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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation **ELAINE F STEPANEK FOUNDATION AGENCY**
080010329900

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

Room/suite

P O BOX 64713; TRUST TAX SERVICES

City or town, state or province, country, and ZIP or foreign postal code

ST. PAUL, MN 55164-0713

Check all that apply:

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

Check type of organization

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

Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ **39,890,629.**J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

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

A Employer identification number

20-5632706

B Telephone number (see instructions)

651-466-8710C 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)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☐ if the foundation is not required to
attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a **22,035,676.**

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

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) STMT 7

b Accounting fees (attach schedule) STMT 8

c Other professional fees (attach schedule) STMT 9

17 Interest

18 Taxes (attach schedule) (see instructions) STMT 10

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT 11

24 Total operating and administrative expenses.
Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

14.**14.****STMT 1****927,799.****927,799.****STMT 2****715,741.****715,741.****715,741.****1,151.****137.****STMT 6****1,644,705.****1,643,691.****1,610.****322.****1,288.****1,610.****NONE****NONE****5,575.****2,788.****NONE****2,788.****1,500.****750.****NONE****750.****219,373.****175,498.****43,875.****56,310.****24,165.****6,478.****NONE****NONE****6,478.****7,586.****50.****NONE****7,536.****298,432.****203,573.****NONE****62,715.****1,275,469.****1,275,469.****NONE****1,275,469.****1,573,901.****203,573.****NONE****1,338,184.****70,804.****1,440,118.**

NE 23

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	17,445.	6,650.	6,650.
	2	Savings and temporary cash investments	414,624.	290,660.	290,660.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule) . STMT 12.	6,252,547.	5,159,634.	7,057,237.
	c	Investments - corporate bonds (attach schedule) . STMT 16.	10,409,810.	10,495,658.	10,624,110.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 17.	17,365,669.	18,623,766.	21,843,520.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ACCRUED INCOME)	108,438.	68,452.	68,452.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	34,568,533.	34,644,820.	39,890,629.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ RETURN OF CAPITAL)	799.	6,282.		
23	Total liabilities (add lines 17 through 22)	799.	6,282.		
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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	17,893,403.	17,893,403.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	16,674,331.	16,745,135.	
	30	Total net assets or fund balances (see instructions)	34,567,734.	34,638,538.	
	31	Total liabilities and net assets/fund balances (see instructions)	34,568,533.	34,644,820.	

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	34,567,734.
2	Enter amount from Part I, line 27a	2	70,804.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	34,638,538.
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	34,638,538.

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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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 22,035,676.		21,319,935.	715,741.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			715,741.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	715,741.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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))
2012	924,451.	31,782,152.	0.029087
2011	116,784.	15,102,680.	0.007733
2010	81,505.	4,210,597.	0.019357
2009	664,138.	4,044,213.	0.164219
2008	155,306.	4,636,572.	0.033496
2 Total of line 1, column (d)			2 0.253892
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 0.050778
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 37,857,723.
5 Multiply line 4 by line 3			5 1,922,339.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,401.
7 Add lines 5 and 6			7 1,936,740.
8 Enter qualifying distributions from Part XII, line 4			8 1,338,184.

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)			
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		1	28,802.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	28,802.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	28,802.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	32,937.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	32,937.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	4,135.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 4,135. Refunded <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>US BANK NATIONAL ASSOCIATION</u> Telephone no ▶ <u>(651) 466-8710</u>			
	Located at ▶ <u>101 EAST FIFTH STREET, SAINT PAUL, MN</u> ZIP+4 ▶ <u>55101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		<input type="checkbox"/>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			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? <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)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ <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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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 2013 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 2013)	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 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANNA F LAYNOR 147 CENTER STREET, YARMOUTH PORT, MA 02675-1314	PRESIDENT 2	1,610.	-0-	-0-
DANIEL H GAINNEY 256 NORTH REFUGIO ROAD, SANTA YNEZ, CA 93460	VICE PRESIDENT & 2	-0-	-0-	-0-
JOHN R WICKS 1206 MOUNT CURVE AVENUE, MINNEAPOLIS, MN 55403-1006	VICE PRESIDENT & 2	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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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
U S BANK NATIONAL ASSOCIATION MINNEAPOLIS, MN	CUSTODIAL SVCS/TAX P	220,873.

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	38,007,879.
b	Average of monthly cash balances	1b	426,344.
c	Fair market value of all other assets (see instructions)	1c	14.
d	Total (add lines 1a, b, and c)	1d	38,434,237.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	38,434,237.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	576,514.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	37,857,723.
6	Minimum investment return. Enter 5% of line 5	6	1,892,886.

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	1,892,886.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	28,802.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,802.
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,864,084.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,864,084.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,864,084.

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	1,338,184.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,338,184.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,338,184.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,864,084.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			664,442.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$ <u>1,338,184.</u>				
a Applied to 2012, but not more than line 2a . . .			664,442.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount	-		-	673,742.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,190,342.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009 . . .	NONE			
b Excess from 2010 . . .	NONE			
c Excess from 2011 . . .	NONE			
d Excess from 2012 . . .	NONE			
e Excess from 2013 . . .	NONE			

Form **990-PF** (2013)

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

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

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

N/A

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

N/A

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

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

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

SEE STATEMENT 18

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 22				1,275,469.
Total			▶ 3a	1,275,469.
b Approved for future payment				
Total			▶ 3b	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST ON SAVINGS AND TEMPORARY CASH I	14.	14.
TOTAL	14.	14.
	=====	=====

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABERDEEN FDS EMRGN	22,811.	22,811.
AMERICAN TOWER CORP	1,248.	1,248.
ANADARKO PETROLEUM CORP	903.	903.
APPLE INC	3,489.	3,489.
BANK OF AMERICA CORP	476.	476.
BEST BUY CO INC	1,594.	1,594.
BOEING CO	2,340.	2,340.
BORG WARNER INC	451.	451.
BRUNSWICK CORP	180.	180.
CF INDUSTRIES HOLDINGS INC	308.	308.
CVS CAREMARK CORP	1,010.	1,010.
CA INC	3,676.	3,676.
CATERPILLAR INC	1,515.	1,515.
CHEVRON CORPORATION	1,235.	1,235.
CISCO SYS INC	1,450.	1,450.
CITIGROUP INC	181.	181.
CONAGRA FOODS INC	2,371.	2,371.
DEVON ENERGY CORPORATION	394.	394.
DOVER CORP	1,687.	1,687.
DOW CHEM CO	2,949.	2,949.
EDISON INTL	1,455.	1,455.
EMERSON ELEC CO	2,482.	2,482.
EXXON MOBIL CORP	3,593.	3,593.
FIFTH THIRD BANCORP	1,900.	1,900.
FOOT LOCKER INC	1,691.	1,691.
FREEMONT MCMORAN COPPER GOLD	831.	831.
GENERAL ELEC CO	2,316.	2,316.
GLAXO SMITHKLINE P L C A D R	4,869.	4,869.
HARLEY DAVIDSON INC	232.	232.
HOME DEPOT INC	729.	729.
ILLINOIS TOOL WORKS INC	1,138.	1,138.
INTERNATIONAL BUSINESS MACHINES CORP	1,872.	1,872.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INTERNATIONAL PAPER CO	1,770.	1,770.
ISHARES CORE TOTAL US BOND MARKETETF	1,997.	1,997.
ISHARES MSCI EMERGING MARKETS ETF	31,561.	31,561.
ISHARES DOW JONES US REAL ESTATE ETF	32,610.	32,610.
ISHARES CORE S&P SMALL-CAP ETF	14,709.	14,709.
ISHARES JPMORGAN USD EMERG ETF	39,305.	39,305.
ISHARES MSCI EAFE VALUE INDEX ETF	62,116.	62,116.
ISHARES MSCI EAFE GROWTH INDEX ETF	36,033.	36,033.
J P MORGAN CHASE & CO	5,143.	5,143.
KOHL'S CORP	887.	887.
LINCOLN NATL CORP IND	733.	733.
LOWE'S COS INC	1,639.	1,639.
MACYS INC	2,120.	2,120.
MAINSTAY FLOATING RATE I	1,079.	1,079.
MARATHON OIL CORPORATION	2,523.	2,523.
MASTERCARD INC	446.	446.
MAXIM INTEGRATED PRODS INC	2,358.	2,358.
MERCK AND CO INC	4,678.	4,678.
MICROSOFT CORP	3,157.	3,157.
MONDELEZ INTERNATIONAL W I	2,469.	2,469.
MONSANTO CO	1,049.	1,049.
MOODYS CORP	264.	264.
MORGAN STANLEY	833.	833.
MOTOROLA SOLUTIONS INC	1,283.	1,283.
NRG ENERGY INC	1,612.	1,612.
LOOMIS SAYLES STRATEGIC ALPHA FUND Y	15,502.	15,502.
NETAPP INC	257.	257.
NEUBERGER BERMAN LONG SH INS	4,810.	4,810.
NUVEEN HIGH INCOME BOND FD CL I	157,563.	157,563.
NUVEEN STRATEGIC INCOME I	87,546.	87,546.
NUVEEN REAL ESTATE SECS I	30,042.	30,042.
NUVEEN FUNDS CORE BD FD I	23,461.	23,461.
NUVEEN SHORT TERM BOND FUND CL I	19,988.	19,988.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NUVEEN INFLATION PRO SEC CL I	11,037.	11,037.
NV ENERGY INC	534.	534.
OCCIDENTAL PETROLEUM CORPORATION	2,080.	2,080.
OPPENHEIMER SENIOR FLOATING RATE Y	1,422.	1,422.
PIMCO TOTAL RETURN FUND INST	36,530.	36,530.
P N C FINANCIAL SERVICES GROUP INC	1,364.	1,364.
P P G INDS INC	247.	247.
PFIZER INC	7,442.	7,442.
PIONEER NAT RES CO	41.	41.
PITNEY BOWES INC	734.	734.
POLARIS INDS INC	1,439.	1,439.
PRUDENTIAL FINANCIAL INC	3,048.	3,048.
ROCKWELL AUTOMATION INC	1,261.	1,261.
SLM CORP	2,979.	2,979.
SPDR S&P 500 ETF TRUST	37,331.	37,331.
SPDR DJ WILSHIRE INTERNATIONAL	51,243.	51,243.
SPDR BARCLAYS INTRNTNL TREASURY ETF	838.	838.
MIDCAP SPDR TRUST SERIES I E T F	29,490.	29,490.
SCHLUMBERGER LTD	2,498.	2,498.
SCOUT INTERNATIONAL FUND	46,010.	46,010.
STAPLES INC	2,402.	2,402.
SYMANTEC CORP	1,717.	1,717.
TEMPLETON INSTL EMERGING MKT SER ADV	755.	755.
TYSON FOODS INC CL A	588.	588.
UNITED TECHNOLOGIES CORP	2,504.	2,504.
UNITED HEALTH GROUP INC	1,579.	1,579.
VERIZON COMMUNICATIONS	798.	798.
WALGREEN CO	1,214.	1,214.
WELLS FARGO & CO NEW	6,037.	6,037.
WILLIAMS COS INC	835.	835.
ZOETIS INC	427.	427.
COVIDIEN PLC	328.	328.
EATON CORP PLC	1,859.	1,859.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ACE LTD	1,542.	1,542.
NIELSEN HOLDINGS N V	1,554.	1,554.
ROYAL CARIBBEAN CRUISES LTD	1,173.	1,173.
	-----	-----
TOTAL	927,799.	927,799.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BIRNAM WOODS RECEIPT	1,151.	137.
	-----	-----
TOTALS	1,151.	137.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
DORSEY & WHITNEY LLP	5,575.	2,788.		2,788.
	-----	-----	-----	-----
TOTALS	5,575.	2,788.	NONE	2,788.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,500.	750.		750.
TOTALS	1,500.	750.	NONE	750.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
INVESTMENT MGMT FEES-SUBJECT T	219,373.	175,498.	43,875.
	-----	-----	-----
TOTALS	219,373.	175,498.	43,875.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	111.	111.
FEDERAL TAX	32,145.	
FOREIGN TAXES ON QUALIFIED FOR	21,245.	21,245.
FOREIGN TAXES ON NONQUALIFIED	2,809.	2,809.
	-----	-----
TOTALS	56,310.	24,165.
	=====	=====

ELAINE F STEPANEK FOUNDATION AGENCY

20-5632706

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
INGERSOLL RAND PLC	67,149.		
NIELSEN HOLDINGS N V	72,719.	51,528.	81,455.
MICROSOFT CORP		192,248.	204,446.
BANK OF AMERICA CORP	174,975.	63,760.	124,716.
CONAGRA FOODS INC	86,359.		
CVS CAREMARK CORP	97,864.		
DOW CHEM CO	103,366.	80,097.	111,000.
HOME DEPOT INC	84,711.		
MONSANTO CORP		90,652.	103,730.
INTERNATIONAL BUSINESS MACHINE	209,246.		
GENERAL ELECTRIC CO	120,565.		
LOWES CO INC	70,985.	82,525.	114,213.
MARATHON OIL CORPORATION	106,352.	82,023.	106,077.
COVIDIEN PLC	66,867.		
LIBERTY MEDIA CORP	78,484.	48,394.	70,220.
ROCKWELL AUTOMATION INC		72,594.	92,756.
J P MORGAN CHASE & CO	168,128.	132,610.	191,814.
AGILENT TECHNOLOGIES INC		83,761.	94,078.
CF INDUSTRIES HOLDINGS INC			
EDISON INTL	68,661.		
MERCK AND CO INC NEW	92,105.		
PFIZER	151,807.	102,244.	178,879.
GILEAD SCIENCES INC	157,078.	74,019.	143,441.
BEST BUY CO INC	71,730.	36,213.	76,769.
APPLE INC	53,238.	255,141.	296,219.
CATERPILLAR INC	116,039.	121,582.	127,134.
LINCOLN NATL CORP IND		89,894.	131,373.
EXXON MOBIL CORP	73,459.	48,780.	120,833.
GOOGLE INC CL A	168,904.	126,902.	218,538.

20-5632706

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
JARDEN CORP	64,670.	43,732.	121,596.
MORGAN STANLEY		81,979.	108,349.
MACYS INC	51,815.	61,323.	100,659.
MASTERCARD INC	64,146.	42,309.	129,496.
P P G INDS INC		73,061.	76,812.
NATIONAL OILWELL VARCO INC	77,089.		
OCCIDENTAL PETROLEUM CORP	120,799.	86,793.	81,311.
PITNEY BOWES INC		68,898.	91,220.
POLARIS INDS INC	61,697.	66,316.	112,143.
PRUDENTIAL FINANCIAL INC	106,876.	107,591.	155,852.
SLM CORP	93,843.	66,983.	106,171.
STARBUCKS CORP	63,817.		
TERADATA CORP DEL	92,414.		
UNITED HEALTH GROUP INC	118,584.	61,318.	86,595.
UNITED TECHNOLOGIES CORP	67,358.	47,210.	110,386.
VERIZON COMMUNICATIONS INC			
VMWARE INC CL A			
WELLS FARGO CO	193,876.	117,855.	182,508.
WHITING PETROLEUM CORP			
ACE LTD	69,657.	53,708.	85,412.
E O G RES INC		91,112.	91,473.
SYMANTEC CORP		69,622.	79,347.
TYCO INTERNATIONAL LTD			
MAXIM INTEGRATED PRODS INC	92,030.		
MONDELEZ INTERNATIONAL W I	138,897.	81,593.	113,843.
MOTOROLA SOLUTIONS INC	92,411.		
NRG ENERGY INC	91,655.	71,171.	88,314.
PIONEER NAT RES CO	104,477.		
STAPLES INC	120,252.	100,505.	103,682.

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
CREDIT SUISSE COMM RET ST CO		800,000.	804,451.
NUVEEN FUNDS CORE BD FD		100,000.	109,830.
NUVEEN HIGH INCOME BD FD	2,097,906.	1,488,747.	1,534,431.
NUVEEN INTERMD TERM BD FD	1,177,327.		
ISHARES JP MORGAN EM BOND FD	857,570.		
NUVEEN INFLATION PRO SEC CL I	1,349,017.		
NUVEEN SHORT TERM BOND FUND CL	1,000,801.		
PIMCO TOTAL RETURN FUND INST	1,691,531.		
T ROWE PRICE INTL BOND FUND	538,839.		
NUVEEN STRATEGIC INCOME	1,696,819.		
ISHARES CORE TOTAL US BOND MAR		447,027.	445,695.
LOOMIS SAYLES GBL BOND INST		100,000.	99,627.
LOOMIS SAYLES STRATEGIC ALPHA		25,000.	25,000.
MAINSTAY FLOATING RATE FD I		1,696,819.	1,763,552.
OPPENHEIMER SR FLOAT RATE Y		1,013,320.	1,010,872.
SPDR BARCLAYS INTERNATIONAL TR		982,000.	982,608.
		1,165,000.	1,169,655.
		1,130,000.	1,130,000.
		1,044,000.	1,045,243.
		503,745.	503,146.
	-----	-----	-----
TOTALS	10,409,810.	10,495,658.	10,624,110.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
ISHARES MSCI EAFE VALUE INDEX	C	1,300,752.	1,491,379.	1,797,224.
IPATH DOW JONES UBS COMMODITY	C	942,745.	887,785.	878,068.
ISHARES MSCI EMERGING MKTS ETF	C	782,113.		
OPPENHEIMER DEV MKTS FD CL Y	C		1,672,000.	1,707,923.
MIDCAP SPDR TRUST SERIES I ETF	C	2,405,150.	1,962,674.	2,764,344.
ABERDEEN FDS EMRGN MKT INSTL	C	1,075,454.	1,175,454.	1,200,717.
IPATH GSCI TOTAL RETURN	C	941,930.	25,192.	26,055.
ISHARES DJ US REAL ESTATE ETF	C	839,435.	864,344.	868,927.
NEUBERGER BERMAN LONG SH INS	C		975,000.	1,014,663.
NUVEEN REAL ESTATE SECURITIES	C	696,769.	696,769.	785,891.
SCOUT INTERNATIONAL FUND	C	2,597,938.	2,897,938.	3,354,578.
SPDR DJ WILSHIRE INTERNATIONAL	C	1,001,337.	1,026,384.	1,100,452.
SPDR S&P 500 ETF TRUST	C	2,287,117.	1,521,558.	2,057,447.
ISHARES CORE S&P SMALL CAP ETF	C	1,197,324.	971,083.	1,468,890.
ISHARES MSCI EAFE GROWTH INDEX	C	1,297,591.	1,481,192.	1,783,783.
VARIOUS MINERAL INTERESTS	C	14.	14.	14.
ROBECO BOSTON PARTNERS LS RES	C		975,000.	1,034,544.
		-----	-----	-----
TOTALS		17,365,669.	18,623,766.	21,843,520.
		=====	=====	=====

RECIPIENT NAME:

ELAINE F STEPANEK FOUNDATION

ADDRESS:

C/O US BANK NA, 101 E 5TH ST, 14TH FLOOR
ST. PAUL, MN 55101-1860

RECIPIENT'S PHONE NUMBER: 651-466-8724

FORM, INFORMATION AND MATERIALS:

LETTER FORMAT

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SUPPORTS PUBLICLY SUPPORTED CHARITABLE ORGANIZATIONS AND 501(C)(3)
ORGANIZATIONS. THE FOUNDATION MAY ALSO PROVIDE SCHOLARSHIPS WITH THE
SCHOOL AND GEOGRAPHICAL AREA TO BE DETERMINED.

RECIPIENT NAME:
SCHOOL DISTRICT 761 FOUNDATION
ADDRESS:
PO BOX 463
OWATONNA, MN 55060
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARDS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 80,000.

RECIPIENT NAME:
MUSICAL INSTRUMENT MUSEUM
ADDRESS:
4725 EAST MAYO ROAD
PHOENIX, AZ 85050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
SCHOLARSHIP FUND OF SANTA BARBARA
ADDRESS:
P O BOX 3620
SANTA BARBARA, CA 93130
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 56,000.

RECIPIENT NAME:

OPERA SANTA BARBARA

ADDRESS:

1330 STATE ST, STE 209
SANTA BARBARA, CA 93101

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 70,000.

RECIPIENT NAME:

MUSIC ACADEMY OF THE WEST

ADDRESS:

1070 FAIRWAY ROAD
SANTA BARBARA, CA 93108-2899

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 70,000.

RECIPIENT NAME:

BRAILLE INSTITUTE OF AMERICA ,INC
SANTA BARBARA REGIONAL CENTER

ADDRESS:

2031 DE LA VINA STREET
SANTA BARBARA, CA 93105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 297,469.

RECIPIENT NAME:
SANTA BARBARA MUSEUM OF ART
ADDRESS:
1130 STATE STREET
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 70,000.

RECIPIENT NAME:
COMMUNITY ARTS MUSIC ASSOCIATION
ADDRESS:
111 E YANONALI STREET
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 72,000.

RECIPIENT NAME:
LOBERO THEATRE FOUNDATION
ADDRESS:
33 EAST CANON PERIDO ST
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATING SUPPORT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
SANTA BARBARA SYMPHONY
ORCHESTRA ASSOCIATION
ADDRESS:
1330 STATE ST, STE 102
SANTA BARBARA, CA 93101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 70,000.

RECIPIENT NAME:
CANCER FOUNDATION OF
SANTA BARBARA
ADDRESS:
300 WEST PUEBLO STREET
SANTA BARBARA, CA 93105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GRANT FOR GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 400,000.

TOTAL GRANTS PAID: 1,275,469.
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