



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 THE BEVERLY FOUNDATION		A Employer identification number 41-1958161
Number and street (or P.O. box number if mail is not delivered to street address) 1660 HIGHWAY 100 S.	Room/suite 230	B Telephone number 952-545-3000
City or town, state or province, country, and ZIP or foreign postal code MINNEAPOLIS, MN 55416		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,346,673.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		146,679.	143,305.		STATEMENT 1
4 Dividends and interest from securities		554,060.	552,857.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		420,479.			
b Gross sales price for all assets on line 6a 3,874,140.					
7 Capital gain net income (from Part IV, line 2)			389,951.		
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		313,967.	150,899.		STATEMENT 3
12 Total. Add lines 1 through 11		1,435,185.	1,237,012.		
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		8,750.	4,375.		4,375.
c Other professional fees		269,316.	210,000.		59,316.
17 Interest					
18 Taxes		42,808.	5,449.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		6,260.	0.		6,260.
22 Printing and publications					
23 Other expenses		158,873.	158,009.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		486,007.	377,833.		69,976.
25 Contributions, gifts, grants paid		1,401,103.			1,401,103.
26 Total expenses and disbursements. Add lines 24 and 25		1,887,110.	377,833.		1,471,079.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-451,925.			
b Net investment income (if negative, enter -0-)			859,179.		
c Adjusted net income (if negative, enter -0-)				N/A	

423501
11-24-14

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

SCANNED NOV 19 2015

RECEIVED
NOV 19 2015
STMT 4
STMT 5
STMT 6
STMT 7

17

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	17,804.	17,347.	17,347.
	2 Savings and temporary cash investments	1,636,998.	917,865.	917,865.
	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	12,104,095.	12,602,852.	15,098,634.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment; basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	11,463,895.	11,232,803.	15,312,827.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	25,222,792.	24,770,867.	31,346,673.
	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 ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	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	25,222,792.	24,770,867.	
	30 Total net assets or fund balances	25,222,792.	24,770,867.	
	31 Total liabilities and net assets/fund balances	25,222,792.	24,770,867.	

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	25,222,792.
2 Enter amount from Part I, line 27a	2	-451,925.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	24,770,867.
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	24,770,867.

Form 990-PF (2014)

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 3,874,140.		3,484,189.	389,951.

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			
b			
c			
d			
e			389,951.

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** 389,951.

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	1,426,044.	29,747,443.	.047938
2012	1,248,139.	28,481,964.	.043822
2011	1,315,067.	25,798,114.	.050975
2010	1,296,501.	27,257,055.	.047566
2009	1,475,808.	24,962,127.	.059122

2 Total of line 1, column (d) **2** .249423

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** .049885

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 **4** 31,517,528.

5 Multiply line 4 by line 3 **5** 1,572,252.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 8,592.

7 Add lines 5 and 6 **7** 1,580,844.

8 Enter qualifying distributions from Part XII, line 4 **8** 1,471,079.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	17,184.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	17,184.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	17,184.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	29,391.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	30,391.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	4.	
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	13,203.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 13,203. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 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?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) <input type="checkbox"/> 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

Form 990-PF (2014)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SHERRI LEMANCZYK Telephone no. ► 952-545-3000 Located at ► 1660 HIGHWAY 100 S., SUITE 230, MINNEAPOLIS, 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	N/A	
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? 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 ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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

Form 990-PF (2014)

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

6b

X

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

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

7b

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

N/A

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
BEVERLY DEIKEL	PRESIDENT, TREASURER			
1660 HIGHWAY 100 S., SUITE 230				
MINNEAPOLIS, MN 55416	1.00	0.	0.	0.
RONALD FINGERHUT	SECRETARY			
1660 HIGHWAY 100 S., SUITE 230				
MINNEAPOLIS, MN 55416	0.50	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

Form 990-PF (2014)

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 THE BEVERLY FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSES SOLELY THROUGH MAKING CHARITABLE GIFTS AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES. SINCE THIS FOUNDATION'S	0.
2 CHARITABLE PROGRAMS CONSIST SOLELY OF GRANT-MAKING ACTIVITIES, NO ALLOCATION OF ADMINISTRATIVE EXPENSES BETWEEN GRANT ACTIVITIES, DIRECT CHARITABLE ACTIVITIES AND PROGRAM-	0.
3 RELATED INVESTMENTS IS REQUIRED.	
	0.
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 NONE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
	0.
Total. Add lines 1 through 3	0.

Form 990-PF (2014)

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	14,940,352.
b Average of monthly cash balances	1b	1,372,869.
c Fair market value of all other assets	1c	15,684,269.
d Total (add lines 1a, b, and c)	1d	31,997,490.
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	31,997,490.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	479,962.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,517,528.
6 Minimum investment return. Enter 5% of line 5	6	1,575,876.

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	1,575,876.
2a Tax on investment income for 2014 from Part VI, line 5	2a	17,184.
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	78.
c Add lines 2a and 2b	2c	17,262.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,558,614.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,558,614.
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	1,558,614.

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	1,471,079.
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	1,471,079.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,471,079.

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.

Form 990-PF (2014)

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				1,558,614.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			1,383,936.	
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: ▶ \$ 1,471,079.				
a Applied to 2013, but not more than line 2a			1,383,936.	
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				87,143.
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:	0.			
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				1,471,471.
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				

N/A

- 4942(1)(3) or 4942(1)(5)

- (4) Gross investment income**

[illegible]

MIN22791

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				
VARIOUS (SEE ATTACHMENT)	N/A	PUBLIC	G	1,401,103.
Total			3a	1,401,103.
b Approved for future payment				
VARIOUS (SEE ATTACHMENT)	N/A	PUBLIC		389,000.
Total			3b	389,000.

Form 990-PF (2014)

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. | | |

[illegible]

- 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.

Signature of officer or trustee

Date 11-13-15

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

ANNE M. LEDWEIN

Preparer's signature

Annex A. Schmitt

Date _____

11.3.15

Check ☐ self-employed

PTIN

P00448677

Firm's name ► CBIZ MHM, LLC

Firm's EIN ▶ 34-1873282

Firm's address ► 222 SOUTH 9TH STREET, SUITE 1000
MINNEAPOLIS, MN 55402

Phone no. 612-339-7811

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 SECURITIES LITIGATION		P		
b PUBLICALLY TRADED SECURITIES		P		
c PASSTHROUGH LT GAIN		P		
d PASSTHROUGH ST GAIN		P		
e PASSTHROUGH LT GAIN, UBI		P		
f PASSTHROUGH LT GAIN, UBI		P		
g PASSTHROUGH SECTION 1256 LT		P		
h PASSTHROUGH SECTION 1256 ST		P		
i CAPITAL GAINS DIVIDENDS				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,013.			4,013.
b 3,798,401.		3,484,189.	314,212.
c 1,049,532.			1,049,532.
d -849,280.			-849,280.
e 30,529.			30,529.
f -30,529.			-30,529.
g -86,226.			-86,226.
h -57,484.			-57,484.
i 15,184.			15,184.
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,013.
b			314,212.
c			1,049,532.
d			-849,280.
e			30,529.
f			-30,529.
g			-86,226.
h			-57,484.
i			15,184.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	389,951.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH INTEREST INCOME	141,942.	141,942.	
PASSTHROUGH INTEREST INCOME, UBI	358.	0.	
PASSTHROUGH TAX EXEMPT INTEREST	3,016.	0.	
PASSTHROUGH US OBLIGATION INTEREST	1,363.	1,363.	
TOTAL TO PART I, LINE 3	146,679.	143,305.	

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
PASSTHROUGH DIVIDEND INCOME	161,891.	15,184.	146,707.	146,707.	
PASSTHROUGH DIVIDEND INCOME, UBI	1,203.	0.	1,203.	0.	
US BANK INVESTMENTS	406,150.	0.	406,150.	406,150.	
TO PART I, LINE 4	569,244.	15,184.	554,060.	552,857.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH OTHER INCOME	-31,703.	-31,703.	
PASSTHROUGH OTHER INCOME, UBI	9,290.	0.	
PASSTHROUGH SEC. 1231, 988 & SUB PART F	182,602.	182,602.	
PASSTHROUGH SEC. 1231, 988 & SUB PART F, UBI	153,778.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	313,967.	150,899.	

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	8,750.	4,375.		4,375.
TO FORM 990-PF, PG 1, LN 16B	8,750.	4,375.		4,375.

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
ARL & ASSOCIATES	59,316.	0.		59,316.
ASSET MANAGEMENT FEES	210,000.	210,000.		0.
TO FORM 990-PF, PG 1, LN 16C	269,316.	210,000.		59,316.

FORM 990-PF	TAXES	STATEMENT	6
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	4,259.	4,259.		0.
PASSTHROUGH FOREIGN TAXES				
PAID	1,193.	1,190.		0.
FEDERAL & STATE TAX	37,356.	0.		0.
TO FORM 990-PF, PG 1, LN 18	42,808.	5,449.		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	
DUES & SUBSCRIPTIONS	25.	0.		25.	
PASSTHROUGH INVESTMENT INT. EXP.	40,647.	40,427.		0.	
PASSTHROUGH OTHER EXPENSES	118,048.	117,541.		0.	
PASSTHROUGH NONDEDUCTIBLE EXPENSES	98.	0.		0.	
PASSTHROUGH OTHER MISC	55.	41.		0.	
TO FORM 990-PF, PG 1, LN 23	158,873.	158,009.		25.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
PIMCO FDS TOTAL RETURN FUND	1,555,347.	1,494,252.		
VANGUARD FTSE ALL WORLD EX-US ETF	1,833,724.	2,266,150.		
VANGUARD TOTAL STOCK MARKET ETF	3,784,429.	6,042,636.		
PIMCO COMMODITY REAL RETURN STRATEGY	520,026.	379,523.		
VANGUARD ST BD ETF	500,317.	498,488.		
POWERSHARES SENIOR LOAN PORT	500,510.	481,681.		
DOUBLELINE TOTAL RETURN BOND FUND I	2,887,070.	2,893,622.		
TCW TOTAL RETURN BOND FUND I	1,021,429.	1,042,282.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,602,852.	15,098,634.		

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
CERBERUS INT'L	926,690.	708,919.	858,681.	
DAVIDSON KEMPNER PARTNERS	3,548,372.	2,734,827.	3,006,469.	
FLAG VENTURE PARTNERS IV, L.P.	584,874.	543,606.	536,846.	
FLAG PRIVATE EQUITY LP	125,371.	81,089.	139,281.	
FLAG GLOBAL PARTNERS LP	166,084.	354,380.	420,168.	
FORTRESS CREDIT OPP	526,470.	389,326.	515,972.	
FORTRESS MSR	143,555.	134,857.	159,770.	
GREENLIGHT MASTERS OFFSHORE LTD	1,000,000.	1,000,000.	1,927,643.	
GREENLIGHT CAPITAL OFFSHORES GOLD	1,000,000.	1,000,000.	1,283,831.	

THE BEVERLY FOUNDATION

41-1958161

LYRICAL-ANTHEUS REALTY PARTNERS III, LP	361,172.	305,579.	700,000.
MASON CAPITAL, LP	0.	1,280,579.	1,290,030.
PCM PROVIDENT AGENCY	0.	279,400.	300,511.
PCM PROVIDENT MSB	250,000.	-101,000.	74,201.
POWERSHARES DB COMMODITY IND	495,619.	354,434.	368,483.
SHEPHERD INV. INTERNATIONAL LTD.	281,636.	225,401.	39,037.
STYX INTERNATIONAL FUND, LTD	-363,822.	-495,095.	204,580.
SUN CAPITAL PARTNERS V, LP	451,512.	455,213.	725,606.
WALTON STREET REAL ESTATE IV, LP	966,362.	981,288.	1,352,689.
YORK TOTAL RETURN UNIT	1,000,000.	1,000,000.	1,409,029.
TO FORM 990-PF, PART II, LINE 15	11,463,895.	11,232,803.	15,312,827.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 10
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BEVERLY DEIKEL
1660 HIGHWAY 100 S., SUITE 230
MINNEAPOLIS, MN 55416

TELEPHONE NUMBER

952-545-3000

FORM AND CONTENT OF APPLICATIONS

LETTER OF REQUEST, ACCOMPANIED BY AUDITED FINANCIAL STATEMENT, TAX RETURN,
OR EQUIVALENT FORM INDICATING FINANCIAL DATA

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
ACHIEVE MINNEAPOLIS 111 3RD STREET S, #5 MINNEAPOLIS, MN 55401	PUBLIC	STEP UP PROGRAM	N/A	10,000
ADVANCING WOMEN PROFESSIONALS 520 8TH AVENUE 4TH FLOOR NEW YORK, NY 10018	PUBLIC	GENERAL OPERATING	N/A	10,000
ALZHEIMERS ASSOCIATION 7900 W 78TH STREET #100 MINNEAPOLIS, MN 55439	PUBLIC	WALK SPONSOR	N/A	3,000
AMERICAN FRIENDS OF LEKET P.O. BOX 2090 TEANECK, NJ 07666	PUBLIC	FOOD BANK/GLEANERS PROJECT	N/A	40,000
AMERICAN FRIENDS OF NISHMAT 274 MADISON AVENUE #504 NEW YORK, NY 10016	PUBLIC	SCHOLARSHIPS	N/A	35,000
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC 711 3RD AVENUE NEW YORK, NY 10017	PUBLIC	EMERGENCY GRANT	N/A	25,000
APPETITE FOR CHANGE 1200 W BROADWAY AVENUE #180 MINNEAPOLIS, MN 55411	PUBLIC	GENERAL OPERATING	N/A	8,000
AVENUES FOR HOMELESS YOUTH 1708 OAK PARK AVENUE NORTH MINNEAPOLIS, MN 55411	PUBLIC	GENERAL OPERATING	N/A	15,000
BRIDGE FOR YOUTH 1111 W 22ND STREET MINNEAPOLIS, MN 55405	PUBLIC	GENERAL OPERATING	N/A	15,000
CENTER SCHOOL NA-WAY-EE 2421 BLOOMINGTON AVENUE S MINNEAPOLIS, MN 55404	PUBLIC	CAPITAL IMPROVEMENTS	N/A	25,000
CHILDREN'S THEATRE COMPANY 2400 3RD AVENUE SOUTH MINNEAPOLIS, MN 55404	PUBLIC	GENERAL OPERATING	N/A	2,500
COMMUNITY ED SERVICES OF EDEN PRAIRIE 8040 MITCHELL ROAD EDEN PRAIRIE, MN 55344	PUBLIC	ROBOTICS TEAM	N/A	500
COOKIE CART LEARNING CENTER 1119 W BROADWAY AVENUE MINNEAPOLIS, MN 55411	PUBLIC	GENERAL OPERATING/ CAPITAL CAMPAIGN	N/A	20,000
EAST SIDE NEIGHBORHOOD SERVICES 1700 2ND STREET NE	PUBLIC	GENERAL OPERATING	N/A	30,000

MINNEAPOLIS, MN 55413

EMERGE 1101 W BROADWAY AVENUE N MINNEAPOLIS, MN 55411	PUBLIC	GENERAL OPERATING	N/A	20,000
FREE THE CHILDREN 4301 HIGHWAY 7 #120 MINNEAPOLIS, MN 55416	PUBLIC	GENERAL OPERATING	N/A	25,000
FRIENDS OF THE ARAVA INSTITUTE 896 BEACON STREET BOSTON, MA 02215	PUBLIC	GENERAL OPERATING	N/A	25,000
FRIENDS OF THE MISSISSIPPI RIVER 360 N ROBERT STREET #400 ST PAUL, MN 55101	PUBLIC	GENERAL OPERATING	N/A	5,000
GILDA'S CLUB 10560 WAYZATA BLVD MINNETONKA, MN 55305	PUBLIC	GENERAL OPERATING	N/A	25,000
GREATER MINNEAPOLIS CRISIS NURSERY 4544 4TH AVENUE SOUTH MINNEAPOLIS, MN 55419	PUBLIC	GENERAL OPERATING	N/A	10,000
HADASSAH 50 W 58TH STREET NEW YORK, NY 10019	PUBLIC	GENERAL OPERATING	N/A	6,000
HANDS ACROSS THE SEA, INC. P.O. BOX 55071 BOSTON, MA 02205	PUBLIC	BOOKS/HOLIDAY GIFT	N/A	26,307
HERZL CAMP 7204 W 27TH STREET #226 ST. LOUIS PARK, MN 55426	PUBLIC	CAPITAL CAMPAIGN	N/A	20,000
ISRAEL GUIDE DOG CENTER FOR THE BLIND 968 EASTON ROAD SUITE H WARRINGTON, PA 18976	PUBLIC	PARTNERSHIP	N/A	25,000
ISRAEL PROJECT 2020 K STREET NW #7600 WASHINGTON, DC 20006	PUBLIC	GENERAL OPERATING	N/A	40,000
JEWISH COMMUNITY RELATIONS COUNCIL 12 N 12TH STREET #480 MINNEAPOLIS, MN 55403	PUBLIC	GENERAL OPERATING/ TOLERANCE MINNESOTA	N/A	70,000
JEWISH FAMILY & CHILDREN'S SERVICE OF MINNEAPOLIS 13100 WAYZATA BLVD #400 MINNETONKA, MN 55305	PUBLIC	GENERAL OPERATING	N/A	60,000
JEWISH COMMUNITY ACTION 2375 UNIVERSITY AVENUE W #150 ST. PAUL, MN 55114	PUBLIC	GENERAL OPERATING	N/A	12,000
JEWISH HOUSING AND PROGRAMMING 13100 WAYZATA BLVD #300 MINNEAPOLIS, MN 55305	PUBLIC	START UP COSTS	N/A	15,000
JEWISH WORLD WATCH	PUBLIC	GENERAL OPERATING	N/A	10,000

5551 BALBOA BLVD
ENCINO, CA 91316

MAYO CLINIC DEPT OF DEVELOPMENT 200 1ST STREET SW ROCHESTER, MN 55905	PUBLIC	PHASE 1 DEVELOPMENT	N/A	25,000
MAZON-JEWISH RESPONSE TO HUNGER 10495 SANTA MONICA BLVD #100 LOS ANGELES, CA 90025	PUBLIC	GENERAL OPERATING	N/A	15,000
MEET INTERNATIONAL INC. 2440 TAMALPAIS STREET MOUNTAIN VIEW, CA 94043	PUBLIC	GENERAL OPERATING	N/A	30,000
MINNEAPOLIS JEWISH DAY SCHOOL 4330 CEDAR LAKE ROAD MINNEAPOLIS, MN 55416	PUBLIC	NADIV PROGRAM	N/A	5,000
MINNEAPOLIS JEWISH FEDERATION 13100 WAYZATA BLVD #200 MINNETONKA, MN 55305	PUBLIC	GENERAL OPERATING	N/A	185,000
MINNESOTA HILLEL 1521 UNIVERSITY AVENUE SE MINNEAPOLIS, MN 55414	PUBLIC	GENERAL OPERATING	N/A	10,000
MINNESOTA MILITARY APPRECIATION FUND P.O. BOX 2070 MINNEAPOLIS, MN 55402	PUBLIC	GENERAL OPERATING	N/A	1,000
NATIONAL COUNCIL OF JEWISH WOMEN 13100 WAYZATA BLVD #160 MINNETONKA, MN 55305	PUBLIC	MATCHING GRANT/ GENERAL OPERATING	N/A	22,500
NATIONAL PARKINSON FOUNDATION-MN 5905 GOLDEN VALLEY ROAD #201 GOLDEN VALLEY, MN 55422	PUBLIC	MOVING DAY SPONSOR	N/A	2,000
NECHAMA-JEWISH RESPONSE TO DISASTER 4330 S CEDAR LAKE ROAD MINNEAPOLIS, MN 55416	PUBLIC	GENERAL OPERATING	N/A	25,000
NEW ISRAEL FUND 2100 M STREET NW #619 WASHINGTON, DC 20037	PUBLIC	CENTER FOR EDUCATIONAL INNOVATION	N/A	25,000
NEW ISRAEL FUND 2100 M STREET NW #619 WASHINGTON, DC 20037	PUBLIC	KEDMA FRIENDS ASSN	N/A	20,000
OPERATION BOOTSTRAP AFRICA 625 4TH AVENUE S #110 MINNEAPOLIS, MN 55415	PUBLIC	MASANGE SCHOOL	N/A	10,500
PACER CENTER 8161 NORMANDALE BOULEVARD MINNEAPOLIS, MN 55437	PUBLIC	HOUSING PROGRAM	N/A	25,000
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE #607 NEW YORK, NY 10017	PUBLIC	CENTER FOR WOMENS JUSTICE	N/A	15,000

PLANNED PARENTHOOD 671 VANDALIA STREET ST. PAUL, MN 55114	PUBLIC	GENERAL OPERATING	N/A	30,000
PROJECT FOR PRIDE IN LIVING INC. 1035 E FRANKLIN AVENUE MINNEAPOLIS, MN 55404	PUBLIC	GENERAL OPERATING	N/A	20,000
RESOURCE FOUNDATION 237 W 35TH STREET #1203 NEW YORK, NY 10001	PUBLIC	DOMINICAN SUPPORT	N/A	120,000
RIO GRANDE SCHOOL 715 CAMINO CABRA SANTA FE, NM 87505	PUBLIC	GENERAL OPERATING	N/A	4,000
SHOLOM FOUNDATION 3610 PHILLIPS PARKWAY ST. LOUIS PARK, MN 55426	PUBLIC	GENERAL OPERATING	N/A	25,000
ST. DAVIDS CHILD DEVELOPMENT & FAMILY SERVICES 3395 PLYMOUTH ROAD MINNETONKA, MN 55305	PUBLIC	CAPITAL CAMPAIGN/ FAMILY PLACE	N/A	15,000
STEP 6812 W LAKE STREET ST. LOUIS PARK, MN 55426	PUBLIC	GENERAL OPERATING	N/A	28,000
SUSAN G KOMAN BREAST CANCER FOUNDATION 301 S. AVENUE BLOOMINGTON, MN 55425	PUBLIC	WALK SPONSOR	N/A	1,000
TEENS ALONE, INC 915 MAINSTREET HOPKINS, MN 55343	PUBLIC	GENERAL OPERATING	N/A	20,000
TEENWISE MINNESOTA 1619 DAYTON AVENUE #111 ST. PAUL, MN 55104	PUBLIC	GENERAL OPERATING	N/A	5,000
TIWAHE FOUNDATION 2801 21ST AVENUE S #132F MINNEAPOLIS, MN 55407	PUBLIC	GENERAL OPERATING	N/A	10,000
TREE TRUST 2231 EDGEWOOD AVENUE S ST LOUIS PARK, MN 55426	PUBLIC	GENERAL OPERATING	N/A	1,000
VOLUNTEERS OF AMERICA OF MN 7625 METRO BLVD EDINA, MN 55439	PUBLIC	AMICUS	N/A	15,000
WALK IN COUNSELING CENTER 2421 CHICAGO AVENUE SOUTH MINNEAPOLIS, MN 55404	PUBLIC	GENERAL OPERATING	N/A	10,000
WIDECAST 1348 RUSTICVIEW DRIVE BALLWIN, MO 63011	PUBLIC	BEACH PATROLS	N/A	2,296
WILDERNESS INQUIRY INC. 808 14TH AVENUE SE	PUBLIC	GENERAL OPERATING	N/A	1,000

MINNEAPOLIS, MN 55414

WILDERNESS WATCH P O. BOX 9175 MISSOULA, MT 59807	PUBLIC	GENERAL OPERATING	N/A	15,000
---	--------	-------------------	-----	--------

WOUNDED WARRIOR'S PROJECT 4899 BELFORT ROAD #300 JACKSONVILLE, FL 32256	PUBLIC	GENERAL OPERATING	N/A	4,000
---	--------	-------------------	-----	-------

YOUTH FARM & MARKET PROJECT 128 W 33RD STREET #2 MINNEAPOLIS, MN 55408	PUBLIC	GENERAL OPERATING	N/A	11,000
--	--------	-------------------	-----	--------

YOUTH PERFORMANCE COMPANY 3338 UNIVERSITY AVENUE SE MINNEAPOLIS, MN 55414	PUBLIC	GENERAL OPERATING	N/A	6,500
---	--------	-------------------	-----	-------

YOUTHCARE 2701 UNIVERSITY AVENUE SE #205 MINNEAPOLIS, MN 55414	PUBLIC	GENERAL OPERATING	N/A	8,000
--	--------	-------------------	-----	-------

TOTAL TO FORM 990-PF, PART XV, LINE 3A				<u>\$ 1,401,103</u>
--	--	--	--	---------------------

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
AMERICAN FRIENDS OF NISHMAT 274 MADISON AVENUE #504 NEW YORK, NY 10016	PUBLIC	ETHIOPIAN WOMENS ED PROGRAM	N/A	35,000
FREE THE CHILDREN 4301 HIGHWAY 7 #120 MINNEAPOLIS, MN 55416	PUBLIC	GENERAL OPERATING	N/A	25,000
FRIENDS OF ARAVA INSTITUTE 896 BEACON STREET BOSTON, MA 02215	PUBLIC	GENERAL OPERATING	N/A	25,000
ISRAEL PROJECT 2020 K STREET #7600 WASHINGTON, DC 20006	PUBLIC	GENERAL OPERATING	N/A	40,000
JEWISH COMMUNITY ACTION 2375 UNIVERSITY AVENUE W #150 ST PAUL, MN 55114	PUBLIC	GENERAL OPERATING	N/A	24,000
JEWISH COMMUNITY RELATIONS COUNCIL 12 N 12TH STREET #480 MINNEAPOLIS, MN 55403	PUBLIC	GENERAL OPERATING/ TOLERANCE MN	N/A	30,000
MINNEAPOLIS JEWISH DAY SCHOOL 4330 CEDAR LAKE ROAD MINNEAPOLIS , MN 55422	PUBLIC	NADIV PROGRAM	N/A	5,000
NATIONAL COUNCIL OF JEWISH WOMEN 13100 WAYZATA BLVD #160 MINNETONKA, MN 55305	PUBLIC	GENERAL OPERATING	N/A	7,500
NECHAMA-JEWISH RESPONSE TO DISASTER 4330 S CEDAR LAKE ROAD MINNEAPOLIS, MN 55416	PUBLIC	GENERAL OPERATING	N/A	25,000
NEW ISRAEL FUND 2100 M STREET NW #619 WASHINGTON, DC 20037	PUBLIC	CENTER FOR EDUCATIONAL INNOVATION	N/A	25,000
NEW ISRAEL FUND 2100 M STREET NW #619 WASHINGTON, DC 20037	PUBLIC	KEDMA FRIENDS ASSOC	N/A	20,000
PROJECT FOR PRIDE IN LIVING 1035 E FRANKLIN AVENUE MINNEAPOLIS, MN 55404	PUBLIC	GENERAL OPERATING	N/A	20,000
SHOLOM FOUNDATION 3610 PHILLIPS PARKWAY ST LOUIS PARK, MN 55426	PUBLIC	GENERAL OPERATING	N/A	62,500
TEENS ALONE 915 MAINSTREET HOPKINS, MN 55343	PUBLIC	GENERAL OPERATING	N/A	20,000

.
 -
 .

TIWAHE FOUNDATION 2801 21ST AVENUE S #132F MINNEAPOLIS, MN 55407	PUBLIC	GENERAL OPERATING	N/A	10,000
VOLUNTEERS OF AMERICA OF MINNESOTA 7625 METRO BLVD EDINA, MN 55439	PUBLIC	AMICUS	N/A	15,000
TOTAL TO FORM 990-PF, PART XV, LINE 3B				389,000