inventories for sale or use			·				
Assets	9	Prepaid expenses and deferred charges							
S		a Investments—U.S. and state government obligations (attach schedule)							
4	1	b Investments—corporate stock (attach schedule)							
	1	C Investments—corporate stock (attach schedule)							
	11								
	''								
	12	Less accumulated depreciation (attach schedule)							
	13	Investments—mortgage loans	69,677	70,113	80,780				
	14	Investments—other (attach schedule)	03,077	70,113	00,700				
	'*	Land, buildings, and equipment basis							
	4.5	Less accumulated depreciation (attach schedule)							
	15	Other assets (describe							
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	72,201	70 470	82,845				
	17		12,201	72,178	02,043				
		Accounts payable and accrued expenses							
es	18	Grants payable							
≝	19	Deferred revenue							
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons							
Ë	21	Mortgages and other notes payable (attach schedule)							
	22	Other liabilities (describe Total liabilities (add lines 17 through 22)	0	0					
	23		U U						
Ś		Foundations that follow SFAS 117, check here							
alances		and complete lines 24 through 26 and lines 30 and 31.	,						
<u>a</u>	24	Unrestricted							
Ba	25	Temporarily restricted							
ᇴ	26	Permanently restricted							
Net Assets or Fund B		Foundations that do not follow SFAS 117, check here	İ						
LL.		and complete lines 27 through 31							
0	27	Capital stock, trust principal, or current funds	72,201	72,178					
ä	28	Paid-in or capital surplus, or land, bldg, and equipment fund							
SS	29	Retained earnings, accumulated income, endowment, or other funds							
٧	30	Total net assets or fund balances (see instructions)	72,201	72,178					
Š	31	Total liabilities and net assets/fund balances (see							
		instructions)	72,201	72,178					
	rt III	Analysis of Changes in Net Assets or Fund Balances							
1		otal 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)							
2	Enter	amount from Part I, line 27a		2	210				
3	Other	r increases not included in line 2 (itemize) See Attached Stateme	<u>nt</u>	3	90				
4		ines 1, 2, and 3		4	72,501				
5		eases not included in line 2 (itemize) ► See Attached Statement	5	323					
6	Total	net assets or fund balances at end of year (line 4 minus line 5)—Part II, co	olumn (b), line 30	6	72,178				

	SEN, F C FOR MPLS					41	-6011973	Page 3
Part IV Capital Gains a	and Losses for Tax on Inve	stmer	nt Incor					
	the kind(s) of property sold (e.g., real est ouse, or common stock, 200 shs MLC C			(b) How acquired P—Purchase D—Donation		Date acquired no day, yr)	(d) Date (mo da	
1a See Attached Statement	····			D—Donation				
b See Attached Statement				·				· · · · · ·
c See Attached Statement								
d See Attached Statement				-				
e See Attached Statement								
(e) Gross sales price	(f) Depreciation allowed (or allowable)			r other basis ense of sale			n or (loss) () minus (g)	
а								
_ b								0
С								0
_ d						<u> </u>		0
_ e								0
Complete only for assets sho	owing gain in column (h) and owned	by the	foundation	on on 12/31/69		(I) Gains (Col	(h) gain minus	5
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69			ss of col (i) (j), if any		col (k), but not Losses (fi	less than -0-) om col (h))	or
a								0
_ b								0
_ с			_					0
_ d								0
_ e								0
2 Capital gain net income o	r (net capital loss) $\begin{cases} If gain, a \\ If (loss), \end{cases}$			rt I, line 7 } rt I, line 7 }	2			1,846
• •	n or (loss) as defined in section							
	i, line 8, column (c) (see instruc	tions)	If (loss),	enter -0-				
in Part I, line 8					3			0
	nder Section 4940(e) for Reprivate foundations subject to							
If section 4940(d)(2) applies, Was the foundation liable for		tributat	ole amou	nt of any year in			☐ Yes [∑	() No
	nount in each column for each				makır	ng any entries		
(a)		year, si	ee ine in		IIIakii	ig any entire.	(d)	
Base period years	(b) Adjusted qualifying distributio	ne	Net value r	(c) of noncharitable-use a	ssets		ribution ratio	
Calendar year (or tax year beginning	g in)	—∔.			\rightarrow	(col (b)	divided by col 1	
<u>2011</u> 2010		3,045 3,305			3,323 3,356			038877 043858
2010		3,294			,567			048041
2008		1,145			,499			053485
2007		+, 140			,499			000000
								000000
2 Total of line 1, column (d))					2	0	184261
3 Average distribution ratio	for the 5-year base period-div	ide the	total on	line 2 by 5, or by	, [
the number of years the fo	oundation has been in existence	e if less	s than 5	years	L	3	0	046065
4 Enter the net value of nor	scharitable-use assets for 2012	from P	art X, lin	e 5	L	4		79,843
5 Multiply line 4 by line 3						5		3,678
	nt income (1% of Part I, line 27I	h)				6		27
7 Add lines 5 and 6		-,			ľ	7		3,705
Add lines 5 and 6					}			5,700
8 Enter qualifying distribution If line 8 is equal to or greathe Part VI instructions	ons from Part XII, line 4 ater than line 7, check the box in	n Part \	VI, line 1	b, and complete	that pa	8 art using a 19	6 tax rate S	2,563 See

Form	990-PF (2012)	VAN DUSEI	N, F C FO	RMPLS							41-601	1973	Pa	age 4
Par	t VI				ne (Section 494	0(a), 49	940(b), 49	940(e), or	1948-	-see				
1 a	Exempt opera	ting foundations	described in	section 4940(d)(2), check here ▶	an	d enter "N	/A" on line 1)					
					attach copy of letter				- 1					ŀ
b					nents in Part V, ch				}	1			55	
		and enter 1% of												
С			enter 2% of	line 27b Exempt	foreign organization	ns ente	r 4%		J					
	of Part I, line 1						0.1			_			^	
		•	itic section 4	947(a)(1) trusts ai	nd taxable foundati	ons only	/ Others e	nter -U-)		2	 		0	
	Add lines 1 an		tio contion i	047(0)(1) trunto o	nd toughla foundat		. Others	nto- O)		<u>3</u>			55	
_	•				nd taxable foundat 3 If zero or less,		•	enter -0-)		5			55	
	Credits/Payme		Joine, Subli	act fille 4 from fille	: 3 11 2010 01 1035, 1	eriter -o-				-			- 55	-
	-		and 2011 ov	erpayment credite	ed to 2012	6a		76						
		n organizations–		• •		6b			,					
	. •	-		me to file (Form 8	868)	6c								
	•	olding erroneous			,	6d								
_	-	nd payments Ad	-	nrough 6d						7			76	l
				mated tax Check	here 🔲 if For	m 2220	is attached	t		8				
9	Tax due. If the	e total of lines 5	and 8 is mor	e than line 7, ente	r amount owed					9			0	
0	Overpayment	t. If line 7 is more	than the to	al of lines 5 and 8	, enter the amoun	t overp	aid			10			21	
1	Enter the amo	unt of line 10 to	be Credite	to 2013 estimat	ed tax		21	Refund	ed 🟲	11	L		0	<u> </u>
ar	t VII-A Stat	ements Reg	arding A	tivities								<u> </u>		
1 a	During the tax	year, did the fou	undation atte	mpt to influence a	iny national, state,	or local	legislation	or did it					Yes	No
	•	ntervene in any		•			•					1a		X
b	Did it spend m	ore than \$100 d	uring the ye	ar (either directly o	or indirectly) for pol	itical pui	rposes (se	е						
	Instructions for	r the definition)?		•								1b		X
	If the answer is	s "Yes" to 1a or	1b, attach	a detailed descrip	tion of the activities	s and co	pies of an	y materials						ĺ
	published or d	istributed by the	foundation .	n connection with	the activities									
C	Did the founda	ation file Form 1	120-POL for	this year?								1c		X
					ction 4955) impose	_								
					(2) On foundation							1		1
е	Enter the reim	bursement (if an	y) paid by th	e foundation durir	ng the year for polit	ical exp	enditure ta	ıx ımposed						
		managers 🕨												١.,
2					reviously been rep	orted to	the IRS?					2		X
_		n a detailed desc												1
3					ted to the IRS, in its				S					
					Yes," attach a conf			cnanges				3		X
				•	\$1,000 or more du	iring the	year /					4a 4b	N/A	 ^ -
				90-T for this year?		an tha w	nor?					5	19/7	X
5		•			ıal contractıon durır - ∓	ig tile ye	ear '					├ ∽		 ^
6	•			General Instruction	7	\ caticfio	d either							
0		ements of section le in the governing			1941 tillough 4945	, satisfie	u citiei							
					instrument so that	no man	datory dire	ections						
				governing instru		no man	idatory dire	20110113				6	x	
					ne during the year	?If "Yes	" complete	e Part II. col	(c). a	nd Pa	art XV	7	X	1
					h it is registered (se			>	(-//					
	MN	,0 10 17111011 (110 10	Jun 44	po. 10 0. 11	(,					İ		
		s "Yes" to line 7.	has the fou	ndation furnished	a copy of Form 99	0-PF to	the Attorno	 ∋y						
_					Instruction G? If "N							8b_	Х	
9					dation within the m									
					nning in 2012 (see				Yes,"					1
	complete Part			3	-			•				9		X
10			tantial contr	butors during the	tax year? If "Yes,"	attach a	schedule	listing]]
	their names ar	nd addresses										10	L	X

Form	990-PF (2012) VAN DUSEN, F C FOR MPLS 41-60°	11973	Р	age 5
Par	t 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		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had			[-
	advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	_X_	L
	Website address ► N/A			
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no ► 888-730-49			-
15	Located at ► 101N Indepndence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here	<u></u>		
13	and enter the amount of tax-exempt interest received or accrued during the year		J	• 🗀
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority		Yes	No
	over a bank, securities, or other financial account in a foreign country?	16		Х
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of			
	the foreign country			
Pa	rt 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?			ĺ
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No	1		l
	(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? [X] Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	ľ		ŀ
	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) Yes X 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		X
	Organizations relying on a current notice regarding disaster assistance check here			
С	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		х_
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 $4942(j)(5)$)			
а	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?	1		
_	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)		:	1
	(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	N/A	
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	20	117/	
Ū	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			1
	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	3.	N1/A	ļ
A =	if the foundation had excess business holdings in 2012.)	3b 4a	N/A	X
4a h	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable	40	 	 ^ -
þ	purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		x
	perpass that had not been followed north josephila; beign and ady of the tan your beginning in 2012		——	

Forr	990-PF (2012) VAN DUSEN, F C FOR MPL	.s						41-601	1973	Р	age 6
Pa	rt VII-B Statements Regarding Activit	ies f	or Which Forn	n 47	20 May Be Ro	equired (continued)				
5a	During the year did the foundation pay or incur art (1) Carry on propaganda, or otherwise attempt (2) Influence the outcome of any specific public	to infl	uence legislation (,		Yes	X No			
	on, directly or indirectly, any voter registration	on driv	re?				Yes	X No	ļ		
	(3) Provide a grant to an individual for travel, st	udy, o	r other similar pur	pose	es?		Yes	X No	ì		
	(4) Provide a grant to an organization other that in section 509(a)(1), (2), or (3), or section 49		_		tion described		Yes	X No			
	(5) Provide for any purpose other than religious educational purposes, or for the prevention	•					Yes	X No	į		
b	If any answer is "Yes" to 5a(1)–(5), did any of the						d in		[
	Regulations section 53 4945 or in a current notice	rega	rding disaster assi	stan	ce (see instructio	ns)?			5b	N/A	
	Organizations relying on a current notice regarding	-					•				
C	If the answer is "Yes" to question 5a(4), does the		•	tion				_			
	tax because it maintained expenditure responsibil if "Yes," attach the statement required by Regulation	tions s	ection 53 4945–5(N/A		Yes	∐_ No			
6a	Did the foundation, during the year, receive any for premiums on a personal benefit contract?	unds, (directly or indirectl	ly, to	pay		Yes	X No			
b	Did the foundation, during the year, pay premium: If "Yes" to 6b, file Form 8870	s, dire	ctly or indirectly, o	nap	personal benefit o	ontract?			6b		X
	At any time during the tax year, was the foundation		•				Yes	X No	<u> </u>		
	If "Yes," did the foundation receive any proceeds								7b	N/A	
P	art VIII Information About Officers	, Dir	ectors, Truste	es,	Foundation	Manager	s, Highly	Paid Em	ploy	ees,	
	and Contractors							 			
_1	List all officers, directors, trustees, found) Compensation		ntributions to	i).			
	(a) Name and address	1	Title, and average hours per week evoted to position		not paid, enter	employe	e benefit plans ed compensati	3 1		se accor	
	ls Fargo Bank, N A N Indepndence Mall E MACY1372-062 Phila		stee4 00		1,193						
							· · · · · · · · · · · · · · · · · · ·				
		<u> </u>									
	Compensation of five highest-paid emploenter "NONE."	yees	(other than the	ose i	included on lir				1e,		
(a	Name and address of each employee paid more than \$50	0,000	(b) Title, and avera hours per week devoted to position	1	(c) Compensatio	n en	Contributions to inployee benefit ins and deferre compensation	(e)		se accor lowance	
<u></u>	NE				··-				_		
					 						
					.						
Tot	al number of other employees paid over \$50	000						<u> </u>	- 00	O DE	0

VAN DUSEN, F.C. FOR MPLS		41-6011973 Page <u>7</u>
Part VIII Information About Officers, Directors, Trustees, F and Contractors (continued)	oundation Managers, Highly Paid	i Employees,
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 s the number of organizations and other beneficiaries served, conferences convened, research pa		Expenses
1 NONE		
2		
3		
4		
Part IX-B Summary of Program-Related Investments (see in		
Describe the two largest program-related investments made by the foundation during the tax yea	r on lines 1 and 2	Amount
1 NONE		
2		
All other program-related investments See instructions	ļ	
3 NONE		
Total. Add lines 1 through 3	•	
Totali, rida ililoa i tililoagii o		

Form **990-PF** (2012)

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Pa	rt X Minimum Investment Return (All domestic foundations must complete this part. Foreign for	oundations,	
	see instructions)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes	1	
a	Average monthly fair market value of securities	1a	78,839
ь	Average of monthly cash balances	1b	2,220
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	81,059
6	Reduction claimed for blockage or other factors reported on lines 1a and	[
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	81,059
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see	1	
	instructions)	_4	1,216
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	79,843
6	Minimum investment return. Enter 5% of line 5	6	3,992
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating		
	foundations and certain foreign organizations check here Lul and do not complete this part)		
1	Minimum investment return from Part X, line 6	1	3,992
2a	Tax on investment income for 2012 from Part VI, line 5	-	
b	Income tax for 2012 (This does not include the tax from Part VI)		
С	Add lines 2a and 2b	2c	55
3	Distributable amount before adjustments Subtract line 2c from line 1	3	3,937
4	Recoveries of amounts treated as qualifying distributions	4	0.007
5	Add lines 3 and 4	5	3,937
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,	- l	2.027
	line 1	7	3,937
Par	t XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	2,563
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.		
	purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	2-	
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	2 562
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	*	2,563
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	
c	income Enter 1% of Part I, line 27b (see instructions)	6	2,563
6	Adjusted qualifying distributions. Subtract line 5 from line 4		2,303
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found qualifies for the section 4940(e) reduction of tax in those years	auun	

Form **990-PF** (2012)

Form 9	990-PF (2012) VAN DUSEN, F C FOR MPLS			41-6	011973 Page 9
Part	XIII Undistributed Income (see instructions)				
1	Distributable amount for 2012 from Part XI,	(a) Corpus	(b) Years pnor to 2011	(c) 2011	(d) 2012
_	line 7				3,937
2	Undistributed income, if any, as of the end of 2012			1 220	
a	Enter amount for 2011 only			1,229	· · · · · · · · · · · · · · · · · · ·
3	Total for prior years 20, 20, 20				
	Excess distributions carryover, if any, to 2012 From 2007				
a b	From 2008				
	From 2009			}	
d	From 2010				
-	From 2011				
	Total of lines 3a through e	0			
4	Qualifying distributions for 2012 from Part				
	XII, line 4 ► \$ 2,563			}	
а	Applied to 2011, but not more than line 2a			1,229	
	Applied to undistributed income of prior years				· · · · · ·
	(Election required—see instructions)				
С	Treated as distributions out of corpus (Election				
	required—see instructions)				
d	Applied to 2012 distributable amount				1,334
е	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012				
	(If an amount appears in column (d), the same amount must be shown in column (a))				
6	Enter the net total of each column as indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract				
	line 4b from line 2b		0		
С	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	 			
е	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				2,603
7	be distributed in 2013	 -	-		2,003
•	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				
10	Analysis of line 9			<u> </u>	
-	Excess from 2008				
	Excess from 2009				
	Excess from 2010				
	Excess from 2011				
	Excess from 2012				

	n 990-PF (2012) VAN DUSEN, F C FOR MF TXIV Private Operating Foundations		and Dart VIII A	question 0)	41-601	1973 Page 10 N/A
	If the foundation has received a ruling or determine			question 9)		IN/A
	foundation, and the ruling is effective for 2012, e			•		
b	Check box to indicate whether the foundation is a	a private operating for	undation described	ın section	4942(j)(3) or	4942(j)(5)
	Enter the lesser of the adjusted net	Tax year	<u> </u>	Prior 3 years		
	income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
	investment return from Part X for each year listed	(4)	(-,	(0)	(5, 223	0
b	85% of line 2a			 		0
С	Qualifying distributions from Part XII,					
	line 4 for each year listed			<u> </u>		0
d	Amounts included in line 2c not used directly					
_	for active conduct of exempt activities			 	ļ	
e	Qualifying distributions made directly for active conduct of exempt activities					
	Subtract line 2d from line 2c					0
3	Complete 3a, b, or c for the					
а	alternative test relied upon "Assets" alternative test—enter]	
	(1) Value of all assets]		<u></u>	
	(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	1			ł t	
	Part X, line 6 for each year listed			1		C
С	"Support" alternative test—enter					
	(1) Total support other than gross	[[
	investment income (interest, dividends, rents, payments					
	on securities loans (section			1	1 1	_
	512(a)(5)), or royalties) (2) Support from general public			 	 	0
	and 5 or more exempt			İ	,	
	organizations as provided in section 4942(j)(3)(B)(iii)	1		1	1 1	
	(3) Largest amount of support			+	 	C
	from an exempt organization					C
	(4) Gross investment income					0
Pa	rt XV Supplementary Information (Co	omplete this par	t only if the fou	undation had \$5	,000 or more in	
	assets at any time during the y	ear—see instruc	tions.)			
1	Information Regarding Foundation Mana					
а	List any managers of the foundation who have cobefore the close of any tax year (but only if they it				the foundation	
NO		iave contributed more	c man 40,000) (00			
	List any managers of the foundation who own 10	% or more of the stoo	k of a corporation (or an equally large p	ortion of the	
	ownership of a partnership or other entity) of white					
NO			<u> </u>			<u></u>
2	Information Regarding Contribution, Gra		•	•		
	Check here $\blacktriangleright X$ if the foundation only make unsolicited requests for funds. If the foundation in					
	other conditions, complete items 2a, b, c, and d	iakes gills, grafils, et	c (see manuchons) to marviduals or org	anizations under	
a	The name, address, and telephone number or e-	mail of the person to	whom applications	should be addressed	<u> </u>	
	The form in which applications should be submitt	od and information a	nd materials they sl	hould include		
D	The form in which applications should be submitted	ed and information a	nd materials they si	nodia incidae		
С	Any submission deadlines					
d	Any restrictions or limitations on awards, such as	by geographical area	as, charitable fields	, kinds of institutions.	or other	
	factors	-				

Recipient

Form 990-PF (2012)

Total

Paid during the year See Attached Statement

VAN DUSEN, F C FOR MPLS 41-6011973 Page 11 Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Purpose of grant or show any relationship to status of Amount contribution any foundation manager Name and address (home or business) recipient or substantial contributor

Total				▶ 3a	1,440
b Approved for future payment					
NONE					
	}	1		}	
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	i				

VAN DUSEN, F C FOR MPLS

Form 990-PF (2012)

41-6011973 Page **12** Part XVI-A Analysis of Income-Producing Activities Enter gross amounts unless otherwise indicated Unrelated business income Excluded by section 512, 513, or 514 (e) Related or exempt (b) (d) function income Business code Exclusion code Amount Amount (See instructions) 1 Program service revenue b 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 1,802 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 18 1,846 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue a b d 3,648 12 Subtotal Add columns (b), (d), and (e) 3,648 13 Total Add line 12, columns (b), (d), and (e) 13 (See worksheet in line 13 instructions to verify calculations) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to Line No. the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions) ▼ Not Applicable

Form 990-PF	: (2012) VAN DUSE	EN, F C FOR M	MPLS	_			41-6011973	Pag	ge 13
Part XVII	Information Reg	arding Tran	sfers To and Tran	sactions a	nd Rel	ationships With I			
	Exempt Organiz						····		
	e organization directly							Yes	No
	tion 501(c) of the Code	e (other than s	ection 501(c)(3) orga	anizations) oi	' in seci	tion 527, relating to p	political		
•		f		`					
a ranst (1) Ca	fers from the reporting ash	toungation to	a nonchantable exer	npt organiza	tion or		1a(1	\mathbf{J}	х
	ther assets						1a(2	_	 x
	transactions							<u>'</u>	
	ales of assets to a non		- · · · · · · · · · · · · · · · · · · ·				1b(1		X
	urchases of assets from		. •	ation			1b(2	_	X.
	ental of facilities, equip eimbursement arrange	•	r assets				1b(3		X
	eimbursement arrange oans or loan guarantee						1b(5		^
	erformance of services		nip or fundraising soli	citations			1b(6		X
	ng of facilities, equipme		_		∍s		1c		X
value (answer to any of the al of the goods, other as: in any transaction or s	ssets, or service sharing arrange	es given by the repor ement, show in colum	rting foundation (d) the va	on If th	e foundation receive he goods, other asse	ed less than fair nets, or services re	narket ceived	
(a) Line no	(b) Amount involved		of noncharitable exempt org	ganization	(d) De	scription of transfers trans	sactions, and sharing	arrangen	nents
	 	Not Applicab	le		 				
	 	 				·			
		+			 				—
	 	 			<u> </u>				
	 	+			<u> </u>				
	 	+							
	 	 							
					<u> </u>				
	_				 				
	 					-			
descri	I foundation directly or i bed in section 501(c) o s," complete the follow	of the Code (of					Yes [X No	
	(a) Name of organization	n	(b) Type of o	organization		(c) Desc	ription of relationship		
		!							
			 			<u> </u>	<u>-</u>		
						 		.	
			 						
U	Inder penalties of perjury I declare	that I have examined	this return, including accompany	ing schedules and s	tatements, a	and to the best of my knowledge	e and belief it is true		
	orrect, and complete Declaration o John 1 Sulantic SVP We Signature of officer or truste	of preparer (other than	ı taxpayer) is based on all informa	ation of which prepar	rer has any l		May the IRS discuss with the preparer shunstructions)?	wn b <u>elo</u>	

Preparer's signature

PricewaterhouseCoopers, LLP

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Ille-

Date

4/8/2013

Print/Type preparer's name

JOSEPH J CASTRIANO

Paid

Preparer

Use Only

P01251603

412-355-6000

Check X If

self-employed

Phone no

Firm's EIN ► 13-4008324

VAN DUSEN, F C FOR MPLS				41-6011	
Continuation of Part XV, Lin	ie 3a (990-PF) -	Gran	ts and Cont	ributions Paid	During the Year
Recipient(s) paid during the year					
Name MINNEAPOLIS FOUNDATION	·				
Street 800 IDS CENTER 80 S 8TH ST					
City		State	Zip Code	Foreign Count	ry
MINNEAPOLIS		MN	55402		
Relationship NONE	Foundation Status 501 (c)(3) PUBLIC C	דוםאטי	v		
Purpose of grant/contribution GENERAL SUPPORT GRANT	POT (C)(S) POBLIC C	ZHANH	<u> </u>	_	Amount 1,440
Name					
Street					
City		State	Zip Code	Foreign Count	гу
Relationship	Foundation Status	-			
Purpose of grant/contribution					Amount
Name					
Street					
City		State	Zip Code	Foreign Count	ry
Relationship	Foundation Status		· · · · · · · · · · · · · · · · · · ·		
Purpose of grant/contribution					Amount
Name					
Street					
City		State	Zip Code	Foreign Count	ry
Relationship	Foundation Status		· · · · · · · · · · · · · · · · · · ·		
Purpose of grant/contribution	<u> </u>				Amount
Name		-			
Street				· · · · · · · · · · · · · · · · · · ·	
City		State	Zip Code	Foreign Count	ry
Relationship	Foundation Status		*		
Purpose of grant/contribution					Amount
Name					
Street			·		
City		State	Zip Code	Foreign Count	гу
Relationship	Foundation Status				
Purpose of grant/contribution					Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	1,846		33	4	7 2	65	0	75.	शट्	<u>; 4</u>	· -,	প _্	٦	- -	دار	, <u>, 4</u>	28	2.	-16	6	2	0 9	9	7	- 4	2	8	171	818	=	<u>.</u>	; ; ; [8]	. 6	8,	- - - - - - - - - - - - - - - - - - -	20	4.	on v	226	4 0	5 (10	106		<u></u> =	5,-13	529	24.	3 62
Net Gain or Loss		1	or Loss					i	:	!	! ! : ! —	-			:	;	! ! !					1		,	1	1	1	1				!	. !	,	:		,	;	 -		: <u> </u>	١,	!		}	!	!	_
Net			Adjustments		0	0	0	1	,	;	: ;			, , , , , , , , , , , , , , , , , , ,	0;0	,	10	0		, 0,	0	0	,		,	,		0 (;	 	1	ole.		0 (010	,01	0,	o,c		0.0	, , ,		,	' '			0,0	1
er	23,798		Depreciation			ı	<u>. </u>							!		_	•	,	. 	-				•					,	,				•		. 1				:		•	1 !		1	!	:	:
Cost, Other Basis and Expenses		Expense of Sale and Cost of	ments			•	,					,	•				-	,							<u>.</u>		; ;			· !	:	: : :	1 1	1	i				1				1			ŀ	,	; ,
	25,644	100	_	1			_1	:		:	· 	<u>.</u> ;	- !	· ; !	;	1		- - -	-		1		1			!			1		+	1	•		1					<u> </u>	1		!	<u>-</u>	•	•		
Gross		1	55	82	636	574	58	948	901	163	4	83	125	1	1,462	383	712	1,346	0 90	880	290	102	119	290	150	192	173	373	739	77	626	146	663	470	1,102	88	221	616	1,737	373	55.	140	- 164	6.7	171	100	107	4
als	ses		Oth	98	659	333	88	391	- 20	122	104	8	191	112	465	387	740	,344	- 8	979	34	118	125	265	151	1 82	1 902	544	269	99	535	164	75	558		108	262	<u> </u>	963	377	909	,246	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 68	158	132	131	43
Totals	Capital Gains/Losses	50	Price					3		;				1		-		1.1					-					1						!					10			÷.		; ; ; ; ; ; ; ; ; ;	-	1		
	Ü	3	Sold	2/10/2012	12/19/2012	12/19/2012	12/19/2012	11/19/2012	11/19/2012	2/10/2012	11/19/2012	11/19/2012	8/8/2012	11/19/2012	8/8/2012	11/19/2012	8/8/2012	2/10/2012	11/19/2012	8/8/2012	8/8/2012	5/8/2012	8/8/2012	8/8/2012	8/8/2012	8/8/2012	2/10/2012	5/8/2012	2110/2017	8/8/2012	8/8/2012	2/10/2012	4/10/2012	4/10/2012	2/10/2012	8/8/2012	5/8/2012	2/10/2012	11/19/2012	11/19/2012	2/10/2012	2/10/2012	11/19/2012 8/8/2012	2/10/2012	8/8/2012	8/8/2012	5/8/2012	2/10/2012
		30	Method		1	!_ :	ı			!	-	,		1 '				1		T	!	,		<u>'</u>		•	i ,		i	·	1				:	!			1	Ī		; ;	:		- <u>i</u>	,	1	; ;
			Acquired	8/10/2011	9/27/2011	8/10/2011		5/3/2010		5/3/2010		4/29/2011	1100005	2/14/2012	5 5	8/10/2012	8/10/2011	5/3/2010	2/10/201/2	. 5	8	6/23/2009	2/4/2011	11/23/2010	2/4/2011	5/10/2012	9/27/2011	6/19/2009	9/2//2011	8/17/2009	9/27/2011	9/27/2011	9/27/2011	8/10/2011	0102/8/5	5/3/2010	5/3/2010	5/3/2010	5/29/2009	8/10/2012	2102/01/2	6/23/2009	5/3/2010	9/27/2011	8/10/2011	9/27/2011	9/27/2011	8/10/2011
		Check "X" if Purchaser	Business		•	<u> </u>					;	·						,	-			,		· .		!	 : : :	,			 - - -	;			!	:		•	-	,	1				1		-	
			Purchaser																			The same of the sa																							of more market and desired to the additional court of the			
Amount	270		CUSIP#	922042858	87234N849	87234N849	87234NB49	87234N849	87234N849	87234N849	78463X863	78463X863	78463X863	77957P105	77957P105	76628T645	693390882	693390700	683974505	56063J302	56063J302	560631302	552983694	518550655	518550655	487300808	487300808	464287200	464287200	í		448108100			381427401			339128100			256210105		256206103	252645833	22544R305	922908553	922908553	
	Long Term CG Distributions		Description	VANGUARD MSCI EMERGING	TOW SMALL CAP GROWTH FU	TCW SMALL CAP GROWTH FU	TCW SMALL CAP GROWTH FU	TCW SMALL CAP GROWTH FU	TOW SMALL CAP GROWTH FU	TCW SMALL CAP GROWTH FU	SPOR DJ WILSHIRE INTERNA	SPDR DJ WILSHIRE INTERNA	SPOR DI WILSHIRE INTERNAL	T ROWE PRICE SHORT TERM	T ROWE PRICE SHORT TERM	I KOWE PRICE SHOK! JEKM	PIMCO FOREIGN BD FD USD	PIMCO TOTAL RET FD-INST #	OPPENHEIMER DEVELOPING	MAINSTAY EP US EQUITY-INS	MAINSTAY EP US EQUITY-INS	MAINSTAY EP US EQUITY INS	MFS VALUE FUND-CLASS I #8	LAUDUS MONDRIAN INTL FI-II	LAUDUS MONDRIAN INTL FI-II	KEELEY SMALL CAP VAL FD d	KEELEY SMALL CAP VAL FD (ISHARES S. R. P. 500 INDEX FU	SHARES & P 500 INUEX FU	HUSSMAN STRATEGIC GROW	HUSSMAN STRATEGIC GROW	HUSSMAN STRA EGIC GROW	GOLDMAN SACHS GRIH OPP	GOLDMAN SACHS GRTH OPP	COLUMAN SACHS GRIH OPP	JP MORGAN MID CAP VALUE	JP MORGAN MID CAP VALUE-	JP MORGAN MID CAP VALUE	DODGE & COX INCOME FD CO	DODGE & COX INCOME FD CO	DODGE & COX INCOME FO CO	DODGE & COX INCOME FD CO	DODGE & COX INT'L STOCK H	DIAMOND HILL LONG-SHORT	CREDIT SUISSE COMM RT ST	VANGUARD REIT VIPER	VANGUARD REIT VIPER	VANGUARD MSCI EMERGING
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Part I, Line 16b (990-PF) - Accounting Fees

	800	0		0 800
				Disbursements
	Revenue and			for Charitable
	Expenses per	Net Investment	Adjusted Net	Purposes
Description	Books	Income	Income	(Cash Basis Only)
1 TAX PREP FEES	800			800

Part I, Line 18 (990-PF) - Taxes

	28	28	0	0
	Revenue			Disbursements
	and Expenses	Net Investment	Adjusted	for Charitable
Description	per Books	Income	Net Income	Purposes
1 FOREIGN TAXES PAID	28	28		

Part I, Line 23 (990-PF) - Other Expenses

	25	0	0	25
,	Revenue and			Disbursements
	Expenses	Net Investment	Adjusted Net	for Charitable
Description	per Books	Income	Income	Purposes
1 STATE AG FEES	25			25

Part II, Line 13 (990-PF) - Investments - Other

ASSET DESCRIPTION DODGE & COX INCOME FD COM 147 HARBOR CAPITAL APRCTION-INST 2012 MERGER FD SH BEN INT 260 PIMCO TOTAL RET FD-INST 35 PIMCO TOTAL RET FD-INST 35 PIMCO FOREIGN BD FD USD H-INST 103 T ROWE PRICE SHORT TERM BD FD 55 ARTISAN MID CAP FUND-INST 133 ISHARES S & P 500 INDEX FUND LAUDUS MONDRIAN INTL FI-INST 2940 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS 1893 DREYFUS EMG MKT DEBT LOC C-16083 JP MORGAN MID CAP VALUE-1758 HUSSMAN STRATEGIC GROWTH FUND 67 VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARKETS ETF OPPENHEMER DEVELOPING MKT-Y 788 SPDR DJ WILSHIRE INTERNATIONAL REA DIAMOND HILL LONG-SHORT FD CL 111 RIDGEWORTH SEIX HY BD-1 5855 GATEWAY FUND - Y 1986 CREDIT SUISSE COMM RT ST-CO 2156 KEELEY SMALL CAP VAL FD CL 1 2251	FILE 13 (330-1 1) - III 63			60 677	70 113	80.780
Asset Description DODGE & COX INCOME FD COM 147 HARBOR CAPITAL APRCTION-INST 2012 MERGER FD SH BEN INT 260 PIMCO TOTAL RET FD-INST 35 PIMCO TOTAL RET FD-INST 35 PIMCO TOTAL RET FD-INST 33 T ROWE PRICE SHORT TERM BD FD 55 ARTISAN MID CAP FUND-INST 2940 ISHARES & P 500 INDEX FUND LAUDUS MONDRIAN INTL FI-INST 2940 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS I 893 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS I 893 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS I 893 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS I 893 DORGAN MID CAP VALUE-I 758 HUSSMAN STRATEGIC GROWTH FUND 60 VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARKETS ETF ON ON STATE IN TOR STATE IN				10,60	-1	
DODGE & COX INCOME FD COM 147 HARBOR CAPITAL APRCTION-INST 2012 MERGER FD SH BEN INT 260 PIMCO TOTAL RET FD-INST 35 PIMCO TOTAL RET FD-INST 35 PIMCO FOREIGN BD FD USD H-INST 103 T ROWE PRICE SHORT TERM BD FD 55 ARTISAN MID CAP FUND-INSTL 1333 ISHARES RUSSELL 2000 GROWTH ISHARES RUSSELL 2000 GROWTH ISHARES S & P 500 INDEX FUND LAUDUS MONDRIAN INTL FI-INST 2940 DODGE & COX INTL STOCK FD 1048 MFS VALUE FUND-CLASS I 893 DREYFUS EMG MKT DEBT LOC C-I 6083 JP MORGAN MID CAP VALUE-I 758 HUSSMAN STRATEGIC GROWTH FUND 6(VANGUARD REIT VIPER VANGUARD EMERGING MARKETS ETF VANGUARD EMERGING MARK-Y 788 SPDR DJ WILLSHIRE INTERNATIONAL REA DIAMOND HILL LONG-SHORT FD CL 111 RIDGEWORTH SEIX HY BD-I 5855 GATEWAY FUND - Y 1986 CREDIT SUISSE COMM RT ST-CO 2156 KEELEY SMALL CAP VAL FD CL I 2251			Basis of	Book Value	Book Value	- M-
	Asset Description		Valuation	Beg of Year	End of Year	End of Year
(=,=,=,=,::,::,::::::::::::::::::::::::					0	
	& COX INCOME FD CO			0	1,069	1,201
	CAPITAL APRCTION-	NST 2012	1	0	4,184	6,043
	R FD SH BEN INT 260			0	1,605	1,615
	OTAL RET FD-INST 35			0	7,987	7,976
	OREIGN BD FD USD H			0	869	607
	PRICE SHORT TERM	BD FD 55		0	394	401
	MID CAP FUND-INST	1333		0	2,863	2,819
	S RUSSELL 2000 GROV	VTH		0	2,497	2,573
	S S & P 500 INDEX FUN	Ω		0	2,588	3,435
	MONDRIAN INTL FI-IN	ST 2940		0	704	705
	& COX INT'L STOCK FI	0 1048		0	4,442	4,985
	LUE FUND-CLASS 1893	~		0	4,108	4,519
	IS EMG MKT DEBT LO	C-1 6083		0	3,936	4,146
	GAN MID CAP VALUE-I	758		0	1,867	2,393
	AN STRATEGIC GROW	TH FUND 60		0	2,284	1,954
	ARD REIT VIPER			0	1,742	3,422
	ARD EMERGING MARK	ETS ETF		0	3,123	369'8
	HEIMER DEVELOPING	MKT-Y 788	1	0	3,048	3,578
	J WILSHIRE INTERNAT	IONAL REA		0	2,653	3,349
	ID HILL LONG-SHORT	FD CL 11		0	2,984	3,357
 	JORTH SEIX HY BD-1 5	355		0	3,516	4,131
i i i	AY FUND - Y 1986			0	2,022	2,000
Ť	SUISSE COMM RT ST.	CO 2156		0	4,342	3,965
т	' SMALL CAP VAL FD C	L 1 2251		0	1,769	2,791
26 ARTISAN INTERNATIONAL FUND 661	N INTERNATIONAL FUI	ND 661		0	3,688	5,017

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2 1 MUTUAL FUND & CTF INCOME ADDITIONS 1 59 2 COST BASIS ADJUSTMENT 2 31 3 Total 3 90 Line 5 - Decreases not included in Part III, Line 2 1 MUTUAL FUND & CTF INCOME SUBTRACTION 1 290 2 PY RETURN OF CAPITAL ADJUSTMENT 2 33 3 Total 3 323

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

1,576	Gains Minus Excess of FMV Over Adjusted	Gasis of Losses	4	23	,	257	9 5	14			F	6-			1	28	7		3	66	54	91	189	1	1	-,-		33	171	86	30	-;8	.73	199	16	88	112	7.00		6		226	1	, l	108	0	25	<u>o</u> i		203	97	() - -	2	
0	Excess of FMV	ا ا	0	5 6	0	,0,			10 10	0	0	0			10-	0	0	0	0	0	0	0		1	5,	0.0	0	10	00	0	0.				0	0	,	-		0		0.	1	5 c	0	0	0	0	0	-	0.0		0	
	Adjusted Basis as of					, , , , , , , , , , , , , , , , , , , ,)									: : :	-																	:		!						;				
0	FMV as of		0	9 0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0		J	0	0	,	0	0	0	0		0	0	0	0		w	0	0	0	1	A	0	0	0	0	0	0			0	0	
1 576	and to one o	Gain or Loss	7	65	0	-57	٢	14			11.	6			4	28	2	Ţ	3	66	54	16	189	9	/		2	33	171	86	8		-73	18	91	88		2	14	6	2	226	***************************************	, ,	1001	0	25	10	-13	203	207	25	2	
23 798	Cost or Other Basis Plus	CAperise of Sale	47	574	85	948	861	163	41	93	1991	125	1 482	1 152	383	712	1 346		96	980	290	102	1,243	500	066	130	192	173	373	718	239	11	497	146	663	470	101	200	221	63	8	1 737	7	200	1 140	16	623	62	171	. 501	101	161	17	
0	Admistrator	Adiustification	0	0	10	,00	3		Ö	,0	6 ₁	0	,		0	6	6			o ;	0	6	0	5 6	5.0	5 6	;	0	0		6	5 6	,	,	0	0	6 6	5 6	0	•	8	o 6	,	5 6	, 6	0	, , ,	0	6		500	:		
0	Depreciation	Allowed			1							3 4 5	, , , , , , , , , , , , , , , , , , , ,	-	, ,							-								100000000000000000000000000000000000000																								
25.374	Gross		43	633	58	891	185	1771	40	90	155	116	412	1154	387	740	1 344	-	66		344	118	1 432	1521	/80	151	182	206	544	816	269	99	-		754		1213	100	262	72	105	1963	3//	950	1.2	164		68	158	710	1371	186	43	
	Date	2/10/2012	2/10/2012	12/19/2012	12/19/2012	11/19/2012	11/19/2012	2/10/2012	11/19/2012	11/19/2012	8/8/2012	8/8/2012	2102/61/11 8/8/2012	5/8/2012	11/19/2012	8/8/2012	2/10/2012	11/19/2012	11/19/2012	8/8/2012	8/8/2012	5/8/2012	2/10/2012	8/8/2012	8/8/2012	8/8/2012	8/8/2012	2/10/2012	5/8/2012	5/R/2012	2/10/2012	8/8/2012	8/8/2012	2/10/2012	4/10/2012	4/10/2012	4/10/2012	8/9/01/2	5/8/2012	2/10/201/2	2/10/2012	11/19/2012	2102/61/1	2/10/2012	2/10/2012	11/19/2012	8/8/2012	2/10/2012	8/8/2012	8/8/2012	5/8/2012	2/10/2012	2/10/2012	
	Date		_;				5/10/2012	5/3/2010	4/28/2011	4/29/2011	4/29/2011	5/2/2011		2/14/2012	8/10/2012		_	5/10/2012	8/10/2012	9/27/2011	6/23/2009	6/23/2009	6/23/2009	27472011	11/23/2010		_	9/27/2011	6/19/2009	9/27/2011	9/27/2011	8/1//2009	1				5/3/2010	500000	5/3/2010	5/3/2010	2/4/2011	5/29/2009	2102/01/8	5/29/2012	6/23/2009	5/3/2010	5/3/2010	9/27/2011	8/10/2011	6/23/2009	9/2//2011	9/27/2011	8/10/2011	
	How	Acquired	:		,			-	,		, ,	1	1	-				; ;			;	_				·	-	;													1		;	-		. :			-	,	-	-		
270	# 015115	ן :	922042858	187234N849	287234N849	287234N849	287234N849	87234N849	178463×863		(78463X863	178463X863	5/795/P105		766281645	693390882		7 683974505	,	56063J302	56063J302	56063J302	56063J302	\$500 957 C	1216250622	50	487300808		'	464287200		448108100	448108100	411511504	3381427401	338142Y401	3381427401	330128100	339128100	339128100	339128100	256210105	501012952	•	256210105			252	56.22544R305	04314H204	922908553	922908553		
Long Term CG Distributions Short Term CG Distributions	No. Annual	MERGING MARKET	VANGUARD MSCI EMERGING MARKETS 9220	TCW SMALL CAP GROWTH FUND 1#47	ROWTH FUND 1 #47	TCW SMALL CAP GROWTH FUND. #47287234N849	OWTH FUND-1 #47	NOWTH FUND-1 #47	INTERNATIONAL R	SPDR DJ WILSHIRE INTERNATIONAL RI	INTERNATIONAL R	INTERNATIONAL H	T BOWE PRICE SHORT TERM BU FU #5/795/P105	RT TERM BD FD #	HY BD 1#5855	PIMCO FOREIGN BO FO USD H INST #1	D INST #35	OPPENHEIMER DEVELOPING MKT-Y #7	ELOPING MKT-Y #	2017 Y-INS #1204	DUITY INS #1204	JUITY-INS #1204	2017Y INS #1204	MFS VALUE FUND-CLASS I #893	INIC FI-INS #284	AUDUS MONDKIAN INTL FI-INST #2944518550655	VAL FD CI 1#2251	KEELEY SMALL CAP VAL FD CL 1#2251	INDEX FUND	INDEX FUND	INDEX FUND	HUSSMAN STRATEGIC GROWTH FUND	SIC GROWTH FUND	PRCTION INST #20	GOLDMAN SACHS GRIH OPP FD 1#113381427401	SRTH OPP FO 1#11	GOLDMAN SACHS GRTH OPP FD-1#11338142Y401	7.41.77.00	P VALUE-1#758	P VALUE-1 #758	1P VALUE-1 #758	OME FD COM #147	OME FD COM #147	ME FO COM #147	ME FD COM #147	DODGE & COX INT L STOCK FD #1048		G SHORT FD CL 1#	CREDIT SUISSE COMM RT ST CO #2156	IONAL FUND #661	אבות ממס	PER	VANGUARD MSCI EMERGING MARKETE	
Long Te Short Te	Decretorated	VANGUARD MSCI EMERGING MARKE	NGUARD MSCI EN	W SMALL CAP GR	W SMALL CAP GR	W SMALL CAP GR	W SMALL CAP GR	W SMALL CAP GR	DR DJ WILSHIRE	DR DJ WILSHIRE	OR DJ WILSHIRE	DR DJ WILSHIRE	NOWE PRICE SHO	NOWE PRICE SHO	JGEWORTH SEIX	WCO FOREIGN BD	PIMCO TOTAL RET FD INST #35	PENHEIMER DEV.	PENHEIMER DEV	22 MAINSTAY EP US EQUITY-INS #1204	AINSTAY EP US EC	AINSTAY EP US EC	MAINSTAY EP US EQUITY INS #1204	MFS VALUE FUND-CLASS I #893	COOOS MONORIAN	FIEV SMALL CAP	FI EY SMALL CAP	ELEY SMALL CAP	HARES S & P 500 I	ISHARES S & P 500 INDEX FUND	HARES S & P 500 I	SSMAN STRATEC	ISSMAN STRATEC	ARBOR CAPITAL A	DLDMAN SACHS G	OLDMAN SACHS G	OLDMAN SACHS C	MODE NATIONAL	JP MORGAN MID CAP VALUE-1 #758	MORGAN MID CA	MORGAN MID CA	DODGE & COX INCOME FD COM #147	DODGE & COX INCOME FD COM #147	ODGE & COX INCO	DDGE & COX INCO	DDGE & COX INT L	DODGE & COX INT L	IAMOND HILL LONG	REDIT SUISSE COI	ATISAN INTERNAT	VANGUARU REIT VIPER	VANGUARD REIT VIPER	ANGUARD MSCI EI	
l		1 VA	2 4	2 <u>2</u>	5	9			10 SP	ا	12 SP	13	2 2	9		18 PIN	19 PIN	20 OP	21 O	22 MA	23 MA	24 MA	25 MA			₹ ¥	3 5	¥KE	32 18	33	충	2 2		1			=	3 9	1	₹. G	9	_	_	3 2	1	1 1	8			\$6 3.	т.		Г٦.	

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

51		0	1	
_	Expense	_	:	
0	Benefits	0		
1,193	Avg Hrs Per Week Compensation	1,193		
	Avg Hrs Per Week	4 00	•	1
	Trile	TRUSTEE	;	
	Foreign Country			1
	State Zip Code	19106-2112		2 2 2
	State	РА		
	Š O	Philadelphia	•	
	Street	101N Indepndence Mall E MACY1372Philadelphia	and the second s	
	Check 'X"	:		
	and N	Wells Fargo Bank N.A. Trust Tax D.		
•	1	1	- I	~ ~ 1

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date	Amount
1	Credit from prior year return	1	76
2	First quarter estimated tax payment	2	
3	Second quarter estimated tax payment	3	
4	Third quarter estimated tax payment	4	
5	Fourth quarter estimated tax payment	5	
6	Other payments	6	0
7	Total		76

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income		
1 Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	1,229
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	1,229