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

2012

For calendar year 2012 or tax year beginning **APR 1, 2012**, and ending **MAR 31, 2013**

Name of foundation

THE ANKENY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

601 CARLSON PKWY

Room/suite

800

City or town, state, and ZIP code

MINNETONKA, MN 55305

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization:

Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year
(from Part II, col (c), line 16)**► \$ 1,903,574.**

(Part I, column (d) must be on cash basis.)

(Part I, column (d) must be on cash basis.)

(Part I, column (d) must be on cash basis.)

(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))

		(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	505,187.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	23,490.	23,490.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	11,986.			STATEMENT 1
b	Gross sales price for all assets on line 6a	676,658.			
7	Capital gain net income (from Part IV, line 2)		497,207.		
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)				
11	Other income	51,928.	51,928.		STATEMENT 3
12	Total Add lines 1 through 11	592,591.	572,625.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 4	2,500.	0.	2,500.
c	Other professional fees	STMT 5	6,772.	6,772.	0.
17	Interest				
18	Taxes	STMT 6	3,000.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 7	2,525.	2,500.	25.
24	Total operating and administrative expenses. Add lines 13 through 23		14,797.	9,272.	2,525.
25	Contributions, gifts, grants paid		246,150.		246,150.
26	Total expenses and disbursements Add lines 24 and 25		260,947.	9,272.	248,675.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements		331,644.		
b	Net investment income (if negative, enter -0-)		563,353.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing		299,995.	788,322.	788,322.
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				
7	Other notes and loans receivable ►				
	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				
b	Investments - corporate stock	STMT 8	1,130,921.	720,238.	861,252.
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 9	0.	254,000.	254,000.
14	Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►))				
16	Total assets (to be completed by all filers)		1,430,916.	1,762,560.	1,903,574.
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				
22	Other liabilities (describe ►))				
23	Total liabilities (add lines 17 through 22)		0.	0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31					
27	Capital stock, trust principal, or current funds		0.	0.	0.
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	0.
29	Retained earnings, accumulated income, endowment, or other funds		1,430,916.	1,762,560.	
30	Total net assets or fund balances		1,430,916.	1,762,560.	
31	Total liabilities and net assets/fund balances		1,430,916.	1,762,560.	

Part III | Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,430,916.
2	Enter amount from Part I, line 27a	2	331,644.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,762,560.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,762,560.

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 SECURITIES LITIGATION PROCEEDS			P		
b 3969 SHS ISHARES S&P 100 INDEX			P	05/05/09	10/09/12
c 9885 SHS SEI INVESTMENTS CO			D	05/26/79	10/09/12
d 5750 SHS US BANCORP			D	09/20/85	10/09/12
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 425.			425.		
b 266,230.		167,145.	99,085.		
c 210,080.		311.	209,769.		
d 199,923.		11,995.	187,928.		
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					425.
b					99,085.
c					209,769.
d					187,928.
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		497,207.
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). If (loss), enter -0- in Part I, line 8			3		N/A

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	710,431.	1,315,302.	.540128
2010	275,601.	1,584,847.	.173898
2009	928,357.	1,732,417.	.535874
2008	462,921.	1,968,915.	.235115
2007	332,359.	2,103,526.	.158001
2 Total of line 1, column (d)			2 1.643016
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 .328603
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,541,129.
5 Multiply line 4 by line 3			5 506,420.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,634.
7 Add lines 5 and 6			7 512,054.
8 Enter qualifying distributions from Part XII, line 4			8 248,675.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	11,267.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> 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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-			
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,232.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	17,232.	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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	5,965.	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ►	11	0.	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	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 ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	<u>MN</u>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? 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	

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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► JON CROW Located at ► 601 CARLSON PKWY #800, MINNETONKA, MN	Telephone no ► 952-835-2577 ZIP+4 ► 55305	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	► <input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>
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 <input checked="" type="checkbox"/>
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A 2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A 3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a <input checked="" type="checkbox"/>
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 <input checked="" type="checkbox"/>

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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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)?

N/A ►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

Yes No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
DEWALT H ANKENY JR 601 CARLSON PARKWAY #800 MINNETONKA, MN 55343	PRESIDENT 0.00	0.	0.	0.
SALLY A ANSON 601 CARLSON PARKWAY #800 MINNETONKA, MN 55343	VICE PRESIDENT 0.00	0.	0.	0.
KENDALL A MIX 601 CARLSON PARKWAY #800 MINNETONKA, MN 55343	SECRETARY 0.00	0.	0.	0.
MICHAEL H ANKENY 601 CARLSON PARKWAY #800 MINNETONKA, MN 55343	TREASURER 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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		
3		
Total. Add lines 1 through 3	►	0.

Form 990-PF (2012)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	1,047,503.
b Average of monthly cash balances	1b	517,095.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,564,598.
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	1,564,598.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,469.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,541,129.
6 Minimum investment return Enter 5% of line 5	6	77,056.

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	77,056.
2a Tax on investment income for 2012 from Part VI, line 5	2a	11,267.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	11,267.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	65,789.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	65,789.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	65,789.

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	248,675.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	248,675.
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	5	0.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	248,675.

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				65,789.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007	233,556.			
b From 2008	365,095.			
c From 2009	850,202.			
d From 2010	197,688.			
e From 2011	648,954.			
f Total of lines 3a through e		2,295,495.		
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 248,675.			0.	
a Applied to 2011, but not more than line 2a				
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				65,789.
e Remaining amount distributed out of corpus		182,886.		
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:		2,478,381.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr				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)		0.		
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		233,556.		
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a		2,244,825.		
10 Analysis of line 9				
a Excess from 2008	365,095.			
b Excess from 2009	850,202.			
c Excess from 2010	197,688.			
d Excess from 2011	648,954.			
e Excess from 2012	182,886.			

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
HISTORIC DAYTON HOUSE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
THE BLAKE SCHOOL <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
UNITED STATES OLYMPIC COMMITTEE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
DARTMOUTH COLLEGE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	55,000.
CAN DO CANINES <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
Total	SEE CONTINUATION SHEET(S)			► 3a 246,150.
b Approved for future payment				
NONE				
Total				► 3b 0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	23,490.	
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			15	51,928.	
8 Gain or (loss) from sales of assets other than inventory			18	11,986.	
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)		0.		87,404.	0.
13 Total Add line 12, columns (b), (d), and (e)			13		87,404.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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.

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
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 of officer or trustee

Date

OFFICER

May the IRS discuss this return with the preparer shown below (see instr.)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JOHN BURKE, CPA	JOHN BURKE, CPA	1/30/14		P00066743
	Firm's name ► BAKER TILLY VIRCHOW KRAUSE, LLP			Firm's EIN ► 39-0859910	
	Firm's address ► 225 S. 6TH ST. STE. 2300 MINNEAPOLIS, MN 55402			Phone no (612) 876-4500	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

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

2012

Name of the organization

Employer identification number

THE ANKENY FOUNDATION41-6024188

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

THE ANKENY FOUNDATION

Employer identification number

41-6024188

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DE WALT ANKENY 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	\$ 29,469.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	MARIE H. ANKENY CHARITABLE LEAD TRUST FBO DEWALT ANKENY JR 601 CARLSON PARKWAY #800 MINNETONKA, MN 55305	\$ 254,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE ANKENY FOUNDATION

41-6024188

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7796 SHS USBANCORP	\$ 251,187.	12/21/12
2	853.40 SHS SMC ALTERNATIVE INVESTMENT FUND	\$ 254,000.	12/21/12
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

Employer identification number

THE ANKENY FOUNDATION

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.)* ► \$ _____

Use duplicate copies of Part III if additional space is needed

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

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
HILLSDALE COLLEGE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
THE BLAKE SCHOOL <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	25,000.
WAYZATA FIRE DEPARTMENT <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	150.
HOPE ACADEMY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,000.
ANIMAL HUMANE SOCIETY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
INNER CITY TENNIS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
CATO INSTITUTE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
PHILIPS EXETER ACADEMY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	2,500.
MINNESOTA PUBLIC RADIO <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,500.
SUMMIT ACADEMY OIC <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,000.
Total from continuation sheets				190 200.

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
SECOND HARVEST HEARTLAND <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
SCIENCE MUSEUM OF MINNESOTA <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
HAMMER RESIDENCES, INC <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
CHALLENGE ASPEN <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
MINNESOTA LANDSCAPE ARBORETUM <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,500.
WAYZATA COMMUNITY SAILING CENTER <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	5,000.
UNIVERSITY OF ARIZONA <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
THE HERITAGE FOUNDATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
CHATHAM HALL ANNUAL FUND <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
CITIZENS LEAGUE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
Total from continuation sheets				

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
FISTULA FOUNDATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
DARTMOUTH CLUB OF THE MIDWEST <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	150.
SMITHSONIAN INSTITUTION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,000.
MINNESOTA ORCHESTRAL ASSOCIATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	10,000.
ST PAUL'S SCHOOL <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
LAKE MINNETONKA ASSOCIATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
FOUNDATION OF MASSACHUSETTS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	5,000.
YMCA OF METRO MINNEAPOLIS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	2,500.
COURAGE CENTER <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	5,000.
ADMISSION POSSIBLE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	3,000.
Total from continuation sheets				

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
SEEING EYE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
INTELLECTUAL TAKEOUT <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
GUTHRIE THEATER FOUNDATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	7,500.
DELTA WATERFOWL FOUNDATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
MINNESOTA HISTORICAL SOCIETY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	6,000.
TUCK ANNUAL GIVING <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	2,000.
LAKE MINNETONKA ASSOCIATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
ASPEN COMMUNITY FOUNDATION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	3,000.
WAYZATA COMMUNITY CHURCH <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	5,000.
TWIN CITIES PUBLIC TELEVISION <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	2,500.
Total from continuation sheets				

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
MINNETONKA CHORAL SOCIETY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	750.
PPL <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	5,000.
WOLF RIDGE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,000.
VASSAR COLLEGE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,500.
ROCKY MOUNTAIN PBS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
LMSS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
DOCTORS WITHOUT BORDERS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
MICRO GRANTS <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
FEED THE CHILDREN <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	100.
DCMW SCHOLARSHIP FUND <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	250.
Total from continuation sheets				

THE ANKENY FOUNDATION

41-6024188

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	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
DCMW SCHOLARSHIP FUND <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	150.
LEADERSHIP INSTITUTE <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	500.
GREATER TWIN CITIES UNITED WAY <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	50,000.
THE BISHOP'S SCHOOL <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	31,500.
AMERICAN EXPERIMENT FOR W BENNETT <u>AVAILABLE UPON REQUEST</u>	N/A	PUBLIC CHARITY	GENERAL OPERATING	1,000.
Total from continuation sheets				

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

SECURITIES LITIGATION PROCEEDS		PURCHASED		
--------------------------------	--	-----------	--	--

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
425.	0.	0.	0.	425.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

3969 SHS ISHARES S&P 100 INDEX'		PURCHASED	05/05/09	10/09/12
---------------------------------	--	-----------	----------	----------

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
266,230.	167,145.	0.	0.	99,085.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

9885 SHS SEI INVESTMENTS CO		DONATED	05/26/79	10/09/12
-----------------------------	--	---------	----------	----------

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
210,080.	315,005.	0.	0.	-104,925.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
			DONATED	09/20/85
5750 SHS US BANCORP				

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
199,923.	182,522.	0.	0.	17,401.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	11,986.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	23,490.	0.	23,490.
TOTAL TO FM 990-PF, PART I, LN 4	23,490.	0.	23,490.

FORM 990-PF	OTHER INCOME		STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	51,928.	51,928.	
TOTAL TO FORM 990-PF, PART I, LINE 11	51,928.	51,928.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		2,500.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	6,772.	6,772.		0.
TO FORM 990-PF, PG 1, LN 16C	6,772.	6,772.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	3,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,000.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROYALTY EXPENSES AND SEVERANCE TAX MN FILING FEE	2,500. 25.	2,500. 0.		0. 25.
TO FORM 990-PF, PG 1, LN 23	2,525.	2,500.		25.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEI CORP.	0.	0.
STOCK - U.S. BANCORP	383,651.	406,108.
STOCK - RUSSELL 2000	55,636.	122,759.
STOCK - MSCI EAFE	101,967.	134,062.
STOCK - ISHARES S&P 1000	0.	0.
STOCK - HARDING LOEVNER	71,261.	79,005.
STOCK - MAINSTAY EPOCH	64,993.	75,847.
STOCK - PIMCO EMRG	42,730.	43,471.
TOTAL TO FORM 990-PF, PART II, LINE 10B	720,238.	861,252.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SMC ALT INV	COST	254,000.	254,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		254,000.	254,000.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

DEWALT H ANKENY JR
 SALLY A ANSON
 KENDALL A MIX
 MICHAEL H ANKENY

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE ANKENY FOUNDATION	Employer identification number (EIN) or 41-6024188
	Number, street, and room or suite no. If a P O box, see instructions 601 CARLSON PKWY, NO. 800	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MINNETONKA, MN 55305	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041 A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JON CROW

- The books are in the care of ► **601 CARLSON PKWY #800 - MINNETONKA, MN 55305**
Telephone No ► **952-835-2577** FAX No ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **FEBRUARY 15, 2014**

5 For calendar year , or other tax year beginning **APR 1, 2012**, and ending **MAR 31, 2013**

6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

7 State in detail why you need the extension

INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS UNAVAILABLE AT THIS TIME. AN EXTENSION OF TIME TO FILE IS REQUESTED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$ 17,232.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 17,232.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►

Title ►

Date ►

Form 8868 (Rev. 1-2013)