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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

**2009**

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS  
label.Otherwise,  
print  
or type.See Specific  
Instructions.

Name of foundation

Minnesota Power Foundation

A Employer identification number

56-2560595

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

30 W Superior St

Room/suite

B Telephone number (see page 10 of the instructions)

218-355-3524

City or town, state, and ZIP code

Duluth, MN 55802

C If exemption application is  
pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the  
85% test, check here and attach  
computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end

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

16) ☐ \$ 208,748.00J Accounting method: ☐ Cash ☒ Accrual☐ 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 page 11 of the instructions).)(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)	550,000.00			
2	Check <input type="checkbox"/> If the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	3,806.00	3,806.00		
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	553,806.00	3,806.00		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	251.00	251.00		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Sch. I	7,001.00	455.00		6,546.00
24	Total operating and administrative expenses. Add lines 13 through 23	7,252.00	706.00		6,546.00
25	Contributions, gifts, grants paid	750,000.00			750,000.00
26	Total expenses and disbursements. Add lines 24 and 25	757,252.00	706.00		756,546.00
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-203,446.00			
b	Net investment income (if negative, enter -0-)		3,100.00		
c	Adjusted net income (if negative, enter -0-)				

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Operating and Administrative Expenses

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**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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .	3,811.00	6,559.00	6,559.00
	2 Savings and temporary cash investments . . . . .	408,383.00	202,189.00	202,189.00
	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 page 18 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) . . . . .			
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .			
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	412,194.00	208,748.00	208,748.00	
<b>Liabilities</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .	812,500.00	527,500.00	
	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 ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	812,500.00	527,500.00	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .	412,194.00	208,748.00	
	25 Temporarily restricted . . . . .	-812,500.00	-527,500.00	
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input 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 . . . . .			
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	-400,306.00	-318,752.00		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	412,194.00	208,748.00		

**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	-400,306.00
2 Enter amount from Part I, line 27a . . . . .	2	-203,446.00
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	-603,752.00
5 Decreases not included in line 2 (itemize) ▶ Grants Payable	5	-285,000.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	-318,752.00

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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		
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . .	{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		3		

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of 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))
2008	933,967.00	557,290.00	1.6759
2007	871,122.00	411,866.00	2.1151
2006	522,290.00	63,901.00	8.1734
2005			
2004			

2 Total of line 1, column (d) . . . . .	2	11.9644
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	3.9881
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .	4	531,832.03
5 Multiply line 4 by line 3 . . . . .	5	2,120,999.32
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .	6	31.00
7 Add lines 5 and 6 . . . . .	7	2,121,030.32
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 on page 18.	8	756,546.00

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .		
	Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	62.00
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	62.00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	62.00
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	
b	Exempt foreign organizations-tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	62.00
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments. Add lines 6a through 6d . . . . .	7	62.00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> . . . . .	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► MINNESOTA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . See Schedule 3 . . . . .	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 page 20 of the 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? Website address <b>mnpowerfoundation.org</b>	13	X	
14	The books are in care of <b>Jon Sather</b> Telephone no. <b>218-355-3524</b> Located at <b>30 W. Superior St. Duluth, MN</b> ZIP + 4 <b>55802-2093</b>			
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		0.00

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

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

	Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
<b>c</b> 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
<b>2</b> 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)):		
<b>a</b> 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? If "Yes," list the years	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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 page 20 of the instructions.)	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)	3b	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)?

5b N/A

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 N/A

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 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?

7b N/A

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
SEE SCHEDULE 3				

**2** Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 ☐ 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 (see page 23 of the 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 . . . . . 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 (see page 23 of the 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	0.00
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3 . . . . .	0

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	
b	Average of monthly cash balances	1b	539,931.00
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	539,931.00
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	539,931.00
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	8,098.97
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	531,832.03
6	Minimum investment return. Enter 5% of line 5	6	26,591.60

**Part XI** Distributable Amount (see page 25 of the 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	26,591.60
2a	Tax on investment income for 2009 from Part VI, line 5	2a	62.00
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	62.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,529.60
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	26,529.60
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	26,529.60

**Part XII** Qualifying Distributions (see page 25 of the 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	756,546.00
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	756,546.00
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 page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	756,546.00

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				26,529.60
2 Undistributed Income, if any, as of the end of 2009:				
a Enter amount for 2008 only . . . . .				
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .				
b From 2005 . . . . .				
c From 2006 . . . . .	519,489.00			
d From 2007 . . . . .	850,934.00			
e From 2008 . . . . .	906,353.00			
f Total of lines 3a through e . . . . .	2,276,776.00			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 756,546.00				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .				26,529.60
e Remaining amount distributed out of corpus . . . . .	730,016.00			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	3,006,792.00			
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 page 27 of the instructions . . . . .				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010. . . . .				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	3,006,792.00			
10 Analysis of line 9:				
a Excess from 2005 . . . . .				
b Excess from 2006 . . . . .	519,489.00			
c Excess from 2007 . . . . .	850,934.00			
d Excess from 2008 . . . . .	906,353.00			
e Excess from 2009 . . . . .	730,016.00			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

**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 . . . . .

N/A

**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) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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 page 28 of 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 page 28 of the 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 Schedule 4

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

See Schedule 4

**c** Any submission deadlines:

See Schedule 4

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

See Schedule 4

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Schedule 5				750,000.00
<b>Total.</b> .....			▶ <b>3a</b>	750,000.00
<b>b Approved for future payment</b> See Schedule 6				527,500.00
<b>Total.</b> .....			▶ <b>3b</b>	527,500.00



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

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

[illegible]

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

**b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign Here**

Signature of officer or trustee

6/15/10  
Date

Treasurer  
Title

**Paid  
Preparer's  
Use Only**

Preparer's signature 

Date \_\_\_\_\_

Check if self-employed ☐

Preparer's identifying  
number (See Signature on  
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

EIN ▶

Phone no.

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

Minnesota Power Foundation

Employer identification number

56-2560595

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions  
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Minnesota Power Foundation

Employer identification number

56-2560595

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Allete, Inc.  30 West Superior. St.  Duluth, MN 55802-2093	\$ 550,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Minnesota Power Foundation

Employer identification number

56-2560595

**Part II** Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	NONE	\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Minnesota Power Foundation

Employer identification number

56-2560595

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	NONE		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Minnesota Power Foundation  
2009  
Form 990-PF

56-2560595

Part I

Line 23(a)

	Expense per Books <u>Col A</u>	Net Investment Income <u>Col B</u>	Adjusted Net Income <u>Col C</u>	Charitable Purposes <u>Col D</u>
Other expenses				
Insurance	1,695			1,695
Dues	2,900			2,900
Outside Computer services	1,926			1,926
Bank fees	455	455		
Other	25			25
Total	7,001	455	-	6,546

Schedule 1.

Minnesota Power Foundation  
2009  
Form 990-PF

56-2560595

Part I  
Line 18a

	Expense per Books <u>Col A</u>	Net Investment Income <u>Col B</u>	Adjusted Net Income <u>Col C</u>	Charitable Purposes <u>Col D</u>
Taxes				
Excise taxes	251	251		251
Total	251	251	-	251

Schedule 1 A.

**Minnesota Power Foundation**

**56-2560595**

Form 990-PF

Part VII-A  
Question 10

**Substantial Contributor List:**

- 1) Allete. Inc.  
30 W. Superior St  
Duluth, MN 55802

**Schedule 2.**

**Minnesota Power Foundation  
Form 990PF 2009  
Part VIII Line 1**

**FEIN:56-2560595**

**Line 1a and 1b: Board Membership**

Alan Hodnik – President  
David McMillan – Vice President  
Laura Schauer – Treasurer  
Peggy Hanson – Secretary  
Pat Mullen – Director  
Mike Peralá – Director  
Josh Skelton – Director  
Dan Tonder – Director

All Officers and Directors can be reached at:  
Minnesota Power Foundation  
30 W Superior St  
Duluth, MN 55802

On an annual basis, officers and directors will spend approximately 20 hours serving on the Board of Directors, on committee assignments and grant review.

All officers and directors are employees of ALLETE. No officer or director is compensated by the Foundation.

Line 1c: Minnesota Power, a division of ALLETE, fully funds the Foundation through an annual budgeting process. Officers and directors do not receive any compensation directly associated with their Foundation activity.

Line 1d: Contributions to employee benefit plans and deferred compensation: None

Line 1e: Expense Accounts: None

**Schedule 3.**

**Minnesota Power Foundation  
Form 990PF 2009**

**FEIN: 56-2560595**

**Form 990-PF, Part XV, Lines 2a, b, c, d**

**Line 2 (a)**

Proposals may be submitted to the Foundation office located at:  
Minnesota Power Foundation  
c/o Peggy Hanson  
30 W Superior St  
Duluth, MN 55802

**2 (b)**

Applicants must submit the following information:

**ORGANIZATION:** Provide the organization's name and address, plus contact person's name, title and telephone number. Also include the organization's web site and contact's e-mail address if applicable.

**ORGANIZATION HISTORY:** include mission statement. List any financial or other type of Minnesota Power involvement with the organization

**REQUEST:** describe the project, program or use for which funds are requested. Include a range of donation levels describing how each level would assist the organization.

**AMOUNT:** Requested: state the dollar amount requested from the Minnesota Power Foundation

**PROJECT BUDGET:** Include a detailed budget. List other funding partners involved with the project and indicate whether they are confirmed or tentative and what their respective financial commitments are to the specific project

**EMPLOYEE INVOLVEMENT:** list any Minnesota Power or ALLETE employees currently volunteering with your organization or serving on your board of directors.

**TIME FRAME:** Identify the period of time grant money will be used

**PROGRAM EVALUATION:** Detail how the program or project will be financed in the future and the methods to be used to evaluate its effectiveness.

**INCLUDE THE FOLLOWING ATTACHMENTS:**

Copy of IRS tax exempt letter  
List of board of directors or committee members  
Project budget

**2 (c)**

Grant applications are accepted and reviewed throughout the year

**Schedule 4 (1/3).**

**Minnesota Power Foundation  
Form 990PF 2009**

**FEIN: 56-2560595**

**2 (d)**

The Minnesota Power Foundation is committed to improving the quality of life in the communities where the company conducts business. The Minnesota Power Foundation focuses its giving in the following areas:

- Education
- Environment
- Community Services
- Youth Development
- Arts and Culture
- Health and Human Services

In general, all awards are considered one-time grants. Highest priority is given to nonprofit 501(c)3 organizations within our service territory that submit well-defined requests for projects or programs that meet the following criteria:

- Improve the community's quality of life
- Have a broad base of support
- Take an innovative and cost-effective approach
- Do not duplicate other efforts already in existence
- Increase public awareness

**Schedule 4(a)(2).**





Payment Activity Between 1/1/2008 and 12/31/2008

Form 990 PF  
Part XV Line 3a

EIN: 56-2560595

# MINNESOTA POWER FOUNDATION

Grant Activity between 1/1/09 and 12/31/2009

<u>Date</u>	<u>Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>	<u>Street Address</u>	<u>City, State, Zip</u>
24-Mar-09	Advocates for Family Peace	Remodeling project	\$3,000.00	1611 NW 4th Street	Grand Rapids, MN 55744
03-Sep-09	Bay Area Historical Society	Carving Out a Town and Building a School System Exhibit	\$1,000.00	PO Box 33	Silver Bay, MN 55614
01-Jun-09	Bay View Elementary	Bay View School Forest Club environmental education programs	\$500.00	8708 Vinland St	Duluth, MN 55810
20-May-09	Birch Grove Foundation	Tofte 4th of July celebration	\$500.00	PO Box 2242	Tofte, MN 55615
20-Oct-09	Boulder Lake Ski Tour	Boulder Lake Ski Race	\$600.00	PO Box 3141	Duluth, MN 55803
28-May-09	Boys & Girls club of Morrison County	Fire Protection System	\$500.00	PO Box 477	Little Falls, MN 56345
24-Sep-09	Brauerd Lakes Area Community Foundation	Friends of Nisewa Lake Park	\$1,000.00	PO Box 262	Nisewa, MN 56468
16-Mar-09	Chisholm Community Foundation	Foundation investment	\$1,000.00	4 SW 3rd Ave	Chisholm, MN 55719
06-Aug-09	Churches United in Ministry	Backpack Project	\$500.00	102 W Second St	Duluth, MN 55802
18-Nov-09	City of Browerville	the emergency siren	\$500.00	544 Maun Street South	Browerville, MN 56438
11-Aug-09	City of Grand Rapids	Grand Rapids Park Place Park and Beach Project	\$7,200.00	623 Golf Course Rd.	Grand Rapids, MN 55744
27-Jan-09	Clayton Jackson McGhie Memorial	Memorial Scholarship fund drive	\$500.00	PO Box 3631	Duluth, MN 55803
19-Feb-09	Communities For Responsible Energy/Environment	Science on the Range	\$5,000.00	1589 Hollywood Court	Falcon Heights, MN 55108-2130
01-Jun-09	Courage Duluth	adaptable alpine ski program	\$1,500.00	200 Ordean Building	Duluth, MN 55802-1532
27-Jan-09	Damiano Center	Clothes That Work program	\$4,000.00	206 W Fourth Street	Duluth, MN 55806-1604
01-Jun-09	Domestic Abuse Intervention Program	These Boots Are Made for Walkin'	\$500.00	202 East Superior Street	Duluth, MN 55802
20-Oct-09	Duluth Amateur Hockey Association	2009-2010 support	\$1,000.00	120 S 30th Ave W	Duluth, MN 55806
27-Jan-09	Duluth Art Institute	"Project Art" annual fundraiser	\$1,000.00	506 West Michigan Street	Duluth, MN 55802
20-Oct-09	Duluth Public Schools Robotics Team	Robotics Team	\$1,000.00	2900 E 4th St.	Duluth, MN 55812
05-Jan-07	Duluth Superior Area Community Foundation	2007/2008 Community Inv Scholarship Program	\$50,000.00	Medical Arts Building, Suite 212	Duluth, MN 55802
22-Feb-07	Duluth Superior Area Community Foundation	New Generation Scholarship Program	\$50,000.00	Medical Arts Building, Suite 212	Duluth, MN 55802
05-Aug-09	Duluth Superior Area Community Foundation	Touchstone Awards	\$500.00	Medical Arts Building, Suite 212	Duluth, MN 55802
16-Mar-09	Falls Hunger Coalition	Food Share Month	\$750.00	1000 5th Street	International Falls, MN 56649
22-Dec-08	Finland Minnesota Historical Society	Historical Society Museum	\$2,500.00	PO Box 583	Finland, MN 55603
12-Feb-09	Fire Department - Cohasset	Dual Foaming System	\$10,000.00	305 Northwest 1st Ave	Cohasset, MN 55721
22-Jan-09	FIRST Robotics - Duluth	FIRST Robotics Team	\$1,000.00	2900 E 4th St	Duluth, MN 55812
06-Aug-09	Food Bank - Northern Lakes	increased rescue and distribution of nationally and regionally donated food	\$2,000.00	4503 Airport Blvd,	Duluth, MN 55811-5737
30-Jun-09	Food Bank - Second Harvest North Central	"Kids Packs To Go" Backpack Program	\$2,000.00	PO Box 5130	Grand Rapids, MN 55744
15-Dec-09	Food Bank - Second Harvest North Central	Isasca Holiday Program 2009	\$2,000.00	PO Box 5130	Grand Rapids, MN 55744
20-Feb-09	Food Shelf - Ouyana Range	Food Share Month	\$300.00	PO Box 33	Crosby, MN 56441
16-Mar-09	Food Shelf - Hibbing	Food Share Month	\$750.00	PO Box 347	Hibbing, MN 55746
20-Feb-09	Food Shelf - Hubbard County	Food Share Month	\$300.00	15701 Essex Road	Park Rapids, MN 56470
20-Feb-09	Food Shelf - Lakes Area (Nisewa/J/Pequot)	Food Share Month	\$300.00	PO Box 724	Nisewa, MN 56468
20-Feb-09	Food Shelf - Morrison County	Food Share Month	\$300.00	912 1st Ave SW	Little Falls, MN 56345



Payment Activity Between 1/1/2009 and 12/31/2009

**MINNESOTA POWER FOUNDATION**

**Grant Activity between 1/1/09 and 12/31/2009**

Form 990 PF  
Part XV Line 3a

EIN: 56-2560595

<u>Date</u>	<u>Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>	<u>Street Address</u>	<u>City, State, Zip</u>
20-Feb-09	Food Shelf - Motley Area	Food Share Month	\$300.00	679 3rd Ave S	Motley, MN 56466
20-Feb-09	Food Shelf - Pillager	Food Share Month	\$300.00	305 First St West	Pillager, MN 56473
16-Dec-09	Food Shelf - Quad City	Quad Cities Food Shelf	\$1,000.00	3 South Broadway	Gilbert, MN 55734
20-Feb-09	Food Shelf - Walker	Food Shelf	\$300.00	PO Box 1101	Walker, MN 56484
11-May-09	Friends of North Shore Aviation	project canceled - check returned	\$300.00	279 Outer Drive	Silver Bay, MN 55614
13-Feb-09	GRACE House	Construction of homeless shelter	\$25,000.00	2901 S Highway 169	Grand Rapids, MN 55744
01-Jun-09	Grant Community School Collaborative	summer educational programming	\$1,500.00	1027 8th Ave East	Duluth, MN 55805
24-Sep-09	Habitat for Humanity - Morrison County	2009 Habitat Home	\$1,000.00	PO Box 321	Little Falls, MN 56345-0321
02-Jun-08	Hawk Ridge	construction of observation platform	\$10,000.00	PO Box 3006	Duluth, MN 55803
19-Nov-09	Heat Share	2010 Heating Season	\$30,000.00	2445 Prior Avenue	St Paul, MN 55113
24-Sep-09	Horizon Health, Inc	Harvest Ball	\$500.00	PO Box 220	Pierz, MN 56364
17-Nov-09	Hunger Solutions MN	fundraiser for the Arrowhead Region food shelves	\$5,000.00	555 Park Street, Suite 420	St Paul, MN 55103
24-Sep-09	Independent School District #308	lighting for the football field	\$1,000.00	PO Box 138	Nevins, MN 56467
15-Mar-09	Initiative Foundation	Healthy Community & Youth Leadership program funding	\$10,000.00	405 First Street SE	Little Falls, MN 56345
12-Feb-09	Isasca Community College	Purchase Equipment for ICC Summer Engineering Camps	\$12,000.00	1851 E Hwy. 169	Grand Rapids, MN 55744
14-Jan-09	Isasca County Agricultural Association	Isasca County Fair	\$1,000.00	1336 3rd Ave NE	Grand Rapids, MN 55744
14-Dec-09	Janice Tension Memorial Fund	Janice Tension Compass Fund	\$500.00	350 NW 1st Ave E	Grand Rapids, MN 55744
01-Jun-09	Junior Achievement - Duluth	BizTown Program	\$1,500.00	301 W 1st St., Suite #302	Duluth, MN 55802
19-Mar-09	Just Kids Dental Health	Mobile on-site dental health program in Silver Bay & Grand Marais	\$500.00	325 11th Ave	Two Harbors, MN 55616
29-May-09	Kids Young Minnesota	Annual Program Support	\$3,000.00	30 West Superior Street	Duluth, MN 55802
31-Aug-09	Kids Young Minnesota	Kids Young Minnesota program	\$3,000.00	30 West Superior Street	Duluth, MN 55802
28-May-09	Kinship of Todd-Wadena	Mentors First Program	\$500.00	425 4th Street NE	Staples, MN 56479
30-Oct-09	Lake Superior Community Theatre	Little Shop of Horrors Production	\$500.00	137 Banks Blvd	Silver Bay, MN 55614
27-Jan-09	Lake Superior Youth Chorus	Youth Chorus and Ordean Middle School concert	\$250.00	2341 Apple Ridge Dr	Duluth, MN 55811
04-Apr-09	Life House, Inc	Operating support	\$3,000.00	102 W 1st St	Duluth, MN 55802
18-Nov-09	Little Falls Senior Center	handicapped accessibility	\$750.00	510 7th St NE	Little Falls, MN 56345
19-Nov-09	Local Initiatives Support Corporation	At Home Duluth and Affordable Housing program	\$10,000.00	202 West Superior St	Duluth, MN 55802
20-Feb-09	Long Prairie Emergency Food Pantry	Food Share Month	\$300.00	PO Box 165	Long Prairie, MN 56347
20-Feb-09	Lutheran Social Service	Senior Nutrition Center Flooding	\$300.00	101 S Main St	Pierz, MN 56364
01-Jun-09	Lutheran Social Services - Bethany Crisis Nursery	Take Time for Kids Live and Silent Auction	\$1,000.00	PO Box 7105	Duluth, MN 55807
27-Jan-09	Men As Peace Makers	Mentoring Works program	\$1,000.00	205 W 2nd St	Duluth, MN 55802
19-Nov-09	Minnesota Assistance Council for Veterans	Duluth Veterans Place	\$25,000.00	101 W 2nd St	Duluth, MN 55802
06-Aug-09	Minnesota Citizens Federation - Northeast	34th Annual Convention	\$500.00	2110 W First St., Suite 102	Duluth, MN 55806
31-Aug-09	Minnesota Council on Economic Education	Lake Superior Economics Challenge	\$4,000.00	U of M - Dept of Applied Economics	St Paul, MN 55108
03-Mar-09	Mount Itasca Ski Patrol	Auto defibrillator	\$500.00	623 Golf Course Rd	Grand Rapids, MN 55744



# Minnesota Power FOUNDATION

Payment Activity Between 1/1/2009 and 12/31/2009

Form 990 PF  
Part XV Line 3a

EIN: 56-2560595

## MINNESOTA POWER FOUNDATION

### Grant Activity between 1/1/09 and 12/31/2009

<u>Date</u>	<u>Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>	<u>Street Address</u>	<u>City, State, Zip</u>
25-Aug-09	Nature Conservancy	Forest Restoration Efforts	\$5,000.00	1101 W River Parkway, Suite 200	Minneapolis, MN 55415
30-Apr-09	New Salem Ambulance Service	funding to support ambulance service operations	\$2,500.00	PO Box 393	New Salem, ND 58563
30-Apr-09	New Salem Fire Department	Funding to support Fire Department operations	\$2,500.00	PO Box 393	New Salem, ND 58563
30-Oct-09	North Shore Health Care Foundation	programs to improve quality of life	\$400.00	PO Box 454	Grand Marais, MN 55604
27-Jan-09	Northeastern Minnesota Regional Science Fair	Regional Science Fair	\$500.00	4134 Jeffrey Rd	Duluth, MN 55810
08-Jun-09	Northern Lake County Arts Board	Masterpiece Arts Program	\$1,000.00	PO Box 67	Silver Bay, MN 55614
06-Aug-09	Northland Foundation	Kids Plus Program	\$2,500.00	202 W Superior Street	Duluth, MN 55802
18-Jul-09	OASIS Share A Meal - Little Falls	Home Fix-Up Program	\$500.00	PO Box 542	Little Falls, MN 56345
30-Apr-09	Oliver County Ambulance	Community support	\$2,500.00	1816 40th Ave SW	Center, ND 58530
30-Apr-09	Oliver County Rural Fire Department	Safe and healthy community grant	\$2,500.00	3428 Hwy 25	Center, ND 58530-0188
11-Dec-09	Salvation Army - Lake County	emergency services through Lake and Cook County service extension unit 2009-2010	\$1,500.00	2445 Prior Ave	Saint Paul, MN 55113
16-Feb-09	Sawtooth Elementary	Story Time Listening Stations	\$1,000.00	101 W 5th Street	Grand Marais, MN 55604
11-Dec-09	Schroeder Area Historical Society	operating support	\$500.00	7932 West Hwy 61 PO Box 337	Schroeder, MN 55613
20-Oct-09	Solvay Volunteer Fire Department	Operation Gas Detection	\$500.00	4027 Munger Shaw Rd	Cloquet, MN 55720
27-Jan-09	St Louis County Attorney	"Go to School - Each Day, Every Day, All Day" Campaign	\$1,000.00	100 North 5th Ave West	Duluth, MN 55802
19-Feb-09	St Louis River Citizens Action Committee	General support	\$500.00	394 Lake Ave South	Duluth, MN 55802
16-Mar-09	St Louis County Promotional Bureau	Camp Esquagama Scholarships	\$500.00	5088 Maple Dr	Gilbert, MN 55741
06-Aug-09	St Scholastica	Thanksgiving buffet	\$1,500.00	1200 Kenwood Ave	Duluth, MN 55811
19-Feb-09	Sugarloaf	Trail improvements	\$1,500.00	6008 London Rd	Duluth, MN 55804
18-Jul-09	The Military Historical Society of Minnesota	Civil War Exhibit	\$1,000.00	15000 Hwy 115	Little Falls, MN 56345
20-Oct-09	UDAC	Walk a Mile in Our Shoes	\$750.00	500 East 10th Street	Duluth, MN 55805
31-Aug-09	UMD - College of Science & Engineering	Engineering Scholarship Program	\$6,000.00	1303 Ordean Court	Duluth, MN 55812-3025
27-Jan-09	Union Gospel Mission	2009 Purchase food	\$3,000.00	219 E 1st Street	Duluth, MN 55802
15-Jan-09	United Way - Crow Wing	2008/2009 Corporate Donation	\$2,705.00	424 NW 3rd St	Brainerd, MN 56401
05-Jan-09	United Way - Northeastern Minnesota	2008/2009 Corporate Donation	\$30,160.00	229 W Lake St	Chisholm, MN 55719
05-Jan-09	United Way of 1,000 Lakes	2008/2009 Corporate Donation	\$31,095.00	350 NW 1st Ave., Suite A	Grand Rapids, MN 55744
05-Jan-09	United Way of Carlton County	2008/2009 Corporate Donation	\$8,425.00	202 Avenue C	Cloquet, MN 55720
18-Nov-09	United Way of Douglas and Pope Counties	Imagination Library for Todd County	\$300.00	PO Box 1148	Alexandria, MN 56308
05-Jan-09	United Way of Greater Duluth	2008/2009 Corporate Donation	\$43,160.00	402 Ordean Building	Duluth, MN 55802
05-Jan-09	United Way of Greater Duluth	2008/2009 Corporate Donation	\$43,160.00	402 Ordean Building	Duluth, MN 55802
05-Jan-09	United Way of Greater Duluth	2008/2009 Corporate Donation	\$43,160.00	402 Ordean Building	Duluth, MN 55802
05-Jan-09	United Way of Greater Duluth	2008/2009 Corporate Donation	\$43,160.00	402 Ordean Building	Duluth, MN 55802
05-Jan-09	United Way of Morrison County	2008/2009 Corporate Donation	\$14,975.00	107 SE 2nd St, Suite 104	Little Falls, MN 56345
19-Nov-07	University of Wisconsin Superior	Rothwell Student Center construction project	\$37,500.00	Belknap & Callin	Superior, WI 54880-4500



Payment Activity Between 1/1/2008 and 12/31/2008

MINNESOTA POWER FOUNDATION

Grant Activity between 1/1/09 and 12/31/2009

Form 990 PF  
Part XV Line 3a

EIN: 56-2560595

<u>Date</u>	<u>Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>	<u>Street Address</u>	<u>City, State, Zip</u>
09-Mar-09	University of Wisconsin Superior	Minnesota Power Scholarship	\$500.00	Belknap & Callin	Superior, WI 54880-4500
28-May-09	USA Community Chorus	Chorus Workshop	\$300.00	1524 Cable Rd	Swanville, MN 56382
24-Sep-09	Wadena County DAC	addition to the Anderson Building	\$750.00	305 5th Street SW	Sebeka, MN 56477
01-Feb-09	YMCA - Duluth	Capital Campaign - update youth rec area and Mentor Duluth programs	\$50,000.00	302 West First Street	Duluth, MN 55802
01-Feb-09	YMCA - Duluth	Capital Campaign - update youth rec area and Mentor Duluth programs	\$50,000.00	302 West First Street	Duluth, MN 55802
30-Jun-09	YMCA - Grand Rapids Itasca County	Childcare Department	\$1,000.00	400 River Rd	Grand Rapids, MN 55744
27-Jan-09	YWCA - Duluth	SOAR Career Solutions	\$3,000.00	32 East First Street	Duluth, MN 55802
TOTAL			\$750,000.00		

Future payments on Approved Grants

Recipient	Purpose of Grant	Grant	Street Address	City, State and Zip Code
Duluth Superior Area Community Foundation	Community Inv Scholarship Program	\$100,000 00	Medical Arts Building, Suite 212	Duluth, MN 55802
Duluth Superior Area Community Foundation	New Generation Scholarship Program	\$100,000 00	Medical Arts Building, Suite 212	Duluth, MN 55802
Initiative Foundation	Healthy Community & Youth Leadership program funding	\$30,000 00	405 First Street SE	Little Falls, MN 56345
United Way of Greater Duluth	Corporate Donation	\$260,000 00	402 Ordean Building	Duluth, MN 55802
University of Wisconsin Superior	Rothwell Stadium Center construction project	\$37,500 00	Old Main 217 Belknap & Cullen	Superior, WI 54880-4500
<b>TOTAL</b>		<b>\$527,500 00</b>		

Schedule 6.

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).  
**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>Minnesota Power Foundation</b>		Employer identification number <b>56 2560595</b>	
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>30 W Superior St</b>			
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>Duluth, MN 55802</b>			

**Check type of return to be filed (file a separate application for each return):**

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

• The books are in the care of ► **Jon Sather**

Telephone No. ► ( **218** ) **355-3524** FAX No. ► ( )

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 16**, 20**10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 20**10** or
- ☐ tax year beginning . . . . ., 20 . . . . ., and ending . . . . ., 20 . . . . .

**2** If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$ <b>62</b>
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$ <b>0</b>
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ <b>62</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.