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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning SEP 1, 2013, and ending AUG 31, 2014

Name of foundation

A Employer identification number

LERNER FOUNDATION

23-7032703

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

Room/suite

B Telephone number

241 FIRST AVENUE NORTH

(612) 332-3344

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

MINNEAPOLIS, MN 55401-1607

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

\$ 1,594,105. (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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	34,958.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	26,711.	26,711.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	38,558.			STATEMENT 1
	b Gross sales price for all assets on line 6a	87,976.			
	7 Capital gain net income (from Part IV, line 2)		14,660.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	100,227.	41,371.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,281.	1,141.		1,140.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	25.	0.		25.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,306.	1,141.		1,165.
	25 Contributions, gifts, grants paid	76,667.			76,667.
26 Total expenses and disbursements. Add lines 24 and 25	78,973.	1,141.		77,832.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	21,254.				
b Net investment income (if negative, enter -0-)		40,230.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,990.	1,017.	1,017.
	2 Savings and temporary cash investments	21,993.	28,907.	28,907.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	597,719.	620,032.	1,564,181.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	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)	628,702.	649,956.	1,594,105.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	718,482.	718,482.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-89,780.	-68,526.	
	30 Total net assets or fund balances	628,702.	649,956.	
	31 Total liabilities and net assets/fund balances	628,702.	649,956.	

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	628,702.
2 Enter amount from Part I, line 27a	2	21,254.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	649,956.
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	649,956.

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 PUBLICALLY TRADED SECURITIES					
b CAPITAL GAINS DIVIDENDS					
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 78,536.		73,316.	5,220.		
b 9,440.			9,440.		
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			5,220.		
b			9,440.		
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	14,660.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	71,222.	1,271,110.	.056031
2011	75,637.	1,070,729.	.070641
2010	65,622.	1,062,480.	.061763
2009	58,196.	1,020,386.	.057033
2008	40,426.	891,870.	.045327
2 Total of line 1, column (d)			2 .290795
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 .058159
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,596,398.
5 Multiply line 4 by line 3			5 92,845.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 402.
7 Add lines 5 and 6			7 93,247.
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 77,832.

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)		1	805.
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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	805.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	805.
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	6a	1,446.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,446.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	641.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 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.		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) <u>MN</u>		
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

N/A

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>HARRY LERNER</u> Telephone no. ► <u>612-332-3344</u> Located at ► <u>241 FIRST AVE N, MINNEAPOLIS, MN</u> ZIP+4 ► <u>55401-1607</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ☐	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? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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) <u>N/A</u>	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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

N/A

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

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
HARRY LERNER	PRESIDENT			
241 FIRST AVENUE NORTH				
MINNEAPOLIS, MN 55401	0.10	0.	0.	0.
MIA LERNER POSADA	VICE PRESIDENT, SECRETARY & TREASURER			
241 FIRST AVENUE NORTH				
MINNEAPOLIS, MN 55401	0.05	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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Paid Employees, and Contractors (continued)

Q

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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	1,554,437.
b	Average of monthly cash balances	1b	66,272.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,620,709.
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	1,620,709.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,311.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,596,398.
6	Minimum investment return. Enter 5% of line 5	6	79,820.

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	79,820.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	805.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	805.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,015.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	79,015.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	79,015.

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	77,832.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	77,832.
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	77,832.

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.

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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				79,015.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	7,541.			
c From 2010	14,997.			
d From 2011	22,545.			
e From 2012	8,514.			
f Total of lines 3a through e	53,597.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 77,832.				
a Applied to 2012, but not more than line 2a			0.	
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				77,832.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (if an amount appears in column (d), the same amount must be shown in column (a))	1,183.			1,183.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	52,414.			
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	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	52,414.			
10 Analysis of line 9:				
a Excess from 2009	6,358.			
b Excess from 2010	14,997.			
c Excess from 2011	22,545.			
d Excess from 2012	8,514.			
e Excess from 2013				

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** *Qualifying distributions from Part XII*, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** *Qualifying distributions made directly for active conduct of exempt activities.* Subtract line 2d from line 2c

[illegible]

- 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).)

HARRY LERNER

- 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:

HARRY LERNER, 612-332-3344

241 FIRST AVENUE NORTH, MINNEAPOLIS, MN 55401

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

THERE IS NO FORMAL FORM OR PROCESS. A LETTER STATING ORGANIZATIONS

- c Any submission deadlines:**

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE	PUBLIC	SEE ATTACHED SCHEDULE	76,667.
Total			▶ 3a	76,667.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Employer identification number

LERNER FOUNDATION**23-7032703**

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 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, total 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 total 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

LERNER FOUNDATION**23-7032703****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>HARRY LERNER</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>7,040.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>2</u>	<u>HARRY LERNER</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>1,639.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
<u>3</u>	<u>HARRY LERNER</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>5,610.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>4</u>	<u>HARRY LERNER</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>7,942.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>5</u>	<u>HARRY LERNER</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>6,727.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u>6</u>	<u>LERNER PUBLICATIONS</u> <u>241 FIRST AVENUE N</u> <u>MINNEAPOLIS, MN 55401</u>	\$ <u>6,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

LERNER FOUNDATION**23-7032703****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>250 SHS DELTA AIR LINES, INC.</u>	\$ <u>7,040.</u>	<u>12/11/13</u>
<u>2</u>	<u>100 SHS FORD MOTOR COMPANIES</u>	\$ <u>1,639.</u>	<u>12/11/13</u>
<u>3</u>	<u>1000 SHS RITE AIDE CORPORATION</u>	\$ <u>5,610.</u>	<u>12/11/13</u>
<u>4</u>	<u>50 SHS MCKESSON CORPORATION</u>	\$ <u>7,942.</u>	<u>12/11/13</u>
<u>5</u>	<u>100 SHS EXPRESS SCRIPTS HOLDING COMPANY</u>	\$ <u>6,727.</u>	<u>12/11/13</u>
		\$	

Name of organization

Employer identification number

LERNER FOUNDATION**23-7032703****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(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

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
PUBLICALLY TRADED SECURITIES				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78,536.	49,418.	0.	0.	29,118.
CAPITAL GAINS DIVIDENDS FROM PART IV				9,440.
TOTAL TO FORM 990-PF, PART I, LINE 6A				38,558.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	36,151.	9,440.	26,711.	26,711.	
TO PART I, LINE 4	36,151.	9,440.	26,711.	26,711.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,281.	1,141.		1,140.
TO FORM 990-PF, PG 1, LN 16B	2,281.	1,141.		1,140.

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MN FILING FEE	25.	0.		25.	
TO FORM 990-PF, PG 1, LN 23	25.	0.		25.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
800 SHS ALCOBRA	16,418.	15,408.		
204.682 SHS IBM	19,450.	37,977.		
550 SHS MEDTRONIC	7,853.	35,118.		
400 SHS MERCK & CO	13,050.	24,044.		
200 SHS MICROSOFT	10,388.	9,086.		
11058.949 SHS PENTAIR INC	108,264.	752,783.		
210.204 SHS TARGET	6,447.	12,627.		
1000 SHS CHARLES SCHWAB GROUP	18,490.	28,510.		
2133.816 SHS VERIZON COMMUNICATIONS	60,524.	106,307.		
300 SHS WELLS FARGO	5,873.	15,432.		
209.684 SHS 3M COMPANY	16,443.	30,195.		
1825.921 SHS MAIRS & POWERS	116,423.	210,638.		
11924.788 SHS SIT DIV GROWTH FD	171,974.	226,685.		
104.522 SHS CATERPILLAR INC	8,949.	11,400.		
100 SHS CHEVRON CORP	10,505.	12,945.		
250 SHS DELTA AIR LINES INC	7,040.	9,895.		
100 SHS EXPRESS SCRIPTS HLDG CO	6,727.	7,393.		
100 SHS FORD MOTOR COMPANY	1,639.	1,741.		
50.131 SHS MCKESSON CORPORATION	7,965.	9,777.		
1000 SHS RITE AID CORPORATION	5,610.	6,220.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	620,032.	1,564,181.		

Lerner Foundation
Account QuickReport
September 2013 through August 2014

Date	Num	Name	Memo	Amount
Contributions Paid				
9/3/2013	3015	St Paul Minneapolis Committee on Foreign	General - Minneapolis, MN	300 00
9/26/2013	3016	Beth El Synagogue	General - St Louis Park, Minnesota	360 00
10/10/2013	3017	Beth El Synagogue	General - St Louis Park, Minnesota	1,800 00
10/15/2013	3018	University of Minnesota Alumni Assoc.	Academic - Minneapolis, MN	50 00
10/22/2013	3019	Minneapolis Heart Institute Foundation	Medical - Minneapolis, MN	1,000 00
10/22/2013	3020	Gillette Children's Foundation	General - Albert Lea, Minnesota	50 00
10/24/2013	3021	Sabes JCC	General - St Louis Park, MN	500.00
11/1/2013	3022	Minnesota Historical Society	General - St Paul, Minnesota	250.00
11/1/2013	3023	Minneapolis Jewish Day School	Academic - Minneapolis, MN	500 00
11/7/2013	3024	Jewish Community Action	General - St. Paul, MN	2,860 00
11/15/2013	3025	Greater Twin Cities United Way	General - Minneapolis, Minnesota	1,338 00
11/21/2013	3026	The Forward Association	General - New York, NY	250 00
11/26/2013	3027	Graywolf Press	General - Minneapolis, MN	500 00
11/26/2013	3028	Smile Train	Medical - Washington, DC	50 00
12/3/2013	3029	Association of Jewish Libraries	General - Philadelphia, P A	1,000 00
12/3/2013	3030	University of Minnesota Fndn (Hum Rts)	General - Minneapolis, MN	100 00
12/3/2013	3031	Planned Parenthood Federation of America	Medical - Washington, DC	35.00
12/6/2013	3032	Americans for Peace Now	General - Washington, DC	100 00
12/13/2013	3033	End of Spectrum for Austistic Children	Zach Marell's stepfather contributi	200 00
12/13/2013	3034	The Friends of the St Paul Public Librar	Minnesota Book Awards	2,500 00
12/19/2013	3035	The Bakken Museum	General - Minneapolis, Minnesota	100.00
12/20/2013	3036	Friends of Lifeline for the Old	General - Jerusalem, Israel	1,000 00
12/27/2013	3037	Planned Parenthood of MN/SD	General - St. Paul, Minnesota	200 00
12/31/2013	3038	American Jewish Joint Distribution Commit	General - New York, New York	100 00
1/9/2014	3039	Heilicher Minneapolis Jewish Day School	Academic - Minneapolis, MN	600 00
1/23/2014	3041	Minneapolis Jewish Day School	Academic - Minneapolis, MN	2,000.00
1/23/2014	3042	Gillette Children's Specialty Healthcare	Medical - St Paul, Minnesota	50 00
1/23/2014	3043	Science Museum of Minnesota	Mia and Raul	99 00
2/11/2014	3044	Minneapolis Jewish Federation	General - Minneapolis, MN	500 00
2/25/2014	3045	The Friends of the St Paul Public Librar	Minnesota Book Awards - Gala Ti	450 00
3/7/2014	3046	Humanistic Judaism	General - Farmington Hills, MI	150 00
3/7/2014	3047	FLAME	General - San Francisco, CA	100.00
3/7/2014	3048	Methodist Hospital Jewish Care Fund	Jewish Spiritual Care-Methodist H	250.00
3/13/2014	3049	Minnesota Public Radio	General - St Paul, Minnesota	40 00
3/31/2014	3052	Adath Jeshurun Foundation	Karen Or Contest	250 00
3/31/2014	3051	St Louis Park Dollars for Scholars	General - Minneapolis, MN	100 00
5/1/2014	3053	Children's Miracle Network	General - Marshfield, WI	500 00
5/2/2014	3054	Girls in Action	General - Minneapolis, MN	400 00
5/6/2014	3055	Minnesota Orchestra	General - Minneapolis, MN	100 00
5/9/2014	3056	Associates of the James Ford Bell Library	General - Minneapolis, MN	50 00
5/13/2014	3057	Minnesota Center for Book Arts	General - Minneapolis, MN	800 00
5/15/2014	3058	Macalester College	Academic - St. Paul, Minnesota	5,000 00
5/15/2014	3059	Aeon	General - Minneapolis, MN	1,000 00
5/20/2014	3060	Friends of Lifeline for the Old	General - Jerusalem, Israel	1,000 00
5/20/2014	3061	Minnesota Library Foundation	Academic - St Paul, MN	300 00
6/4/2014	3062	Friends of Lifeline for the Old	General - Jerusalem, Israel	1,000 00
6/4/2014	3063	Asian Counseling and Referral Service	General - Seattle, Washington	200.00
6/4/2014	3064	The Center for Victims of Torture	General - Albert Lea, Minnesota	100 00
6/11/2014	3065	Friends of Lifeline for the Old	General - Jerusalem, Israel	1,000 00
6/12/2014	3066	The Breast Cancer Society	Medical - Grove City, OH	15 00
6/12/2014	3067	Science Museum of Minnesota	Mia and Raul	150 00
7/1/2014	3068	Midtown Greenway Coalition	General - Minneapolis, MN	325 00
7/1/2014	3069	Twin Cities Public Television	General - St. Paul, Minnesota	35 00
7/10/2014	3070	Minneapolis Institute of Arts	General - Minneapolis, MN	500.00
7/10/2014	3071	Adath Jeshurun Congregation	General - Minnetonka, MN	4,000 00
7/15/2014	3072	Hamline University	Academic - St Paul, Minnesota	5,000 00
7/28/2014	3073	Temple Israel	General - Minneapolis, MN	1,200 00
7/28/2014	3074	BOND	Academic - Minneapolis, MN	250.00
8/1/2014	3075	Minneapolis Jewish Federation	General - Minneapolis, MN	5,100 00
8/25/2014	3076	Minneapolis Jewish Federation	General - Minneapolis, MN	15,000 00
8/25/2014	3077	End of Spectrum	Zach Marell's stepfather contributi	2,500 00
8/25/2014	3078	University of Minnesota (Dislocate)	General - Minneapolis, MN	2,500 00
8/25/2014	3079	Dunning Boosters	General - St Paul, MN	250 00
8/25/2014	3080	The Eric Carle Museum of Picture Book Art	General - Amherst, MA	1,000 00
8/25/2014	3081	Friends of the Hennepin County Library	Academic - Minneapolis, MN	250 00
8/25/2014	3082	Highlights Foundation	Academic - Honesdale, PA	100 00
8/25/2014	3083	University of Minnesota (Kerlan Friends)	Academic - Minneapolis, MN	1,000.00
8/25/2014	3084	Langford Park Boosters Club	General - St. Paul, MN	100 00
8/25/2014	3085	Milkweed Editions	General - Minneapolis, MN	2,500 00
8/25/2014	3086	The Park Bugle	General - St. Paul, MN	50 00
8/25/2014	3087	REFORMA Educational Foundation	Academic - El Paso, Texas	100 00
8/25/2014	3088	St Anthony Park Community Foundation	General - St Paul, MN	50 00
8/25/2014	3089	St Paul Jewish Community Center	General - St Paul, MN	100.00

01/15/15

Lerner Foundation
Account QuickReport
September 2013 through August 2014

Date	Num	Name	Memo	Amount
8/25/2014	3090	Talmud Torah of St Paul	General - St. Paul, Minnesota	100.00
8/25/2014	3091	University of Minnesota Fndn. (Library)	Academic - St Paul, MN	1,000.00
8/25/2014	3092	James Sewell Ballet	General - Minneapolis, MN	250 00
8/25/2014	3093	DARTS	General - St Paul, MN	100 00
8/25/2014	3094	Anna Isenstein Teacher's Aid Apprec Fund	General - Nashville, TN	250 00
8/26/2014	3095	Minneapolis Jewish Federation	General - Minneapolis, MN	80.00
8/29/2014	3096	Habonim Dror Foundation	General - New York, NY	200 00
8/29/2014	3097	American Jewish World Service	General - New York, New York	100 00
8/29/2014	3098	Sabes JCC	General - St Louis Park, MN	1,080 00
8/29/2014	3099	Jewish Historical Society of the Upper Mi	Academic	250 00
Total Contributions Paid				<u>76,667 00</u>
TOTAL				<u>76,667.00</u>