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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation SMIKIS FOUNDATION		A Employer identification number 41-1742700	
Number and street (or P O box number if mail is not delivered to street address) 1660 S HWY 100 PARKDALE PLAZA NO 426		B Telephone number (see instructions) (952) 512-1165	
City or town, state or province, country, and ZIP or foreign postal code ST LOUIS PARK, MN 55416		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 ☒ 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) \$ 17,489,266		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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 (attach schedule)	389,323			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	95,589	95,589		
	4 Dividends and interest from securities.	265,107	265,107		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	650,401			
	b Gross sales price for all assets on line 6a 470,000				
	7 Capital gain net income (from Part IV, line 2) . . .		650,401		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	447,779	-29,269		
	12 Total. Add lines 1 through 11	1,848,199	981,828		
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 (attach schedule)				
	b Accounting fees (attach schedule)	191,168	191,168		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	24,227	14,202		25
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	163	163		0
	24 Total operating and administrative expenses. Add lines 13 through 23	215,558	205,533		25
	25 Contributions, gifts, grants paid	741,000			741,000
	26 Total expenses and disbursements. Add lines 24 and 25	956,558	205,533		741,025
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	891,641			
	b Net investment income (if negative, enter -0-)		776,295		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1	1	1
	2	Savings and temporary cash investments	3,067,034	3,309,455	3,309,455
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	19,896 	19,896	1,007,297
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	13,596,127 	14,245,347	13,172,513
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,683,058	17,574,699	17,489,266
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0	0	
		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	7,674,413	7,674,413	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	9,008,645	9,900,286	
	30	Total net assets or fund balances (see instructions)	16,683,058	17,574,699	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	16,683,058	17,574,699	

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 16,683,058
2	Enter amount from Part I, line 27a	2 891,641
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 17,574,699
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 17,574,699

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	650,401
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	672,839	16,012,824	0 042019
2012	605,615	14,339,152	0 042235
2011	628,399	14,283,851	0 043994
2010	475,025	12,893,414	0 036842
2009	551,051	11,890,173	0 046345

2	Total of line 1, column (d).	2	0 211435
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 042287
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	17,072,975
5	Multiply line 4 by line 3.	5	721,965
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,763
7	Add lines 5 and 6.	7	729,728
8	Enter qualifying distributions from Part XII, line 4.	8	741,025

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,763
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	7,763
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	7,763
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	13,238	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	20,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	33,238
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	25,475
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 25,475 Refunded ☐		11	0

Part VII-A

Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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.</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes.</i>	3	Yes	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
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? <i>If "No," attach explanation.</i>	8b	Yes	
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)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JOANNE KLETSCHER Telephone no (952) 512-1165 Located at 1660 S HWY 100 STE 426 ST LOUIS PARK MN ZIP+4 55416			
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		
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	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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)? Organizations relying on a current notice regarding disaster assistance check here.	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 2014?.	1c		No
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?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)?		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?	☐ 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	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LUCY B HARTWELL 520 INDIAN MOUND STREET APT 2A WAYZATA,MN 55391	DIRECTOR 0 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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	14,037,328
b	Average of monthly cash balances.	1b	3,295,642
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,332,970
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	17,332,970
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	259,995
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,072,975
6	Minimum investment return. Enter 5% of line 5.	6	853,649

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	853,649
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	7,763
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,763
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	845,886
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	845,886
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	845,886

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	741,025
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	741,025
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	7,763
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	733,262

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				845,886
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			724,059	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ 741,025				
a Applied to 2013, but not more than line 2a			724,059	
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.				16,966
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 instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				828,920
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 (see instructions). . . .	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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization 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))

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

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

LUCY B HARTWELL
1660 S HWY 100 SUITE 426
ST LOUIS PARK, MN 55416
(952) 512-1165

b

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

PAST AND PRESENT INFORMATION ABOUT THE APPLICANT, BUDGET, PROJECTIONS, USE OF FUNDS, OTHER FUND RAISING EFFORTS, TAX EXEMPTION LETTER, ETC

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	741,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

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) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
-------------	---------------------	---	--

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?

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.

Form **990-PF** (2014)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LARGE CAP CORE I	P		
LARGE CAP CORE I	P		
164 6804 EVERGREEN LARGE CAP CORE	P	2006-12-29	2014-01-31
23 9766 EVERGREEN SMALLCAP FUND	P		2014-01-31
17 3329 EVERGREEN SMALLCAP FUND II	P	1998-04-27	2014-01-31
EVERGREEN TAX ADVANTAGED FUND	P		
EVERGREEN TAX ADVANTAGED FUND	P		
EVERGREEN TAX ADVANTAGED FUND	P		
EVERGREEN SMALLCAP FUND	P		
EVERGREEN SMALLCAP FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			89,319
			298,247
300,000		295,762	4,238
70,000		45,667	24,333
100,000		66,709	33,291
			-17
			1,765
			9
			-4,637
			19,093

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			89,319
			298,247
			4,238
			24,333
			33,291
			-17
			1,765
			9
			-4,637
			19,093

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EVERGREEN SMALLCAP FUND	P		
EVERGREEN SMALLCAP FUND II	P		
EVERGREEN SMALLCAP FUND II	P		
EVERGREEN SMALLCAP FUND II	P		
POCKET LLC	P		
POCKET LLC	P		
POCKET LLC	P		
POCKET LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			62
			-2,536
			38,517
			22
			6,199
			63,410
			18,510
			60,576

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			62
			-2,536
			38,517
			22
			6,199
			63,410
			18,510
			60,576

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACES 1115 E HENNEPIN MINNEAPOLIS,MN 55414		PUBLIC CHARITY	IMPROVE PUBLIC EDUCATION	10,000
AUDUBON MINNESOTA 2357 VENTURA DRIVE STE 106 WOODBURY,MN 55125		PUBLIC CHARITY	CONSERVATION	10,000
BEACON INTERFAITH HOUSING COLLABORATIVE 2610 UNIVERSITY AVENUE WEST ST PAUL,MN 55114		PUBLIC CHARITY	SOLUTIONS TO HOMELESSNESS IN COMMUNITIES AND CREATE AFFORDABLE HOUSING	5,000
BELWIN 1660 S HWY 100 SUITE 426 ST LOUIS PARK,MN 55416		PUBLIC CHARITY	IN MINNESOTA INSPIRE CONNECTION TO NATURAL WORLD	50,000
BEYOND WALLS 3808 LYNDALE AVE S MINNEAPOLIS,MN 55408		PUBLIC CHARITY	HEALTHY DEVELOPMENTDEVELOP AN INTENSIVE PROGRAM THAT COMBINES SQUASH PLAYING, ACADEMIC TUTORING, AND COMMUNITY SERVICE	5,000
BLAKE-LEARNING WORKS SDS 12- 2577 PO BOX 86 MINNEAPOLIS,MN 554862577		PUBLIC CHARITY	EDUCATION	5,000
BOLDER OPTIONS 2100 STEVENS AVENUE MINNEAPOLIS,MN 55404		PUBLIC CHARITY	HEALTHY YOUTH DEVELOPMENT	15,000
BRIDGE FOR YOUTH 1111 WEST 22ND STREET MINNEAPOLIS,MN 55405		PUBLIC CHARITY	HOMELESSNESS AND A BRIGHTER SAFE, MORE STABLE FUTURE, HELP YOUTH GET OFF THE STREET	2,000
CENTER FOR VICTIMS OF TORTURE 717 EAST RIVE ROAD MINNEAPOLIS,MN 55455		PUBLIC CHARITY	DIRECT CARE FOR THOSE TORTURED IN U S AND AROUND THE WORLD AND END TORTORE WORLD WIDE	15,000
CHILDREN AND NATURE NETWORK 808 14TH AVENUE SE MINNEAPOLIS,MN 55414		PUBLIC CHARITY	CONNECT ALL CHILDREN, THEIR FAMILIES AND COMMUNITIES TO NATURE THROUGH INNOVATIVE IDEAS	5,000
COLLEGE POSSIBLE 450 N SYNDICATE STREET SUITE 325 ST PAUL,MN 55104		PUBLIC CHARITY	ENABLE COLLEGE CAPABLE LOW INCOME STUDENTS OPPORTUNITY TO ATTEND COLLEGE	25,000
CONSERVATION MINNESOTA 1101 W RIVER PKWY 250 MINNEAPOLIS,MN 55415		PUBLIC CHARITY	CONSERVATION OF LAND AND LAKES	10,000
EDUCATORS 4 EXCELLENCE 333 WEST 39TH STREET SUITE 702 NEW YORK,NY 10018		PUBLIC CHARITY	TEACHER LED ORGANIZATION WORKS TO ENSURE THAT THE VOICES OF THE CLASSROOM TEACHERS INCLUDED IN CREATION OF POLICIES	15,000
ELPIS ENTERPRISES 550 VANDALIA STREET 304 ST PAUL,MN 55114		PUBLIC CHARITY	PROVIDES JOB TRAINING, WORK EXPERIENCE AND JOB PLACEMENT FOR HOMELESS YOUNG PEOPLE BETWEEN AGES OF 16-23	3,000
GLOBAL ACADEMY 4065 CENTRAL AVE NE MINNEAPOLIS,MN 55421		PUBLIC CHARITY	CHARTERED PUBLIC ELEMENTARY AND MIDDLE SCHOOL SEEKS TO SERVE A DIVERSE GROUP OF STUDENTS	25,000
Total  3a				741,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GLOBAL RIGHTS FOR WOMEN 80 SOUTH 8TH STREET SUITE 4200 MINNEAPOLIS,MN 55402		PUBLIC CHARITY	DEDICATED TO PROMOTING WOMEN'S HUMAN RIGHTS INTERNATIONALLY	3,000
HIAWATHA ACADEMIES 3810 E 56TH STREET MINNEAPOLIS,MN 55417		PUBLIC CHARITY	EMPOWERED WITH KNOWLEDGE, CHARACTER, LEADERSHIP SKILLS TO GRADUATE FROM COLLEGE AND SERVE THE COMMON GOOD	25,000
HOPE COMMUNITY 611 EAST FRANKLIN AVENUE MINNEAPOLIS,MN 55404		PUBLIC CHARITY	TURNING ABANDONED SPACES INTO HOMES FOR FAMILIES IN NEED	1,500
INNERCITY TENNIS 4005 NICOLLET AVENUE SOUTH MINNEAPOLIS,MN 55409		PUBLIC CHARITY	FOSTER DEVELOPMENT OF CITIZENSHIP SCHOLARSHIP AND FAIR PLAY	5,000
INTERFAITH OUTREACH 1605 COUNTY ROAD 101 NORTH PLYMOUTH,MN 55447		PUBLIC CHARITY	ENCOURAGE YOUTH, FOOD SHELF, NEEDS IN COMMUNITY, FUND HOUSING PROJECTS	25,000
KIPP MINNESOTA 1601 LAUREL AVENUE MINNEAPOLIS,MN 55403		PUBLIC CHARITY	FREE OPEN ENROLLMENT COLLEGE PREPATORY SCHOOLS IN UNDER RESOURCED COMMUNITIES	10,000
LAND TRUST ALLIANCE 1331 H STREET NW SUITE 400 WASHINGTON,DC 200054734		PUBLIC CHARITY	PROMOTES VOLUNTARY LAND CONSERVATION	5,000
MD ANDERSON CANCER CENTER 1515 HOLCOMBE BLVD HOUSTON,TX 77030		PUBLIC CHARITY	EXCEPTIONAL RESEARCH AND MEDICAL CARE FOR CANCER PATIENTS	5,000
MENTAL HEALTH RESOURCES 762 TRANSFER ROAD - SUITE 21 ST PAUL,MN 55114		PUBLIC CHARITY	COMMUNITY BASED MENTAL HEALTH SERVICES TO ADULTS RECOVERING FROM MENTAL ILLNESS	5,000
MICROGRANTS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS,MN 55404		PUBLIC CHARITY	CONNECT AFFLUENT WITH LOW INCOME INDIVIDUALS TO HELP BECOME SELF SUFFICIENT	6,500
MINNCAN 287 EAST SIXTH STREET STE 513 ST PAUL,MN 55101		PUBLIC CHARITY	EDUCATION REFORM ADVOCACY	7,500
MINNEAPOLIS COLLEGE PREPARATORY SCHOOL 2131 NORTH 12TH AVENUE MINNEAPOLIS,MN 55411		PUBLIC CHARITY	PREPARATORY EDUCATION	25,000
MINNEAPOLIS FOUNDATION 80 SOUTH 8TH STREET SUITE 800 MINNEAPOLIS,MN 55402		PUBLIC CHARITY	COMMITTED TO IMPROVING EDUCATION, ESPECIALLY IN LOW INCOME CHILDREN AND CHILDREN OF COLOR	50,000
MINNEAPOLIS RECREATION DEVELOPMENT 7220 YORK AVENUE SOUTH - SUITE 610 MINNEAPOLIS,MN 55435		PUBLIC CHARITY	DEDICATED TO SERVING THE HOMELESS COMMUNITY	6,000
MINNESOTA LAND TRUST 2356 UNIVERSITY AVENUE WEST SUITE 240 ST PAUL,MN 55114		PUBLIC CHARITY	PROTECT OPEN SPACE IN MINNESOTA	15,000
Total  3a				741,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MINNESOTA LANDSCAPE ARBORETUM 3675 ARBORETUM DRIVE CHASKA,MN 55318		PUBLIC CHARITY	HORTICULTURE AND ENVIRONMENTAL INFORMATION	10,000
NEW CITY SCHOOL 229 13TH AVENUE NE MINNEAPOLIS,MN 55413		PUBLIC CHARITY	EDUCATION	12,000
NEW IMPACT FUND 3249 HENNEPIN AVENUE SOUTH - SUITE 215 MINNEAPOLIS,MN 55408		PUBLIC CHARITY	COMMITTED TO IMPROVING EDUCATION	5,000
NONVIOLENT PEACEFORCE 425 OACK GROVE STREET MINNEAPOLIS,MN 55403		PUBLIC CHARITY	SERVES TO PROMOTE DEVELOP AND IMPLEMENT UNARMED CIVILIAN PEACEKEEPING AS A TOOL FOR REDUCING VIOLENCE AND PROTECTING CIVILIANS IN SIUTATIONS OF VIOLENT CONFLICT	3,000
NORTHEAST COLLEGE PREPARATORY SCHOOL 2511 TAYLOR STREET NE MINNEAPOLIS,MN 55418		PUBLIC CHARITY	PREPARING EACH STUDENT FOR COLLEGE GRADUATION AND CAREER SUCCESS	65,000
NORTHSIDE ACHIEVEMENT ZONE 1200 WEST BROADWAY AVE SUITE 250 MINNEAPOLIS,MN 55411		PUBLIC CHARITY	BUILD CULTURE OF ACHIEVEMENT SO ALL YOUTH GRADUATE COLLEGE READY	25,000
OPPORTUNITY INTERNATIONAL 12625 HIGH BLUFF DRIVE SUITE 111 SAN DIEGO,CA 92130		PUBLIC CHARITY	HELP POOR BREAK CYCLE POVERTY PROVIDE FINANCIAL ASSISTANCE	5,000
ORIGINS 3805 GRAND AVE S MINNEAPOLIS,MN 55409		PUBLIC CHARITY	EDUCATION	10,000
PATHWAYS 3115 HENNEPIN AVENUE MINNEAPOLIS,MN 55408		PUBLIC CHARITY	PROVIDE RESOURCES AND SERVICES FOR PEOPLE WITH LIFE-THREATENING ILLNESS	5,000
PEOPLE INCORPORATED 2060 CENTRE POINTE BOULEVARD - SUITE 3 ST PAUL,MN 55120		PUBLIC CHARITY	PROMOTE HOPE AND INDEPENDENCE FOR PEOPLE WITH MENTAL ILLNESS	12,500
PHILLIPS EYE INSTITUTE FOUNDATION 2215 PARK AVENUE - SUITE 202 MINNEAPOLIS,MN 55404		PUBLIC CHARITY	EYE CARE NEEDS	5,000
PLAYWORKS MINNESOTA 1885 UNIVERSITY AVENUE WEST - SUITE 211 ST PAUL,MN 55104		PUBLIC CHARITY	LEVERAGING THE POWER OF PLAY TO TRANSFORM CHILDREN'S PHYSICAL AND EMOTIONAL HEALTH	5,000
POSITIVE COACHING ALLIANCE 1001 N RENGSTORFF AVE SUITE 100 MOUNTAIN VIEW,CA 94043		PUBLIC CHARITY	PROVIDE YOUTH ATHLETES A POSITIVE CHARACTER BUIDLING YOUTH SPORTS EXPERIENCE	10,000
PRODEO ACADEMY 1555 40TH AVENUE NE MINNEAPOLIS,MN 55421		PUBLIC CHARITY	COLLEGE PREPARATORY SCHOOL	10,000
PROJECT FOR PRIDE IN LIVING 1035 EAST FRANKLIN AVENUE MINNEAPOLIS,MN 554042929		PUBLIC CHARITY	WORK WITH FAMILIES IN TWIN CITIES METOR TO ACHIEVE GREATER SELF SUFFICIENCY	20,000
Total  3a				741,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROJECT SUCCESS ONE GROVELAND TERRACE - SUITE 300 MINNEAPOLIS,MN 55403		PUBLIC CHARITY	TO MOTIVATE AND INSPIRE YOUNG PEOPLE AND GIVE THEM THE TOOLS TO ACHIEVE THERE GOALS	25,000
STUDENTS TODAY LEADERS FOREVER 619 SOUTH 10TH STREET SUITE L10 MINNEAPOLIS,MN 55404		PUBLIC CHARITY	REVEAL LEADERSHIP THROUGH SECURE RELATIONSHIPS AND ACTION	10,000
SUMMITT ACADAMY 935 OLSON MEMORIAL HIGHWAY MINNEAPOLIS,MN 55405		PUBLIC CHARITY	EDUCATION AND VOCATIONAL TRAINING ECONOMICALLY DEPRESSED NEIGHBORHOODS	25,000
TEACH FOR AMERICA 315 WEST 36TH STREET 7TH FLOOR NEW YORK,NY 10018		PUBLIC CHARITY	RECENT COLLEGE GRADS TEACH TO EFFECT CHANGE IN UNDE RESOURCED URBAN AND RURAL AREAS	10,000
THE MASTERY SCHOOL 1300 OLSON MEMORIAL HWY MINNEAPOLIS,MN 55411		PUBLIC CHARITY	EDUCATION	15,000
TREE TRUST 2350 WYCLIFF STREET SUITE 200 ST PAUL,MN 55114		PUBLIC CHARITY	IMPROVE COMMUNITY ENVIRONMENT BY INVESTING IN PEOPLE	2,000
TRUST FOR PUBLIC LAND 2610 UNIVERSITY AVENUE SUITE 300 ST PAUL,MN 55114		PUBLIC CHARITY	LAND CONSERVATION PROGRAM	5,000
TWIN CITIES RISE 800 WASHINGTON AVENUE NORTH SUITE 203 MINNEAPOLIS,MN 55401		PUBLIC CHARITY	PROVIDE EMPLOYERS IN TWIN CITIES METRO WITH TRAINED MEN FROM COMMUNITIES OF COLOR	20,000
UNIVERSITY OF ST THOMAS LEGAL SERVICES CLINIC 30 SOUTH TENTH STREET MINNEAPOLIS,MN 55403		PUBLIC CHARITY	THOUGHTFUL APPROACH TO CHALLENGES OF CONTEMPORARY LIFE	10,000
YOUTH FARM AND MARKET PROJECT 821 EAST 35TH STREET MINNEAPOLIS,MN 55407		PUBLIC CHARITY	YOUTH DEVELOPMENT BUILD LEADERS PROMOTE HEALTHY BODIES AND MINDS	2,000
YOUTH FRONTIERS 6009 EXCELSIOR BOULEVARD MINNEAPOLIS,MN 55416		PUBLIC CHARITY	BUILD POSITIVE SCHOOL COMMUNITIES	20,000
Total  3a				741,000

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2014
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Name of the organization SMIKIS FOUNDATION	Employer identification number 41-1742700
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
--	---

Check 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, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization SMIKIS FOUNDATION	Employer identification number 41-1742700
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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>	CHARITABLE LEAD ANNUITY TRUST 2 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN 55416	\$ 16,230	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	CHARITABLE LEAD ANNUITY TRUST NO 1 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN 55416	\$ 173,876	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u>3</u>	LUCY B HARTWELL 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN 55416	\$ 199,217	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number
41-1742700

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

[illegible]

Name of organization SMIKIS FOUNDATION	Employer identification number 41-1742700
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Part III

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

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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	

TY 2014 Accounting Fees Schedule**Name:** SMIKIS FOUNDATION**EIN:** 41-1742700

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	61,997	61,997		0
EVERGREEN SMALLCAP FUND II	370	370		0
EVERGREEN SMALLCAP FUND II	1,946	1,946		0
LARGE CAP CORE I	38,380	38,380		0
POCKET LLC	86,823	86,823		0
EVERGREEN TAX ADVANTAGED FUND	72	72		0
EVERGREEN SMALLCAP FUND	1,580	1,580		0

**TY 2014 Investments Corporate
Stock Schedule**

Name: SMIKIS FOUNDATION
EIN: 41-1742700

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL MILLS INC.	19,896	1,007,297

TY 2014 Investments - Other Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ML WARBURG PINCUS TRUST	AT COST	67,220	3,400
EVERGREEN SMALLCAP FUND II	AT COST	484,768	719,955
FLAG VENTURE PARTNERS III, L.P.	AT COST	308,431	26,364
FLAG VENTURE PARTNERS IV L.P.	AT COST	37,178	13,460
EVERGREEN SMALLCAP FUND	AT COST	447,978	726,500
EVERGREEN LARGE CAP CORE I	AT COST	3,846,426	4,540,327
J P MORGAN U.S. REAL ESTATE INCOME	AT COST	796,218	643,507
INVESCO REAL ESTATE FUND	AT COST	508,659	106,824
J.P. MORGAN REIT	AT COST	83	83
WAYZATA OPPORTUNITY FUND LLC	AT COST	534,579	133,026
WAYZATA OPPORTUNITY FUND LLC II	AT COST	590,520	218,956
WESTLY CAPITAL FUNDS	AT COST	553,980	201,963
EUROPEAN SECONDARY OPPORTUNITIES FUND	AT COST	227,286	256,475
HARRISON STREET REAL ESTATE PARTNERS	AT COST	439,575	445,982
WESTLY CAPITAL FUNDS II	AT COST	372,756	304,210
PINEBRIDGE STRUCTURED CPITAL PARTNERS II	AT COST	425,096	329,397
FUNDAMENTAL PARTNERS MUNICIPAL	AT COST	370,000	359,942
INTERNATIONAL FARMLAND TRUST	AT COST	440,000	402,600
EATON VANCE PARA TX MGD EMG MKT	AT COST	1,600,000	1,489,989
ISHARES MSCI EAFE ETF	AT COST	1,608,506	1,587,924
SIGHTLINE HEALTHCARE OPPORTUNITY	AT COST	105,000	107,542
SPECIAL CREDIT OPPORTUNITIES OFFSHORE	AT COST	349,082	344,998
LARGECAP INDEX	AT COST	132,006	209,089

TY 2014 Other Expenses Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	163	163		0

TY 2014 Other Income Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	477,048	0	477,048
POCKET LLC	-29,269	-29,269	-29,269

TY 2014 Taxes Schedule**Name:** SMIKIS FOUNDATION**EIN:** 41-1742700

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MINNESOTA FILING FEE	25	0		25
FOREIGN TAXES	9,091	9,091		0
EVERGREEN LARGE CAP CORE	4,942	4,942		0
FEDERAL TAXES	10,000	0		0
POCKET LLC	169	169		0