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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

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation ENGELSMA FAMILY FOUNDATION		A Employer identification number 71-0924087
Number and street (or P O box number if mail is not delivered to street address) Room/suite 401 EAST EIGHTH STREET, SUITE 319		B Telephone number (see instructions) 605- 336-6832
City or town, state, and ZIP code SIOUX FALLS, SD 57103		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 5,369,940.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	18,930.			
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	125,299.	125,299.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	56,967.			
b	Gross sales price for all assets on line 6a 505,152.				
7	Capital gain net income (from Part IV, line 2)		56,967.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	201,196.	182,266.		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	51,308.	20,103.		31,206.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 4	2,840.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,860.	NONE	NONE	1,360.
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 5	25.			25.
24	Total operating and administrative expenses. Add lines 13 through 23	56,033.	20,103.	NONE	32,591.
25	Contributions, gifts, grants paid	271,235.			271,235.
26	Total expenses and disbursements. Add lines 24 and 25	327,268.	20,103.	NONE	303,826.
27	Subtract line 26 from line 12	-126,072.			
a	Excess of revenue over expenses and disbursements		162,163.		
b	Net investment income (if negative, enter -0-)				
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		607,945.	45,338.	45,338.
	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 instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)	STMT 6	200,000.	599,767.	604,810.
	b	Investments - corporate stock (attach schedule)	STMT 7	3,084,775.	2,986,591.	4,051,383.
	c	Investments - corporate bonds (attach schedule)	STMT 8	502,158.	657,110.	668,409.
	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 ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,394,878.	4,288,806.	5,369,940.	
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)				NONE	
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		4,394,878.	4,288,806.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		4,394,878.	4,288,806.	
31	Total liabilities and net assets/fund balances (see instructions)		4,394,878.	4,288,806.		

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	4,394,878.
2	Enter amount from Part I, line 27a	2	-126,072.
3	Other increases not included in line 2 (itemize) ▶ BOOK TO TAX TIMING DIFFERENCES	3	20,000.
4	Add lines 1, 2, and 3	4	4,288,806.
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	4,288,806.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 505,152.		448,185.	56,967.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			56,967.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	56,967.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	260,520.	5,120,104.	0.050882
2010	222,697.	4,852,095.	0.045897
2009	242,028.	4,349,136.	0.055650
2008	238,879.	5,010,486.	0.047676
2007	317,740.	5,614,009.	0.056598
2 Total of line 1, column (d)			2 0.256703
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 0.051341
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 5,329,134.
5 Multiply line 4 by line 3			5 273,603.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,622.
7 Add lines 5 and 6			7 275,225.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 303,826.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,622.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
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	1,622.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,622.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,841.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,841.
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	1,219.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 1,219. Refunded ☒	11	

Part VII-A Statements Regarding Activities

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

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>SEE STATEMENT 9</u> Telephone no. <u></u>			
	Located at <u></u> ZIP+4 <u></u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u></u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

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

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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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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
SEE STATEMENT 10		-0-	-0-	-0-

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶	NONE
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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	4,993,973.
b	Average of monthly cash balances	1b	416,315.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,410,288.
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	NONE
3	Subtract line 2 from line 1d	3	5,410,288.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	81,154.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,329,134.
6	Minimum investment return. Enter 5% of line 5	6	266,457.

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	266,457.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,622.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,622.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	264,835.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	264,835.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	264,835.

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	303,826.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	303,826.
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	1,622.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	302,204.

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				264,835.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			146,131.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>303,826.</u>				
a Applied to 2011, but not more than line 2a			146,131.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				157,695.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				107,140.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 22				271,235.
Total			▶ 3a	271,235.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2012)

15 -

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

- | | | |
|---|--------------|----------|
| 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) | X |
| | 1a(2) | X |
| | | |
| | 1b(1) | X |
| | 1b(2) | X |
| | 1b(3) | X |
| | 1b(4) | X |
| | 1b(5) | X |
| | 1b(6) | X |
| | 1c | X |

[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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee _____ Date 04/24/2013 Title President

~~XXXXXXXXXXXX~~ Daniel W. Engelsma, Treasurer

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

Paid

**Preparer
Use Only**

Print/Type preparer's name Carl A. Schmidtman, CPA	Preparer's signature Carl A. Schmidtman	Date 4/26/13	Check ☐ if self-employed	PTIN 000350496
Firm's name ▶ DORSEY & WHITNEY TRUST COMPANY LLC Firm's address ▶ 401 EAST EIGHTH STREET, SUITE 319 STOIX FALLS, SD 57103			Firm's EIN ▶ Phone no. 605-336-6832	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	1.700% 6/01/17	612.
BP PLC SPONS ADR		3,960.
BAXTER INTERNATIONAL INC		2,910.
BEMIS CO		3,000.
CATERPILLAR FIN	1.550% 12/20/13	2,179.
DELL INC	3.375% 6/15/12	667.
DISNEY WALT CO NEW		4,050.
DONALDSON INC		840.
ECOLAB INC COM		1,545.
EMERSON ELECTRIC		3,703.
FHLB	0.875% 11/03/15	726.
FFCB	1.180% 5/01/18	485.
FHLMC MTN	1.000% 8/24/16	1,000.
FNMA	4.125% 5/28/13	8,250.
GENERAL ELECTRIC CORP		3,060.
GENERAL MLS INC		4,115.
GRACO INC		2,250.
HSBC FIN CORP MTN	5.600% 10/15/14	11,200.
HOME DEPOT INC		3,480.
HONEYWELL INTERNATIONAL INC		3,055.
HORMEL FOODS CORP		1,800.
INTEL CORP		3,480.
INTL. BUSINESS MACHINES CORP		2,310.
JP MORGAN CHASE & CO		2,300.
JOHNSON & JOHNSON		4,800.
MEDTRONIC INC		3,795.
MERCK & CO INC		3,360.
PATTERSON COS INC		2,040.
PENTAIR INC		1,650.
PFIZER INC		4,400.
PRINCIPAL FINANCIAL GROUP		1,950.
SEI DAILY INC TR GOVT II-A		43.

733-00182-00

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ST JUDE MED INC	1,350.	1,350.
SCHLUMBERGER LTD	1,613.	1,613.
TCF FINANCIAL	1,000.	1,000.
TARGET CORP	3,300.	3,300.
3M CO	3,540.	3,540.
US BANCORP	3,195.	3,195.
UNITED PARCEL SVC INC CL B	3,876.	3,876.
VALSPAR CORP	3,090.	3,090.
VERIZON COMMUNICATIONS	6,045.	6,045.
WELLS FARGO & CO	2,640.	2,640.
WESTERN UNION CO	1,275.	1,275.
ZIMMER HLDGS INC	810.	810.
PENTAIR LTD	550.	550.
TOTAL	125,299.	125,299.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
CUSTODIAN AND MANAGEMENT FEES	51,308.	20,103.	31,206.
TOTALS	51,308.	20,103.	31,206.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES	2,840.

TOTALS	2,840.
	=====

ENGELSMAN FAMILY FOUNDATION

71-0924087

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
STATE RE-REGISTRATION FEE	25.	25.
TOTALS	25.	25.
	=====	=====

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

ENGELSMAN FAMILY FOUNDATION

71-0924087

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: DORSEY & WHITNEY TRUST COMPANY LLC

ADDRESS: 401 EAST EIGHTH STREET, SUITE 319
SIOUX FALLS, SD 57103

TELEPHONE NUMBER: (605)336-6832

STATEMENT 9

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

SHARON KORSH

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SUSAN WILCOX

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

V. P.

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

DANIEL ENGELSMA

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

BARBARA DIESSNER

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BRUCE ENGELSMA

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JEREMY DIESSNER

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

KIRSTEN ENGELSMA

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JINA ENGELSMA OPSAHL

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

NICOLE SLATTERY

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

PAIGE WILCOX

ADDRESS:

401 EAST EIGHTH STREET, SUITE 319

SIOUX FALLS, SD 57103

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

ABBOTT NORTHWESTERN HOSPITAL
PIPER BREAST CENTER

ADDRESS:

PO BOX 1469
MINNEAPOLIS, MN 55440

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

PIPER BREAST CENTER FUND

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FISHER HOUSE FOUNDATION INC

ADDRESS:

111 ROCKVILLE PIKE, STE 420
ROCKVILLE, MD 20850

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

TEAM FISHER HOUSE

FOUNDATION STATUS OF RECIPIENT:

501C3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 150.

RECIPIENT NAME:

AMERICAN CANCER SOCIETY

ADDRESS:

1599 CLIFTON RD. NE
ATLANTA, GA 30329

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501C3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

WOUNDED WARRIOR PROJECT

ADDRESS:

PO BOX 758517

TOPEKA, KS 66675

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

TOUGH MUDDER TRI-STATE

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 200.

RECIPIENT NAME:

AT HOME GROUP

DBA SMALL SUMS

ADDRESS:

614 S 3RD STREET

Minneapolis, MN 55415

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

EQUALITY MINNESOTA

ADDRESS:

1170 15TH AVENUE SE, STE. 208

MINNEAPOLIS, MN 55414

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

PROJECT 515 EDUCATION CAMPAIGN

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

STATEMENT 14

=====

RECIPIENT NAME:

KALEIDOSCOPE

ADDRESS:

2400 PARK AVENUE

MINNEAPOLIS, MN 55404

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

GETTYSBURG COLLEGE

ADDRESS:

300 NORTH WASHINGTON STREET

GETTYSBURG, PA 17325

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:

PROJECT FOR PRIDE IN LIVING INC

ADDRESS:

1035 E FRANKLIN AVENUE

MINNEAPOLIS, MN 55404

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
COLON CANCER CHALLENGE FOUNDATION
ADDRESS:
PO BO X 20722
FLORAL PARK, NY 11001
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
CAS 623
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:
DUNWOODY COLLEGE OF
TECHNOLOGY
ADDRESS:
818 DUNWOODY BLVD
MINNEAPOLIS, MN 55403
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
YCAP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
AMERICAN LUNG ASSOCIATION IN MN
ADDRESS:
490 CONCORDIA AVENUE
ST PAUL, MN 55103
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
FIGHT FOR AIR CLIMB
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:
GUSTAVUS ADOLPHUS COLLEGE
ADDRESS:
800 WEST COLLEGE AVENUE
ST. PETER, MN 56082
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
LLOYD & FRANCES ENGELSMA SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:
CONCORDIA UNIVERSITY
ADDRESS:
275 SYNDICATE ST N
ST. PAUL, MN 55104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
501C3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
GOODWILL/EASTER SEALS
MINNESOTA
ADDRESS:
553 FAIRVIEW AVE. N.
ST. PAUL, MN 55104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FRASER

ADDRESS:

2400 W 64TH ST

MINNEAPOLIS, MN 55423

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

MOUNT OLIVET ROLLING

ACRES

ADDRESS:

5517 LYNDAL AVE S

MINNEAPOLIS, MN 55419

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SHERWOOD HOUSE

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

360 COMMUNITIES

ADDRESS:

501 EAST HIGHWAY 13, STE 102

BURNSVILLE, MN 55337

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

STATEMENT 18

=====

RECIPIENT NAME:

Minnesota Council of Foundations

ADDRESS:

100 PORTLAND AVENUE SOUTH, SUITE 22

Minneapolis, MN 55401

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 465.

RECIPIENT NAME:

GREATER MINNEAPOLIS CRISIS NURSERY

ADDRESS:

5400 GLENWOOD AVENUE

GOLDEN VALLEY, MN 55422

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501C3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

FAIRVIEW FOUNDATION

ADDRESS:

2450 SOUTH 26TH AVENUE

MINNEAPOLIS, MN 55406

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

HOME CARE & HOSPICE

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
MINNESOTA ASSISTANCE COUNCIL FOR
VETERANS
ADDRESS:
360 N ROBERT STREET, SUITE 306
ST PAUL, MN 55101
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 9,510.

RECIPIENT NAME:
COMMUNITY OF RECOVERING PEOPLE
DBA THE RETREAT
ADDRESS:
1221 WAYZATA BLVD E
WAYZATA, MN 55391
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GUEST SCHOLARSHIP FUND
FOUNDATION STATUS OF RECIPIENT:
501(C)3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
N.C. LITTLE MEMORIAL HOPSICE, INC.
ADDRESS:
7019 LYNMAR LANE
EDINA, MN 55435
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
501C3 PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MINNESOTA MILITARY FAMILY
FOUNDATION

ADDRESS:

620 MEDELSOHN AVENUE N, SUITE 101
GOLDEN VALLEY, MN 55427

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 9,510.

RECIPIENT NAME:

PEOPLE SERVING PEOPLE
INC.

ADDRESS:

400 SOUTH TENTH ST
MINNEAPOLIS, MN 55404

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

501C3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

EDINA EDUCATION FUND

ADDRESS:

5701 NORMANDALE ROAD
EDINA, MN 55424

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

PROJECT LEAD THE WAY

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 7,600.

STATEMENT 21

ENGELSMA FAMILY FOUNDATION

71-0924087

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MINNESOTA MEDICAL FOUNDATION

ADDRESS:

200 OAK STREET SE, SUITE 300

MINNEAPOLIS, MN 55455

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHILDREN'S HEALTH FUND NO. 5995

FOUNDATION STATUS OF RECIPIENT:

501(C)3 PUBLIC CHARITY

AMOUNT OF GRANT PAID 20,000.

TOTAL GRANTS PAID:

271,235.

=====

STATEMENT 22

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No. 1545-0092

2012

Name of estate or trust

ENGELSMA FAMILY FOUNDATION

Employer identification number

71-0924087

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					9.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	NONE
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	9.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	56,958.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	56,958.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		9.
14	Net long-term gain or (loss):			
a	Total for year	14a		56,958.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		56,967.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31. ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

► **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Employer identification number

71-0924087

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	NONE
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

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Employer identification number

71-0924087

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Schedule D-1 (Form 1041) 2012

Asset Detail

Statement of Account

January 1, 2012 - December 31, 2012

Asset Detail Schedule

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
Cash				
<i>Money Markets - Taxable</i>				
SEI Daily Inc TR Govt II-A TICKER: 33	45,341.59 1.00	\$45,341.59 0.84%	\$45,341.59 \$0.00	\$4.52 0.01%
Total Cash		\$45,341.59 0.84%	\$45,341.59 \$0.00	\$4.52
Domestic Fixed Income - Taxable				
<i>Govt & Other Agency Bonds</i>				
FNMA 4.125% 5/28/13	200,000.00 101.62	\$203,246.00 3.78%	\$200,000.00 \$3,246.00	\$8,250.00 4.06%
FHLMC MTN 1.000% 8/24/16	200,000.00 100.78	\$201,550.00 3.75%	\$199,987.49 \$1,562.51	\$2,000.00 0.99%
FFCB 1.180% 5/01/18	200,000.00 100.01	\$200,014.00 3.72%	\$199,780.00 \$234.00	\$2,360.00 1.18%
		\$604,810.00 11.25%	\$599,767.49 \$5,042.51	\$12,610.00
<i>Corporate Bonds</i>				
Caterpillar FIN 1.550% 12/20/13	150,000.00 101.06	\$151,594.50 2.82%	\$150,148.53 \$1,445.97	\$2,325.00 1.53%
HSBC FIN Corp MTN 5.600% 10/15/14	200,000.00 106.27	\$212,530.00 3.97%	\$200,000.00 \$12,530.00	\$11,200.00 5.27%
AT&T Inc 1.700% 6/01/17	150,000.00 101.43	\$152,137.50 2.83%	\$153,839.56 -\$1,702.06	\$2,550.00 1.68%
		\$516,262.00 9.62%	\$503,988.09 \$12,273.91	\$16,075.00
Total Domestic Fixed Income - Taxable		\$1,121,072.00 20.87%	\$1,103,755.58 \$17,316.42	\$28,685.00
Foreign Fixed Income				
<i>Foreign Bonds</i>				
Astrazeneca PLC 1.950% 9/18/19	150,000.00 101.35	\$152,025.00 2.83%	\$153,000.00 -\$975.00	\$2,925.00 1.92%
Total Foreign Fixed Income		\$152,025.00 2.83%	\$153,000.00 -\$975.00	\$2,925.00
Domestic Equities				
<i>Common Stocks</i>				
Baxter International Inc TICKER: BAX	2,000.00 66.66	\$133,320.00 2.48%	\$54,147.33 \$79,172.67	\$3,600.00 2.70%
Bemis Co TICKER: BMS	3,000.00 33.46	\$100,380.00 1.87%	\$66,465.00 \$33,915.00	\$3,000.00 2.99%

Asset Detail (continued)**Statement of Account**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
Disney Walt Co New	3,000 00	\$149,370.00	\$57,809.50	\$2,250 00
TICKER: DIS	49 79	2 78%	\$91,560 50	1.51%
Donaldson Inc	2,400 00	\$78,816 00	\$32,807 40	\$864 00
TICKER: DCI	32 84	1 47%	\$46,008.60	1 10%
Ecolab Inc Com	1,500 00	\$107,850 00	\$53,924 00	\$1,380.00
TICKER: ECL	71 90	2 01%	\$53,926 00	1.28%
Emerson Electric	2,300 00	\$121,808 00	\$68,180 44	\$3,772.00
TICKER: EMR	52 96	2 27%	\$53,627 56	3 10%
Fiserv Inc	1,500 00	\$118,545.00	\$71,875 90	\$0 00
TICKER: FISV	79 03	2 21%	\$46,669 10	0 00%
General Electric Corp	4,500 00	\$94,455 00	\$133,660 00	\$3,420.00
TICKER: GE	20 99	1 76%	-\$39,205 00	3 62%
General MLS Inc	3,000 00	\$121,260 00	\$70,746 00	\$3,960 00
TICKER: GIS	40 42	2 26%	\$50,514 00	3 27%
Graco Inc	2,500.00	\$128,725 00	\$56,854 76	\$2,500 00
TICKER: GGG	51 49	2 40%	\$71,870 24	1 94%
Home Depot Inc	3,000 00	\$185,550 00	\$105,130 00	\$3,480.00
TICKER: HD	61.85	3 46%	\$80,420 00	1.88%
Honeywell International Inc	2,000 00	\$126,940 00	\$58,078 67	\$3,280.00
TICKER: HON	63 47	2.36%	\$68,861.33	2 58%
Hormel Foods Corp	3,000 00	\$93,630.00	\$41,650.50	\$2,040 00
TICKER: HRL	31 21	1 74%	\$51,979 50	2.18%
Intel Corp	4,000.00	\$82,480 00	\$86,180 00	\$3,600.00
TICKER: INTC	20 62	1 54%	-\$3,700 00	4 36%
Intl. Business Machines Corp	700.00	\$134,085 00	\$60,849 68	\$2,380.00
TICKER: IBM	191 55	2.50%	\$73,235 32	1 77%
Johnson & Johnson	2,000 00	\$140,200 00	\$101,324.00	\$4,880 00
TICKER: JNJ	70 10	2 61%	\$38,876.00	3 48%
JP Morgan Chase & Co	2,000 00	\$87,938 20	\$70,320 00	\$2,400 00
TICKER: JPM	43.97	1.64%	\$17,618 20	2 73%
Medtronic Inc	3,000 00	\$123,060.00	\$132,290 00	\$3,120 00
TICKER: MDT	41 02	2 29%	-\$9,230 00	2.53%
Merck & Co Inc	2,000 00	\$81,880 00	\$88,060 00	\$3,440 00
TICKER: MRK	40 94	1.52%	-\$6,180 00	4 20%
Patterson Cos Inc	3,000 00	\$102,690 00	\$95,089 21	\$1,680.00
TICKER: PDCO	34 23	1 91%	\$7,600 79	1 64%
Pfizer Inc	5,000.00	\$125,396 50	\$155,261.00	\$4,800 00
TICKER: PFE	25 08	2 34%	-\$29,864 50	3.83%
Principal Financial Group	2,500 00	\$71,300 00	\$123,927 47	\$2,100 00
TICKER: PFG	28 52	1 33%	-\$52,627.47	2.94%
St Jude Med Inc	1,500 00	\$54,210 00	\$56,423 40	\$1,380 00
TICKER: STJ	36 14	1.01%	-\$2,213.40	2 55%
Target Corp	2,500 00	\$147,925 00	\$95,570.00	\$3,600.00
TICKER: TGT	59.17	2 75%	\$52,355 00	2.43%
TCF Financial	5,000 00	\$60,750 00	\$109,081 79	\$1,000 00
TICKER: TCB	12 15	1 13%	-\$48,331 79	1.65%

Asset Detail (continued)**Statement of Account**

January 1, 2012 - December 31, 2012

Description	Shares/Par Value Current Price	Market Value % of Market Value	Cost Basis Unrealized G/L	Est. Ann. Inc. Current Yield
United Parcel Svc Inc CL B	1,700 00	\$125,341.00	\$107,456 21	\$3,876.00
TICKER: UPS	73.73	2 33%	\$17,884.79	3.09%
US Bancorp	4,500 00	\$143,730.00	\$117,011 00	\$3,510.00
TICKER: USB	31 94	2 68%	\$26,719.00	2 44%
Valspar Corp	3,000 00	\$187,200 00	\$69,334.00	\$2,760 00
TICKER: VAL	62 40	3 49%	\$117,866.00	1 47%
Verizon Communications	3,000 00	\$129,810 00	\$87,733.33	\$6,180 00
TICKER: VZ	43.27	2 42%	\$42,076 67	4 76%
Wells Fargo & Co	3,000 00	\$102,540.00	\$77,070.00	\$2,640 00
TICKER: WFC	34.18	1.91%	\$25,470 00	2 57%
Western Union Co	3,000.00	\$40,830 00	\$68,703.70	\$1,500 00
TICKER: WU	13 61	0 76%	-\$27,873 70	3 67%
Zimmer Hldgs Inc	1,500 00	\$99,990.00	\$90,124 60	\$1,080 00
TICKER: ZMH	66 66	1 86%	\$9,865 40	1 08%
3M Co	1,500 00	\$139,275.00	\$118,115 00	\$3,540 00
TICKER: MMM	92.85	2 59%	\$21,160.00	2 54%
Total Domestic Equities		\$3,741,279 70 69 68%	\$2,781,253 89 \$960,025.81	\$93,012 00
Foreign Equities				
International Stocks				
BP PLC Spons ADR	2,000 00	\$83,280.00	\$84,726 66	\$4,320.00
TICKER: BP	41 64	1 55%	-\$1,446 66	5.19%
Pentair LTD	2,500.00	\$122,875.00	\$68,856.49	\$2,200 00
TICKER: PNR	49 15	2.29%	\$54,018 51	1 79%
Schlumberger LTD	1,500 00	\$103,947.90	\$51,754.00	\$1,650.00
TICKER: SLB	69 30	1.94%	\$52,193.90	1 59%
Total Foreign Equities		\$310,102 90 5.78%	\$205,337.15 \$104,765 75	\$8,170 00
Total All Assets		\$5,369,821.19 100.00%	\$4,288,688.21 \$1,081,132.98	\$132,796.52

Account holdings are reflected on a settlement date basis.