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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

▶ 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](http://www.irs.gov/form990pf)

OMB No 1545-0052

**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

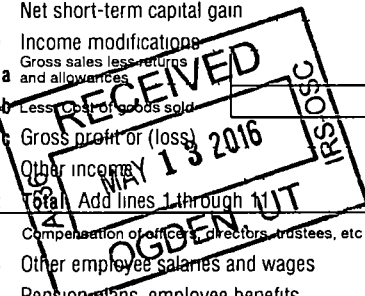
Name of foundation <b>ROBERT E. FRASER FOUNDATION</b>		A Employer identification number <b>41-1710355</b>
Number and street (or P O box number if mail is not delivered to street address) <b>C/O 4802 NICOLLET AVENUE SOUTH</b>	Room/suite	B Telephone number <b>612-877-5330</b>
City or town, state or province, country, and ZIP or foreign postal code <b>MINNEAPOLIS, MN 55402-4129</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) ▶ \$ <b>4,287,839.</b>	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					
4 Dividends and interest from securities		76,116.	76,116.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		98,169.			
b Gross sales price for all assets on line 6a	291,200.				
7 Capital gain net income (from Part IV, line 2)			98,169.		
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		18,069.	18,069.		STATEMENT 2
12 Total. Add lines 1 through 11		192,354.	192,354.		
13 Compensation of officers, directors, trustees, etc		48,000.	24,000.		24,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		2,561.	1,280.		1,281.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 4		7,555.	2,396.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		36,394.	36,394.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		94,510.	64,070.		25,281.
25 Contributions, gifts, grants paid		290,000.			290,000.
26 Total expenses and disbursements. Add lines 24 and 25		384,510.	64,070.		315,281.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<192,156.>			
b Net investment income (if negative, enter -0-)			128,284.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses



P 7

**Part II** Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	432,304.	72,708.	72,708.
	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 7	1,455,119.	1,798,479.	1,962,890.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	2,465,714.	2,301,476.	2,248,402.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9)	12,462.	3,839.	3,839.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,365,599.	4,176,502.	4,287,839.	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	4,365,599.	4,176,502.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 <b>Total net assets or fund balances</b>	4,365,599.	4,176,502.		
31 <b>Total liabilities and net assets/fund balances</b>	4,365,599.	4,176,502.		

**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	4,365,599.
2 Enter amount from Part I, line 27a	2	<192,156.>
3 Other increases not included in line 2 (itemize) ▶ RBC NONTAXABLE DIVIDENDS	3	7,090.
4 Add lines 1, 2, and 3	4	4,180,533.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	4,031.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,176,502.

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**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

(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			
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 291,200.		193,031.	98,169.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			98,169.

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	98,169.
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))
2014	332,393.	4,878,195.	.068139
2013	334,112.	4,323,611.	.077276
2012	215,519.	4,461,899.	.048302
2011	301,275.	4,644,808.	.064863
2010	256,827.	4,425,552.	.058033

2 Total of line 1, column (d)	2	.316613
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	.063323
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,501,137.
5 Multiply line 4 by line 3	5	285,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,283.
7 Add lines 5 and 6	7	286,308.
8 Enter qualifying distributions from Part XII, line 4	8	315,281.

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)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1 1,283.
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 1,283.
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 1,283.
6 Credits/Payments:		
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 4,360.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 4,360.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 3,077.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11 0.	Refunded

**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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <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	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► WILLIAM A. HAUG Telephone no. ► 612-604-5316 Located at ► 4802 NICOLLET AVE S, MINNEAPOLIS, MN ZIP+4 ► 55419		
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 2015, 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. If "Yes," enter the name of the foreign country ►		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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>		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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? 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	
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 2015 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 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2015?		X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

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

N/A

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE P. FRASER 5110 SOUTH LAKESHORE DRIVE MAPLE PLAIN, MN 55369	VICE PRESIDENT, DIRECTOR 1.00	16,000.	0.	0.
DIANE CARLSON 27217 WEST MOHAWK LN BUCKEYE, AZ 85396	VICE PRESIDENT, TREAS., DI 1.00	16,000.	0.	0.
WILLIAM A. HAUG 4802 NICOLLET AVENUE S MINNEAPOLIS, MN 55419	PRESIDENT, SECRETARY, DIR. 1.00	16,000.	0.	0.

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

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

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

0

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**Part X****Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,329,288.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	240,394.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,569,682.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,569,682.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	68,545.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,501,137.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	225,057.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	225,057.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	1,283.
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,283.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	223,774.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	223,774.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	223,774.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	315,281.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	315,281.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,283.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	313,998.

**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 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7				223,774.
<b>2</b> Undistributed income, if any, as of the end of 2015			0.	
<b>a</b> Enter amount for 2014 only				
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010	37,743.			
<b>b</b> From 2011	74,395.			
<b>c</b> From 2012				
<b>d</b> From 2013	125,017.			
<b>e</b> From 2014	97,201.			
<b>f</b> Total of lines 3a through e	334,356.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	315,281.			
<b>a</b> Applied to 2014, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				223,774.
<b>e</b> Remaining amount distributed out of corpus	91,507.			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	425,863.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	37,743.			
<b>9</b> Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	388,120.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011	74,395.			
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013	125,017.			
<b>d</b> Excess from 2014	97,201.			
<b>e</b> Excess from 2015	91,507.			



**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				
SPECIAL OLYMPICS MINNESOTA 100 WASHINGTON AVENUE SOUTH #550 MINNEAPOLIS, MN 55401		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
HOUSE OF CHARITY INC 510 SOUTH EIGHTH STREET MINNEAPOLIS, MN 55404		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
UNION GOSPEL MISSION 77 NINTH STREET EAST ST. PAUL, MN 55101		PUBLIC CHARITY	CHRIST RECOVERY CENTER	20,000.
URBAN HOMEWORKS INC. 2015 EMERSON AVENUE NORTH MINNEAPOLIS, MN 55411		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
TUBMAN 3111 FIRST AVENUE SOUTH MINNEAPOLIS, MN 55408		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	290,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.





**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	7,407.407 SHS. DODGE & COX INCOME		VARIOUS	10/16/15
b	865.052 SHS. IVA FIDUCIARY TRUST		07/16/10	01/15/15
c	2,865.330 SHS. IVA FIDUCIARY TRUST		07/16/10	10/16/15
d	1,472.031 SHS. LEUTHOLD FDS GLOBAL		02/07/11	01/15/15
e	1,4235.856 SHS. LEUTHOLD FDS GLOBAL		02/07/11	04/13/15
f	955.414 SHS. MFS SER TR X INTL		12/07/05	01/15/15
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 100,000.		93,328.	6,672.
b 15,000.		12,941.	2,059.
c 50,000.		42,865.	7,135.
d 15,000.		15,940.	<940.>
e 15,000.		15,440.	<440.>
f 15,000.		12,517.	2,483.
g 81,200.			81,200.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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			6,672.
b			2,059.
c			7,135.
d			<940.>
e			<440.>
f			2,483.
g			81,200.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	98,169.
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 XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOBER HOUSING ASSISTANCE AND RECOVERY 12218 LAKE STREET EXTENSION MINNETONKA, MN 55305		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
PEOPLE SERVING PEOPLE 614 SOUTH THIRD STREET MINNEAPOLIS, MN 55415		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	15,000.
NATIONAL DISASTER SEARCH DOG FOUNDATION 501 EAST OJAI AVENUE OJAI, CA 93023		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	25,000.
AEON 901 NORTH THIRD STREET MINNEAPOLIS, MN 55401		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
BOLDER OPTIONS 2100 STEVENS AVENUE SOUTH MINNEAPOLIS, MN 55404		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	35,000.
COOKIE CART 1119 WEST BROADWAY MINNEAPOLIS, MN 55411		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	15,000.
FEEDING OUR COMMUNITIES PARTNERS PO BOX 5275 MANKATO, MN 56002		PUBLIC CHARITY	BACKPACK FOOD PROGRAM	15,000.
HOSPITALITY HOUSE YOUTH DEVELOPMENT 1220 LOGAN AVE N MINNEAPOLIS, MN 55411		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	20,000.
MARY'S WISH P.O. BOX 586 WACONIA, MN 55387		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	35,000.
MINNESOTA FOODSHARE 1001 EAST LAKE STREET MINNEAPOLIS, MN 55407		PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
Total from continuation sheets				235,000.



41-1710355

### 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FULLMER 155 LLLP	3,856.	3,856.	0.	0.	
NORTHEAST SENIORS HOUSING	416.	0.	416.	416.	
RBC	153,044.	77,344.	75,700.	75,700.	
TO PART I, LINE 4	157,316.	81,200.	76,116.	76,116.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHEAST SENIORS HOUSING	18,039.	18,039.	
FULLMER 155 LLLP	30.	30.	
TOTAL TO FORM 990-PF, PART I, LINE 11	18,069.	18,069.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MOSS & BARNETT	2,561.	1,280.		1,281.
TO FM 990-PF, PG 1, LN 16A	2,561.	1,280.		1,281.

## FORM 990-PF

## TAXES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,396.	2,396.		0.
2014 EXCISE TAX	799.	0.		0.
2015 ESTIMATED EXCISE TAX	4,360.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,555.	2,396.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RBC INVESTMENT FEES	36,394.	36,394.		0.
TO FORM 990-PF, PG 1, LN 23	36,394.	36,394.		0.

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 6
-------------	--	-------------

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DESCRIPTIONAMOUNTADJUST NORTHEAST SENIORS HOUSING FOR ROUNDING ERROR IN  
ENDING BALANCE

1.

RBC ADJUSTMENT TO BASIS (MCG/PENNANTPARK MERGER)

4,030.

TOTAL TO FORM 990-PF, PART III, LINE 5

4,031.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
US STOCK-SEE STATEMENT 10	1,323,581.	1,488,064.
FOREIGN STOCK-SEE STATEMENT 10	474,898.	474,826.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,798,479.	1,962,890.



## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TAXABLE FIXED INCOME-SEE STATEMENT 10	COST	1,275,564.	1,261,071.
MIXED ASSETS-SEE STATEMENT 10	COST	821,484.	781,067.
OTHER ASSETS-SEE STATEMENT 10	COST	100,000.	101,826.
FULLMER 155 LLLP	COST	13,626.	13,636.
NORTHEAST SENIORS HOUSING	COST	90,802.	90,802.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,301,476.	2,248,402.

## FORM 990-PF

## OTHER ASSETS

## STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
2014 DIVIDENDS RECEIVED IN 2015	12,462.	0.	0.
2015 DIVIDENDS RECEIVED IN 2016	0.	775.	775.
NORTHEAST SENIORS HOUSING UNCASHED CHECK FOR 2015 PARTNERSHIP DISTRIBUTION	0.	3,064.	3,064.
TO FORM 990-PF, PART II, LINE 15	12,462.	3,839.	3,839.



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EIN: 41-1710355  
STATEMENT 10

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ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures is sold or called, the full EAI may not be realized.

\* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) consolidated

RBC BRANCH SWEEP PROGRAM

Deposits in the RBC Branch Sweep Program are not insured by the Federal Deposit Insurance Corporation (FDIC). Securities Investor Protection Corporation (SIPC) or any governmental agency of the United States Canada or any other jurisdiction. The Deposits in the RBC Branch Sweep program are obligations of the Royal Bank of Canada Three World Financial Center Branch located in New York (Branch) and the Royal Bank of Canada (RBC), and are not obligations of RBC Capital Markets LLC or any other RBC affiliates. The payment of principal and interest on Deposit Accounts at the Branch is subject to the creditworthiness of RBC. In the event of the failure of the Branch, you will be a general unsecured creditor of RBC. Deposit information is included on this statement solely as a service to our clients. Please refer to the RBC Branch Sweep Program Disclosure Statement and our website [www.rbcam-usa.com](http://www.rbcam-usa.com) for more information regarding the merits and risks involved with electing the RBC Branch Sweep Program as your cash sweep option. For questions concerning Program balances, please contact your Financial Advisor.

DESCRIPTION	BANK BALANCE	CURRENT BALANCE	PREVIOUS YEAR-END STATEMENT BALANCE	YTD INCOME
RBC BRANCH SWEEP PROGRAM NOT SIPC OR FDIC COVERED RBSP UNINSURED DEPOSIT		\$71,319.57	\$424,657.48	\$602.99
DEPOSITS ARE HELD AT RBC WFC Branch	New York, NY	\$71,319.57		
TOTAL RBC BRANCH SWEEP PROGRAM		\$71,319.57		\$602.99

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS YEAR-END STATEMENT MARKET VALUE
CASH				\$1,388.20	
TOTAL CASH AND MONEY MARKET				\$1,388.20	

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
FIDELITY ADVISOR NEW INSIGHTS FD CL I	FINSX	14,783.536	\$26.630	\$393,685.56	\$291,261.35	\$102,424.21	\$1,286.17
FIRST TR LARGE CAP VALUE OPPORTUNITIES ALPHADEX FD	FTA	5,500.000	\$38.440	\$211,420.00	\$234,113.66	-\$22,693.66	\$4,339.50
LORD ABBETT ALPHA STRATEGY FD CL F	ALFFX	9,537.041	\$25.320	\$241,477.88	\$232,911.07	\$8,566.81	\$2,212.59



RBC Wealth Management

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US EQUITIES  
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
NORTHERN LTS FD TR	EGLIX	14,279.562	\$6.890	\$98,386.18	\$170,542.00	-\$72,155.82	\$8,467.78
EACLE MLP STRATEGY FD CL I SHS							
VANGUARD INDEX FUNDS	VO	1,200.000	\$120.110	\$144,132.00	\$146,702.54	-\$2,570.54	\$4,173.60
VANGUARD MID-CAP ETF							
VANGUARD INDEX FUNDS	VUG	3,750.000	\$106.390	\$398,962.50	\$248,050.85	\$150,911.65	\$5,205.00
VANGUARD GROWTH ETF							
TOTAL US EQUITIES				\$1,488,064.12	\$1,323,581.47	\$164,482.65	\$25,684.64

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BANCO SANTANDER S A SPONSORED ADR	SAN	0.051	\$4.870	\$0.25	\$0.44	-\$0.19	\$0.01
DEUTSCHE GLOBAL INFRASTRUCTURE FUND S	TOLX	7,556.312	\$12.580	\$95,058.40	\$114,990.59 \$110,000.00 \$4,990.59	-\$19,932.19 -\$19,220.36 -\$711.81	\$1,654.83
MFS SER TR X INTERNATIONAL DIVERSIFICATION FUND CL I	MDIJX	24,548.622	\$15.470	\$379,767.18	\$359,907.25	\$19,859.93	\$6,431.74
TOTAL INTERNATIONAL EQUITIES				\$474,825.83	\$474,898.28	-\$72.45	\$8,086.58

TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCURED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DODGE & COX INCOME FUND	DODIX	34,048.941	\$13.290	\$452,510.43	\$436,287.73	\$16,222.70	\$13,721.72
HARTFORD MUT FDS INC WORLD BD FD CL I	HWDX	39,346.511	\$10.090	\$397,006.30	\$421,638.98	-\$24,632.68	\$4,210.08
VANGUARD FIXED INC SECS FD INC SHORT TERM INVT GRADE FUND	VFTX	38,972.958	\$10.560	\$411,554.44	\$417,637.42	-\$6,082.98	\$7,365.89
TOTAL TAXABLE FIXED INCOME		112,368.410		\$1,261,071.17	\$1,275,564.13	-\$14,492.96	\$25,297.69

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MIXED ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
IVA FIDUCIARY TR IVA WORLDWIDE FD CL I	IWIX	14,124.445	\$16.330	\$230,652.19	\$234,892.97	-\$4,240.78	
LEUTHOLD FDS INC GLOBAL FD INSTL CL	GLBIX	17,720.601	\$9.780	\$173,307.48	\$197,606.95	-\$24,299.47	\$513.90
THORNBURG INVT TR INVT INCOME BUILDER FD CL I	TIBIX	19,754.170	\$19.090	\$377,107.11	\$388,983.92	-\$11,876.81	\$17,561.46
TOTAL MIXED ASSETS				\$781,066.78	\$821,483.84	-\$40,417.06	\$18,075.36

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *
DIAMOND HILL LONG-SHORT FUND CLASS I	DHLSX	4,283.813	\$23.770	\$101,826.24	\$100,000.00	\$1,826.24
TOTAL OTHER ASSETS				\$101,826.24	\$100,000.00	\$1,826.24

ACTIVITY DETAIL

Realized gain/loss column includes fees and commissions. It does not include accrued interest.

Purchases, sales and other activity all represent an exchange of cash and/or money market funds for securities and, as such, do not represent deposits to or withdrawals from your account. Account value changes due to commissions, mark ups, mark downs and accrued interest are shown in the "Change in value of priced securities" line of the Account Value Summary.

\* Information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

\*\* RBC makes every effort to ensure accurate reporting of realized gains and losses on this statement. For those items marked as N/A, please refer to the Schedule of Realized Gains and Losses at the end of this statement for more detailed gain/loss information. If you have any questions, please contact your Financial Advisor.

PURCHASES

Regular Purchases

DATE	DESCRIPTION	QUANTITY	PRICE	ACCURED INTEREST	NET COST/ACCURED INTEREST	COMMENTS
01/15/15	FIRST TR LARGE CAP VALUE OPPORTUNITIES ALPHADEX FD DISCRETION NOT EXERCISED SOLICITED PROSPECTUS UNDER SEPARATE MAIL	500.000	\$41.720	-\$20,859.95		