Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

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

BLACK HILLS CORPORATION FOUNDATION
625 NINTH STREET, PO BOX 1400
RAPID CITY, SD 57709-1400

A Employer identification number 75-2986866

B Telephone number (see the instructions) 605-721-2371

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

SCANNED MAY 22 2013

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 4,082,047.

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)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	35.	35.	35.	
	4 Dividends and interest from securities	157,383.	157,383.	157,383.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	34,421.			
	b Gross sales price for all assets on line 6a 350,028.				
	7 Capital gain net income (from Part IV, line 2)		34,421.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	191,839.	191,839.	157,418.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 1	4,108.	4,108.	2,084.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 2	189.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,297.	4,108.	2,084.	
	25 Contributions, gifts, grants paid Part XV	266,545.			266,545.
	26 **Total expenses and disbursements.** Add lines 24 and 25	270,842.	4,108.	2,084.	266,545.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-79,003.			
	b **Net investment income** (if negative, enter -0-)		187,731.		
	c **Adjusted net income** (if negative, enter -0-)			155,334.	

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23 P

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	1,062,733.	156,243.	156,243.
	2 Savings and temporary cash investments			
	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 sch) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) Statement 3	1,890,000.	1,575,000.	1,817,000.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) Statement 4	881,089.	2,023,576.	2,108,804.
	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)	3,833,822.	3,754,819.	4,082,047.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,833,822.	3,754,819.	
	30 **Total net assets or fund balances** (see instructions)	3,833,822.	3,754,819.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	3,833,822.	3,754,819.	

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	3,833,822.
2	Enter amount from Part I, line 27a	2	-79,003.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,754,819.
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	3,754,819.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	10,000 Shares Black Hills Corporation Stock	D	12/31/01	2/12/12
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	350,028.		315,607.	34,421.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				34,421.
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	34,421.
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	0.

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 (column (b) divided by column (c))
2011	331,998.	3,786,145.	0.087688
2010	331,465.	3,843,618.	0.086238
2009	464,473.	3,513,087.	0.132212
2008	152,350.	4,616,687.	0.033000
2007	202,413.	4,291,286.	0.047168

2	**Total** of line 1, column (d)	2	0.386306
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	0.077261
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,830,232.
5	Multiply line 4 by line 3	5	295,928.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,877.
7	Add lines 5 and 6	7	297,805.
8	Enter qualifying distributions from Part XII, line 4	8	266,545.

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

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

1 a	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 instrs)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b			1	3,755.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	3,755.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	3,755.
6	Credits/Payments:				
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	2,084.		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,084.
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	1,671.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ►	**Refunded** ►		11	

Part VII-A | Statements Regarding Activities

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

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

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

Website address ► N/A

14 The books are in care of ► PERRY KRUSH, TREASURER Telephone no ► 605-721-1700

Located at ► 625 NINTH STREET RAPID CITY SD ZIP + 4 ► 57709-1400

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►

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

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

		Yes	No
1 a 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)?	1 b	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2 b	N/A	
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__			
3 a 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.)*	3 b	N/A	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

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

5 a 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)?		**5 b**	N/A
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No	
If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)			
6 a 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?		**6 b**	X
If 'Yes' to 6b, file Form 8870.			
7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A		**7 b**	

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 5		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 ► 0

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

3 Five highest-paid independent contractors for professional services (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 ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 The Foundation has no direct charitable activities as it merely provides contributions to recipients.	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	3,609,197.
b	Average of monthly cash balances	1b	279,363.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,888,560.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,888,560.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	58,328.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,830,232.
6	**Minimum investment return.** Enter 5% of line 5	6	191,512.

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	191,512.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 3,755.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,755.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	187,757.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	187,757.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	187,757.

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	266,545.
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		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	266,545.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	266,545.

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					187,757.
2 Undistributed income, if any, as of the end of 2012:					
a Enter amount for 2011 only				0.	
b Total for prior years: 20 ___, 20 ___, 20 ___			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007					
b From 2008					
c From 2009	64,658.				
d From 2010	142,256.				
e From 2011	146,859.				
f **Total** of lines 3a through e		353,773.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 266,545.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required — see instructions)			0.		
c Treated as distributions out of corpus (Election required — see instructions)		0.			
d Applied to 2012 distributable amount					187,757.
e Remaining amount distributed out of corpus		78,788.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		432,561.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions			0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions				0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		432,561.			
10 Analysis of line 9:					
a Excess from 2008					
b Excess from 2009	64,658.				
c Excess from 2010	142,256.				
d Excess from 2011	146,859.				
e Excess from 2012	78,788.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 6

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

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 Attached Statement		NP	Scholarship/Capital	266,545.
Total			► **3a**	266,545.
***b** Approved for future payment*				
See Statement 7				
Total			► **3b**	738,065.

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 function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	35.	
4 Dividends and interest from securities			14	157,383.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	34,421.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				191,839.	

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 191,839.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

[signature] Signature of officer or trustee | 5-14-13 Date | Treasurer Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
[redacted]	Non-Paid Preparer			[redacted]

Firm's name ► [redacted] Firm's EIN ► [redacted]

Firm's address ► [redacted]

Phone no. [redacted]

TEEA0503L 03/14/13

Statement 1
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	$ 4,108.	$ 4,108.	$ 2,084.	
Total	$ 4,108.	$ 4,108.	$ 2,084.	$ 0.

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Service Charge	$ 279.			
Prior Year Commission Adjustment	-90.			
Total	$ 189.	$ 0.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
BLACK HILLS CORPORATION	Cost	$ 1,575,000.	$ 1,817,000.
	Total	$ 1,575,000.	$ 1,817,000.

Statement 4
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Publicly Traded Securities			
Charles Schwab Investment Portfolio	Cost	$ 2,023,576.	$ 2,108,804.
	Total	$ 2,023,576.	$ 2,108,804.

Statement 5
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Jerome Nichols 625 Ninth Street Rapid City, SD	President 4.00	$ 0.	$ 0.	$ 0.
Linden R. Evans 625 Ninth Street Rapid City, SD	Vice President 1.00	0.	0.	0.
Mark Lux 1515 Wynkoop Street Denver, CO 80202	Secretary 2.00	0.	0.	0.
Perry Krush 625 Ninth Street Rapid City, SD 57701	Treasurer 1.00	0.	0.	0.
David Emery 625 Ninth Street Rapid City, SD 57701	Director 1.00	0.	0.	0.
Steve Pella 1600 Windhoek Dr Lincoln, NE 68512	Director 1.00	0.	0.	0.
Stuart Wevik 625 Ninth Street Rapid City, SD 57701	Director 1.00	0.	0.	0.
Jafar Karim 625 Ninth Street Rapid City, SD 57701	Director 1.00	0.	0.	0.
Susan Bailey 7060 Allegre Street Fountain, CO 80817	Director 1.00	0.	0.	0.
Penny Schild 3338 N Garner Lake Rd Gillette, WY 82716	Director 1.00	0.	0.	0.
Jason Ketchum 625 Ninth Street Rapid City, SD 57701	Director 1.00	0.	0.	0.
Greg Hager 13151 Highway 51 Gillette, WY 82718	Director 1.00	0.	0.	0.
	Total	$ 0.	$ 0.	$ 0.

Statement 6
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	
Name:	Black Hills Corporation Foundation
Care Of:	Hillary Dobbs
Street Address:	P.O. Box 1400
City, State, Zip Code:	Rapid City, SD 57709-1400
Telephone:	
E-Mail Address:	
Form and Content:	An application for funding must be requested. The application must include general history; purpose of grant; budget; other sources of funding; timeline; copy of recent financial statements.
Submission Deadlines:	None
Restrictions on Awards:	Sponsors must be 501(c)(3) exempt and nonpolitical. No awards are granted to individuals, endowments, memorials, religious organizations for religious purposes, or for advertising purposes.

Statement 7
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Black Hills State University 1200 University Unit 9506 Spearfish, SD 57799		NP	Scholarship/Capital	$ 25,000.
Boys and Girls Club of council Bluffs 815 N. 16th Street Council Bluffs, IA 51501		NP	Scholarship/Capital	14,000.
City of Deadwood (Recreation Center) 102 Sherman Street Deadwood, SD 57732		NP	Scholarship/Capital	5,000.
Brande Foundation (Images of the World) 612 St. James Street Rapid City, SD 57701		NP	Scholarship/Capital	2,500.
Laramie County College Foundation 1400 East College Drive Cheyenne, WY 82007		NP	Scholarship/Capital	15,000.
South Dakota 4-H Foundation Box 525, SDSU Brookings, SD 57007		NP	Scholarship/Capital	2,000.

Statement 7 (continued)
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
University of South Dakota Foundation PO Box 5555 Vermillion, SD 57069		NP	Scholarship/Capital	$ 60,000
Beatrice Community Hospital Foundation 1110 N. 10th Street Beatrice, Ne 68310				2,500
Boys and Girls Club of Cheyenne 1700 Snyder Avenue Cheyenne, Wy 82001				5,000
Fall River Health Services 1201 Highway 71 Hot Springs, SD 57701				10,000
Guttenberg Munincipal Hospital 200 Main Street Guttenberg, Ia 52052				7,500
Mitchell Technical Institute 1800 E. Spruce Street Mitchell, SD 57301				50,000
Mount Rushmore Society 711 N. Creek Drive Rapid City, SD 57703				20,000
Spirit Lake Noon Kiwanis Club Hill Avenue Spirit Lake, Ia 51360				5,000
The Mammoth Site 1800 U.S. 18 Bypass Hot Springs, SD 57747				5,000
United Way of the Black Hills 621 6th Street #100 Rapid City, SD 57701				497,065
Young Life 318 Mt. Rushmore Road Rapid City, SD 57701				7,500
Western Dakota Technical 800 Mickelson Drive Rapid City, SD 57703				5,000

Statement 7 (continued)
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
			Total	$ 738,065.

BLACK HILLS CORPORATION FOUNDATION

Checks Written 2012

12/31/2012

Date	Check Issued To	Amount	Check #
1/5/12	Mile High UW	4,052.00	1453
1/5/12	Pikes Peak UW	6,798.00	1454
1/5/12	Pueblo County UW	8,713 00	1455
1/5/12	United Way Service	713 00	1456
1/5/12	UW of Jasper County, PO Box 844, Newton, IA 50208-0844	259 00	1457
1/5/12	UW of Dodge City, 2010 1st Ave, Ste A, Dodge City, KS 67801	383 00	1458
1/5/12	Finney County UW, PO Box 1268, Garden City, KS 67846	697 00	1459
1/5/12	UW of Douglas County, 2518 Ridge Ct, Room 200, Lawrence, KS 66046	2,844 00	1460
1/5/12	Seward County UW, PO Box 273, Liberal, KS 67905	619 00	1461
1/5/12	UW of the Plains, PO Box 47208, Wichita, KS 67201-7208	3,004 00	1462
1/5/12	UW of Greater Kansas City, PO Box 871400, Kansas City, MO 64187-1400	62 00	1463
1/5/12	Gage County UW, PO Box 395, Beatrice, NE 68310	527 00	1464
1/5/12	UW of Columbus, NE, PO Box 1372, Columbus, NE 68602-1372	399 00	1465
1/5/12	Cornhusker UW, PO Box 75, Crete, NE 68333-0075	76 00	1466
1/5/12	UW of Lincoln-Lancaster County, 238 S 13th Street, Lincoln, NE 68508	9,224 95	1467
1/5/12	Norfolk Area UW, PO Box 1041, Norfolk, NE 68702-1041	498 00	1468
1/5/12	UW of the Midlands, 1805 Harney Street, Omaha, NE 68102	6,544 00	1469
1/5/12	UW of the Northern Hills, 621 6th Street, Suite 100, Rapid City, SD 57701	2,135 00	1470
1/5/12	UW of the Black Hills, 621 6th Street, Suite 100, Rapid City, SD 57701	36,145 00	1471
1/5/12	UW of the Southern Hills, 621 6th Street, Suite 100, Rapid City, SD 57701	1,376 00	1472
1/5/12	UW of Sturgis, 621 6th Street, Suite 100, Rapid City, SD 57701	678 00	1473
1/5/12	UW of Laramie County, PO Box 20301, Cheyenne, WY 82003	5,495 00	1474
1/5/12	UW of Campbell County, Box 2905, Gillette, WY 82717	10,853 00	1475
1/5/12	UW of Weston County, PO Box 910, Newcastle, WY 82701	1,550 00	1476
1/6/12	Skyline Drive Preservation, Inc , 2700 N Plaza Drive, Rapid City, SD 57702	2,500 00	1477
1/6/12	BHSU Foundation, 1200 University, Unit 9506, Spearfish, SD 57799-9673	25,000 00	1478
1/6/12	Nebraska Independent College Foundation, 4940 South 114th Street, Suite 5, Omaha, NE 68137	7,500.00	1479
1/10/12	US Bank - Check Voided Pymt made through EFTPS	-	1480
1/10/12	Multicultural Family Center, 1157 Central Avenue, Dubuque, IA 52001	1,000 00	1481
1/10/12	Safehouse Services, Attn Sue Castaneda, 704 West Fox Farm Road, Cheyenne, WY 82007	1,000 00	1482
1/10/12	Heartland Family Services - Sarpy County, 302 American Parkway, Papillion, NE 68046	1,000 00	1483
1/10/12	Ballard Community Services, PO Box 7, Lawrence, KS 66044	1,000 00	1484
1/10/12	Catholic Charities, Inc , 523 N Broadway Street, Wichita, KS 67214-3504	1,000 00	1485
1/10/12	Lincoln Lighthouse, 2601 N Street, Lincoln, NE 68510-1334	1,000 00	1486
1/10/12	Micah House, 1412 Avenue J, Council Bluffs, IA 51501	1,000.00	1487
1/10/12	Love, Inc , PO Box 3255, Rapid City, SD 57709	1,000 00	1488
1/10/12	Even Start, Attn Helen Mathes, PO Box 3033, Gillette, WY 82717-3033	1,000 00	1489
1/10/12	Catholic Charities, 429 W 10th Street, Suite 101, Pueblo, CO 81003	1,000 00	1490
1/10/12	Laramie County Community College Foundation, 1400 East College Drive, Cheyenne, WY 82007	5,000 00	1491
1/19/12	C-VISN, PO Box 296, Belle Fourche, SD 57717	1,000 00	1492
1/19/12	SD Parks and Wildlife Foundation, 523 E Capitol, Pierre, SD 57501	12,500.00	1493
1/19/12	Young Life, Attn Corey Harouff, 318 Mt Rushmore Road, Suite C2, Rapid City, SD 57701	7,500.00	1494
1/20/12	Museum Alliance of Rapid City, Inc - Voided and replaced with 1497	-	1495
2/20/12	American Cancer Society, Attn Kristen Huitema, 2465 W Chicago Street, Rapid City, SD 57702	2,500 00	1496
2/29/12	Museum Alliance of Rapid City, Inc., 222 New York Street, Rapid City, SD 57701	1,000 00	1497
3/6/12	Western Dakota Tech Foundation, 800 Mickelson Dr, Rapid City SD 57703-4018	1,000 00	1498
3/6/12	C-VISN, PO Box 296, Belle Fourche, SD 57717	1,000 00	1499
3/12/12	Images of the World - Brande Foundation, 612 St James, Rapid City, SD 57701	2,500 00	1500
3/28/12	Rushmore Hockey Assoc, PO Box 832, Rapid City, SD 57709	2,500 00	1501
4/6/12	Baseball 320, Inc , PO Box 601, Rapid City SD 57701	13,500 00	1502
4/6/12	Wyoming Project Learning Tree, PO Box 699, Moorcroft, WY 82721	4,000 00	1503
4/4/12	BHSU- Attn Jeannie Salazer, 1200 University St, Unit 9506, Spearfish, SD 57788	100 00	1504
4/24/12	USD Foundation, PO Box 555, Vermillion, SD 57069-5555	100 00	1505
4/23/12	Iowa State University Foundation, PO Box 2230, 2505 University Blvd, Ames IA 50010-2230	100 00	1506
5/18/12	Meeting the need, 13380 Greyhound Gulch Rd, Keystone SD 57751	1,000 00	1507
6/8/12	Big Brothers/Big Sisters (emp match), 425 Kansas City Street, Rapid City SD 57701	240 00	1508
6/8/12	March of Dimes - Check given to Coral Messana @ BHP - Hand delivered to MoD	320 00	1509
6/8/12	SD 4H Foundation, PO box 525 - SDSU, Brookings, SD 57007	2,000 00	1510
6/12/12	USD Foundation - Voided		1511
6/20/12	American Cancer Society, 2465 W Chicago St, Rapid City, SD 57702	1,080.00	1512
6/30/12	Ashland Cummunity Resource Center, PO Box 185, Ashland, NE 68003	4,000.00	1513
7/23/12	Oglala Lakota College, PO Box 537, Kyle, SD 57732-0537	5,000 00	1514
7/23/12	Beatrice Comm Hospital Foundation, PO Box 641, Beatrice, NE 68310	2,500 00	1515
7/23/12	American Cancer Society, Sent to Cheryl Brandenburg in Lincoln, NE office	200 00	1516
8/7/12	Mount Rushmore Society, PO box 1524, Rapid City, SD 57709	5,000 00	1517
8/7/12	Community Foundation of Greater Dubuque	1,000.00	1518
8/31/12	USD Foundation, PO Box 555, Vermillion, SD 57069-5555	20,000 00	1519
9/4/12	Douglas County AIDS Project, 2518 Ridge Court #101, Lawrence, KS 66046	500 00	1520
9/4/12	Friends of the Kaw, PO Box 1612, Lawrence, KS 66044	500 00	1521
10/8/12	JDRF - Lincoln, 2120 S. 56th Suite 206, Lincoln, NE 68506	260.00	1522
12/20/12	Cornerstone Rescue Mission, PO Box 2188, Rapid City, SD 57709-2188	2,000 00	1523
12/20/12	Friday Food Bag Foundation - PO Box 1186, Cheyenne, Wy 82003-1186	2,000 00	1524
12/20/12	Opening Doors - 1561 Jackson, Dubuque, IA 52001	2,000 00	1525
12/20/12	Council of Community Services, 114 4J Road, Gillette, WY 82716	2,000.00	1526
12/20/12	Ballard Community Services, 708 Elm St., Lawrence, KS 66044	2,000.00	1527
12/20/12	Heartland Family Services - Sarpy County, 302 American Parkway, Papillion, NE 68046	2,000 00	1528
12/20/12	Center for People in Need, 3901N 27th Street #1, Lincoln, Ne 68521	2,000 00	1529
12/20/12	Interfaith Ministries, 829 N Market St., Wichita, KS 67214	2,000 00	1530
12/20/12	Pueblo Cooperative Care Center, 326 West 8th St, Pueblo, CO 81003	2,000 00	1531
12/20/12	Catholic Charities Phoenix House, 300 W Broadway, Suite 223, Council Bluffs, IA	2,000 00	1532
	Checks Issued 2012	**266,544.95**	