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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 CHORZEMPA FAMILY FOUNDATION		A Employer identification number 41-1875585
Number and street (or P.O. box number if mail is not delivered to street address) 16147 W. STARLIGHT DR	Room/suite	B Telephone number (see instructions) 952-221-4777
City or town, state or province, country, and ZIP or foreign postal code SURPRISE, AZ 85374-4905		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,046,639	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
Revenue	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	48,420	44,893		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	88,715			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		91,816		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	137,135	136,709			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	18,260	18,260		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	631			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	18			18
	23 Other expenses (attach schedule)	25			25
	24 Total operating and administrative expenses. Add lines 13 through 23	18,934	18,260		43
	25 Contributions, gifts, grants paid	103,950			103,950
26 Total expenses and disbursements. Add lines 24 and 25	122,884			103,993	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	14,251				
b Net investment income (if negative, enter -0-)		118,449			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

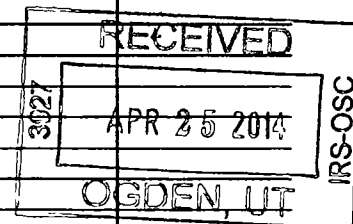
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SCANNED MAY 06 2014



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	19,401	621	621
	2 Savings and temporary cash investments	63,517	105,373	105,373
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	956,667	955,503	1,410,193
	c Investments—corporate bonds (attach schedule)	499,539	491,872	518,452
	11 Investments—land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,539,124	1,553,369	2,046,639
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
	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			
Net Assets or Fund Balances	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,539,124	1,553,369	
	30 Total net assets or fund balances (see instructions)	1,539,124	1,553,369	
	31 Total liabilities and net assets/fund balances (see instructions)	1,539,124	1,553,369	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,539,124
2 Enter amount from Part I, line 27a	2	14,251
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,553,375
5 Decreases not included in line 2 (itemize) ▶ SCHWAB MUTUAL FUND YE ACCRUAL ADJUSTMENTS	5	(6)
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,535,369

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	Blackrock Debt Strategies-1225 sh	P	10/14/05	04/19/13
b	Vanguard Emerging Markets Stk Index Fd-748.132 sh	P	07/02/09	07/12/13
c	Zweig Total Return Fund	P	12/24/08	07/12/013
d	CHARLES SCHWAB - CAPITAL GAIN DISTRIBUTIONS	P		
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 5,541		7,667	(2,126)
b 18,561		15,000	3,561
c 48,890		33,772	15,118
d 75,263		na	75,263
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
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	91,816
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	

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	91,525	1,827,665	0.0500775
2011	91,636	1,802,320	0.0508433
2010	78,044	1,686,756	0.0462686
2009	78,173	1,467,263	0.0532781
2008	107,181	1,865,911	0.0574416

2	Total of line 1, column (d)	2	0.2579091
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	0.0515818
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,935,756
5	Multiply line 4 by line 3	5	99,850
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,184
7	Add lines 5 and 6	7	101,034
8	Enter qualifying distributions from Part XII, line 4 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.	8	103,993

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,184
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	1,184
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	1,184
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	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	1,184
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 2014 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?		☒
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		☒
4a 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	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 2013 or the taxable year beginning in 2013 (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		☒

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ n/a	13	✓	
14	The books are in care of ▶ MARTIN V. CHORZEMPA Telephone no. ▶ 952-221-4777 Located at ▶ 16147 W. STARLIGHT DR., SURPRIS, AZ ZIP+4 ▶ 85374-4905			
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 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? 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	Yes	No ✓

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 ▶ ☐	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 2013?	1c	✓
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? ☐ 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.)	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. ▶ 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 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	✓
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	✓

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)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? **6b** ☐ 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? **7b****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
Martin V. Chorzempa 16147 W Starlight Dr, Surprise, AZ 85374	President-2	-0-	-0-	-0-
Patricia K. Heiser 424 Glendale Ave., Hinsdale, IL 60521	Secretary-0	-0-	-0-	-0-
Martin D. Chorzempa 9548 Virginia Ave., Bloomington, MN 55438	Treasurer-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

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 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	
Total. Add lines 1 through 3	▶

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	1,913,381
b	Average of monthly cash balances	1b	51,854
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,965,235
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	-0-
3	Subtract line 2 from line 1d	3	1,965,235
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	29,479
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,935,756
6	Minimum investment return. Enter 5% of line 5	6	96,788

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	96,789
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,184
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,184
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	95,605
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	95,605
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	95,605

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	103,993
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	103,993
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	1,184
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,809

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				95,605
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			25,970	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	-0-			
b From 2009	-0-			
c From 2010	-0-			
d From 2011	-0-			
e From 2012	-0-			
f Total of lines 3a through e	-0-			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ <u>103,993</u>				
a Applied to 2012, but not more than line 2a			25,970	
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 2013 distributable amount				78,023
e Remaining amount distributed out of corpus	-0-			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				-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 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			-0-	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				17,582
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	-0-			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	-0-			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	-0-			
10 Analysis of line 9:				
a Excess from 2009	-0-			
b Excess from 2010	-0-			
c Excess from 2011	-0-			
d Excess from 2012	-0-			
e Excess from 2013	-0-			

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

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter $\frac{2}{3}$ 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).)

Martin V. Chorzempa

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

None

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

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

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

Not Applicable

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

Not Applicable

- c** Any submission deadlines:

Not Applicable

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

Not Applicable

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 <i>Paid during the year</i> SCHEDULE ATTACHED				103,950
Total			▶ 3a	103,950
b <i>Approved for future payment</i> NONE				
Total			▶ 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					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	48,420	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	16,553	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a					
b	Mutual fund capital gain distributions			18	72,162	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				137,135	
13	Total. Add line 12, columns (b), (d), and (e)				13	137,135

(See worksheet in line 13 instructions to verify calculations.)

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

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> | | Yes | No |
| | | | |
| | 1a(1) | | ✓ |
| | 1a(2) | | ✓ |
| | | | |
| | 1b(1) | | ✓ |
| | 1b(2) | | ✓ |
| | 1b(3) | | ✓ |
| | 1b(4) | | ✓ |
| | 1b(5) | | ✓ |
| | 1b(6) | | ✓ |
| | 1c | | ✓ |

[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

**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.

Marta V. Chazoyes
Signature of officer or trustee

4-21-2014
Date

PRESIDENT
Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

CHORZEMPA FAMILY FOUNDATION

41-1875585

FORM 990-PF

2013

PART 1:

Column a

Column b

Line 16c-investment fee:

Focus Financial

\$18,260

\$18,260

Line 18a - Taxes

US Treasyrt 2012 Excise Tax

\$631

Line 23 - Other Expenses:

State of Minnesota registration fee

\$25

Line 1a(4); During the year the assets of the Foundation were held and managed through Focus Financial. Martin D. Chorzempa served as a Financial Advisor at Focus Financial. Usual and customary management fees were paid to Focus Financial during the year.

/

;

CHORZEMPA FAMILY FOUNDATION

41-1875585

	2013			
PART 11 BALANCE SHEETS				
		BOOK VALUE	BOOK VALUE	END OF YEAR
		12/31/2012	12/31/2013	MARKET VALUE
INVESTMENTS;				
CORPORATE STOCK (10B)				
BRISTOL MYERS		0	24,565	31,890
OMEGA HEALTH CARE		0	25,629	23,840
WP CAREY		9,994	8,185	14,233
RETAIL PROPERTIES		40,760	39,983	25,440
ARTISAN MID CAP		76,078	76,078	107,280
AMERICAN GROWTH FUND		128,350	128,350	219,240
CALAMOS GROWTH FUND		25,000	25,000	24,664
COLUMBIA ACORN FUND		47,672	47,672	73,955
COLUMBIA VALUE & RESTRUCTURING FD		75,000	75,000	110,774
DREMAN CONTRARIAN FUND		30,000	30,000	50,889
FAIRHOLME FUND		48,685	48,685	56,755
FIRST EAGLE GLOBAL FUND		100,000	100,000	137,110
GABILLI ASSET FUND		95,000	95,000	154,532
INVESCO MID CAP CORE EQUITY		9,300	9,300	10,329
OPPENHEIMER GLOBAL FUND		112,056	112,056	158,222
SCOUT SMALL CAP FUND		30,000	30,000	64,622
VANGUARD EMERGING MARKET-INDEX FUND		15,000	0	0
VANGUARD SMALL CAP INDEX		30,000	30,000	73,719
YACHTMAN FUND		50,000	50,000	72,699
ZWEIG TOTAL RETURN FUND		33,772	0	0
TOTAL		956,667	955,503	1,410,193
BOND FUNDS (10C)				
ABERDEEN ASIA PAC INCOME FUND		101,431	101,431	107,712
FRANKLIN INCOME FUND		65,379	65,379	75,358
MANAGERS PIMCO BOND FND		125,000	125,000	130,618
OPPENHEIMER INT'L BOND FUND		75,014	75,014	76,544
VANGUARD HIGH YIELD CORP FUND		125,048	125,048	128,220
BLACK ROCK DEBT STRATEGY FUND		7,667	0	0
TOTAL		499,539	491,872	518,452

Chorzempa Family Foundation Contributions

41-1875585 FORM 990-PF 2013									
Charity	Address	2013 Amount	2012 Amount	2012 In 2013	Paid	Receipt			
Alzheimer Association (education and outreach)	4550 West 77th, Suite 200 Edina, MN 55435		\$5,000						
American Cancer Society (Tree of Life Program)	2520 Pilot Knob Road-Suite 150 Mendota Heights 55120-1158	\$2,000	\$2,000	11/2/2013	Yes				
(Hope Lodge)									
Angel Foundation (Education Programs)	708 So. Third St., Suite 105E Minneapolis, MN 55416	\$3,000	\$3,000	11/2/2013	Yes				
Bloomington Theatre and Art Center (General Operating Budget)	1899 W. Old Shakopee Road Bloomington, MN 55431		\$1,000						
Bridging, Inc. (General Fund)	20 W. 87th St. Bloomington, MN 55420	\$1,000	\$1,000	11/2/2013	Yes				
The Congregational Church of Middlebury (General Operating Budget)	27 N. Pleasant St. Middlebury, VT 05753	\$1,000		11/2/2013	Yes				
Feed My Starving Children (Food Ingredients)	401 93rd Ave. N.W. Coon Rapids, MN 55433	\$3,000		11/2/2013	Yes				
Kids Against Hunger fbo Feeding Children Int'l of Stewart Mayo Foundation (Ovarian Cancer Research)	PO Box 234 Stewart, MN 55385 200 First Street SW Rochester, MN 55905-0001	\$1,000	\$1,000	2/10/2013	Yes				
MN Historical Society (General Fund)	345 Kellogg Blvd. W. St. Paul, MN 55102	\$2,000	\$2,000	6/2/2013	Yes				
(James J. Hill House)		\$1,000	\$1,000	6/2/2013	Yes				
MN Landscape Arboretum (Childrens Education)	3675 Arboretum Blvd. Chaska, MN 55318	\$2,500	\$2,500	6/27/2012	Yes				
(Therapeutic Horticulture)		\$2,500	\$2,500	6/27/2012	Yes				
MN Adult and Teen Challenge (General Fund)	1619 Portland Minneapolis, MN 55404	\$3,000	\$3,000	11/2/2013	Yes				

MOCA	4604 Chicago Ave. So.					
(General Fund)	Minneapolis, MN 55407		\$5,000	\$5,000	11/2/2013	Yes
Normandale Community College	9700 France Ave. S.					
(Scholarship Fund)	Bloomington, MN 55431-4399		\$6,000	\$6,000	6/22/2013	Yes
One Heartland	4425 N. Port Washington Rd.					
(General Fund)	Milwaukee, WI 53212		\$2,000	\$2,000	11/2/2013	Yes
Planting Peace	PO Box 607					
(General Fund)	Destin, FL 32540			\$2,000		
Presbyterian Homes Foundation	22845 Hamline Ave. N.					
(Chaplaincy Endowment)	Roseville, MN 55113		\$3,000	\$3,000	11/2/2013	Yes
Prison Fellowship	Merrifield, VA 22116					
Richfield Foundation	6914 Park Avenue					
fbo Woodlake Nature Center	Richfield, MN 55423					
(cross country ski equipment)			\$2,950	\$3,000	10/15/2013	Yes
Richfield Historical Society	PO Box 23304			1,000		
(General Fund)	Minneapolis MN, 55401		\$1,000	\$2,500	11/2/2013	Yes
University of Minnesota Foundation fbo	Mayo Mail Code 806					
Masonic Cancer Center Janet	420 Delaware St. SE					
L. Chorzempa Endowment Fund	Minneapolis, MN 55455		10,000	\$10,000	12/25/2013	
VEAP						
(General Fund)	9728 Irving Ave.		\$10,000	\$10,000	11/2/2013	Yes
(Holiday Food)	Bloomington, MN 55431			\$1,500		
(Building Fund)			\$20,000	\$1,500	12/25/2013	
Wooddale Church	6630 Shady Oak Rd					
(Alpha School)	Eden Prairie, MN 55424			\$3,000		
Clarendon Hills Community Presbyterian	39 N. Prospect Ave.					
(Church (mission caravans))	Clarendon Hills, IL 60514		1,500	\$1,500	11/2/2013	Yes
Camp Courageous	PO /box 418, 12007 190th St					
(general fund)	Monticello, IA 52310			1,000		
Dupage PADS	705 West Liberty					
(homeless)	Wheaton IL 60187		\$1,000	\$1,000	11/2/2013	Yes
Madison Claire Foundation	8217 Enclave Road					
	Woodbury, MN 55125			\$1,000		
Oasis for Youth	2200 W. Shakopee Road					
	Bloomington, MN 55431			\$2,000		
Presbyterian Homes USA)	PO Box 643700					
(disaster relief)	Pittsburgh, PA 15264			\$1,000		

CHORZEMPA FAMILY FOUNDATION CONTRIBUTIONS

41-1875585

FORM 990-PF

2013

Charity	Address	Amt 2013	Amt 2012	Pd 2013	Receipt
The Rotary Foundation (general fund)	1560 Sherman Ave Evanston, IL 60201	1,000	1,000	4/5/2013	Yes
Science Museum of Minnesota (general fund)	120 W. Kellogg Blvd St Paul, MN 55102		2,000		
Samaritan's Purse (general and Philippines Disaster)	PO Box 3000 Boone, NC 28607	2,000	1,000	8/12/2013	Yes
Summit Academy OIC (general fund)	935 Olson Memorial Hwy Minneapolis, MN 55405	5,000		11/12/2013	Yes
Coalition for Children, Youth, Fam (general fund)	6682 W Greenfield Ave. Suite 310 Milwaukee, WI 53214	1,000		12/25/2013	Yes
The Guest House of Milwaukee (general fund)	1216 N 13th St Milwaukee, WI 53214	1,000		12/25/2013	Yes
Twin Cities Rise (general fund)	800 Washington Ave N Suite 203 Minneapolis, MN 55401	3,000	2,500	11/2/2012	Yes
World Vision (general fund)	PO Box 9716 Federal Way, WA 98063	2,000		11/2/2013	Yes
Young Life (general fund)	PO Box 2920 Colorado Springs, CO 80901	2,500		2/14/2013	Yes
TOTAL		\$101,950	\$91,500		