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

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

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

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

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation

EDWARDS MEMORIAL TRUST 25246860

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

Room/suite

P O BOX 64713; TRUST TAX SERVICES

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

ST. PAUL, MN 55164-0713

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

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

J Accounting method ☒ Cash ☐ Accrual

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

☐ Other (specify)

16) \$ 20,605,539.

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

A Employer identification number

41-6011292

B Telephone number (see instructions)

651-466-8040

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 ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	4.	4.		STMT 1
4	Dividends and interest from securities	509,682.	509,682.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	21,625.			
b	Gross sales price for all assets on line 6a	1,235,161.			
7	Capital gain net income (from Part IV, line 2)		21,625.		
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)	42,796.	40,709.		STMT 2
12	Total Add lines 1 through 11	574,107.	572,020.		
13	Compensation of officers, directors, trustees, etc.	147,942.	117,904.		30,038.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 3	21,467.	12,067.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 4	16,097.	16,072.		25.
24	Total operating and administrative expenses. Add lines 13 through 23	185,506.	146,043.	NONE	30,063.
25	Contributions, gifts, grants paid	881,000.			881,000.
26	Total expenses and disbursements Add lines 24 and 25	1,066,506.	146,043.	NONE	911,063.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-492,399.			
b	Net investment income (if negative, enter -0-)		425,977.		
c	Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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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
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		556,304.	149,234.	149,234.
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	STMT 5	1,674.		
	b	Investments - corporate stock (attach schedule)	STMT 6	8,744,168.	9,213,872.	14,982,532.
	c	Investments - corporate bonds (attach schedule)	STMT 7	5,497,684.	4,285,817.	4,322,802.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	STMT 8	945,026.	1,617,660.	1,131,854.	
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe ACCRUED INCOME)		33,239.	19,117.	19,117.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		15,778,095.	15,285,700.	20,605,539.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)			NONE		
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 and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		15,778,095.	15,285,700.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		15,778,095.	15,285,700.	
31	Total liabilities and net assets/fund balances (see instructions)		15,778,095.	15,285,700.		

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	15,778,095.
2	Enter amount from Part I, line 27a	2	-492,399.
3	Other increases not included in line 2 (itemize) ROUNDING DIFFERENCES	3	4.
4	Add lines 1, 2, and 3	4	15,285,700.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,285,700.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,235,161.		1,213,536.	21,625.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			21,625.		
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	21,625.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	834,237.	18,616,461.	0.044812
2011	1,041,578.	18,719,422.	0.055642
2010	918,160.	17,959,815.	0.051123
2009	620,639.	15,624,522.	0.039722
2008	947,483.	18,753,448.	0.050523
2 Total of line 1, column (d)			2 0.241822
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.048364
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 19,554,682.
5 Multiply line 4 by line 3			5 945,743.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,260.
7 Add lines 5 and 6			7 950,003.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 911,063.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 8,520.
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 8,520.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 8,520.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 6,739.	
b Exempt foreign organizations - tax withheld at source	6b NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c 4,550.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 11,289.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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 2,769.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11 639.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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 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.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VIIA Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> US BANK NATIONAL ASSOCIATION Telephone no <input type="checkbox"/> (651) 466-8040			
Located at <input type="checkbox"/> 101 E FIFTH ST., ST. PAUL, MN ZIP+4 <input type="checkbox"/> 55101				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years <input type="checkbox"/>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
U.S. BANK NATIONAL ASSOCIATION 101 E FIFTH ST, ST. PAUL, MN 55101	TRUSTEE 8	147,942.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE

2

3

4

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	18,817,632.
b	Average of monthly cash balances	1b	248,164.
c	Fair market value of all other assets (see instructions)	1c	786,673.
d	Total (add lines 1a, b, and c)	1d	19,852,469.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	19,852,469.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	297,787.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	19,554,682.
6	Minimum investment return. Enter 5% of line 5	6	977,734.

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	977,734.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,520.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,520.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	969,214.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	969,214.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	969,214.

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	911,063.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	911,063.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	911,063.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				969,214.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	4,706.			
e From 2012	NONE			
f Total of lines 3a through e	4,706.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 911,063.				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				911,063.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	4,706.			4,706.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				53,445.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

Form **990-PF** (2013)

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

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

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

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

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 or e-mail address of the person to whom applications should be addressed

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

5 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)				
a Paid during the year				
SEE ATTACHED STATEMENT PO BOX 64713 ST. PAUL MN 55164	NONE	N/A	GENERAL	881,000.
Total ▶ 3a				881,000.
b Approved for future payment				
Total ▶ 3b				

(See worksheet in line 13 instructions to verify calculations)

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

-ISA

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----		NET INVESTMENT INCOME -----	
INTEREST ON SAVINGS AND TEMPORARY CASH I		4.		4.
		-----		-----
TOTAL		4.		4.
		=====		=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX REFUND	2,087.	
PARTNERSHIP K-1 61-1667005	40,709.	40,709.
	-----	-----
TOTALS	42,796.	40,709.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	6,000.	
FEDERAL TAX	3,400.	
FOREIGN TAXES ON QUALIFIED FOR	9,827.	9,827.
FOREIGN TAXES ON NONQUALIFIED	2,240.	2,240.
	-----	-----
TOTALS	21,467.	12,067.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FILING FEES	25.		25.
PARTNERSHIP EXPENSE	16,072.	16,072.	
TOTALS	----- 16,097. =====	----- 16,072. =====	----- 25. =====

EDWARDS MEMORIAL TRUST 25246860

41-6011292

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

BEGINNING
BOOK VALUE

F N M A #499283

1,674.

TOTALS

1,674.

EDWARDS MEMORIAL TRUST 25246860

41-6011292

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ECOLAB INC	108,972.	108,972.	695,272.
SCHLUMBERGER LTD	179,994.	179,994.	450,550.
INTERNATIONAL BUSINESS MACHS	112,277.	112,277.	409,653.
3M CO	30,919.	30,919.	605,459.
ORACLE CORP	265,934.	265,934.	420,860.
GENERAL MILLS INC	123,972.	123,972.	271,660.
PEPSICO INC	159,715.	159,715.	248,820.
PROCTER & GAMBLE CO	166,447.	166,447.	259,047.
APPLE INC	70,330.	70,330.	664,809.
MCDONALDS CORP	92,570.	92,570.	155,248.
SCOUT INTERNATIONAL FD	422,764.	422,764.	674,991.
UNITED TECHNOLOGIES CORP	77,212.	77,212.	227,600.
EXXON MOBIL CORP	126,215.	126,215.	182,160.
NATIONAL OILWELL VARCO INC	85,591.	85,591.	318,120.
OCCIDENTAL PETROLEUM CORP	106,577.	106,577.	190,200.
NIKE INC	83,044.	83,044.	314,560.
ISHARES DJ US REAL ESTATE ETF	485,674.	955,378.	1,054,130.
ISHARES MSCI EAFE VALUE INDEX	495,023.	495,023.	629,200.
ISHARES RUSSELL MIDCAP INDEX	850,984.	850,984.	1,514,798.
ISHARES CORE S&P SMALLCAP IND	470,089.	470,089.	917,347.
HIGHLAND LONG SHORT EQUITY Z		549,214.	614,516.
ISHARES MSCI EAFE ETF	753,420.	753,420.	895,852.
ISHARES MSCI EMERGING MKTS ETF	1,456,700.	1,456,700.	1,489,239.
SPDR DJ WILSHIRE INTERNATIONAL	526,034.	526,034.	668,429.
TFS MARKET NEUTRAL FUND	548,733.	548,733.	565,406.
ISHARES MSCI EAFE GROWTH INDEX	395,764.	395,764.	544,606.
PYXIS LONG SHORT EQUITY Z	549,214.		
TOTALS	8,744,168.	9,213,872.	14,982,532.

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STATEMENT 6

EDWARDS MEMORIAL TRUST 25246860

41-6011292

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
GENERAL ELEC CAP COR	247,398.	247,398.	255,455.
ORACLE CORP 1/15/16	260,795.	260,795.	272,900.
HONEYWELL INTL 3/01/18	263,513.	263,513.	282,603.
EMERSON ELEC CO 10/15/18	271,273.	271,273.	283,385.
BARCLAYS TREASURY BEAR 6/09/14	424,935.	424,935.	390,800.
BARCLAYS BANK NT 6/7/16	500,000.	500,000.	355,240.
AMERICAN CENTURY INTL BD FD	623,645.	623,645.	604,389.
NUVEEN HIGH INCOME BD FD	716,692.	716,692.	872,628.
DRIEHAUS ACTIVE INCOME FD #640	570,536.	327,571.	338,250.
DRIEHAUS SELECT CREDIT FD	570,197.	324,997.	333,523.
ISHARES CORE TOTAL US BD MKT	477,326.		
LOOMIS SAYLES ABS STRAT Y	571,374.	324,998.	333,629.
	-----	-----	-----
TOTALS	5,497,684.	4,285,817.	4,322,802.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
COAST DIVERSIFIED FUND II LTD	C	639,218.	581,214.	83,426.
IDR FIXED INC REAL ESTATE LP	C	305,808.	1,036,446.	1,048,428.
		-----	-----	-----
TOTALS		945,026.	1,617,660.	1,131,854.
		=====	=====	=====

EDWARDS MEMORIAL TRUST**GRANT SCHEDULE 1/1/13 - 12/31/13****25246860**

RECIPIENT	PURPOSE	PAYMENT
ALIVENESS PROJECT, THE 730 EAST 38TH STREET MINNEAPOLIS, MN 55407	2013 CAPITAL GRANT- 1ST OF 2 YEARLY INSTALLMENTS	50,000 00
CATHOLIC CHARITIES SETON PRENATAL CLINIC & SOCIAL SERVICES PROGRAM 1200 SECOND AVE S MINNEAPOLIS, MN 55403	2013 GRANT AWARD GENERAL OPERATIONS	20,000.00
CATHOLIC CHARITIES DOROTHY DAY CENTER 1200 SECOND AVE S MINNEAPOLIS, MN 55403	2013 GRANT AWARD FOR GENERAL OPERATIONS	20,000 00
CHILDREN'S DENTAL SERVICES 636 BROADWAY ST NE MINNEAPOLIS, MN 55413	2013 GRANT- HOSPITAL-BASED DENTAL CARE PROGRAM FOR CHILDREN	25,000 00
CHILDREN'S HEALTH CARE FOUNDATION 2910 CENTRE POINTE DR ROSEVILLE, MN 55113	2013 CAPITAL GRANT- 3RD & FINAL INSTALLMENT	80,000.00
CHILDREN'S HOSPITAL ASSOCIATION 347 NORTH SMITH AVE, SUITE 501 ST. PAUL, MN 55102-2392	2013 GRANT -AVOIDING NEEDLESS PAIN PROGRAM	20,000 00
COMMUNITY DENTAL CARE 1670 BEAM AVENUE MAPLEWOOD, MN 55109	2013 CAPITAL GRANT- 1ST OF 2 YEARLY INSTALLMENTS	25,000 00
FRASIER 2400 WEST 64TH ST MINNEAPOLIS, MN 55423	2013 GRANT AWARD AUTISM PROGRAM	10,000 00
GUILD, INC. 130 SOUTH WABASHA ST, SUITE 90 ST PAUL, MN 55104	2013 GRANT AWARD- IRTS	25,000.00
HAMLIN MIDWAY ELDERS, A LIVING AT HOME/BLOCK NURSE PROGRAM 1514 ENGLEWOOD AVE ST PAUL, MN 55104	2013 GRANT AWARD - GENERAL OPERATIONS	6,000 00

HEALTHEAST FOUNDATION 1690 UNIVERSITY AVE WEST #250 ST PAUL, MN 55104-3729	2013 CAPITAL GRANT- 3RD & FINAL YEARLY INSTALLMENT MENTAL HEALTH DRUG ASSISTANCE PROGRAM	44,000 00
HEARING AND SERVICE DOGS OF MINNESOTA DBA CAN DO CANINES 9440 SCIENCE CENTER DRIVE NEW HOPE, MN 55428	2013 GRANT- CAN DO CANINES GENERAL OPERATIONS	10,000 00
HOPE HOUSE OF ST CROIX VALLEY 451 NORTH EVERETT STREET STILLWATER, MN 55082	2013 GRANT AWARD FOR GENERAL OPERATIONS	5,000 00
LAKEVIEW FOUNDATION 927 CHURCHILL STREET WEST STILLWATER, MN 55082	2013 GRANT - PRESCRIPTION ASSISTANCE PROGRAM	10,000 00
LITTLE SISTERS OF THE POOR - ST PAUL HOLY FAMILY RESIDENCE 330 SOUTH EXCHANGE ST S ST PAUL, MN 55102	2013 CAPITAL GRANT- 1ST OF 2 YEARLY INSTALLMENTS	30,000 00
MACALESTER-GROVELAND LIVING AT HOME/BLOCK NURSE PROGRAM, INC 1600 GRAND AVE ST. PAUL, MN 55105	2013 GRANT AWARD - GENERAL OPERATIONS	10,000 00
MINNESOTA AIDS PROJECT 1400 PARK AVE S MINNEAPOLIS, MN 55404	2013 GRANT AWARD - GENERAL OPERATIONS	5,000 00
NORTH END-SOUTH COMO BLOCK -- NURSE PROGRAM 727 FRONT AVENUE #118 ST PAUL, MN 55103	2013 GRANT AWARD FOR GENERAL OPERATIONS	6,000 00
NORTHEAST RESIDENCE 4110 E LITTLE CANADA ROAD LITTLE CANADA, MN 55117	2013 GRANT AWARD GENERAL OPERATIONS	15,000 00
OPEN ARMS OF MINNESOTA 500 BLOOMINGTON AVE SOUTH MINNEAPOLIS, MN 55404	2013 GRANT AWARD FOR GENERAL OPERATIONS	10,000 00
PEOPLE INCORPORATED 2060 CENTRE POINT BLVD, SUITE 3 ST PAUL, MN 55120	2013 GRANT AWARD FOR PARENT SUPPORT SERVICES	5,000 00
PLANNED PARENTHOOD OF MINNESOTA & SOUTH DAKOTA 671 VANDALIA STREET, SUITE 323 ST PAUL, MN 55114	2013 CAPITAL GRANT- 1ST OF 2 YEARLY INSTALLMENTS	30,000.00

PRESBYTERIAN HOMES FOUNDATION 2845 HAMLINE AVE ROSEVILLE, MN 55113	2013 CAPITAL GRANT- 4TH & FINAL YEARLY INSTALLMENT CONSORTIUM AT CARONDELET VILLAGE	50,000 00
REGIONS HOSPITAL FOUNDATION 640 JACKSON STREET, MAIL STOP 11202C SAINT PAUL, MN 55101	2013 GRANT FOR ANTI-STIGMA- TV & MEDIA CAMPAIGNS	50,000 00
REGIONS HOSPITAL FOUNDATION 640 JACKSON STREET, MAIL STOP 11202C SAINT PAUL, MN 55101	FOR REGIONS HOSPITAL NEW MENTAL HEALTH FACILITY 2013 CAPITAL GRANT- 1ST OF 4 YEARLY INSTALLMENTS	50,000 00
SIGHT & HEARING ASSOCIATION 1246 UNIVERSITY AVE. W, SUITE 226 ST PAUL, MN 55104	2013 GRANT AWARD- VISION & HEARING SCREENING	5,000 00
TUBMAN 3111 FIRST AVE S MINNEAPOLIS, MN 55408	2013 GRANT AWARD FOR CLINICAL SERVICES DIVISION	50,000 00
UNION GOSPEL MISSION ASSOCIATION OF SAINT PAUL 77 NINTH ST EAST ST PAUL, MN 55101	2013 GRANT AWARD - DENTAL CLINIC OUTREACH	25,000.00
UNITED HOSPITAL FOUNDATION 333 NORTH SMITH AVE ST PAUL, MN 55101	2013 CAPITAL GRANT- 1ST OF 2 YEARLY INSTALLMENTS	100,000.00
UNIVERSITY OF MINNESOTA FOUNDATION MCNAMARA ALUMNI CENTER 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55404	2013 CAPITAL GRANT- 4TH & FINAL YEARLY INSTALLMENT	50,000 00
VOLUNTEERS OF AMERICA OF MINNESOTA 7625 METRO BOULEVARD EDINA, MN 55439	2013 GRANT AWARD- SENIOR MENTAL HEALTH SERVICES	10,000 00
WEST SEVENTH COMMUNITY CENTER 265 ONEIDA ST ST. PAUL, MN 55102	2013 GRANT AWARD- SENIOR SERVICES PROGRAM	10,000 00
WEST SIDE COMMUNITY HEALTH SERVICES 153 CESAR CHAVEZ ST ST PAUL, MN 55107	2013 GRANT AWARD - GENERAL OPERATIONS	20,000 00
TOTAL		881,000.00