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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: MARDAG FOUNDATION

A Employer identification number: 41-1698990

Number and street (or P O box number if mail is not delivered to street address): 55 FIFTH STREET EAST — Room/suite: 600

B Telephone number: 651/224-5463

City or town, state, and ZIP code: ST. PAUL, MN 55101-1797

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] 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) ▶$ 45,070,196.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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).)

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	976,576.	976,576.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-7,673,353.			
	b Gross sales price for all assets on line 6a 24,906,727.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	53,612.	53,612.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	-6,643,165.	1,030,188.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	9,658.	0.		7,580.
	c Other professional fees STMT 4	357,405.	357,405.		0.
	17 Interest	5,603.	5,603.		0.
	18 Taxes STMT 5	3,162.	-838.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,964.	0.		3,964.
	22 Printing and publications				
	23 Other expenses STMT 6	259,990.	0.		259,990.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	639,782.	362,170.		271,534.
	25 Contributions, gifts, grants paid	2,178,249.			2,297,655.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,818,031.	362,170.		2,569,189.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-9,461,196.			
	b **Net investment income** (if negative, enter -0-)		668,018.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	285,929.	105,934.	105,934.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	52,528,116.	47,257,253.	44,964,262.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	52,814,045.	47,363,187.	45,070,196.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	15,375,567.	15,375,567.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	37,438,478.	31,987,620.	
	30 **Total net assets or fund balances**	52,814,045.	47,363,187.	
	31 **Total liabilities and net assets/fund balances**	52,814,045.	47,363,187.	

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	52,814,045.
2	Enter amount from Part I, line 27a	2	-9,461,196.
3	Other increases not included in line 2 (itemize) ▶ CIG K-1 ADJUSTMENTS	3	4,010,338.
4	Add lines 1, 2, and 3	4	47,363,187.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	47,363,187.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES		VARIOUS	VARIOUS
b	CIG K-1		VARIOUS	VARIOUS
c	CIG K-1		VARIOUS	VARIOUS
d	CIG K-1		VARIOUS	VARIOUS
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	28,744,674.		32,580,080.	-3,835,406.
b	256,757.			256,757.
c	-4,092,163.			-4,092,163.
d	-2,541.			-2,541.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-3,835,406.
b				256,757.
c				-4,092,163.
d				-2,541.
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	-7,673,353.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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))
2008	2,947,604.	52,065,848.	.056613
2007	2,723,203.	61,606,529.	.044203
2006	2,767,504.	57,269,645.	.048324
2005	2,489,493.	53,590,273.	.046454
2004	2,249,436.	50,857,916.	.044230

2 **Total** of line 1, column (d)	2	.239824
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	.047965
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	41,296,228.
5 Multiply line 4 by line 3	5	1,980,774.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,680.
7 Add lines 5 and 6	7	1,987,454.
8 Enter qualifying distributions from Part XII, line 4	8	2,569,189.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	6,680.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	6,680.
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	6,680.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	33,780.		
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	33,780.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	27,100.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	27,100.	**Refunded** ▶	11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.MARDAG.ORG

14 The books are in care of ▶ THE SAINT PAUL FOUNDATION Telephone no. ▶ 651-224-5463

Located at ▶ 55 EAST FIFTH STREET, SUITE 600, ST. PAUL, MN ZIP+4 ▶ 55101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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.

			Line	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 page 20 of the instructions)?		1b		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 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		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)? ☐ 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)? N/A **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? N/A ☐ 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** No: X

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? N/A **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.

(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
SEE STATEMENT 8		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
THE SAINT PAUL FOUNDATION 55 EAST FIFTH STREET, #600, ST PAUL, MN 55101	ADMINISTRATIVE SERVICES	274,445.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	41,691,206.
b	Average of monthly cash balances		1b	233,899.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	41,925,105.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	41,925,105.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	628,877.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	41,296,228.
6	**Minimum investment return.** Enter 5% of line 5		6	2,064,811.

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	2,064,811.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 6,680.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,680.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,058,131.
4	Recoveries of amounts treated as qualifying distributions		4	119,406.
5	Add lines 3 and 4		5	2,177,537.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,177,537.

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	2,569,189.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,569,189.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,680.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,562,509.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,177,537.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			2,464,397.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 2,569,189.				
a Applied to 2008, but not more than line 2a			2,464,397.	
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 2009 distributable amount				104,792.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				2,072,745.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
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 the 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).)

NONE

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 of the person to whom applications should be addressed:

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT				2297655.
Total			▶ 3a	2297655.
b *Approved for future payment*				
SEE STATEMENT				614,650.
Total			▶ 3b	614,650.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	976,576.	
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	523000	-9,565.	14	2,940.	
8 Gain or (loss) from sales of assets other than inventory			18	-7,673,353.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a CLASS ACTION SETTLEMENTS			01	60,237.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-9,565.		-6,633,600.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -6,643,165.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

▶ [signature] | 11/12/10 | ▶ Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 11/8/2010	Check if self-employed ▶ ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code ▶ LARSONALLEN LLP 220 SOUTH SIXTH STREET, SUITE 300 MINNEAPOLIS, MN 55402		EIN ▶	
		Phone no. 612-376-4500	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND AND INTEREST INCOME	976,576.	0.	976,576.
TOTAL TO FM 990-PF, PART I, LN 4	976,576.	0.	976,576.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CIG K-1	1,178.	1,178.	
CIG K-1	-7,803.	-7,803.	
CLASS ACTION SETTLEMENTS	60,237.	60,237.	
TOTAL TO FORM 990-PF, PART I, LINE 11	53,612.	53,612.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,658.	0.		7,580.
TO FORM 990-PF, PG 1, LN 16B	9,658.	0.		7,580.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	357,405.	357,405.		0.
TO FORM 990-PF, PG 1, LN 16C	357,405.	357,405.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES EXPENSE	4,000.	0.		0.
FOREIGN TAXES	-838.	-838.		0.
TO FORM 990-PF, PG 1, LN 18	3,162.	-838.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TSPF ADMIN SERVICES	241,559.	0.		241,559.
MEMBERSHIP DUES	6,850.	0.		6,850.
INSURANCE	4,605.	0.		4,605.
MISCELLANEOUS	4,022.	0.		4,022.
ANNUAL REPORT	2,954.	0.		2,954.
TO FORM 990-PF, PG 1, LN 23	259,990.	0.		259,990.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BALANCED CO-MINGLED FUND	COST	47,257,253.	44,964,262.
TOTAL TO FORM 990-PF, PART II, LINE 13		47,257,253.	44,964,262.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TIMOTHY M. OBER 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	PRESIDENT 0.75	0.	0.	0.
GRETCHEN D. DAVIDSON 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	VICE PRESIDENT 0.75	0.	0.	0.
PHYLLIS RAWLS GOFF 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	SECRETARY 0.75	0.	0.	0.
RICHARD B. OBER 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	TREASURER 0.75	0.	0.	0.
JOHN G. COUCHMAN 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	ADMINISTRATIVE DIRECTOR 2.50	0.	0.	0.
CHRISTINE SEARSON 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	FINANCE DIRECTOR 0.75	0.	0.	0.
JACK H. POHL 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	INVESTMENT DIRECTOR 1.00	0.	0.	0.
JANICE K. ANGELL 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	MEMBER 0.75	0.	0.	0.
CORNELIA M EBERHART 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	MEMBER 0.75	0.	0.	0.
JAMES R. HELTZER 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	MEMBER 0.75	0.	0.	0.
GAYLE M. OBER 55 FIFTH STREET EAST, SUITE 600 ST PAUL, MN 55101	MEMBER 0.75	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARDAG FOUNDATION, ATTN: GRANTS MANAGER
55 FIFTH STREET EAST, #600
ST PAUL, MN 55101-1797

TELEPHONE NUMBER

651-244-5463

FORM AND CONTENT OF APPLICATIONS

PRIOR TO SUBMITTING A GRANT REQUEST, APPLICANTS SHOULD REQUEST THE FOUNDATION'S APPLICATION PACKET. APPLICANTS MAY SUBMIT A LETTER OF INQUIRY DESCRIBING THE PROPOSED PROJECT.

ANY SUBMISSION DEADLINES

SUBMIT PROPOSALS 4 MONTHS PRIOR TO A BOARD MEETING. MEETINGS OCCUR IN APRIL, AUGUST AND NOVEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE TO ORGANIZATIONS LOCATED WITHIN AND SERVING THE RESIDENTS OF THE STATE OF MINNESOTA.

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Improving the lives of at-risk families and children.			
360 Communities *Lakeville, Minnesota* To help finance the budget of the Virtual Immigrant Resource Center		20,000	20,000
Advocates for Family Peace *Grand Rapids, Minnesota* To help finance the budget to renovate and expand its facility	20,000		
Alliance of Early Childhood Professionals *Minneapolis, Minnesota* To help finance the budget to expand the Hands on Teach-to-Learn Program to the East Metro area		10,000	10,000
Arrowhead Economic Opportunity Agency, Incorporated *Virginia, Minnesota* To help finance the budget for construction of the Virginia Youth Foyer		50,000	50,000
Big Brothers Big Sisters of the Greater Twin Cities *Saint Paul, Minnesota* To help finance the budget for piloting new curriculum and expansion strategies for its Education and Enrichment Program		10,000	10,000
Bolder Options *Minneapolis, Minnesota* To help finance the budget of the program expansion in St. Paul		20,000	20,000
Boys & Girls Club of the Bemidji Area *Bemidji, Minnesota* To help finance the budget of the Teen Center Capital Project		25,000	25,000
Boys & Girls Clubs of the White Earth Reservation *Naytahwaush, Minnesota* To help finance the budget of the Callaway Club Site		26,500	26,500

STMT 10

Improving the lives of at-risk families and children.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Boys and Girls Clubs of the Twin Cities *Minneapolis, Minnesota* For the Bridge to the Future Capital Campaign, with the understanding that this grant will be used exclusively for renovations at its three branch sites in Saint Paul	110,000		40,000
Casa De Esperanza *Saint Paul, Minnesota* To help finance the budget of Meeting Critical Concerns of Latinas Experiencing Domestic Violence		15,000	15,000
Center for Hmong Arts & Talent Chat *Saint Paul, Minnesota* To help finance the budget of the Youth Leadership Group		10,000	10,000
Century College Foundation *White Bear Lake, Minnesota* To help finance the budget of the Preparing to Achieve a College Education Program		10,000	10,000
Childrens Dental Services Inc *Minneapolis, Minnesota* To help finance the budget for providing dental services to children in Duluth		10,000	10,000
CommonBond Communities *Saint Paul, Minnesota* For Campaign 4000: Building Homes, Hope and Community, with the understanding that this grant will be used exclusively as part of the Housing Investment Fund to invest in the development of properties in the East Metro area of Dakota, Ramsey and Washington counties	110,000		40,000
Community Design Center of Minnesota *Saint Paul, Minnesota* To help finance the budget of the Youth Enterprise in Food and Ecology Program		10,000	10,000

Improving the lives of at-risk families and children.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
East Side Arts Council *Saint Paul, Minnesota* To help finance the budget of Kidventure		8,000	8,000
East Side Neighborhood Development Company Inc *Saint Paul, Minnesota* To help finance the budget of the East Side Family Center		25,000	25,000
Evergreen House *Bemidji, Minnesota* To help finance the budget of the Street Outreach Drop-In Center		20,000	20,000
The Family Place *Saint Paul, Minnesota* To help finance the budget of the development program		10,000	10,000
FamilyMeans *Stillwater, Minnesota* To help finance the budget to provide youth programs at Cimarron		15,000	15,000
First Childrens Finance *Minneapolis, Minnesota* To help finance the budget to provide business assistance to child care programs in Blue Earth and Nicollet Counties		5,750	5,750
Freeport West Inc *Minneapolis, Minnesota* To help finance the budget of the Youth Services, Education and Development Program in Saint Paul		15,000	15,000
Girl Scouts of Minnesota and Wisconsin River Valleys, Inc. *Saint Paul, Minnesota* To finance opportunities for Girls Scouts from low income families and underrepresented groups to attend summer camp		10,000	10,000
Kinship Partners Inc *Brainerd, Minnesota* To help finance the budget of the Mentor Recruitment Program		15,000	15,000

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009

Improving the lives of at-risk families and children.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Lifetrack Resources Inc. *Saint Paul, Minnesota* To help finance the budget of the Enhanced Home Visiting Pilot		25,000	25,000
Little Treasures Center Inc *Duluth, Minnesota* To help finance the budget of the Transitions Into New Settings Project		10,000	10,000
Minnesota African Womens Association *Minneapolis, Minnesota* To help finance the budget of the African Girls Initiative for Leadership and Empowerment Program in Saint Paul		12,500	12,500
Minnesota Fathers & Families Network *Saint Paul, Minnesota* To help finance the budget of the Greater Minnesota Fatherhood Leadership Circles		10,000	10,000
Montessori Training Center of Minnesota Inc *Saint Paul, Minnesota* To help finance the budget of the Cornerstone Montessori School component of the Timeless Education for a New World Campaign	30,000		15,000
New Foundations Inc *Saint Paul, Minnesota* To help finance the budget of the Crestview Community Children's Program		25,000	25,000
North Shore Horizons Inc *Two Harbors, Minnesota* To help finance the budget of the New Beginnings Supportive Housing Project		10,000	10,000
Northland Foundation *Duluth, Minnesota* To help finance the budget of the Reflective Practice Pilot Project		20,000	20,000

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009

Improving the lives of at-risk families and children.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Northwoods Interfaith Volunteer Caregivers Program *Bemidji, Minnesota* To help finance the budget of the First City Visitation Project		20,000	20,000
Ours to Serve House of Hospitality Inc *Bemidji, Minnesota* To help finance the budget for the purchase of furniture for the new homeless shelter		10,000	10,000
Project FINE Inc *Winona, Minnesota* To help finance the budget of the Diversity Youth Quest Initiative		15,000	15,000
Project for Pride in Living Inc *Minneapolis, Minnesota* To help finance the budget for expansion of programs in Saint Paul		25,000	25,000
The Refuge Network *Cambridge, Minnesota* To help finance the budget of the Black Dog Hill Domestic Abuse Shelter Program		35,000	35,000
The Saint Paul Foundation *Saint Paul, Minnesota* For the Community Sharing Fund		1,000	1,000
For expansion of Words Work!		75,000	75,000
Someplace Safe *Glenwood, Minnesota* To help finance the budget to remodel a house for use as a domestic abuse shelter		50,000	50,000
Tubman *Minneapolis, Minnesota* To help finance the budget for expansion of Sustainability Services to Ramsey and Washington counties		15,000	15,000
Volunteer Lawyers Network *Minneapolis, Minnesota* To help finance the budget of the Greater Minnesota and East Metro Bankruptcy Services Program		20,000	20,000

Improving the lives of at-risk families and children.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Young Women's Christian Association of Duluth, Minnesota			
Duluth, Minnesota			
To help finance the budget for making repairs to the Trepanier building's roof		15,000	15,000
Young Womens Christian Association of St. Paul Minnesota			
Saint Paul, Minnesota			
To help finance the budget of Journeys		15,000	15,000
To help finance the budget of the Academic Enrichment Services Capacity Building Initiative		25,000	25,000
TOTAL GRANTS IN IMPROVING THE LIVES OF AT-RISK FAMILIES AND CHILDREN.	**270,000**	**773,750**	**868,750**
Supporting seniors to live independently.			
Catholic Charities of the Archdiocese of St. Paul and Minneapolis			
Minneapolis, Minnesota			
To help finance the budget of the Homeless Elders Project		25,000	25,000
Human Services Inc in Washington County Minnesota			
Oakdale, Minnesota			
To help finance the budget of Resources for Eldercare		25,000	25,000
Koochiching Aging Options			
International Falls, Minnesota			
To help finance the position of program specialist		25,000	25,000
Lake of the Woods County Senior Citizens Council Inc			
Baudette, Minnesota			
To help finance the budget to renovate the kitchen of the Baudette Senior Activity and Nutrition Center		18,000	18,000
Little Brothers-Friends of the Elderly			
Minneapolis, Minnesota			
To help finance the budget of the Among Friends Challenge Campaign	25,000		25,000
Living at Home/Block Nurse Program Inc			
Saint Paul, Minnesota			
To help finance the budget of the Enhanced Model Service Project		21,000	21,000

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009

Supporting seniors to live independently.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Metro Meals on Wheels Inc *Minneapolis, Minnesota* To help finance the budget to build the capacity of the development program		10,000	10,000
New American Community Services *Saint Paul, Minnesota* To help finance the budget of the Older New Americans Project		10,000	10,000
Rebuilding Together-Twin Cities *Saint Paul, Minnesota* To help finance the budget of the Safe at Home Program		15,000	15,000
Senior Leech Lakers, Inc. *Walker, Minnesota* For the Capital Campaign		30,000	30,000
Store to Door *Saint Paul, Minnesota* To help finance the budget of the Food Support for Homebound Seniors Pilot Project Part II		18,500	18,500
Twin Cities Public Television, Inc. *Saint Paul, Minnesota* To help finance the budget of Getting There: Information, Connection and Local Resources for Older Minnesotans		25,000	25,000
Urban Partnership and Community Development Center *Saint Paul, Minnesota* To help finance Supporting Living Among Seniors		10,000	10,000
Vietnamese Social Services of Minnesota *Saint Paul, Minnesota* To help finance the budget of the Elder Circle Project		10,000	10,000
White Earth Reservation Tribal Council *White Earth, Minnesota* To help finance the budget of the Elderly Nutrition Program		17,250	17,250

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
TOTAL GRANTS IN SUPPORTING SENIORS TO LIVE INDEPENDENTLY.	**25,000**	**259,750**	**284,750**
Promoting arts and humanities.			
AMAZE *Minneapolis, Minnesota* To help finance the budget of the Families All Matter Preschool Program Phase II		10,000	10,000
American Composers Forum *Saint Paul, Minnesota* To help finance the budget of Music by Kids Tours Minnesota		20,000	20,000
Arts Center of Saint Peter Inc *Saint Peter, Minnesota* To help finance the position of executive director		15,000	1,850
Children's Theater Company and School *Minneapolis, Minnesota* To help finance the budget for expansion of the Neighborhood Bridges Program to East Metro Schools		10,000	10,000
Duluth Playhouse, Inc. *Duluth, Minnesota* To help finance the budget of the Children's Theatre Arts Program		12,500	12,500
Mankato Ballet Company *Mankato, Minnesota* To help finance the budget for the positions of artistic director and administrative assistant		15,000	15,000
Mankato Symphony Orchestra Association Inc *Mankato, Minnesota* To help finance the position of Education Project Director	11,500		
Minnesota Association of Community Theatres *Minneapolis, Minnesota* To help finance the position of executive director		15,000	

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009
Promoting arts and humanities.

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Minnesota Public Radio			
Saint Paul, Minnesota			
To help finance the budget for start-up and production of Performance Today and SymphonyCast	50,000		50,000
North House Folk School			
Grand Marais, Minnesota			
To help finance the budget of the Red Phase of the Raise The Roof Campaign	10,000		
Ordway Center for the Performing Arts			
Saint Paul, Minnesota			
To help finance the budget of the Organizational Effectiveness in Fundraising Initiative		20,000	20,000
Penumbra Theatre Company Inc			
Saint Paul, Minnesota			
To help finance the budget of the New Era Campaign	20,000		20,000
Public Art Saint Paul			
Saint Paul, Minnesota			
For the Public Art Program Fund	25,000		25,000
The Saint Paul Foundation			
Saint Paul, Minnesota			
For the Arts Partnership Campaign	245,000		150,000
To help finance the budget of ArtsLAB II	50,000		50,000
Springboard for the Arts			
Saint Paul, Minnesota			
To help finance the budget for expansion of the Adjunct Career Counselor Program in Greater Minnesota		10,000	10,000
Twin Rivers Center for the Arts			
Mankato, Minnesota			
To help finance the positions of Executive Director and Program Assistant	15,000		15,000
To help finance the budget for the positions of executive director and program assistant		15,000	15,000

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
TOTAL GRANTS IN PROMOTING ARTS AND HUMANITIES.	**426,500**	**142,500**	**424,350**

Addressing human service needs of at-risk populations.

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Admission Possible *Saint Paul, Minnesota* To help finance the budget of the Alumni Services Pilot Program		15,000	15,000
American Oromo Community of Minnesota *Saint Paul, Minnesota* To help finance the budget for two staff positions		15,000	15,000
Citizens for Backus AB *International Falls, Minnesota* To help finance the budget for construction of the community kitchen		10,000	10,000
Face to Face Health & Counseling Service Inc *Saint Paul, Minnesota* To help finance the budget of the SafeZone Center		25,000	25,000
Girl Scouts of Minnesota and Wisconsin Lakes and Pines *Duluth, Minnesota* To help finance the budget of the Willmar Outreach to At-Risk Girls Project		15,000	15,000
Heartland Community Action Agency, Inc. *Willmar, Minnesota* For renovation of the exterior of its building		15,250	15,250
Hmong American Partnership *Saint Paul, Minnesota* To help finance the budget to purchase and develop a centralized database and client intake software		15,000	15,000
Immigrant Law Center of Minnesota Inc *Saint Paul, Minnesota* To help finance the budget for providing legal services to immigrants in Worthington Minnesota	20,000		20,000

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009

Addressing human service needs of at-risk populations.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
Inver Hills Community College Foundation *Inver Grove Heights, Minnesota* To help finance the budget of Project Breakthrough		25,000	25,000
Minnesota Coalition for Battered Women, Inc. *Saint Paul, Minnesota* To help finance the budget of the Women of Color and Native Women's Leadership Project		20,000	20,000
Minnesota Community Foundation *Saint Paul, Minnesota* For the Economic Recovery Statewide Fund to make grants to nonprofit organizations that provide critical services to those in greater Minnesota most negatively affected by the current economic decline		170,000	170,000
Minnesota Literacy Council, Inc. *Saint Paul, Minnesota* To help finance the budget for expansion of Adult Basic Education on Saint Paul's East Side		20,000	20,000
Northern Communities Land Trust *Duluth, Minnesota* To help finance construction of the Duluth Veteran's Home Supportive Housing Project	20,000		
The Saint Paul Foundation *Saint Paul, Minnesota* For the Management Improvement Fund		50,000	50,000
To help finance the budget of the Community Sharing Fund		50,000	50,000
Second Harvest Northern Lakes Food Bank *Duluth, Minnesota* To help finance the budget for facility expansion	10,000		10,000
St Paul Youth Services Inc *Saint Paul, Minnesota* To help finance the budget for expansion of the Second Chance Initiative		25,000	25,000

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009

Addressing human service needs of at-risk populations.	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
United Family Practice Health Center			
Saint Paul, Minnesota			
To help finance construction of a new facility	75,000		50,000
Volunteers of America of Minnesota, Inc.			
Minneapolis, Minnesota			
To help finance the budget of Transitional Housing for Homeless Women Program		10,000	10,000
Amherst H. Wilder Foundation			
Saint Paul, Minnesota			
For construction of the Wilder Center	150,000		150,000
TOTAL GRANTS IN ADDRESSING HUMAN SERVICE NEEDS OF AT-RISK POPULATIONS.	**275,000**	**480,250**	**710,250**
Supporting community development throughout Saint Paul.			
Como Friends			
Saint Paul, Minnesota			
For the Campaign for Como Park Zoo and Conservatory	250,000		
For the Polar Bear Odyssey		2,000	2,000
TOTAL GRANTS IN SUPPORTING COMMUNITY DEVELOPMENT THROUGHOUT SAINT PAUL.	**250,000**	**2,000**	**2,000**
Other			
Hazelden Foundation			
Center City, Minnesota			
For general operating		2,000	2,000
Minnesota Council on Foundations			
Minneapolis, Minnesota			
For general corporate purposes		5,555	5,555
TOTAL GRANTS IN OTHER		**7,555**	**7,555**
TOTAL GRANTS IN ALL FIELDS	**1,246,500**	**1,665,805**	**2,297,655**
TOTAL CANCELLATIONS AND RETURN OF GRANTS APPROVED IN PRIOR YEARS		**(119,406)**	**(119,406)**

Mardag Foundation
All Grants
01/01/2009 to 12/31/2009
Other

	UNPAID ON 1/1/09	APPROVED FOR DISTRIBUTION	PAID IN 2009
83 Grants - Grand Totals:	**1,246,500**	**1,546,399**	**2,178,249**