

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0052

2011

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

For calendar year 2011 or tax year beginning **12/01, 2011**, and ending **11/30, 2012**

Name of foundation ELMER L & ELEANOR J ANDERSEN FOUNDATION		A Employer identification number 41-6032984
Number and street (or P.O. box number if mail is not delivered to street address) 2424 TERRITORIAL ROAD		B Telephone number (see instructions) (651) 642-0127
City or town, state, and ZIP code ST. PAUL, MN 55114-1506		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,920,078.		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	87,983.	87,983.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	177,683.			
	b Gross sales price for all assets on line 6a	2,536,463.			
	7 Capital gain net income (from Part IV, line 2)		179,178.		
	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	265,666.	267,161.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	24,578.			24,578.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 1	1,075.			1,075.
	b Accounting fees (attach schedule) ATCH 2	3,150.	1,150.		2,000.
	c Other professional fees (attach schedule) *	26,900.	26,900.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	5,776.			1,890.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,278.			2,278.
	22 Printing and publications	441.			441.
	23 Other expenses (attach schedule) ATCH 5	6,791.			6,791.
	24 Total operating and administrative expenses. Add lines 13 through 23	70,989.	28,050.		39,053.
	25 Contributions, gifts, grants paid	153,000.			153,000.
26 Total expenses and disbursements. Add lines 24 and 25	223,989.	28,050.	0	192,053.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	41,677.				
b Net investment income (if negative, enter -0-)		239,111.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

*ATCH 3 JSA ** ATCH 4

Form 990-PF (2011)

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	12,071.	5,402.	5,402.	
	2	Savings and temporary cash investments	673,389.	570,974.	570,974.	
	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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 6	1,151,017.	1,089,803.	1,673,400.	
	c	Investments - corporate bonds (attach schedule) ATCH 7	1,147,127.	933,540.	986,644.	
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 8	1,141,517.	1,567,299.	1,683,658.		
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 f)	4,125,121.	4,167,018.	4,920,078.		
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) ATCH 9	547.	767.		
23	Total liabilities (add lines 17 through 22)	547.	767.			
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	4,124,574.	4,166,251.		
	30	Total net assets or fund balances (see instructions)	4,124,574.	4,166,251.		
31	Total liabilities and net assets/fund balances (see instructions)	4,125,121.	4,167,018.			

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	4,124,574.
2	Enter amount from Part I, line 27a	2	41,677.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,166,251.
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	4,166,251.

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.)
SEE PART IV SCHEDULE						
a						
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			(l) 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	179,178.	
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))
2010	256,316.	4,743,244.	0.054038
2009	245,662.	4,705,523.	0.052207
2008	205,988.	4,292,568.	0.047987
2007	289,962.	5,868,736.	0.049408
2006	354,613.	6,854,313.	0.051736
2 Total of line 1, column (d)			2 0.255376
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 0.051075
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,678,468.
5 Multiply line 4 by line 3			5 238,953.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,391.
7 Add lines 5 and 6			7 241,344.
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.			8 192,053.

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

Table with 11 rows for excise tax calculations. Line 1: 4,782. Line 2: 2. Line 3: 4,782. Line 4: 0. Line 5: 4,782. Line 6a: 4,680. Line 7: 4,680. Line 9: 102. Line 11: 0 Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. Row 1a: No (X). Row 1b: Yes (X). Row 1c: Yes (X). Row 2: Yes (X). Row 3: Yes (X). Row 4a: Yes (X). Row 4b: Yes (X). Row 5: Yes (X). Row 6: Yes (X). Row 7: Yes (X). Row 8a: MN. Row 8b: Yes (X). Row 9: Yes (X). Row 10: Yes (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)
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 MARI OYANAGI EGGUM Telephone no. 651-642-0127
Located at 2424 TERRITORIAL ROAD ST. PAUL, MN ZIP + 4 55114-1506
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 2011, 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? Yes No X

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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 Yes No X
Organizations relying on a current notice regarding disaster assistance check here
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 2011? 1c Yes No 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No X
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 Yes No X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2011 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 2011.) 3b Yes No X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No 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 2011? 4b Yes No X

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 No
 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? 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
ATTACHMENT 10		24,578.	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				

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	NONE	
2		
All other program-related investments. See instructions.		
3	NONE	
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	4,163,131.
b	Average of monthly cash balances	1b	586,583.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,749,714.
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	
3	Subtract line 2 from line 1d	3	4,749,714.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	71,246.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,678,468.
6	Minimum investment return. Enter 5% of line 5	6	233,923.

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	233,923.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,782.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,782.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	229,141.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	229,141.
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	229,141.

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	192,053.
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	192,053.
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	192,053.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				229,141.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				20,918.
b From 2007				4,440.
c From 2008				
d From 2009				21,242.
e From 2010				28,446.
f Total of lines 3a through e	75,046.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 192,053.				
a Applied to 2010, 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 2011 distributable amount				192,053.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	37,088.			37,088.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	37,958.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
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 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	37,958.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				9,512.
d Excess from 2010				28,446.
e Excess from 2011				

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

NOT APPLICABLE

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 2011, 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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	
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				

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 of the person to whom applications should be addressed:
ATTACHMENT 11

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHMENT 13

c Any submission deadlines:
SEE ATTACHMENT 13

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHMENT 13

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
<p>a <i>Paid during the year</i> SEE ATTACHMENT 14</p>				153,000.
Total ▶ 3a				153,000.
<p>b <i>Approved for future payment</i> SEE ATTACHMENT 15</p>				46,000.
Total ▶ 3b				46,000.

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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with columns Yes and No. Rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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.

Table with 3 columns: (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.

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

Paid Preparer Use Only Print/Type preparer's name BRUCE S. MAIR Preparer's signature Date Check if self-employed PTIN P00204666 Firm's name SHIDELL & MAIR PLLP Firm's EIN 41-0941592 Firm's address 3570 LEXINGTON AVENUE N. #300 ST PAUL, MN 55126 Phone no. 651-482-1698

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,536,463.		SEE ATTACHMENT 12 2,357,285.					179,178.	
TOTAL GAIN (LOSS)							<u>179,178.</u>	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL - BRIGGS AND MORGAN	1,075.			1,075.
TOTALS	<u>1,075.</u>			<u>1,075.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CORNELL KAHLER SHIDELL & MAIR	3,150.	1,150.		2,000.
TOTALS	<u>3,150.</u>	<u>1,150.</u>		<u>2,000.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
US BANK - INVESTMENT FEES	9,102.	9,102.
SCHWAB - INVESTMENT FEES	17,798.	17,798.
TOTALS	<u>26,900.</u>	<u>26,900.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	1,890.	1,890.
FEDERAL EXCISE TAXES	3,886.	
TOTALS	<u>5,776.</u>	<u>1,890.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ANNUAL FILING FEE	25.	
FOUNDATION DUES	965.	965.
COMPUTER SUPPORT	1,764.	1,764.
TELEPHONE & INTERNET	1,953.	1,953.
OFFICE SUPPLIES	87.	87.
INSURANCE	1,577.	1,577.
FAX/COPIER	420.	420.
TOTALS	<u><u>6,791.</u></u>	<u><u>6,791.</u></u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANK - SEE ATTACHMENT 16	85,820.	755,681.
SCHWAB - SEE ATTACHMENT 17	1,003,983.	917,719.
TOTALS	<u>1,089,803.</u>	<u>1,673,400.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANK - SEE ATTACHMENT 18	933,540.	986,644.
TOTALS	<u>933,540.</u>	<u>986,644.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANK - SEE ATTACHMENT 19	1,567,299.	1,683,658.
TOTALS	<u>1,567,299.</u>	<u>1,683,658.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
PAYROLL WITHHOLDINGS	767.
TOTALS	<u>767.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JULIAN L. ANDERSEN 2424 TERRITORIAL ROAD ST. PAUL, MN 55114-1506	PRESIDENT & DIRECTOR 2.00	0	0	0
TERRY L SLYE 2424 TERRITORIAL ROAD ST. PAUL, MN 55114-1506	SECRETARY 1.00	0	0	0
AMY ANDERSEN 2424 TERRITORIAL ROAD ST. PAUL, MN 55114-1506	VICE PRES, TREASURER, DIRECTOR 1.00	0	0	0
CHARLES DAYTON 2424 TERRITORIAL ROAD ST. PAUL, MN 55114-1506	DIRECTOR 1.00	2,000.	0	0
MARY OYANAGI EGGUM 2424 TERRITORIAL ROAD ST. PAUL, MN 55114-1506	FOUNDATION ADMINISTRATOR 20.00	22,578.	0	0
GRAND TOTALS		24,578.	0	0

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MARI OYANAGI EGGUM
2424 TERRITORIAL ROAD
ST. PAUL, MN 55114
651-642-0127

Elmer L & Eleanor J Andersen Foundation
 Stock Sales
 11/30/2012
 41-6032984

	Book		Tax	
	Proceeds	Cost	Proceeds	Cost
		Gain		Gain
<u>US Bank</u>				
First qtr	457,084.00	439,657.00	457,084.00	439,137.00
2nd qtr	656,925.00	597,738.00	656,925.00	597,738.00
3rd qtr	1,025,646.00	961,794.00	1,025,646.00	961,339.00
4th qtr	154,805.00	89,962.00	154,805.00	89,442.00
Capital Gain Distributions	2,838.00	2,838.00	2,838.00	-
US Bank totals	2,297,298.00	2,089,151.00	2,297,298.00	2,087,656.00
<u>Charles Schwab</u>				
First qtr	14,480.00	12,504.00	14,480.00	12,504.00
2nd qtr	7,166.00	-	7,166.00	-
3rd qtr	121,173.00	132,465.00	121,173.00	132,465.00
4th qtr	96,346.00	124,660.00	96,346.00	124,660.00
Charles Schwab totals	239,165.00	269,629.00	239,165.00	269,629.00
Totals	2,536,463.00	2,358,780.00	2,536,463.00	2,357,285.00
		177,683.00		179,178.00

Elmer L & Eleanor J Andersen Foundation
41-6032984
November 30, 2012

Form 990-PF
Attachment 13

Part XV, Line 2B

DESCRIPTION

1. A ONE OR TWO-PAGE SUMMARY OF THE PROPOSAL, TOGETHER WITH A NARRATIVE TO INDICATE:

- BACKGROUND OF ORGANIZATION
- PURPOSE FOR WHICH FUNDING IS SOUGHT
- CONSTITUENCY SERVICED AND HOW IT WILL BENEFIT

USE OF MINNESOTA COMMON GRANT FORM REQUIRED

2. FINANCIAL INFORMATION:

- AMOUNT REQUESTED
- ORGANIZATIONAL BUDGET AND THE BUDGET FOR ANY SPECIFIC PROJECT FOR WHICH FUNDING IS REQUESTED
- MOST RECENT FINANCIAL STATEMENT

3. LIST OF:

- MAJOR DONORS TO THE ORGANIZATION
- BOARD MEMBERS OF THE ORGANIZATION

4. COPY OF THE IRS 501 (C) 3 EXEMPTION LETTER FOR THE ORGANIZATION REQUESTING FUNDING

Part XV, Line 2C

DESCRIPTION

BOARD MEETINGS ARE HELD QUARTERLY. LEGACY PROPOSALS ARE REVIEWED AT BOARD MEETINGS IN JUNE AND DECEMBER. TO BE ELIGIBLE FOR CONSIDERATION, PROPOSALS MUST BE POSTMARKED BY THE FIRST WORKING DAY OF THE MONTH PRIOR TO THE MONTH OF THE BOARD MEETING. APPLICANTS ARE NOTIFIED IN WRITING OF THE BOARD'S DECISION CONCERNING THEIR FUNDING REQUESTS WITHIN 21 DAYS AFTER THE DATE OF THE BOARD MEETING.

Part XV, Line 2D

DESCRIPTION

INCORPORATED IN 1957, THE ELMER L. & ELEANOR J. ANDERSEN FOUNDATION IS A NON-PROFIT, GRANT MAKING FOUNDATION WHOSE PURPOSE IS TO IMPROVE THE QUALITY OF LIFE THROUGH EFFECTIVE FAMILY GRANT MAKING, HONORING THE LEGACY OF ITS FOUNDERS AND INVESTING IN SOCIAL CHANGE.

THE GEOGRAPHIC FOCUS FOR LEGACY GRANTS IS MN, PRIMARILY THE TWIN CITIES METROPOLITAN AREA.

IN GENERAL, APPLICATIONS RELATED TO HEALTH WILL NOT BE CONSIDERED. THE FOUNDATION AWARDS NO GRANTS TO INDIVIDUALS.

Elmer L. & Eleanor J. Anderson Foundation
 Payments Made - OBRA Report
 11/30/2012
 PIN 41-6032984

Payee Organization Request Primary Contact Project Title	Staff	Amount		Non-		Receipt	
		Check #	Deduct Amount	Deduct Tax Amount	Status	Sched. Date	Done Date
Afton Historical Society Press McDonald, Patricia P.O. Box 100 Afton, MN 55001 <i>publication of MINNESOTA NATIVE ARTISTS: Tradition and Innovation, Community and Healing</i>	Admin	\$2,000.00 5714 6/18/2012	\$2,000.00	\$0.00	501c(3)		
Amherst H. Wilder Foundation Robinson, Paul 451 Lexington Parkway North St. Paul, MN 55104 <i>the James P. Shannon Leadership Institute</i>	Admin	\$1,500.00 5715 6/18/2012	\$1,500.00	\$0.00	501c(3)		
Anoka Technical College Foundation Kish, Cheryl 1355 West Highway 10 Anoka, MN 55303 <i>scholarships and crisis grants</i>	Admin	\$5,000.00 5686 3/9/2012	\$5,000.00	\$0.00	501c(3)		
Camp Fire Minnesota Ayers-Bean, Jessica 4829 Minnetonka Blvd, Suite 202 St. Louis Park, MN 55416 <i>East Metro clubs</i>	Admin	\$1,000.00 5627 12/17/2011	\$1,000.00	\$0.00	501c(3)		
Caponi Art Park & Learning Center Caponi, Cheryl 1205 Drifley Road Eagan, MN 55123 <i>general operations</i>	Admin	\$1,000.00 5716 6/18/2012	\$1,000.00	\$0.00	501c(3)		

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012

FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Deduct Tax	Non-Amount Status	Sched. Date	Done Date	Receipt
Carleton College Gleason, Mark J. One North College Street Northfield, MN 55057 <i>Academic Civic Engagement</i>			Admin	\$8,000.00	5628	12/17/2011	\$8,000.00	\$0.00	501c(3)			
Casa de Esperanza Moen, Patricia P.O. Box 75177 St. Paul, MN 55175 <i>general operations</i>			Admin	\$1,000.00	5629	12/17/2011	\$1,000.00	\$0.00	501c(3)			
Catholic Charities of the Archdiocese of St. Paul and Minneapolis Kelly, Kate 1200 Second Avenue S. Minneapolis, MN 55403 <i>the Dorothy Day Center</i>			Admin	\$1,000.00	5717	6/18/2012	\$1,000.00	\$0.00	Non-profit organization			
The Cedar Donn, Adrienne 416 Cedar Avenue South Minneapolis, MN 55454 <i>general operations</i>			Admin	\$1,000.00	5648	12/17/2011	\$1,000.00	\$0.00	501c(3)			
Center for Advocacy & Political Leadership/University of Minnesota Spano, Wy 112 Cina Hall 1123 University Ave. Duluth, MN 55812-3006 <i>general operations of the MAPL program</i>			Admin	\$5,000.00	5656	12/17/2011	\$5,000.00	\$0.00	501c(3)			
Center for Earth, Energy and Democracy Gupta, Shalini 216 Cecil Street SE Minneapolis, MN 55414 <i>Twin Cities Environmental Justice Atlas Project</i>			Admin	\$31,000.00	5718	6/18/2012	\$31,000.00	\$0.00	501c(3)			

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Deduct Amount	Non-Deduct Tax Amount	Sched. Date	Done Date	--- Receipt ---
Children's Home Society & Family Services Varco, Lynn 1605 Eustis Street St. Paul, MN 55108-1219 <i>general operations</i>			Admin	\$2,000.00	5719 6/18/2012	\$2,000.00	\$0.00	501c(3)		
Community Foundation for Muskegon County Love-Hall, Kimberly A Campaign for the Hackley Public Library 316 W. Webster Ave. Muskegon, MI 49440 <i>the Bridging of Character Campaign</i>			Admin	\$15,000.00	5654 12/17/2011	\$15,000.00	\$0.00	501c(3)		
East Side Arts Council Fehr, Sarah 977 Payne Avenue St. Paul, MN 55101 <i>the Armobile program</i>			Admin	\$1,000.00	5720 6/18/2012	\$1,000.00	\$0.00	501c(3)		
Edward Grieg Society/Norway House Ormscift, Turid A. P.O. Box 16208 Minneapolis, MN 55416 <i>the Family Concert performance of Ashild Skirt Refsdal</i>			Admin	\$1,000.00	5735 6/18/2012	\$1,000.00	\$0.00	501c(3)		
Face to Face Health & Counseling Service, Inc. Hays, Dana 1165 Arcade St. St. Paul, MN 55106 <i>the SafeZone Homeless Youth Program</i>			Admin	\$1,000.00	5631 12/17/2011	\$1,000.00	\$0.00	501c(3)		
Fresh Energy Lowery, Kay 408 St. Peter Street, Suite 220 St. Paul, MN 55102 <i>general operations</i>			Admin	\$1,500.00	5721 6/18/2012	\$1,500.00	\$0.00	501c(3)		

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Deduct Tax	Non-Deduct Amount	Status	Sched. Date	Done	Date
Friends of Sax-Zim Bog Stensas, Mark Sparky P.O. Box 177 Wrenshall, MN 55797 <i>general operations</i>			Admin	\$1,000.00	5722	6/18/2012	\$1,000.00	\$0.00	\$0.00	501e(3)			
The Friends of the Saint Paul Public Library Moyilan, Wendy 325 Cedar Street, Suite 555 St. Paul, MN 55101-1055 <i>general operations</i>			Admin	\$1,000.00	5632	12/17/2011	\$1,000.00	\$0.00	\$0.00	501e(3)			
Graywolf Press Briem, Kit 250 Third Avenue North, Suite 600 Minneapolis, MN 55401 <i>general operations</i>			Admin	\$1,000.00	5723	6/18/2012	\$1,000.00	\$0.00	\$0.00	501e(3)			
Growth & Justice Weddell, Jennifer 2324 University Ave. W., Suite 120A St. Paul, MN 55114 <i>general operations</i>			Admin	\$1,000.00	5633	12/17/2011	\$1,000.00	\$0.00	\$0.00	501e(3)			
Hamline Midway Eiders Hanson, Beth Reedy 1514 Englewood Ave. St. Paul, MN 55104 <i>general operations</i>			Admin	\$1,000.00	5724	6/18/2012	\$1,000.00	\$0.00	\$0.00	501e(3)			
Higher Ground Academy Lagos, Buzz 1381 Marshall Avenue Saint Paul, MN 55104 <i>the soccer program</i>			Admin	\$2,000.00	5725	6/18/2012	\$2,000.00	\$0.00	\$0.00	501e(3)			

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Amount	Tax	Status	Sched. Date	Done Date
Holy Cow! Press/Springboard for the Arts Perlman, Jim			Admin	\$1,000.00	5635	12/17/2011	\$1,000.00	\$0.00	501e(3)			
P.O. Box 3170, ML Royal Station Duluth, MN 55803												
<i>Publication of Ekaterinislav. A Family's Journey to America"</i>												
Little Brothers - Friends of the Elderly Luedtke, Nancy			Admin	\$1,000.00	5726	6/18/2012	\$1,000.00	\$0.00	501e(3)			
1845 E. Lake St. Minneapolis, MN 55407												
<i>general operations</i>												
The Advocates for Human Rights Herder, Sarah			Admin	\$1,000.00	5647	12/17/2011	\$1,000.00	\$0.00	501e(3)			
330 Second Avenue South, Suite 800 Minneapolis, MN 55401												
<i>the Human Rights in the Schools'project</i>												
Minnesota Center for Book Arts Mueller, Karen			Admin	\$1,000.00	5727	6/28/2012	\$1,000.00	\$0.00	501e(3)			
1011 Washington Ave. S., Suite 100 Minneapolis, MN 55415												
<i>general operations</i>												
Minnesota Center for Environmental Advocacy Sarver-Bodoh, Annie			Admin	\$1,500.00	5730	6/18/2012	\$1,500.00	\$0.00	501e(3)			
26 East Exchange Street, Suite 206 St. Paul, MN 55101												
<i>general operations</i>												
Minnesota Computers for Schools Gilliad, Tamara			Admin	\$1,000.00	5636	12/17/2011	\$1,000.00	\$0.00	501e(3)			
970 Pickett Street North Bayport, MN 55003												
<i>the Computer Refurbishing and Recycling project</i>												

Attachment 14

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Amount	Deduct Tax	Sched. Date	Done Date	Receipt
Minnesota Environmental Partnership Morse, Steve 546 Rice Street, Suite 100 Saint Paul, MN 55103 <i>general operations</i>			Admin	\$1,000.00	5637	12/17/2011	\$1,000.00	\$0.00	501c(3)			
Minnesota Historical Society Gebert-Fuller, Sherri 345 Kellogg Boulevard West St. Paul, MN 55102-1906 <i>Minnesota's Greatest Generation Project</i>			Admin	\$5,000.00	5635	12/17/2011	\$5,000.00	\$0.00	501c(3)			
Minnesota Historical Society Gebert-Fuller, Sherri 345 Kellogg Boulevard West St. Paul, MN 55102-1906 <i>general operations</i>			Admin	\$1,000.00	5638	12/17/2011	\$1,000.00	\$0.00	501c(3)			
Minnesota Landscape Arboretum Foundation Sparks, Jamie 3675 Arboretum Drive Chanhassen, MN 55318 <i>creation of the Peter J. Olin Arboretum Directorship</i>			Admin	\$8,000.00	5687	3/9/2012	\$8,000.00	\$0.00	501c(3)			
MinnPost Johnson, Stephanie 900 Sixth Ave. SE, Suite 220 Minneapolis, MN 55414 <i>general operations</i>			Admin	\$1,000.00	5728	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Mixed Blood Theatre Reuler, Jack 1501 South Fourth Street Minneapolis, MN 55454 <i>general operations</i>			Admin	\$1,000.00	5639	12/17/2011	\$1,000.00	\$0.00	501c(3)			

Attachment 14

Grant Payments Made
11/30/2012

FIN 41-6032984

Payee Organization	Request Primary Contact	Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Amount	Tax Status	Sched. Date	Done Date	Receipt
Mizna Bankawi, Lana 2446 University Ave. W., Suite 115 Saint Paul, MN 55114 <i>general operations</i>			Admin	\$1,000.00	5729	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Mu Performing Arts Eitel, Don 355 Wabasha Street North, Suite 140 Saint Paul, MN 55102 <i>general operations</i>			Admin	\$1,000.00	5731	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Neighborhood House Grinolds, Josh 179 Robie Street East St. Paul, MN 55107 <i>general operations</i>			Admin	\$1,000.00	5732	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Northern Clay Center Millfelt, Sarah 2424 Franklin Avenue East Minneapolis, MN 55406 <i>general operations</i>			Admin	\$1,500.00	5733	6/18/2012	\$1,500.00	\$0.00	501c(3)			
Northwest Youth & Family Services Hronatka, Jerry 3490 Lexington Avenue North Shoreview, MN 55126 <i>general operations</i>			Admin	\$1,000.00	5734	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Open Access Connections Shapiro, Marcy 1821 University Ave., Suite N-184 St. Paul, MN 55104 <i>general operations</i>			Admin	\$1,000.00	5640	12/17/2011	\$1,000.00	\$0.00	501c(3)			

Attachment 14

Elmer L. & Eleanor J. Andersen Foundation
Grant Payments Made

11/30/2012 FIN 41-6032984

Payee Organization Request Primary Contact Project Title	Staff	Amount		Non-		--- Receipt ---	
		Check #	Deduct Amount	Deduct Tax Amount	Sched. Date	Done Date	
Peta Wakan Tipi Wilson, Diane 16085 Jeffrey Avenue Hugo, MN 55038 <i>American Indian Youth Environmental Education Program</i>	Admin	\$1,000.00 5736 6/18/2012	\$1,000.00	\$0.00	501e(3)		
Planned Parenthood of Minnesota, North Dakota, South Dakota Hansen, Annette R. 671 Vandalia Street Saint Paul, MN 55114 <i>Hmong SZAR</i>	Admin	\$2,000.00 5737 6/18/2012	\$2,000.00	\$0.00	501e(3)		
Public Art Saint Paul Podas-Larson, Christine M. 351 Kellogg Blvd. St. Paul, MN 55101 <i>Western Sculpture Park education and outreach</i>	Admin	\$3,000.00 5738 6/18/2012	\$3,000.00	\$0.00	501e(3)		
Ramsey County Historical Society Essig, Carrie 323 Landmark Center 75 West 5th St St. Paul, MN 55102 <i>general operations</i>	Admin	\$1,000.00 5739 6/18/2012	\$1,000.00	\$0.00	501e(3)		
Real Change Homeless Empowerment Project Porch, Kathleen 219 1st Ave. S. #220 Seattle, WA 98104 <i>general operations</i>	Admin	\$4,000.00 5765 9/17/2012	\$4,000.00	\$0.00	501e(3)		
Rotary Club of Saint Paul McKillips, Nancy 111 E. Kellogg Boulevard, #1406 Saint Paul, MN 55101 <i>the Centennial Campaign</i>	Admin	\$2,000.00 5740 6/18/2012	\$2,000.00	\$0.00	501e(3)		

Attachment 14

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization Request Primary Contact Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Tax Amount	Status	Receipt	
								Sched. Date	Done Date
Schroeder Area Historical Society From, Suzan P.O. Box 337 7932 W. Highway 61 Schroeder, MN 55613 <i>general operations</i>	Admin	\$1,000.00	5641 12/17/2011	\$1,000.00	\$0.00	501c(3)			
The Schubert Club Olson, Paul D. 75 W. Fifth Street 302 Landmark Center St. Paul, MN 55102 <i>the Music in the Park Series</i>	Admin	\$1,000.00	5642 12/17/2011	\$1,000.00	\$0.00	501c(3)			
St. Anthony Park Area Seniors Hayes, Mary 2200 Hillside Avenue St. Paul, MN 55108 <i>general operations</i>	Admin	\$2,000.00	5643 12/17/2011	\$2,000.00	\$0.00	501c(3)			
Store to Door Schifsky, Mary Jo 1935 W. County Road B2 Suite 250 Roseville, MN 55113 <i>general operations</i>	Admin	\$1,000.00	5644 12/17/2011	\$1,000.00	\$0.00	501c(3)			
Sugarloaf Thompson, Molly 6008 London Road Duluth, MN 55804 <i>forest restoration and improvements</i>	Admin	\$3,000.00	5645 12/17/2011	\$3,000.00	\$0.00	501c(3)			
Textile Center of Minnesota Müller, Margaret 3000 University Ave. SE #100 St. Paul, MN 55414 <i>general operations</i>	Admin	\$1,000.00	5646 12/17/2011	\$1,000.00	\$0.00	501c(3)			

Elmer L. & Eleanor J. Andersen Foundation
 Grant Payments Made
 11/30/2012 FIN 41-6032984

Payee Organization Request Primary Contact Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Amount	Tax Status	Sched. Date	Done Date	--- Receipt ---
Tubman Polzin, Jennifer J 3111 First Avenue South Minneapolis, MN 55408 general operations	Admin	\$1,000.00	5741	6/18/2012	\$1,000.00	\$0.00	501c(3)			
Twin Cities Gay Men's Chorus Taykalo, Christopher 528 Hennepin Avenue, Suite 307 Minneapolis, MN 55403 general operations	Admin	\$1,000.00	5649	12/17/2011	\$1,000.00	\$0.00	501c(3)			
University of Minnesota Foundation McGill, Katherine McNamara Alumni Center University of Minnesota Gateway 200 Oak Street SE, Suite 500 Minneapolis, MN 55455-2010 the Elmer L. Andersen Research Scholars Program	Admin	\$5,000.00	5650	12/17/2011	\$5,000.00	\$0.00	501c(3)			
University of Minnesota Human Rights Center Flueggen, Patrick N120 Mondale Hall 229 19th Ave. S. Minneapolis, MN 55455 the Human Rights Library	Admin	\$2,000.00	5742	6/18/2012	\$2,000.00	\$0.00	501c(3)			
University of St. Thomas McDonnell, Lynda ThreeSixty 2115 Summit Avenue St. Paul, MN 55105 ThreeSixty Journalism	Admin	\$2,000.00	5651	12/17/2011	\$2,000.00	\$0.00	501c(3)			
Voyagers National Park Association Tableporter, Jody 126 North Third Street, Suite 400 Minneapolis, MN 55401 general operations	Admin	\$1,000.00	5652	12/17/2011	\$1,000.00	\$0.00	501c(3)			

Attachment 14

Elmer L. & Eleanor J. Andersen Foundation

Grant Payments Made

11/30/2012 FIN 41-6032984

Payee Organization Request Primary Contact Project Title	Staff	Amount	Check #	Paid Date	Deduct Amount	Non-Deduct Tax Amount	Status	Receipt	
								Sched. Date	Done Date
Weavers Guild of Minnesota Hansen, Linda 3000 University Avenue S.E., Suite 110 Minneapolis, MN 55414 <i>general operations</i>	Admin	\$1,000.00	5743	6/18/2012	\$1,000.00	\$0.00	501c(3)		
Wilderness Inquiry Lais, Greg 808 14th Avenue SE Minneapolis, MN 55414-1546 <i>the Share the Adventure program</i>	Admin	\$1,000.00	5744	6/18/2012	\$1,000.00	\$0.00	501c(3)		
Youth Farm and Market Project Liden, Gunnar 128 West 33rd Street, Suite 2 Minneapolis, MN 55408 <i>general operations</i>	Admin	\$1,000.00	5653	12/17/2011	\$1,000.00	\$0.00	501c(3)		
Grand Total				\$153,000.00	\$153,000.00	\$0.00			

(62 items)

Elmer L. + Eleanor J. Andersen Foundation
Grant Commitment Schedule (6 years)

11/30/2012 FIN 41-6032984

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance
		2012	2013	2014	2015	
Afton Historical Society Press \$4,000.00 publication of MINNESOTA NATIVE ARTISTS: Tradition and Innovation, Community and Healing	\$2,000.00	\$0.00	\$2,000.00	\$0.00	\$0.00	\$0.00
Center for Advocacy & Political Leadership/University of Minnesota \$15,000.00 general operations of the MAPL program	\$10,000.00	\$0.00	\$5,000.00	\$0.00	\$0.00	\$0.00
Community Foundation for Muskegon County \$45,000.00 the "Building of Character" campaign	\$30,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00
Rotary Club of Saint Paul \$10,000.00 the Centennial Campaign	\$8,000.00	\$0.00	\$2,000.00	\$0.00	\$0.00	\$0.00
Sugarloaf \$9,000.00 forest restoration and improvements	\$3,000.00	\$0.00	\$3,000.00	\$3,000.00	\$0.00	\$0.00

Elmer L + Eleanor J. Andersen Foundation
 Grant Commitments
 11/30/12 FIN 41-6032924

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance
		2012	2013	2014	2015	
University of Minnesota Foundation \$25,000.00 <i>the Elmer L. Andersen Research Scholars Program</i>	\$15,000.00	\$0.00	\$5,000.00	\$5,000.00	\$0.00	\$0.00
University of St. Thomas \$6,000.00 <i>ThreeSixty</i>	\$0.00	\$0.00	\$2,000.00	\$2,000.00	\$2,000.00	\$0.00
Grand Total (7 items)	\$68,000.00	\$0.00	\$34,000.00	\$10,000.00	\$2,000.00	\$0.00

41,000

Elmer L. & Eleanor J. Andersen Foundation**Attachment 16**

11/30/2012

FIN 41-6032984

Form 990-PF, Part II Investments - Corporate Stock

<u># of shares</u> <u>End of Year</u>	<u>Description of Investment</u>	<u>Beginning</u> <u>Book Balance</u>	<u>Ending</u> <u>Book Balance</u>	<u>FMV at</u> <u>Year End</u>
5,500	ECM Publishers Inc	80,845	80,845	223,905
16,188	Fuller HB Co	7,434	4,975	531,776
125	Netflix Com	25,000	-	-
880	On Semiconductor Corp	10,000	-	-
		<u>\$ 123,279.00</u>	<u>\$ 85,820.00</u>	<u>\$ 755,681.00</u>

Ulland Investment Advisors, Inc.
UNREALIZED GAINS AND LOSSES
Elmer L. & Eleanor J. Andersen Foundation
Defensive Growth
Schwab Institutional, Account #6630-5418
 November 30, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
06-16-11	1,000	Magnum Hunter Resources Corporation 8.00%	48.31	48,309	43.74	43,740	-4,569	-9.5
09-24-12	1,500	RBS Capital V 5.90%	17.94	26,915	19.81	29,715	2,800	10.4
10-22-12	700	RBS Capital VII 6.08%	18.97	13,278	20.22	14,154	876	6.6
07-11-12	1,400	TCF Financial 7.50%	26.44	37,010	26.99	37,789	779	2.1
06-18-12	1,000	Zions Bank Capital Trust C 9.50%	26.02	26,020	26.05	26,050	30	0.1
				268,867		274,163	5,296	2.0
TOTAL PORTFOLIO				1,012,252		925,989	-86,263	-8.5

	<u>Cost</u>	<u>FMV</u>
Common Stock	735,116	643,556
Preferred Stock	268,867	274,163
	<u>1,003,983</u>	<u>917,719</u>

Form 990-PF, Part II, Investments
 PIN 41-6032984

Ulland Investment Advisors, Inc.
UNREALIZED GAINS AND LOSSES
Elmer L. & Eleanor J. Andersen Foundation
Defensive Growth
Schwab Institutional, Account #6630-5418
 November 30, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L
COMMON STOCK								
05-10-11	375	Affiliated Managers Group, Inc.	113.54	42,579	128.87	48,326	5,747	13.5
05-20-11	660	Catamaran Corporation	46.98	31,009	48.69	32,135	1,126	3.6
05-31-11	200	F5 Networks	112.39	22,479	93.68	18,736	-3,743	-16.7
05-10-11	966	Halcon Resources Corporation	6.92	6,685	6.18	5,970	-715	-10.7
05-10-11	5,400	Magnum Hunter Resources, Inc.	6.43	34,741	4.03	21,762	-12,979	-37.4
05-24-11	2,000	Merit Medical Systems, Inc.	17.50	35,009	13.87	27,740	-7,269	-20.8
05-10-11	500	NVE Corporation	59.02	29,509	53.10	26,550	-2,959	-10.0
11-11-11	1,000	Northern Oil & Gas, Inc.	23.11	23,112	15.70	15,700	-7,412	-32.1
05-20-11	1,500	Nuance Communications, Inc.	21.66	32,484	22.24	33,360	876	2.7
05-10-11	1,900	Oasis Petroleum, Inc.	29.50	56,050	30.22	57,418	1,368	2.4
05-10-11	1,898	Pan American Silver Corporation	24.90	47,259	19.05	36,157	-11,102	-23.5
10-22-12	400	Proto Labs, Inc.	29.80	11,920	36.48	14,592	2,672	22.4
05-31-11	500	Riverbed Technology, Inc.	37.62	18,809	17.90	8,950	-9,859	-52.4
05-10-11	1,000	SPDR Emerging Markets Small Cap	55.96	55,959	43.97	43,970	-11,989	-21.4
05-20-11	500	United Therapeutics Corporation	65.72	32,859	52.55	26,275	-6,584	-20.0
05-10-11	400	Whiting Petroleum Corporation	65.55	26,221	41.94	16,776	-9,445	-36.0
05-10-11	1,000	iShares Canada Index Fund	32.76	32,759	28.11	28,110	-4,649	-14.2
05-10-11	500	iShares Chile Index Fund	77.02	38,509	60.06	30,030	-8,479	-22.0
05-11-11	1,500	iShares Columbia	20.91	31,359	21.15	31,725	366	1.2
05-11-11	1,500	iShares Hong Kong Index Fund	19.06	28,584	19.11	28,665	81	0.3
05-10-11	900	iShares Indonesia Index Fund	31.56	28,404	29.96	26,964	-1,440	-5.1
05-10-11	2,500	iShares Singapore Index Fund	14.20	35,509	13.53	33,825	-1,684	-4.7
05-10-11	500	iShares South Korea Index Fund	66.62	33,309	59.64	29,820	-3,489	-10.5
				735,116		643,556	-91,560	-12.5
CASH AND EQUIVALENTS								
		Money Market Fund		8,269		8,269		
				8,269		8,269		
PREFERRED CAPITAL SECURITY								
10-19-12	1,000	American International Group 7.70%	25.38	25,380	25.60	25,600	220	0.9
06-19-12	30	Bank of America 7.25%	968.83	29,065	1,113.00	33,390	4,325	14.9
08-26-11	2,500	Magnum Hunter Resources Corporation 10.25%	25.16	62,890	25.49	63,725	835	1.3

11/30/2012

FIN 41-6032984

Form 990-PF, Part II Investments - Bond and Bond Funds

# of shares End of Year	Description of Investment	Beginning Book Balance	Ending Book Balance	FMV at Year End
10,000.000	Jpmorgan Chase Co	-	10,000	9,919
20,000.000	Jpmorgan Chase Co	-	20,000	20,050
20,000.000	Jpmorgan Chase Co	-	20,000	19,532
20,000.000	Merrill Lynch	21,349	-	-
20,000.000	Bank of America	21,578	-	-
20,000.000	Morgan Stanley	22,161	-	-
20,000.000	Goldman Sachs	22,090	-	-
20,000.000	Merrill Lynch	21,765	-	-
25,000.000	Bank of Montreal Senior Note	25,000	-	-
10,000.000	Bank of Montreal Med Term	10,000	-	-
10,000.000	Bank of Montreal Med Term	10,000	-	-
10,000.000	Jpmorgan Chase Co	10,000	-	-
10,000.000	Jpmorgan Chase Co	10,000	-	-
50,000.000	Barclays Bank Pic	50,000	50,000	57,390
50,000.000	Barclays Bank Pic	50,000	50,000	43,045
2,244.320	Driehaus Active Income Fund	25,280	-	-
2,384.118	Driehaus Select Credit Fund	25,224	-	-
1,661.000	Ishares Barclays 20+ Treas	88,084	210,183	207,276
2,107.000	Ishares Barclays 7 10 Treas	221,540	-	-
1,684.000	Ishares Iboxx Invest Grade Corp	221,846	191,581	205,667
869.000	Ishares JP Morgan Em Bond Fd	110,226	90,621	106,626
504.443	Loomis Sayles Abs Strat Y	25,262	5,166	5,140
8,684.443	Pimco Total Return Fund	101,000	-	-
427.000	Spdr Gold Trust	54,722	-	-
30,000.000	Bank of Montreal Med Term	-	30,000	29,820
50,000.000	Royal Bank of Canada	-	50,000	52,220
30,000.000	Bank of Montreal Med Term	-	30,000	34,365
60,000.000	Bank of Montreal Med Term	-	60,000	64,476
7,526.874	Nuveen High Yield Muni Bond	-	115,989	131,118
		<u>\$ 1,147,127</u>	<u>\$ 933,540</u>	<u>\$ 986,644</u>

11/30/2012

FIN 41-6032984

Form 990-PF, Part II Investments - Equity Mutual Funds

# of shares End of Year	Description of Investment	Beginning Book Balance	Ending Book Balance	FMV at Year End
3,436.932	Goldman Sachs M C Value	126,720		
4,584.285	Laudus Intl Marketmasters Fund	73,256	79,657	89,531
2,019.531	Rowe T Price Mid Cap Value Fund	104,329		
2,707.306	Scout Intl Fund	85,706	90,911	88,421
2,238.900	T Rowe Price SC	76,928		
3,794.000	Utilities Select Sector	64,656	135,768	134,004
8,860.744	Aberdeen Fds Emrgn Mkt	103,399	126,047	134,329
13,349.169	American Cent Equity Income	100,000	99,852	105,458
4,239.214	Blackrock Capital App	106,578		
7,190.372	Nuveen Equity Income	101,305		
2,762.431	Nuveen Large Cap	100,000		
4,418.809	Nuveen Santa Barbara Div	98,640	110,792	119,882
2,521.612	Blackrock Emerg Markets	-	26,552	27,334
2,933.000	Consumer Staples	-	98,989	105,705
1,165.000	Ishares Core S&P Small-Cap	-	81,321	88,890
604.000	Midcap Spdr Trust Series	-	98,729	110,139
2,383.905	Neuberger Berman Genesis Instl Fd	-	112,878	121,174
9,268.836	Nuveen Global Infrastr Fd	-	84,439	90,464
2,785.000	Powershares Qqq Nasdaq 100	-	173,756	183,253
14,049.753	Riverpark Wedgewood Fund	-	170,540	193,746
550.000	Spdr Gold Trust	-	77,068	91,328
		<u>\$ 1,141,517</u>	<u>\$ 1,567,299</u>	<u>\$ 1,683,658</u>

State of Minnesota
Office of the Attorney General
Charities Unit
1200 Bremer Tower
445 Minnesota Street
St. Paul, Minnesota 55101-2130

Re: **Elmer L. & Eleanor J. Andersen Foundation**

Enclosed please find a copy of the Return of Private Foundation, Form 990-PF, for Elmer L. & Eleanor J. Andersen Foundation for the year ended November 30, 2012.

Enclosed is our check in the amount of \$25.00 for the filing fee.

By: _____

Title: _____

Date: _____