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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation
BETTENHAUSEN FAMILY FOUNDATION
C/O ROBERT N BETTENHAUSEN

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
6041 VILLAGE DR **100**

City or town, state, and ZIP code
LINCOLN, NE 68516

A Employer identification number
47-0836745

B Telephone number
402-421-1223

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 ☐

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

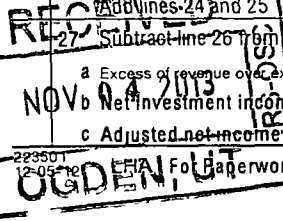
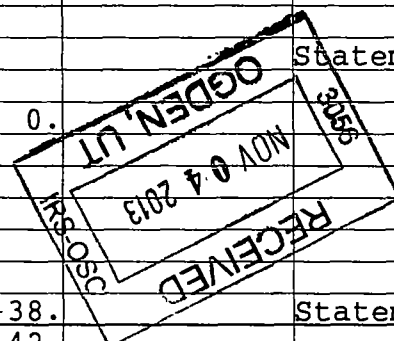
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 1,049,466. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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	2,177.		N/A	
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	17.	17.		Statement 1
4	Dividends and interest from securities	21,163.	21,163.		Statement 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-8,543.			Statement 3
b	Gross sales price for all assets on line 6a	97,690.			
7	Capital gain net income (from Part IV, line 2)		0.		
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	-886.	-38.		Statement 4
12	Total. Add lines 1 through 11	13,928.	21,142.		
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 5	905.	905.		0.
c	Other professional fees				
17	Interest				
18	Taxes Stmt 6	177.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 7	8.	0.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	1,090.	905.		0.
25	Contributions, gifts, grants paid	41,625.			41,625.
26	Total expenses and disbursements	42,715.	905.		41,625.
27	Subtract line 26 from line 12	-28,787.			
a	Excess of revenue over expenses and disbursements		20,237.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			N/A	

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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
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	16,748.	69,641.	69,641.
	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	782,260.	712,801.	969,665.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	23,541.	11,320.	10,160.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	822,549.	793,762.	1,049,466.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
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	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	822,549.	793,762.		
30 Total net assets or fund balances	822,549.	793,762.		
31 Total liabilities and net assets/fund balances	822,549.	793,762.		

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)	822,549.
2 Enter amount from Part I, line 27a	-28,787.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	793,762.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	793,762.

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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			
b See Attached Statement			
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			
b			
c			
d			
e 94,590.		106,233.	-11,643.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-11,643.

2 Capital gain net income or (net capital loss)	2	-11,643.
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	39,873.	860,828.	.046319
2010	33,848.	793,210.	.042672
2009	30,253.	678,917.	.044561
2008	34,706.	598,505.	.057988
2007	28,920.	808,064.	.035789
2 Total of line 1, column (d)			2 .227329
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 .045466
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,040,805.
5 Multiply line 4 by line 3			5 47,321.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 202.
7 Add lines 5 and 6			7 47,523.
8 Enter qualifying distributions from Part XII, line 4			8 41,625.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter, _____ (attach copy of letter if necessary-see instructions)	1	405.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	405.
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	405.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	0.
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	405.
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
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NE</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 General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ▶ N/A			
14	The books are in care of ▶ ROBERT N. BETTENHAUSEN Telephone no. ▶ 402-421-1223		
	Located at ▶ 6041 VILLAGE DR STE 100, LINCOLN, NE ZIP+4 ▶ 68516		
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 N/A	15	N/A
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	X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ▶	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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 ▶		
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? ☐ 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
 Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). ☐ N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). ☐ 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
ROBERT N BETTENHAUSEN 6041 VILLAGE DR STE 100 LINCOLN, NE 68516	DIRECTOR 0.00	0.	0.	0.
JOANNE BETTENHAUSEN 6041 VILLAGE DR STE 100 LINCOLN, NE 68516	DIRECTOR 0.00	0.	0.	0.
CATHERINE I HEDSTROM 2406 RIDGE RD LINCOLN, NE 68512	DIRECTOR 0.00	0.	0.	0.
MATTHEW V BETTENHAUSEN 6041 VILLAGE DR STE 100 LINCOLN, NE 68516	DIRECTOR 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	
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 1,022,265.
b	Average of monthly cash balances	1b 34,390.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 1,056,655.
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 1,056,655.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 15,850.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,040,805.
6	Minimum investment return. Enter 5% of line 5	6 52,040.

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 52,040.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 405.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b 142.
c	Add lines 2a and 2b	2c 547.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 51,493.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 51,493.
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 51,493.

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 41,625.
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 41,625.
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 41,625.

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.

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C/O ROBERT N BETTENHAUSEN

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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				51,493.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			41,156.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 41,625.				
a Applied to 2011, but not more than line 2a			41,156.	
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				469.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
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				51,024.
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	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

Currently none

BETTENHAUSEN FAMILY FOUNDATION

Form 990-PF (2012)

C/O ROBERT N BETTENHAUSEN

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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				
ANOINTED HANDS 1701 N WEDGEWOOD CT MULVANE, KS 67110	NONE	501(c)(3)	GENERAL PURPOSE	200.
ARBOR DAY FOUNDATION 100 ARBOR AVENUE NEBRASKA CITY, NE 68410	NONE	501(c)(3)	GENERAL PURPOSE	100.
BARTH SYNDROME FOUNDATION PO BOX 618 LARCHMONT, NY 10538	NONE	501(c)(3)	GENERAL PURPOSE	100.
BEREAN CHURCH 6400 SOUTH 70TH LINCOLN, NE 68516	NONE	501(c)(3)	GENERAL PURPOSE	13,350.
BRIGHT LIGHTS 5561 SOUTH 48TH STREET, SUITE 220 LINCOLN, NE 68516	NONE	501(c)(3)	GENERAL PURPOSE	700.
Total			See continuation sheet(s) ▶ 3a	41,625.
b Approved for future payment				
None				
Total			▶ 3b	0

Part XVII

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

- | | |
|--|---------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
| | <p>1a(1)</p> |
| | <p>1a(2)</p> |
| | <p>1b(1)</p> |
| | <p>1b(2)</p> |
| | <p>1b(3)</p> |
| | <p>1b(4)</p> |
| | <p>1b(5)</p> |
| | <p>1b(6)</p> |
| | <p>1c</p> |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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 _____

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

BRIAN RUNGE

Preparer's signature

Disy

Date

10/25/13

Check ☐ self-employed

PTIN

P00249573

Firm's name ► DANA F COLE & COMPANY, LLP

Firm's EIN ▶ 47-0526649

Firm's address ► 1248 O STREET SUITE 500
LINCOLN, NE 68508

Phone no (402) 479-9300

Form **990-PF** (2012)

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	CVR PARTNERS LP	P	Various	09/12/12
b	BOARDWALK PIPELINE PARTNERS LP	P	09/09/11	09/12/12
c	DIANA SHIPPING INC	P	09/27/07	05/24/13
d	DIANA SHIPPING INC	P	01/23/08	05/24/13
e	INTEL CORP	P	12/27/00	05/24/13
f	WALGREEN CO	P	03/04/96	05/24/13
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 24,958.		23,783.	1,175.
b 13,347.		12,991.	356.
c 9,844.		27,283.	-17,439.
d 9,848.		21,827.	-11,979.
e 11,718.		16,404.	-4,686.
f 24,875.		3,945.	20,930.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,175.
b			356.
c			-17,439.
d			-11,979.
e			-4,686.
f			20,930.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	-11,643.
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

**BETTENHAUSEN FAMILY FOUNDATION
C/O ROBERT N BETTENHAUSEN**

47-0836745

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CATHOLIC CHARITIES 2050 BALLENGER AVENUE, SUITE 400 ALEXANDRIA, VA 22314	NONE	501(c)(3)	GENERAL PURPOSE	100.
CENTER FOR PEOPLE IN NEED 3901 N 27TH ST, #1 LINCOLN, NE 68521	NONE	501(c)(3)	GENERAL PURPOSE	150.
CHILD EVANGELISM FELLOWSHIP PO BOX 348 WARRENTON, MO 63383-0348	NONE	501(c)(3)	GENERAL PURPOSE	500.
CITY IMPACT 400 N 27TH LINCOLN, NE 68503	NONE	501(c)(3)	GENERAL PURPOSE	7,000.
DESERT COMMUNITY FOUNDATION 75-105 MERLE STREET STE 300 PALM DESERT, CA 92211	NONE	501(c)(3)	GENERAL PURPOSE	200.
FAMILY SERVICE OF LINCOLN 501 SOUTH 7TH STREET LINCOLN, NE 68508	NONE	501(c)(3)	GENERAL PURPOSE	3,000.
FRIENDS OF LIED PO BOX 880151 LINCOLN, NE 68588-0151	NONE	501(c)(3)	GENERAL PURPOSE	200.
GIDEONS INTERNATIONAL 735 SPRUCE ST NE HUTCHINSON, MN 55350	NONE	501(c)(3)	GENERAL PURPOSE	100.
HAINES CHRISTIAN CENTER 201 UNION STREET HAINES, AK 99827	NONE	501(c)(3)	GENERAL PURPOSE	1,500.
HOOKER COUNTY FOUNDATION PO BOX 112 MULLEN, NE 69152	NONE	501(c)(3)	GENERAL PURPOSE	2,600.
Total from continuation sheets				27,175.

**BETTENHAUSEN FAMILY FOUNDATION
C/O ROBERT N BETTENHAUSEN**

47-0836745

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HUMANITIES NEBRASKA 215 CENTENNIAL MALL SOUTH, SUITE 330 LINCOLN, NE 68508	NONE	501(c)(3)	GENERAL PURPOSE	100.
LEMA'AN ZION PO BOX 3338 VICTORVILLE, CA 92393-3338	NONE	501(c)(3)	GENERAL PURPOSE	300.
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVENUE, SUITE 310 WHITE PLAINS, NY 10605	NONE	501(c)(3)	GENERAL PURPOSE	100.
LINCOLN CHRISTIAN SCHOOL FOUNDATION 5801 SOUTH 84TH LINCOLN, NE 68516	NONE	501(c)(3)	GENERAL PURPOSE	2,000.
LINCOLN CRISIS PREGNANCY CENTER 4247 O STREET LINCOLN, NE 68510	NONE	501(c)(3)	GENERAL PURPOSE	1,000.
LINCOLN LACROSSE ASSOCIATION 3409 S 29TH ST LINCOLN, NE 68502	NONE	501(c)(3)	GENERAL PURPOSE	100.
MOURNING HOPE GRIEF CENTER 4919 BALDWIN AVENUE LINCOLN, NE 68504	NONE	501(c)(3)	GENERAL PURPOSE	150.
NARCOLEPSY NETWORK 110 RIPPLE LANE NORTH KINGSTOWN, RI 02852	NONE	501(c)(3)	GENERAL PURPOSE	200.
NEBRASKA COMMUNITY FOUNDATION 650 J STREET SUITE 305 LINCOLN, NE 68501	NONE	501(c)(3)	GENERAL PURPOSE	2,500.
NEBRASKA FAMILY COUNCIL 1106 E ST LINCOLN, NE 68508	NONE	501(c)(3)	GENERAL PURPOSE	250.
Total from continuation sheets				

BETTENHAUSEN FAMILY FOUNDATION
C/O ROBERT N BETTENHAUSEN

47-0836745

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PATHFINDERS 450 S SUNRISE AVE PALM SPRINGS, CA 92262	NONE	501(c)(3)	GENERAL PURPOSE	1,075.
PEOPLELINK 3835 CYPRESS DRIVE, SUITE 205 PETALUMA, CA 94954	NONE	501(c)(3)	GENERAL PURPOSE	1,000.
PEOPLES CITY MISSION 110 Q STREET LINCOLN, NE 68501	NONE	501(c)(3)	GENERAL PURPOSE	1,200.
PROVIDENCE CHILD CENTER FOUNDATION 830 NE 47TH AVE PORTLAND, OR 97213	NONE	501(c)(3)	GENERAL PURPOSE	100.
STONECROFT MINISTRIES PO BOX 9609 KANSAS CITY, MO 641340609	NONE	501(c)(3)	GENERAL PURPOSE	200.
TINY HANDS INTERNATIONAL PO BOX 67195 LINCOLN, NE 68506	NONE	501(c)(3)	GENERAL PURPOSE	250.
UNITED CHURCH OF CHRIST 3151 S ST, #B LINCOLN, NE 68502	NONE	501(c)(3)	GENERAL PURPOSE	100.
WORLD CHALLENGE INC PO BOX 260 LINDALE, TX 75771-0260	NONE	501(c)(3)	GENERAL PURPOSE	200.
YOUNG LIFE PO BOX 6442 LINCOLN, NE 68506-0442	NONE	501(c)(3)	GENERAL PURPOSE	1,000.
Total from continuation sheets				

Form 990-PF	Interest on Savings and Temporary Cash Investments	Statement	1
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Source	Amount
AMERITAS INVESTMENT CORP	2.
WEST GATE BANK	15.
Total to Form 990-PF, Part I, line 3, Column A	17.

Form 990-PF	Dividends and Interest from Securities	Statement	2
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
AMERITAS INVESTMENT CORP	21,162.	0.	21,162.
PASSTHROUGH FROM CVR PARTNERS, LP	1.	0.	1.
Total to Fm 990-PF, Part I, ln 4	21,163.	0.	21,163.

Form 990-PF Gain or (Loss) from Sale of Assets Statement 3

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
CVR PARTNERS LP			Various	09/12/12
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
24,958.	23,783.	0.	0.	1,175.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
BOARDWALK PIPELINE PARTNERS LP			09/09/11	09/12/12
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
13,347.	12,991.	0.	0.	356.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
DIANA SHIPPING INC			09/27/07	05/24/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
9,844.	27,283.	0.	0.	-17,439.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
DIANA SHIPPING INC				01/23/08	05/24/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
9,848.	21,827.	0.	0.	-11,979.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
INTEL CORP				12/27/00	05/24/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
11,718.	16,404.	0.	0.	-4,686.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
WALGREEN CO				03/04/96	05/24/13
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
24,875.	3,945.	0.	0.	20,930.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
CVR PARTNERS, LP			Purchased	Various	09/12/12
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,205.	0.	0.	0.	1,205.	

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
BOARDWALK PIPELINE PARTNERS, LP	Purchased	09/09/11	09/12/12

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,895.	0.	0.	0.	1,895.

Net Gain or Loss from Sale of Assets	-8,543.
Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	-8,543.

Form 990-PF	Other Income	Statement	4
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
PASSTHROUGH FROM BOARDWALK PIPELINE PARTNERS, LP	-520.	0.	
PASSTHROUGH FROM CVR PARTNERS, LP	-366.	-38.	
Total to Form 990-PF, Part I, line 11	-886.	-38.	

Form 990-PF	Accounting Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	905.	905.		0.
To Form 990-PF, Pg 1, ln 16b	905.	905.		0.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL INCOME TAX	177.	0.		0.
To Form 990-PF, Pg 1, ln 18	177.	0.		0.

Form 990-PF	Other Expenses	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PASSTHROUGH FROM CVR PARTNERS, LP	8.	0.		0.
To Form 990-PF, Pg 1, ln 23	8.	0.		0.

Form 990-PF	Corporate Stock	Statement	8
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Description	Book Value	Fair Market Value
WALGREENS COMPANY	114,991.	110,500.
INTEL CORP	16,405.	12,115.
HOME DEPOT	11,210.	38,735.
FISERV CO	164,316.	393,345.
APACHE	34,215.	41,915.
NAVIOS MARITIME HOLDINGS INC	16,623.	11,200.
WINDSTREAM CORP	64,701.	23,130.
MICROSOFT CORP	29,990.	34,545.
SEASPAN CORPORATION	59,910.	41,500.
FEDEX CORPORATION	45,141.	49,290.
HCC INSURANCE HLDGES INC	31,247.	43,110.
HCP INC	32,646.	45,440.
WELLS FARGO & CO NEW	32,082.	41,270.
VERIZON COMMUNICATIONS COM	30,813.	50,340.
BANK OF AMERICA CORP	12,687.	12,860.
SEADRILL LIMITED SHS	15,824.	20,370.
Total to Form 990-PF, Part II, line 10b	712,801.	969,665.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
KOSMOS ENERGY LTD	COST	11,320.	10,160.
Total to Form 990-PF, Part II, line 13		11,320.	10,160.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	10
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Name of Manager

ROBERT N BETTENHAUSEN
JOANNE BETTENHAUSEN