EXTENDED TO AUGUST 17, 2015

Form **990-PF** | Department of the Treasury, Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: G2 FOUNDATION

A Employer identification number: 27-4187776

Number and street (or P O box number if mail is not delivered to street address): 26340 SLOTH ST NW | Room/suite:

B Telephone number: 763-856-3670

City or town, state or province, country, and ZIP or foreign postal code: ZIMMERMAN, MN 55398

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 change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,315,535.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	62.	62.		STATEMENT 1
	4 Dividends and interest from securities	62,168.	62,168.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	154,906.			
	b Gross sales price for all assets on line 6a 817,703.				
	7 Capital gain net income (from Part IV, line 2)		154,906.		
	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	1,362.	1,362.		STATEMENT 3
	12 Total. Add lines 1 through 11	218,498.	218,498.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	3,500.	1,750.		1,750.
	c Other professional fees STMT 5	12,423.	12,423.		0.
	17 Interest				
	18 Taxes STMT 6	4,445.	1,177.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	34.	9.		25.
	24 Total operating and administrative expenses. Add lines 13 through 23	20,402.	15,359.		1,775.
	25 Contributions, gifts, grants paid	105,000.			105,000.
	26 Total expenses and disbursements. Add lines 24 and 25	125,402.	15,359.		106,775.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	93,096.			
	b Net investment income (if negative, enter -0-)		203,139.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	53,152.	69,570.	69,570.
	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 8	2,268,237.	2,245,965.	2,245,965.
	c Investments - corporate bonds			
	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 I)	2,321,389.	2,315,535.	2,315,535.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	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	2,321,389.	2,315,535.	
	30 **Total net assets or fund balances**	2,321,389.	2,315,535.	
	31 **Total liabilities and net assets/fund balances**	2,321,389.	2,315,535.	

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	2,321,389.
2 Enter amount from Part I, line 27a	2	93,096.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,414,485.
5 Decreases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED GAINS AND LOSSES	5	98,950.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,315,535.

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	GOLDMACH SACHS ACCOUNTS			
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	801,544.		662,797.	138,747.
b	16,159.			16,159.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				138,747.
b				16,159.
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	154,906.
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))
2013	104,125.	2,193,254.	.047475
2012	82,623.	2,033,367.	.040634
2011	24,627.	1,971,485.	.012492
2010	0.	1,970,037.	.000000
2009			

2 **Total** of line 1, column (d)	2	.100601
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	.025150
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,331,831.
5 Multiply line 4 by line 3	5	58,646.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,031.
7 Add lines 5 and 6	7	60,677.
8 Enter qualifying distributions from Part XII, line 4	8	106,775.

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			1	2,031.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,031.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,031.
6 Credits/Payments:				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,640.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	610.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	2,250.
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	219.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶	219.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 763-856-3670

Located at ▶ 26340 SLOTH ST NW, ZIMMERMAN, MN ZIP+4 ▶ 55398

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)* 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 2014?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY BONNEMA 26340 SLOTH ST. NW ZIMMERMAN, MN 55398	DIRECTOR AND PRESIDENT 1.00	0.	0.	0.
SCOTT BONNEMA 26340 SLOTH ST. NW ZIMMERMAN, MN 55398	DIRECTOR AND TREASURER 1.00	0.	0.	0.
KEVIN BONNEMA 26340 SLOTH ST. NW ZIMMERMAN, MN 55398	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
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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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	2,299,522.
b	Average of monthly cash balances	1b	67,819.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,367,341.
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	2,367,341.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,510.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,331,831.
6	**Minimum investment return.** Enter 5% of line 5	6	116,592.

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	116,592.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a 2,031.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	2,031.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	114,561.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	114,561.
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	114,561.

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	106,775.
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	106,775.
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	2,031.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	104,744.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				114,561.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			100,580.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶$ 106,775.				
a Applied to 2013, but not more than line 2a			100,580.	
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 2014 distributable amount				6,195.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				108,366.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

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				
AMERICAN RED CROSS NATIONAL HEADQUARTERS 2025 E STREET WASHINGTON, DC 20006		PC	MEDICAL SUPPORT	5,000.
MN JUNIOR BASS FEDERATION 941 SAVANNA TRL DELANO, MN 55328		PC	EDUCATION AND RECREATION	3,000.
COMMUNITY AID OF ELK RIVER CAER 19279 WATSON STREET ELK RIVER, MN 55330		PC	DISASTER RELIEF	7,000.
CONSERVATION FUND 1655 N. FORT MYER DRIVE ARLINGTON, VA 22209-3199		PC	EDUCATIONAL	5,000.
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433		PC	EDUCATIONAL	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	105,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	62.	
4 Dividends and interest from securities			14	62,168.	
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			18	1,362.	
8 Gain or (loss) from sales of assets other than inventory			18	154,906.	
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.		218,498.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 218,498.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Nancy L Bremer 16/8/15 DIRECTOR

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ASHLEY C. REHN, CPA	Ashley C Rehn, CPA	05/28/15		P00965922

Firm's name ▶ REDPATH AND COMPANY, LTD. Firm's EIN ▶ 41-0975573

Firm's address ▶ 4810 WHITE BEAR PARKWAY WHITE BEAR LAKE, MN 55110 Phone no. (651)426-7000

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MIRACLES OF MITCH FOUNDATION 7835 TELEGRAPH TD BLOOMINGTON, MN 55438		PC	CANCER RESERCH & SUPPORT	2,000.
HEALING HAITI PO BOX 263 CHAMPLIN, MN 55316		PC	PROVIDE HUMAN SERVICES	3,000.
ST JUDE'S CHILDRENS RESEARCH HOSPITAL PO BOX 50 MEMPHIS , TN 38101		PC	ENRICH THE LIVES OF CHILDREN	8,000.
LET'S GO FISHING PO BOX 271 174 LAKE AVE N SPICER, MN 56288		PC	PROVIDE HUMAN SERVICES	10,000.
PASSING THE BREAD 13327 279TH AVE NW ZIMMERMAN, MN 55398		PC	RELIGIOUS SUPPORT	3,000.
MN AMERICAN LEGION 20 WEST 12ST ST NO 300A ST PAUL, MN 55155		PC	PROVIDE HUMAN SERVICES	4,000.
SAMARITANS PURSE PO BOX 3000 BOONE, NC 28607		PC	PROVIDE SPIRITUAL AND PHYSICAL AID	10,000.
SHARING & CARING HANDS 525 N 7TH ST MINNEAPOLIS, MN 55405		PC	PROVIDE HUMAN SERVICES	7,000.
DOCTOR'S WITHOUT BORDERS 333 7TH AVE NO 2ND FL NEW YORK, NY 10001		PC	ASSIST VICTIMS OF DISASTERS & CONFLICTS WORLDWIDE	10,000.
MN TEEN CHALLENGE 1619 PORTLAND AVE S MINNEAPOLIS, MN 55404		PC	CHEMICAL DEPENDENCY AND RECOVERY SERVICES	5,000.
Total from continuation sheets				80,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE WATER PROJECT 4 BICENTENNIAL SQUARE THIRD FLOOR CONCORD, NH 03301		PC	GENERAL SUPPORT FOR ACCESS TO CLEAN WATER	3,000.
PHEASANTS FOREVER 1783 BUERKLE CIRCLE ST PAUL, MN 55110		PC	CONSERVATION OF WILDLIFE	5,000.
FISHING FOR LIFE 3015 13TH AVE S MINNEAPOLIS, MN 55407		PC	PROVIDING OUTDOOR PROGRAMS TO THE COMMUNITY	10,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DEPOSIT INTEREST	62.	62.	
TOTAL TO PART I, LINE 3	62.	62.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
GS ACCOUNTS	78,327.	16,159.	62,168.	62,168.	
TO PART I, LINE 4	78,327.	16,159.	62,168.	62,168.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,362.	1,362.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,362.	1,362.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,500.	1,750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	3,500.	1,750.		1,750.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	12,423.	12,423.		0.
TO FORM 990-PF, PG 1, LN 16C	12,423.	12,423.		0.

FORM 990-PF	TAXES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	1,177.	1,177.		0.
FEDERAL TAX	3,268.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,445.	1,177.		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
MINNESOTA REGISTRATION FEE	25.	0.		25.
ADR FEES	9.	9.		0.
TO FORM 990-PF, PG 1, LN 23	34.	9.		25.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GS ACCT 43732 LCG - SEE ATTACHED STMT	413,015.	413,015.
GS ACCT 61768 FIXED INCOME - SEE ATTACHED STMT	412,487.	412,487.
GS ACCT 61768 US EQUITY - SEE ATTACHED STMT	301,290.	301,290.
GS ACCT 61768 NON-US EQUITY - SEE ATTACHED STMT	471,772.	471,772.
GS ACCT 61772 US EQUITY - SEE ATTACHED STMT	461,955.	461,955.
GS ACCT 43736 US EQUITY - SEE ATTACHED STMT	111,798.	111,798.

GS ACCT 43736 NON US EQUITY - SEE ATTACHED STMT	54,013.	54,013.
GS ACCT 43736 FIXED INCOME - SEE ATTACHED STMT	19,635.	19,635.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,245,965.	2,245,965.

BONNEMA G2 FOUNDATION LCV

Holdings

Period Ended December 31, 2014

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
INSTITUTIONAL CAPITAL LARGE CAP VALUE								
U S DOLLAR	(2,195 86)	1 0000	(2,195 86)		(2,195 86)			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	6,135 15	1 0000	6,135 15	1 0000	6,135 15		0.0872	5.35
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
AMERIPRISE FINANCIAL, INC CMN (AMP)	104.00	132.2500	13,754 00	121 6485	12,651 44	1,102 56	1 7543	241.28
BANK OF AMERICA CORP CMN (BAC)	1,392.00	17.8900	24,902.88	16 7410	23,303.45	1,599 43	1 1179	278 40
BOEING COMPANY CMN (BA)	158 00	129 9800	20,536.84	121 9610	19,269 84	1,267 00	2.8004	575 12
BRISTOL-MYERS SQUIBB COMPANY CMN (BMY)	153 00	59 0300	9,031 59 56 61	49.5139	7,575.62	1,455.97	2.5072	226.44
CAMERON INTERNATIONAL CORP CMN (CAM)	142 00	49.9500	7,092.90	63.0470	8,952.67	(1,859.77)		
CITIGROUP INC. CMN (C)	382 00	54 1100	20,670 02	48 9516	18,699 52	1,970 50		
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)	418.00	58 0100	24,248 18	52.5367	21,960 33	2,287 85	1 5515	376 20
EXELON CORPORATION CMN (EXC)	295 00	37.0800	10,938 60	34.9732	10,317.08	621.52	3.3441	365.80
EXPRESS SCRIPTS HOLDINGS CMN (ESRX)	141.00	84 6700	11,938 47	73 5424	10,369 48	1,568 99		
FORD MOTOR COMPANY CMN (F)	528.00	15.5000	8,184.00	15 1104	7,978.27	205 73	3.8710	316.80
GENERAL ELECTRIC CO CMN (GE)	1,047.00	25.2700	26,457.69 240 81	22 2617	23,308 02	3,149 67	3 6407	963 24
HONEYWELL INTL INC CMN (HON)	153 00	99 9200	15,287.76	64 6093	9,885 23	5,402 53	2 0717	316 71
JOHNSON CONTROLS INC CMN (JCI)	302 00	48 3400	14,598 68 78 52	37 1717	11,225 86	3,372 82	2 1514	314.08
LAS VEGAS SANDS CORP CMN (LVS)	95 00	58 1600	5,525 20	57 3012	5,443 61	81 59	3 4388	190 00
LIBERTY MEDIA CORPORATION CMN (LMCK)	172 00	35 0300	6,025 16	35 0172	6,022 95	2 21		
MONSANTO COMPANY CMN (MON)	146 00	119 4700	17,442 62	93 2499	13,614.49	3,828.13	1 6406	286 16
NETAPP, INC CMN (NTAP)	228 00	41 4500	9,450 60	39 6898	9,049.27	401 33	1.5923	150.48

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
INSTITUTIONAL CAPITAL· LARGE CAP VALUE								
NORTHERN TRUST CORP CMN (NTRS)	234 00	67 4000	15,771.60 81 84	66 7848	15,627 64	143.96	1.9585	308.88
OCCIDENTAL PETROLEUM CORP CMN (OXY)	218 00	80 6100	17,572 98 128 88	90 1013	19,642.09	(2,069.11)	3.5728	627.84
OMNICOM GROUP CMN (OMC)	146 00	77 4700	11,310 62 73 00	74.3816	10,859.72	450 90	2 5816	292 00
ORACLE CORPORATION CMN (ORCL)	331 00	44 9700	14,885 07	35 9613	11,903 20	2,981 87	1.0674	158.88
PFIZER INC CMN (PFE)	783 00	31 1500	24,390 45	20 2749	15,875.24	8,515.21	3.5955	876.96
PNC FINANCIAL SERVICES GROUP CMN (PNC)	157 00	91 2300	14,323 11	74 2651	11,659 62	2,663.49	2.1046	301.44
QUALCOMM INC CMN (QCOM)	140.00	74 3300	10,406.20	70 1001	9,814 01	592 19	2 2602	235 20
TEXAS INSTRUMENTS INC CMN (TXN)	198 00	53 4650	10,586.07	28.7525	5,693 00	4,893 07	2 5437	269 28
THE MOSAIC COMPANY CMN (MOS)	150 00	45 6500	6,847 50	56 1729	8,425.94	(1,578.44)	4.8850	334 50
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	141 00	101 0900	14,253 69	60 2317	8,492.67	5,761.02	1.4838	211.50
VIACOM INC CMN CLASS B (VIAB)	211.00	75.2500	15,877 75 69.63	59 3178	12,516 05	3,361 70	1 7542	278 52
ASML HOLDING N V ADR CMN (ASML)	78 00	107 8300	8,410 74	98 6417	7,694 05	716 69		
COVIDIEN PUBLIC LIMITED COMPAN CMN (COV)	162.00	102 2800	16,569 36 46 66	68 3367	11,070.54	5,498 82		
ENCANA CORPORATION CMN (ECA)	307 00	13 8700	4,258 09	20 7467	6,369.24	(2,111 15)	2 0187	85 96
PENTAIR PLC CMN (PNR)	26 00	66 4200	1,726 92	66 3531	1,725.18	1 74		
VALEANT PHARMACEUTICALS INTL CMN (VRX)	87 00	143 1100	12,450 57	125 0891	10,882.75	1,567 82		
VODAFONE GROUP PLC ADR CMN (VOD)	332.00	34 1700	11,344.44 169 23	44 1112	14,644.91	(3,300 47)		
TOTAL INSTITUTIONAL CAPITAL LARGE CAP VALUE			461,009.64 945.18		406,462.27	54,547 37	2.3399	8,587.02

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**461,954.82**	**406,462.27**	**54,547.37**	**8,587.02**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
SUSTAINABLE GROWTH ADVISERS LARGE CAP GROWTH								
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	12,410 36	1.0000	12,410.36	1 0000	12,410 36		0.0920	11 42

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
AMAZON COM INC CMN (AMZN)	42 00	310 3500	13,034.70	345.6005	14,515.22	(1,480 52)		
AMERICAN EXPRESS CO CMN (AXP)	169 00	93 0400	15,723 76	77 8375	13,154.53	2,569.23	1 1178	175 76
AMGEN INC CMN (AMGN)	119 00	159.2900	18,955.51	123.4835	14,694 54	4,260 97	1 9838	376 04
AUTOMATIC DATA PROCESSING INC CMN (ADP)	185 00	83 3700	15,423.45 90.65	61 2217	11,326.01	4,097 44	2.3510	362.60
CERNER CORP CMN (CERN)	219 00	64 6600	14,160.54	48.8756	10,703 75	3,456.79		
COLGATE-PALMOLIVE CO CMN (CL)	209 00	69 1900	14,460.71	61.4744	12,848.15	1,612 56	2 0812	300 96
ECOLAB INC CMN (ECL)	129.00	104.5200	13,483.08 42 57	92 0685	11,876.84	1,606 24	1 2629	170.28
EQUINIX INC CMN (EQIX)	65.00	226.7300	14,737.45	189.5291	12,319 39	2,418 06		
FASTENAL CO CMN (FAST)	248.00	47.5600	11,794 88	46 7248	11,587 74	207 14	2 1026	248.00
GOOGLE INC CMN CLASS C (GOOG)	31 00	526.4000	16,318.40	462 6226	14,341 30	1,977 10		
LINKEDIN CORP CMN CLASS A (LNKD)	32.00	229.7100	7,350.72	184 2122	5,894 79	1,455.93		
LOWES COMPANIES INC CMN (LOW)	325 00	68.8000	22,360 00	46 5820	15,139 14	7,220 86	1 3372	299.00
MONDELEZ INTERNATIONAL, INC. CMN (MDLZ)	207 00	36.3250	7,519 28 31.05	38 6640	8,003.44	(484 17)	1 4315	107.64
MONSANTO COMPANY CMN (MON)	109 00	119 4700	13,022 23	96 2400	10,490.16	2,532 07	1.6406	213 64
PRICELINE GROUP INC/THE CMN (PCLN)	11 00	1,140.2100	12,542 31	1,158.6300	12,744.93	(202.62)		
QUALCOMM INC CMN (QCOM)	114 00	74 3300	8,473.62	67.1781	7,658.30	815 32	2.2602	191 52
RED HAT, INC CMN (RHT)	151 00	69.1400	10,440 14	57.3609	8,661 50	1,778 64		
REGENERON PHARMACEUTICAL INC CMN (REGN)	19 00	410 2500	7,794 75	305.0137	5,795 26	1,999 49		

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
SUSTAINABLE GROWTH ADVISERS LARGE CAP GROWTH								
SALESFORCE COM, INC CMN (CRM)	172 00	59 3100	10,201.32	53 5985	9,218 95	982 37		
SCHLUMBERGER LTD CMN (SLB)	177 00	85.4100	15,117 57 76 40	87.8038	15,541.28	(423 71)	1.8733	283.20
STARBUCKS CORP CMN (SBUX)	145 00	82.0500	11,897 25	62.3537	9,041 28	2,855.97	1 5600	185 60
STATE STREET CORPORATION (NEW) CMN (STT)	193 00	78.5000	15,150.50 57 90	69 6100	13,434 73	1,715 77	1 5287	231 60
THE HERSHEY COMPANY CMN (HSY)	106 00	103 9300	11,016 58	94 2805	9,993 73	1,022 85	2 0591	226 84
VISA INC. CMN CLASS A (V)	82 00	262 2000	21,500 40	189 7206	15,557.09	5,943 31	0 7323	157.44
WALT DISNEY COMPANY (THE) CMN (DIS)	187 00	94.1900	17,613.53 215 05	71.1244	13,300.26	4,313 27	1.2209	215 05
WHOLE FOODS MARKET INC CMN (WFM)	292 00	50 4200	14,722 64	47.1072	13,755.30	967.34	1 0313	151.84
AON PLC CMN (AON)	136 00	94 8300	12,896 88	81 8818	11,135.93	1,760 95		
PERRIGO CO PLC CMN (PRGO)	50 00	167 1600	8,358 00	155.3396	7,766.98	591 02	0 2513	21.00
SANOFI SPONSORED ADR CMN (SNY)	264 00	45 6100	12,041.04	49 4378	13,051.59	(1,010 55)	2.8871	347 64
SAP SE (SPON ADR) (SAP)	172 00	69 6500	11,979 80	73 5595	12,652 23	(672.43)	2 5605	306 74
TOTAL SUSTAINABLE GROWTH ADVISERS LARGE CAP GROWTH			412,501 40 513.62		358,614 70	53,886 69	1 5643	4,583 82

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	413,015.02	358,614.70	53,886.69	4,583.82

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
OTHER FIXED INCOME								
GS HIGH YIELD FLOATING RATE FUND								
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	1,995.477	9.8400	19,635 49	10 0968	20,147 99	(512 50) 135 49		738 33

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
HIGH DIVIDEND YIELD (VANGUARD)								
VANGUARD INDEX FUNDS (VANGUARD HIGH DIVIDEND YIELD ETF (VYM)	410 00	68 7500	28,187.50	64.4313	26,416 83	1,770 67	2.7753	782 28

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
GS MLP ENERGY INFRASTRUCTURE FUND								
GS MLP ENERGY INFRASTRUCTURE I (GMLPX)	7,183 016	11.6400	83,610 31	11.5162	82,721.33	888 98 3,610 31	4 1237	3,447 85
TOTAL US EQUITY			**111,797.81**		**109,138.16**	**2,659.65**	**3.7837**	**4,230.13**

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account, Term Deposits and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account, Certificates of Deposit and Term Deposits offered by Goldman Sachs Bank USA, Member FDIC

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
FTSE DEVELOPED EX NORTH AMERICA INDEX FUND (VANGUARD)								
VANGUARD FTSE DEVELOPED MKTS CMN ETF (VEA)	960 00	37.8800	36,364 80	41 6300	39,964 80	(3,600 00)	3.6800	1,338 24
EURO STOXX 50 INDEX FUND (SPDR)								
SPDR EURO STOXX 50 FD ETF (FEZ)	475 00	36.8600	17,508.50 139.95	42 0600	19,978.50	(2,470.00)	3 7811	662.01
TOTAL NON-US EQUITY			**53,873.30** **139.95**		**59,943.30**	**(6,070.00)**	**3.7129**	**2,000.25**

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
TOTAL PUBLIC EQUITY			**165,671.11** **139.95**		**169,081.46**	**(3,410.35)**	**3.7607**	**6,230.38**

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**185,997.16**	**189,780.06**	**(3,922.85)**	**6,968.71**

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FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORE FIXED INCOME FUND								
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES	29,384.763	10 6000	311,478.49	9.8414	289,186.20	22,292 29 45,233 94		8,609.74
OTHER FIXED INCOME								
GS HIGH YIELD FLOATING RATE FUND								
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	2,325 241	9 8400	22,880 37	10 1148	23,519 24	(638 87) 880.37		860.34
GS HIGH YIELD FUND								
GS HIGH YIELD FUND INSTITUTIONAL SHARES	11,574 595	6 7500	78,128 52	7.2805	84,268.76	(6,140 24) 18,128 52		5,127 55
TOTAL OTHER FIXED INCOME			**101,008.89**		**107,788.00**	**(6,779.11)**		**5,987.88**
TOTAL FIXED INCOME			**412,487.38**		**396,974.20**	**15,513.18**		**14,597.62**

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
S&P BANK INDEX FUND (SPDR)								
SPDR S&P BANK ETF (KBE)	750 00	33 5500	25,162 50	26.6100	19,957 50	5,205 00	1 5883	399.65

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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GS SMALL/MID CAP GROWTH FUND								
GS SMALL/MID-CAP GROWTH FUND INSTITUTIONAL SHARES (GSMYX)	9,820.879	21 2000	208,202.63	15 8844	155,999 09	52,203 54 88,202 64		
GS REAL ESTATE SECURITIES FUND								
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (GREIX)	3,365 946	20 1800	67,924 79	12 8924	43,395 00	24,529 79 27,924 86	1 5808	1,073.74
TOTAL US EQUITY			**301,289.92**		**219,351.59**	**81,938.33**	**1.5828**	**1,473.39**

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
FTSE DEVELOPED EX NORTH AMERICA INDEX FUND (VANGUARD)								
VANGUARD FTSE DEVELOPED MKTS CMN ETF (VEA)	8,000 00	37.8800	303,040.00	37 6731	301,384.80	1,655.20	3 6800	11,152 00
EURO STOXX 50 INDEX FUND (SPDR)								
SPDR EURO STOXX 50 FD ETF (FEZ)	1,450 00	36 8600	53,447.00 427.22	34.7200	50,344 00	3,103 00	3 7811	2,020 89
FTSE EMERGING MARKETS INDEX FUND (VANGUARD)								
VANGUARD FTSE EMERGING MKTS ETF (VWO)	1,650.00	40 0200	66,033 00	48.5000	80,025 00	(13,992.00)	2.8561	1,885.95

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
GS INTERNATIONAL REAL ESTATE SECURITIES FUND								
GS INTERNATIONAL REAL ESTATE SECURITIES INSTITUTIONAL CLASS SHARES (GIRIX)	7,887 713	6.1900	48,824.94	6 2396	49,216 01	(391.07) 8,824 93	5 3796	2,626 61
TOTAL NON-US EQUITY			**471,344.94** **427.22**		**480,969.81**	**(9,624.87)**	**3.7521**	**17,685.45**
TOTAL PUBLIC EQUITY			**772,634.86** **427.22**		**700,321.40**	**72,313.46**	**3.3944**	**19,158.83**

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**1,266,340.30**	**1,178,086.44**	**87,826.64**	**33,830.84**

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Form 8868
(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868* .

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

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

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

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. G2 FOUNDATION	Enter filer's identifying number Employer identification number (EIN) or 27-4187776
	Number, street, and room or suite no. If a P.O. box, see instructions. 26340 SLOTH ST NW	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ZIMMERMAN, MN 55398	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE FOUNDATION
26340 SLOTH ST NW - ZIMMERMAN, MN 55398
Telephone No. ▶ 763-856-3670 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2015 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2014 or
▶ [ ] tax year beginning ______ , and ending ______

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 2,250.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 1,640.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 610.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions