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## Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning

, and ending

Name of foundation		A Employer identification number <b>41-6019244</b>		
<b>DELLWOOD FOUNDATION, INC.</b>				
Number and street (or P O box number if mail is not delivered to street address) <b>3765 IDS CENTER, 80 SOUTH 8TH STREET</b>		Room/suite		
City or town, state or province, country, and ZIP or foreign postal code <b>MINNEAPOLIS, MN 55402</b>				
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/>		
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>4,774,268.</b> (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
<b>Part I</b> Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
Revenue	1 Contributions, gifts, grants, etc., received			<b>N/A</b>
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	<b>167.</b>	<b>167.</b>	<b>STATEMENT 2</b>
	4 Dividends and interest from securities	<b>103,389.</b>	<b>103,389.</b>	<b>STATEMENT 3</b>
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	<b>109,352.</b>		<b>STATEMENT 1</b>
	7 Capital gain net income (from Part IV, line 2)		<b>110,702.</b>	
	8 Net short-term capital gain			
	9 Income modifications Gross sales less returns and allowances			
	10a b Less Cost of goods sold			
	c Gross profit or (loss)			
11 Other income				
12 Total. Add lines 1 through 11	<b>212,908.</b>	<b>214,258.</b>		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	<b>0.</b>	<b>0.</b>	<b>0.</b>
	14 Other employee salaries and wages			
	15 Pension plans; employee benefits			
	16a Legal fees			
	b Accounting fees	<b>STMT 4</b>	<b>2,050.</b>	<b>1,025.</b>
	c Other professional fees	<b>STMT 5</b>	<b>24,794.</b>	<b>24,794.</b>
	17 Interest			
	18 Taxes	<b>STMT 6</b>	<b>3,117.</b>	<b>0.</b>
	19 Depreciation and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses	<b>STMT 7</b>	<b>1,010.</b>	<b>580.</b>
	24 Total operating and administrative expenses. Add lines 13 through 23		<b>30,971.</b>	<b>26,399.</b>
25 Contributions, gifts, grants paid		<b>225,500.</b>	<b>225,500.</b>	
26 Total expenses and disbursements. Add lines 24 and 25		<b>256,471.</b>	<b>26,399.</b>	
27 Subtract line 26 from line 12:		<b>-43,563.</b>		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		<b>187,859.</b>		
c Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing		6,227.	2,629.	2,629.
2	Savings and temporary cash investments		29,164.	5,816.	5,816.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations	STMT 8	2,611.	2,055.	2,395.
b	Investments - corporate stock	STMT 9	720,589.	717,530.	4,514,230.
c	Investments - corporate bonds	STMT 10	300,404.	287,402.	249,198.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,058,995.	1,015,432.	4,774,268.
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ►)				
23	Total liabilities (add lines 17 through 22) ►		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		1,058,995.	1,015,432.	
30	Total net assets or fund balances		1,058,995.	1,015,432.	
31	Total liabilities and net assets/fund balances		1,058,995.	1,015,432.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,058,995.
2	Enter amount from Part I, line 27a	2	-43,563.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,015,432.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,015,432.

**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.)
<b>1a</b>					
<b>b</b>	<b>SEE ATTACHED STATEMENT</b>				
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b> <b>141,365.</b>		<b>30,663.</b>			<b>110,702.</b>
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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					<b>110,702.</b>
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 }		<b>2</b>		<b>110,702.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		<b>3</b>		<b>N/A</b>

**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	<b>225,608.</b>	<b>3,591,145.</b>	<b>.062823</b>
2011	<b>234,901.</b>	<b>3,655,479.</b>	<b>.064260</b>
2010	<b>170,472.</b>	<b>3,445,576.</b>	<b>.049476</b>
2009	<b>193,015.</b>	<b>3,033,236.</b>	<b>.063633</b>
2008	<b>195,254.</b>	<b>3,732,435.</b>	<b>.052313</b>

2 Total of line 1, column (d)

**2 .292505**

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 .058501**

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

**4 4,117,983.**

5 Multiply line 4 by line 3

**5 240,906.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 1,879.**

7 Add lines 5 and 6

**7 242,785.**

8 Enter qualifying distributions from Part XII, line 4

**8 226,955.**If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	1,920.
6b	
6c	
6d	

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ►

7	1,920.
8	
9	1,837.
10	
11	

Refunded ►

**Part VII-A Statements Regarding Activities**

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?

Yes	No
1a	X
1b	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*

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

*If "Yes," attach a detailed description of the activities*

2	X
3	X
4a	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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

*If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*

N/A

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

MNb If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

6	X
7	X
8b	X
9	X
10	X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>CONNIE SAGSTETTER</b> Located at ► <b>80 S. 8TH ST, 3765 IDS CENTER, MINNEAPOLIS, MN</b>	Telephone no. ► <b>612-343-5900</b> ZIP+4 ► <b>55402</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		► <b>N/A</b>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		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 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	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <b>N/A</b>	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c 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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

## Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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  
 Yes  No  
 Yes  No  
 Yes  No  
 Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A  
► 

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

## Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHILIP W. ORDWAY 1145 COUNTY ROAD 6 ORONO, MN 55356	PRESIDENT, TREAS, DIRECTOR 1.00	0.	0.	0.
JOHN G. ORDWAY III 73 TAMARACK STREET MAHTOMEDI, MN 55115	VICE-PRES, SECRE, DIRECTOR 1.00	0.	0.	0.
J. ERIK ORDWAY 73 TAMARACK STREET MAHTOMEDI, MN 55115	VICE-PRES, DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

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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. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

**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**

<b>1 N/A</b>		
		<b>0.</b>
<b>2</b>		
<b>3</b>		
<b>4</b>		

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

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

**Amount**

<b>1 N/A</b>		
		<b>0.</b>
<b>2</b>		
<b>3 N/A</b>		
<b>Total. Add lines 1 through 3</b>		<b>0.</b>

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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	4,140,291.
b Average of monthly cash balances	1b	40,402.
c Fair market value of all other assets	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	4,180,693.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	4,180,693.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,710.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,117,983.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6	205,899.

**Part XI****Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certainforeign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	205,899.
2a Tax on investment income for 2013 from Part VI, line 5	2a	3,757.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,757.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	202,142.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	202,142.
6 Deduction from distributable amount (see instructions)	6	0.
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	202,142.

**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	226,955.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	226,955.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	226,955.

**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				202,142.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	10,784.			
b From 2009	44,267.			
c From 2010	3,389.			
d From 2011	53,551.			
e From 2012	49,885.			
f Total of lines 3a through e	161,876.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 226,955.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				202,142.
e Remaining amount distributed out of corpus	24,813.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	186,689.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	10,784.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	175,905.			
10 Analysis of line 9:				
a Excess from 2009	44,267.			
b Excess from 2010	3,389.			
c Excess from 2011	53,551.			
d Excess from 2012	49,885.			
e Excess from 2013	24,813.			



## 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 STATEMENT 11	N/A-NONE			225,500.
<b>Total</b>			► 3a	225,500.
<b>b Approved for future payment</b>				
COMO ZOO & CONSERVATORY/FRIENDS OF COMO 1225 ESTABROOK DR ST. PAUL, MN	N/A-NONE	PUBLIC	CAPITAL CONTRIBUTION	20,000.
THE ARTS PARTNERSHIP 620 NORTH 1ST STREET ST. PAUL, MN	N/A-NONE	PUBLIC	CAPITAL CONTRIBUTION	50,000.
<b>Total</b>			► 3b	70,000.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

**1 Program service revenue:**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

**g Fees and contracts from government agencies****2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

a Debt-financed property  
 b Not debt-financed property

**6 Net rental income or (loss) from personal property****7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue:**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_

**12 Subtotal. Add columns (b), (d), and (e)****13 Total. Add line 12, columns (b), (d), and (e)**

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

	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	167.
4 Dividends and interest from securities			14	103,389.
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	109,352.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)		0.		212,908.
13 Total. Add line 12, columns (b), (d), and (e)			13	212,908.

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

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

## 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 GNMA II#03120-RETURN OF PRINCIPAL		P	12/25/70	VARIOUS
b NUVEEN EQUITY INDEX FD-793.336 SH.		P	03/21/02	06/20/13
c VANGUARD HIGH YIELD CORPORATE INV-1658.375 SH.		P	03/18/94	06/20/13
d 3M CO.-750 SH.		D	11/11/11	12/12/13
e 3M CO.-15 SH.		D	11/11/11	12/19/13
f CAPITAL GAINS DIVIDENDS				
g				
h				
i				
j				
k				
l				
m				
n				
o				
(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 531.		531.	0.	
b 19,500.		17,130.	2,370.	
c 9,884.		13,002.	-3,118.	
d 95,098.			95,098.	
e 2,033.			2,033.	
f 14,319.			14,319.	
g				
h				
i				
j				
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(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			0.	
b			2,370.	
c			-3,118.	
d			95,098.	
e			2,033.	
f			14,319.	
g				
h				
i				
j				
k				
l				
m				
n				
o				
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	110,702.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GNMA II#03120-RETURN OF PRINCIPAL				0.	0.	0.	PURCHASED	12/25/70	VARIOUS
		531.	531.						

(A) DESCRIPTION OF PROPERTY		(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NUVEEN EQUITY INDEX FD-793.336 SH.				0.	0.	2,370.	PURCHASED	03/21/02	06/20/13
		19,500.	17,130.						

(A) DESCRIPTION OF PROPERTY		(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD HIGH YIELD CORPORATE INV-1658.375 SH.				0.	0.	-3,118.	PURCHASED	03/18/94	06/20/13
		9,884.	13,002.						

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				DONATED	11/11/11	12/12/13
3M CO.-750 SH.						

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E)	(F)
			DEPREC.	GAIN OR LOSS
95,098.	1,324.	0.	0.	93,774.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				DONATED	11/11/11	12/19/13
3M CO.-15 SH.						

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E)	(F)
			DEPREC.	GAIN OR LOSS
2,033.	26.	0.	0.	2,007.

CAPITAL GAINS DIVIDENDS FROM PART IV	14,319.
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TOTAL TO FORM 990-PF, PART I, LINE 6A	109,352.
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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT	2
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SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
U.S. BANK NATIONAL ASSOCIATION	167.	167.	
TOTAL TO PART I, LINE 3	167.	167.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
U.S. BANK NATIONAL ASSOCIATION	117,708.	14,319.	103,389.	103,389.	
TO PART I, LINE 4	117,708.	14,319.	103,389.	103,389.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILKERSON, GUTHMANN & JOHNSON, LTD-FORM 990-PF	2,050.	1,025.		1,025.
TO FORM 990-PF, PG 1, LN 16B	2,050.	1,025.		1,025.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US BANK-TRUST & INVESTMENT FEES	24,794.	24,794.		0.
TO FORM 990-PF, PG 1, LN 16C	24,794.	24,794.		0.

## FORM 990-PF

## TAXES

## STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX - 2012	1,197.	0.		0.
EXCISE TAX - 2013	1,920.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,117.	0.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEE-MN SEC OF STATE	25.	0.		25.
FOREIGN TAXES WITHHELD	580.	580.		0.
OFFICE EXPENSES AND BANK CHARGES	405.	0.		405.
TO FORM 990-PF, PG 1, LN 23	1,010.	580.		430.

## FORM 990-PF

## U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

## STATEMENT

8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
2,055 GNMA II PASS THRU CERT	X		2,055.	2,395.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,055.	2,395.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,055.	2,395.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
6,900 SH EXXON MOBIL CORP	32,908.	698,280.
5,102 ABERDEEN FDS EMRN MKT INSTL	65,000.	73,827.
7,525 NUVEEN EQUITY INDEX FUND CI I	164,559.	198,581.
4,000 SH MARCH & MCLENNAN COS, INC.	10,417.	193,440.
19,489 SH 3M CO	34,402.	2,733,332.
4,984 NUVEEN INTERNATIONAL SELECT FUND CI I	49,769.	52,578.
8,281 NUVEEN MID CAP VALUE FUND CI I	144,126.	272,108.
9,245 NUVEEN SMALL CAP VALUE FUND CI I	116,349.	172,898.
2,321 SCOUT INTERNATIONAL FUND	75,000.	86,490.
441 VANGUARD INTL GROWTH PORTFOLIO	25,000.	32,696.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>717,530.</b>	<b>4,514,230.</b>

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
41,326 VANGUARD HIGH YIELD CORP INV	287,402.	249,198.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>	<b>287,402.</b>	<b>249,198.</b>

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GNMA II#03120-RETURN OF PRINCIPAL		PURCHASED	12/25/70	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
531.	531.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NUVEEN EQUITY INDEX FD-793.336 SH.		PURCHASED	03/21/02	06/20/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,500.	17,130.	0.	0.	2,370.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD HIGH YIELD CORPORATE INV-1658.375 SH.		PURCHASED	03/18/94	06/20/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,884.	13,002.	0.	0.	-3,118.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				DONATED	11/11/11	12/12/13
3M CO.-750 SH.						

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
95,098.	1,324.	0.	0.	93,774.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				DONATED	11/11/11	12/19/13
3M CO.-15 SH.						

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,033.	26.	0.	0.	2,007.

CAPITAL GAINS DIVIDENDS FROM PART IV	14,319.
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TOTAL TO FORM 990-PF, PART I, LINE 6A	109,352.
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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
U.S. BANK NATIONAL ASSOCIATION	167.	167.	
TOTAL TO PART I, LINE 3	167.	167.	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
U.S. BANK NATIONAL ASSOCIATION	117,708.	14,319.	103,389.	103,389.	
TO PART I, LINE 4	117,708.	14,319.	103,389.	103,389.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILKERSON, GUTHMANN & JOHNSON, LTD-FORM 990-PF	2,050.	1,025.		1,025.
TO FORM 990-PF, PG 1, LN 16B	2,050.	1,025.		1,025.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US BANK-TRUST & INVESTMENT FEES	24,794.	24,794.		0.
TO FORM 990-PF, PG 1, LN 16C	24,794.	24,794.		0.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX - 2012	1,197.	0.		0.
EXCISE TAX - 2013	1,920.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,117.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEE-MN SEC OF STATE	25.	0.		25.
FOREIGN TAXES WITHHELD	580.	580.		0.
OFFICE EXPENSES AND BANK CHARGES	405.	0.		405.
TO FORM 990-PF, PG 1, LN 23	1,010.	580.		430.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
2,055 GNMA II PASS THRU CERT	X		2,055.	2,395.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,055.	2,395.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,055.	2,395.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
6,900 SH EXXON MOBIL CORP	32,908.	698,280.
5,102 ABERDEEN FDS EMRN MKT INSTL	65,000.	73,827.
7,525 NUVEEN EQUITY INDEX FUND CI I	164,559.	198,581.
4,000 SH MARCH & MCLENNAN COS, INC.	10,417.	193,440.
19,489 SH 3M CO	34,402.	2,733,332.
4,984 NUVEEN INTERNATIONAL SELECT FUND CI I	49,769.	52,578.
8,281 NUVEEN MID CAP VALUE FUND CI I	144,126.	272,108.
9,245 NUVEEN SMALL CAP VALUE FUND CI I	116,349.	172,898.
2,321 SCOUT INTERNATIONAL FUND	75,000.	86,490.
441 VANGUARD INTL GROWTH PORTFOLIO	25,000.	32,696.
TOTAL TO FORM 990-PF, PART II, LINE 10B	717,530.	4,514,230.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
41,326 VANGUARD HIGH YIELD CORP INV	287,402.	249,198.
TOTAL TO FORM 990-PF, PART II, LINE 10C	287,402.	249,198.

## Part XV - Grants Paid - Statement 11

Amount	Focus	Status	Entity
20,000.00	Contribution: Capital-Special	Public	Como Park Zoo & Conservatory Capital Partners
25,000.00	Contribution: Capital-Special	Public	White Bear Lake Sailing Club
10,000.00	Contribution: Capital-Special	Public	Walker Art Center
55,000.00	Contribution: Capital-Special	Public	Compas
3,500.00	Contribution: Arts	Public	Guthrie Theater
5,500.00	Contribution: Arts	Public	Minneapolis Institute of Arts
2,500.00	Contribution: Arts	Public	Minnesota Historical Society
4,000.00	Contribution: Arts	Public	Minnesota Opera
4,000.00	Contribution: Arts	Exempt	Minnesota Orchestral Association
4,000.00	Contribution: Arts	Exempt	Ordway Center For The Performing Arts
2,500.00	Contribution: Arts	Exempt	Ramsey County Historical Society
5,000.00	Contribution: Arts	Exempt	Schubert Club
1,000.00	Contribution: Arts	Exempt	St. Paul Chamber Orchestra
1,000.00	Contribution: Arts	Exempt	Children's Theatre Company
500.00	Contribution: Education	Exempt	Madeleine Island Music Camp
4,000.00	Contribution: Education	Exempt	Minnesota Children's Museum
1,000.00	Contribution: Education	Exempt	Bell Museum of Natural History
1,000.00	Contribution: Education	Public	BestPrep
5,000.00	Contribution: Education	Exempt	Minnesota Private College Fund
3,000.00	Contribution: Education	Exempt	The Blake School
3,000.00	Contribution: Education	Exempt	Mounds Park Academy
6,000.00	Contribution: Education	Public	Science Museum of Minnesota
3,000.00	Contribution: Education	Public	St. Paul Academy and Summit School
2,500.00	Contribution: Environ-Animal	Exempt	International Crane Foundation
1,000.00	Contribution: Environ-Animal	Public	Kinnickinnic River Land Trust
4,000.00	Contribution: Environ-Animal	Exempt	Minnesota Landscape Arboretum Foundation
2,000.00	Contribution: Environ-Animal	Public	Minnesota Zoo Foundation
5,000.00	Contribution: Environ-Animal	Exempt	MN Land Trust
1,000.00	Contribution: Environ-Animal	Public	Nature Conservancy—Minnesota Chapter
1,000.00	Contribution: Human Services	Exempt	Raptor Center
3,000.00	Contribution: Environ-Animal	Public	St. Paul Riverfront Corp
2,000.00	Contribution: Environ-Animal	Exempt	Thomas Irvine Dodge Nature Center
2,000.00	Contribution: Environ-Animal	Exempt	Trust For Public Land
1,000.00	Contribution: Environ-Animal	Public	WI Nature Conservancy
26,500.00	Contribution: Environ-Animal	Exempt	Wilderness Inquiry

Boy Scouts Of America-Northern Star 393 Marshall Avenue  
Boys & Girls Club Of The Twin Cities 6500 Nicollet Ave S # 201  
Children's Home Society And Family 1605 Eustis Avenue

Exempt	Contribution:Human Services	2,000.00
Exempt	Contribution:Human Services	5,000.00
Exempt	Contribution:Human Services	3,000.00

