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

2012

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

For calendar year 2012 or tax year beginning

10/1/2012, and ending

9/30/2013

Name of foundation

Kenneth L Keller Foundation

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

Room/suite

P O Box 2750

A Employer identification number

91-1425050

City or town, state, and ZIP code

Blaine

WA

98040

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) ► \$ 2,005,314 (Part I, column (d) must be on cash basis)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

B Telephone number (see instructions)

(360) 332-5239

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 ► 

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	9	9	9	
4 Dividends and interest from securities				
5 a Gross rents	242,064	242,064	242,064	
b Net rental income or (loss) -342				
6 a Net gain or (loss) from sale of assets not on line 10	-21,752			
b Gross sales price for all assets on line 6a 26,500				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	220,321	242,073	242,073	

13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages	21,537	21,537	21,537	1,077
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest	57,442	57,442	57,442	
18 Taxes (attach schedule) (see instructions)	47,222	47,222	47,222	105
19 Depreciation (attach schedule) and depletion	82,347	82,347	82,347	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	63	63	63	6
23 Other expenses (attach schedule)	49,711	49,711	49,711	67
24 Total operating and administrative expenses.				
Add lines 13 through 23	258,322	258,322	258,322	1,255
25 Contributions, gifts, grants paid	4,000			4,000
26 Total expenses and disbursements. Add lines 24 and 25.	262,322	258,322	258,322	5,255

27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-42,001			
b Net investment income (if negative, enter -0-)		0		
c Adjusted net income (if negative, enter -0-)			0	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing		21,955	45,533	45,533
	2 Savings and temporary cash investments		4,017		
	3 Accounts receivable ►	3,293			
	Less allowance for doubtful accounts ►		1,386	3,293	3,293
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►	2,891,192			
	Less accumulated depreciation (attach schedule) ►	1,029,064	1,991,679	1,862,128	1,875,188
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment, basis ►	235,275			
	Less accumulated depreciation (attach schedule) ►		235,275	235,275	81,300
	15 Other assets (describe ► rounding)				1
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		2,254,312	2,146,230	2,005,314
Liabilities	17 Accounts payable and accrued expenses		35,495	33,270	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)		1,245,720	1,194,929	
	22 Other liabilities (describe ► See Attached Statement)		151,053	137,988	
	23 Total liabilities (add lines 17 through 22)		1,432,268	1,366,187	
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		822,044	780,043	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		822,044	780,043	
	31 Total liabilities and net assets/fund balances (see instructions)		2,254,312	2,146,230	

## 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	822,044
2 Enter amount from Part I, line 27a	2	-42,001
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	780,043
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	780,043

**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				
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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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				
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	0
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,078	847,522	0.002452
2010	2,250	556,705	0.004042
2009	11,850	1,267,080	0.009352
2008	31,644	1,097,172	0.028841
2007	275,622	1,262,929	0.218240

2 Total of line 1, column (d) 2 0.262927

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.052585

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4

5 Multiply line 4 by line 3 5

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 0

7 Add lines 5 and 6 7 0

8 Enter qualifying distributions from Part XII, line 4 8 0

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see Instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

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-)

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

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► Refunded ► 11

1		
2		0
3		0
4		
5		0
6a		
6b		
6c		
6d		
7		0
8		
9		0
10		0
11		0

**Part VII-A Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
*If "Yes," attach a detailed description of the activities*

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T*

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?

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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions)  
WA

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8b		
9	X	
10	X	

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

11		
12		
13	X	
14	Telephone no. ► (360) 332-5239	
	ZIP+4 ► 98230	
15	► 15	► <input type="checkbox"/>
16	Yes	No
	X	

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) . . . . .

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) . . . . .

13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .

Website address ► N/A

14. The books are in care of ► Michelle Geer  
Located at ► 279 C St Blaine WA

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

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 ►

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

1a	Yes	No
1b	N/A	
1c		
2a	Yes	No
2b	N/A	
3a	Yes	No
3b	N/A	
4a	X	
4b	X	

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

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

1b. 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 ►

1c. 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? . . . . .

2. Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a. At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?  Yes  No  
If "Yes," list the years ► 20 . . . . . , 20 . . . . . , 20 . . . . . , 20 . . . . .

b. Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) . . . . .

c. If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  
► 20 . . . . . , 20 . . . . . , 20 . . . . . , 20 . . . . .

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) . . . . .

4a. Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .

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? . . . . .

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)

 Yes  No

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? If "Yes" to 6b, file Form 8870.

 Yes  No

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?

7b  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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Kristine Moe 5459 Reese Hill Road Sumas, WA 98295	President 2 00	0		
Hugh Janzen 402 Minnesota AVE N Aitkin, MN 56431	Director 1 00	0		
Mark Packer 119 N Commercial Ave Bellingham, WA 98225	Director 1.00	0		
Fred Sjoholm 9115 Fortuna Drive ste 6412 Mercer Island, WA 98040	Director 1 00	0		

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

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

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

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid Independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total number of others receiving over \$50,000 for professional services** ►

**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 (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
3	All other program-related investments. See instructions	
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	0
b	Average of monthly cash balances	1b	30,821
c	Fair market value of all other assets (see instructions)	1c	1,956,488
d	Total (add lines 1a, b, and c)	1d	1,987,309
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	1,200,000
3	Subtract line 2 from line 1d	3	787,309
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,810
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	775,499
6	Minimum investment return. Enter 5% of line 5	6	38,775

**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	38,775
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	38,775
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	38,775
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	38,775

**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	5,255
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,255
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,255

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 . . . . .				38,775
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only . . . . .			0	
b Total for prior years. 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007 . . . . .	212,476			
b From 2008 . . . . .				
c From 2009 . . . . .				
d From 2010 . . . . .				
e From 2011 . . . . .				
f Total of lines 3a through e . . . . .	212,476			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 5,255				
a Applied to 2011, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .			5,255	
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2012 . . . . .	33,520		33,520	
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	178,956			
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 . . . . .				
d Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	178,956			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .				
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 . . . . .				

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

N/A

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling	►				
b	Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b	85% of line 2a					0
c	Qualifying distributions from Part XII, line 4 for each year listed					0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
e	Qualifying distributions made directly for active conduct of exempt activities					0
	Subtract line 2d from line 2c					0
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
(1)	Value of all assets					0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c	"Support" alternative test—enter:					
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3)	Largest amount of support from an exempt organization					0
(4)	Gross investment income					0

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

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

NA

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

NA

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

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

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

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

c Any submission deadlines

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

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

Recipient	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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> University of Washington 141 NE Campus parkway Seattle, WA 98000	none		Education	4,000
<b>Total</b>			► 3a	4,000
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments	900099	9			
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531110	-12,813			
b Not debt-financed property	531190	12,471			
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	531190	-21,752			
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)		-22,085		0	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-22,085
(See worksheet in line 13 instructions to verify calculations )					

**Part XVI-B 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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets	1a(1)	X
b	Other transactions. (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations	1b(1)	X
b	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(2)	X
b	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(3)	X
b	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(4)	X
b	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(5)	X
b	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1b(6)	X
c	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	1c	X

**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

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

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

**Sign  
Here**

correct, and complete Declaration of preparer (other than preparer of this return) is made under the penalties of perjury.

*Christine Moe*  
Signature of officer or trustee

1/30/14

Date

Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Fredric Sjoholm	<i>Fredric P Sjoholm</i>	1/22/2014		P00366602
	Firm's name ► SPF Inc			Firm's EIN ►	91-1131540
	Firm's address ► 9115 Fortuna Drive #6412, Mercer Island, WA 98040			Phone no	(206) 236-6121

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

Check "X" to include in Part IV		Description		CUSIP #		Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method	
1		lot 5th Street				Tiblets		X		7/1/2006	P	3/28/2013	
2		dockside building				Innovative Property Design L				7/1/1996		1/25/2013	22,000

Amount													
Long Term CG Distributions													
Short Term CG Distributions													

**Part I, Line 11 (990-PF) - Other Income**

		0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	rent subsidy, city of Atkin			0
2	income tax refund			0

**Part I, Line 16a (990-PF) - Legal Fees**

		0	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Jeff Haberkorn				
2	William Knudsen				
3	Barker Wilson Law Firm				

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

		47,222	47,222	47,222	105
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20	47,117	47,117	47,117	
2	licenses	105	105	105	105

## Part I, Line 19 (990-PF) - Depreciation and Depletion

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

		49,711	49,711	49,711	67
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	bank charges	350	350	350	4
2	Advertising	204	204	204	
3					
4	Dues	257	257	257	25
5	Meetings	10	10	10	10
6	Telephone	459	459	459	5
7	Internet	2,325	2,325	2,325	23
8	Insurance	13,540	13,540	13,540	
9	repairs & maintenance	10,490	10,490	10,490	
10	Lawn care & snow removal	11,293	11,293	11,293	
11	Utilities	10,416	10,416	10,416	
12					
13					
14		0			
15	contract expenses	367	367	367	

**Part II, Line 11 (990-PF) - Investments - Land, Buildings, and Equipment**

		2,891,192	1,029,064	1,991,679	1,862,128	1,875,188
	Asset Description	Cost or Other Basis	Accumulated Depreciation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
<b>1</b>	Land Deming parcel	76,500		76,500	76,500	112,188
<b>2</b>	Aitkin Town houses land	56,900		56,900	56,900	
<b>3</b>	Aitkin Town houses	1,134,035	617,924	557,076	516,111	845,800
<b>4</b>	Commerce building land	194,125		194,125	194,125	
<b>5</b>	Commerce building	1,324,111	376,689	987,176	947,422	826,100
<b>6</b>	5th Street land	25,500		30,000	25,500	
<b>7</b>	5th Street house	61,758	16,188	47,816	45,570	91,100
<b>8</b>	furniture & Equipment	18,263	18,263	281	0	
<b>9</b>	to balance			41,805	0	

**Part II, Line 14 (990-PF) - Land, Buildings, and Equipment**

	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1 Atkin Land	235,275			235,275	235,275	81,300

**Part II, Line 15 (990-PF) - Other Assets**

		0	1	0
	Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	rounding			0

**Part II Line 21 (900-FF) - Mortgages and Other Notes Payable**

Name of Lender		Title		Check "X" if Business		Original Amount		Balance Due		Balance Due		Security Provided	
								End of Year		End of Year		Date of Note	
1	Security State Bank		unsecured			225,000		125,000		125,000			6/30/ purchase of land
2	Security State Bank	910530						292,517		271,134			5/30/ build townhouses
3	Greater Minnesota Housing					267,092		267,092		267,092			5/30/ build townhouses
4	Security State Bank	9269						56,141		531,703			5/30/ construct Commerce bldg
													eye care center, bring to Adm

**Part II, Line 22 (990-PF) - Other Liabilities**

	Description	151,053	137,988
	Beginning Balance	Ending Balance	
1	Advances from related corporation	17,416	10,850
2	Advances Estate of Kenneth Keller	133,637	127,138

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Kristine Moe		5455 Reese Hill Road	Sumas	WA	98295		President	2.00	0	0	0
2	Hugh Janzen		402 Minnesota AVE N	Atkin	MN	56431		Director	1.00	0	0	0
3	Mark Packer		119 N Commercial Ave	Bellingham	WA	98225		Director	1.00	0	0	0
4	Fred Sjoholm		9115 Fortuna Drive ste 6412	Mercer Island	WA	98040		Director	1.00	0	0	0

Keneth L Kellar Foundation 9/30/13  
Recap of rental income and expense

Aitkin town  
Houses

Commerce  
Bldg

5th St

Mt Baker  
Hiway

Sheet to attach to form 990 pf		Aitkin town		Commerce		5th St		Mt Baker		Total	
Recap of rental properties		Houses		Bldg		Hiway		Hiway			
Rental income		140833.84		84474.14		2170		14586		242063.98	
Rental expenses				367.25						367.25	
contract services		204.16		250.03						204.16	
Advertising		100		63.13						350.03	
bank charges				3140.76						63.13	
Office		9146.32								12287.08	
salaries		257								257	
Dues		807.16		798.09						1605.25	
Telephone				458.76						458.76	
Programming		15674.21		37547.11						53221.32	
Interest		10655.95		1940.3						13521.21	
Insurance		41527		38574						82347	
Depreciation		19205		22699.54						45573.6	
Real estate tax				1553.64							
Lawn care &		8767.61		2525						11292.61	
snow removal		10863.3		-2684.57						10489.85	
Repairs		1944.89		8317.48						10367.89	
Utilities				105.52							
Total expenses		119152.6		113996.88		7141.24		2115.42		242406.14	
Net income (loss)		21681.24		-29522.74		-4971.24		12470.58		-342.16	

**Haberkorn Law Offices, Ltd.**  
122 Second Street N.W.  
Aitkin, MN 56431

Kenneth L. Kellar Foundation  
c/o Hugh J. Janzen  
902 Minnesota Avenue South  
Aitkin MN 56431

*PL 1-27-14  
Ch 106  
9-28-13  
Deale*  
January 15, 2014

In Reference To: Reinhart FoodService vs Kellar Foundation

**Professional Services**

12/2/2013 Telephone conference with and Review documents from Richard Plummer

12/3/2013 Drafting of Answer; Letter of correspondence to Richard Plummer and Evan Neifeld; Drafting and preparation of Affidavit of Service

	<u>Amount</u>
For professional services rendered	\$281.25
Additional Charges :	
Long distance charges	\$0.09
Total additional charges	\$0.09
Total amount of this bill	\$281.34
Previous balance	\$19.50
Accounts receivable transactions	
9/30/2004 Payment-Thank You!	(\$19.50)
Total payments and adjustments	(\$19.50)
Balance due	\$281.34