

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE ROBERT AND CAROL ADAMS FOUNDATION		A Employer identification number 41-1874410	
Number and street (or P O box number if mail is not delivered to street address) 12369 JACK PINE TRAIL		Room/suite	B Telephone number (see instructions) (832) 754-9213
City or town, state or province, country, and ZIP or foreign postal code EDEN PRAIRIE, MN 55347			C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 484,882		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	14,715	13,653	14,715	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	17,358			
	b Gross sales price for all assets on line 6a 275,224				
	7 Capital gain net income (from Part IV, line 2)		4,813		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 6,276	6,276	6,276	
	12 Total. Add lines 1 through 11	38,349	24,742	20,991	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 780			
	c Other professional fees (attach schedule)				
	17 Interest	34			
	18 Taxes (attach schedule) (see instructions)	 509			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.	2,211			
	22 Printing and publications				
	23 Other expenses (attach schedule).	 6,433			
	24 Total operating and administrative expenses. Add lines 13 through 23	9,967	0		0
	25 Contributions, gifts, grants paid	23,500			23,500
	26 Total expenses and disbursements. Add lines 24 and 25	33,467	0		23,500
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,882			
	b Net investment income (if negative, enter -0-)		24,742		
	c Adjusted net income (if negative, enter -0-)			20,991	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	458,431	407,943	459,372
	c	Investments—corporate bonds (attach schedule)	34,382	28,822	25,510
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	492,813	436,765	484,882	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)	1,648	1,521	
	23	Total liabilities(add lines 17 through 22)	1,648	1,521	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	491,165	435,244	
	30	Total net assets or fund balances(see instructions)	491,165	435,244	
31	Total liabilities and net assets/fund balances(see instructions)	492,813	436,765		

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	491,165
2	Enter amount from Part I, line 27a	2	4,882
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	496,047
5	Decreases not included in line 2 (itemize) ▶ _____	5	60,803
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	435,244

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	4,813
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	20,781		
2013	18,816		
2012	22,800		
2011	21,328		
2010	16,345		

2	Total of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	0
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	247
7	Add lines 5 and 6.	7	247
8	Enter qualifying distributions from Part XII, line 4.	8	23,500

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____
(attach copy of letter if necessary—see instructions)

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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

3

Add lines 1 and 2.

3

247

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

247

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

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

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

247

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

11

Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded

11

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
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.

1b

No

c

Did the foundation file Form 1120-POL for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation \$ _____ (2) On foundation managers \$ _____

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____

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

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
▶ _____

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

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of EVALINE S BOERSMA Telephone no (832) 754-9213 Located at 7622 HIGHLAND FARMS ROAD HOUSTON TX ZIP+4 77095			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☐ Yes ☒ No	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		1c	
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 20 , 20 , 20 , 20	☐ Yes ☒ 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).		2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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.).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

Yes

No

(5)

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2

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

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

Total

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

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Part VIII

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

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

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3 ▶

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	0
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	0
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	0
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	Minimum investment return.Enter 5% of line 5.	6	0

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	
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	247
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	247
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	0

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	23,500
b	Program-related investments—total from Part IX-B.	1b	
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	23,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	247
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	23,253

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
1 Distributable amount for 2015 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2015				
a From 2010.	16,500			
b From 2011.	21,500			
c From 2012.	23,000			
d From 2013.	19,000			
e From 2014.	21,000			
f Total of lines 3a through e.	101,000			
4 Qualifying distributions for 2015 from Part XII, line 4	\$ 23,500			
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				
e Remaining amount distributed out of corpus	23,500			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	124,500			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
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).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	16,500			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	108,000			
10 Analysis of line 9				
a Excess from 2011.	21,500			
b Excess from 2012.	23,000			
c Excess from 2013.	19,000			
d Excess from 2014.	21,000			
e Excess from 2015.	23,500			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

• 85% of line 2a

Qualifying distributions from Part XII,
line 4 for each year listed

Amounts included in line 2c not used
directly for active conduct of exempt
activities

e. Qualifying distributions made directly
for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

"Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying
under section 4942(j)(3)(B)(i)

• "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

"Support" alternative test—enter
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	23,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities.					14,715
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					6,276
8	Gain or (loss) from sales of assets other than inventory					17,358
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
	b _____					
	c _____					
	d _____					
	e _____					
12	Subtotal Add columns (b), (d), and (e).					38,349
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)					38,349

[illegible]

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MARGARET I ADAMS	DIRECTOR 1 00	0	0	0
650 LA LOMA ROAD PASADENA,CA 91105				
WILLIAM M ADAMS	DIRECTOR 1 00	0	0	0
7622 HIGHLAND FARMS HOUSTON,TX 77095				
CARLA ADAMS	DIRECTOR 1 00	0	0	0
2006 MINNEHAHA AVE EAST SAINT PAUL,MN 55119				
JOHN W ADAMS	DIRECTOR 1 00	0	0	0
14035 OLDFIELD ROAD NORTH STILLWATER,MN 55082				
ANDREW EDSTROM	DIRECTOR 1 00	0	0	0
3470 CABRILLO BLVD LOS ANGELES,CA 90066				
KATHERINE SOENS-ADAMS	DIRECTOR 1 00	0	0	0
4480 PARKLAWN AVE APT 207 EDINA,MN 55435				
JULIE HAWKINS	DIRECTOR 1 00	0	0	0
12369 JACK PINE TRAIL EDEN PRAIRIE,MN 55347				
EVALINE BOERSMA	TREASURER 1 00	0	0	0
7622 HIGHLAND FARMS RD HOUSTON,TX 77095				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CO-OP INC 8929 SOUTH SEPULVEDA BLVD LOS ANGELES, CA 90045	NONE		GENERAL PURPOSE	2,000
BLACKBURN COLLEGE 700 COLLEGE AVENUE CARLINVILLE, IL 62626	NONE		GENERAL PURPOSE	5,000
YELLOWSTONE ACADEMY 3000 TRULLEY STREET HOUSTON, TX 77004	NONE		GENERAL PURPOSE	2,000
WE CAN RIDE PO BOX 1102 MINNETONKA, MN 55345	NONE		GENERAL PURPOSE	2,000
MARY MOON FOUNDATION 13585 FLAGSTAFF AVENUE APPLE VALLEY, MN 55124	NONE		GENERAL PURPOSE	2,000
EVERGREEN FOUNDATION 28A OAK STREET WAYNESVILLE, NC 28786	NONE		GENERAL PURPOSE	2,500
MOTHERS CLUB FAMILY LEARNING CENTER 980 NORTH FAIR OAKS AVE PASADENA, CA 91103	NONE		GENERAL PURPOSE	1,000
GRAND PERFORMANCES 350 SOUTH GRAND AVENUE SUITE A-4 LOS ANGELES, CA 90071	NONE		GENERAL PURPOSE	1,000
PHAGEBIOTICS RESEARCH FOUNDATION 7441 48TH WAY NW OLYMPIA, WA 98502	NONE		GENERAL PURPOSE	6,000
Total.			3a	23,500

TY 2015 Accounting Fees Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	780			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
DEUTSCHE X-TRACKERS MSCI EAFE HEDGE	2014-12	PURCHASE	2015-01		17,665	18,788			-1,123	
DEUTSCHE Z-TRACKERS MSCI EAFE HEDGE	2014-12	PURCHASE	2015-01		27,976	28,837			-861	
DOUBLELINE TOTAL RETURN	2014-09	PURCHASE	2015-09		16,826	17,000			-174	
EII REALTY SECRS INTRNL PROP INSTL S	2010-02	PURCHASE	2015-12		3,710	3,815			-105	
FPA CRESCENT FUND INST	2013-07	PURCHASE	2015-08		15,263	15,000			263	
FPA CRESCENT FUND INST	2014-06	PURCHASE	2015-08		3,127	3,387			-260	
GRACO INCORPORATED	1994-03	PURCHASE	2015-03		6,867	246			6,621	
GUGGENHEIM S&P 500 EQUAL WEIGHT	2014-12	PURCHASE	2015-10		4,306	4,473			-167	
I-SHARES FRONTIER INDEX	2015-02	PURCHASE	2015-12		4,952	6,047			-1,095	
LAZARD EMERGING MARKETS	2010-05	PURCHASE	2015-05		136	141			-5	
LAZARD EMERGING MARKETS	2012-02	PURCHASE	2015-05		7,364	8,000			-636	
LAZARD EMERGING MARKETS	2009-12	PURCHASE	2015-12		5,578	7,161			-1,583	
LAZARD EMERGING MARKETS	2009-12	PURCHASE	2015-12		161	208			-47	
LAZARD EMERGING MARKETS	2009-12	PURCHASE	2015-12		299	385			-86	
LAZARD EMERGING MARKETS	2010-05	PURCHASE	2015-12		8,836	11,859			-3,023	
LITMAN MASTER ALT STRATS INSTL	2011-12	PURCHASE	2015-07		13,975	12,619			1,356	
MAINSTAY MARKETFIELD FD	2013-03	PURCHASE	2015-02		6,227	6,500			-273	
MATTHEWS JAPAN FUND	2003-07	PURCHASE	2015-03		6,002	3,332			2,670	
MATTHEWS JAPAN FUND	2003-12	PURCHASE	2015-03		107	80			27	
MATTHEWS JAPAN FUND	2004-09	PURCHASE	2015-03		35	26			9	
MATTHEWS JAPAN FUND	2006-09	PURCHASE	2015-03		200	186			14	
MATTHEWS JAPAN FUND	2008-12	PURCHASE	2015-03		19	12			7	
MATTHEWS JAPAN FUND	2009-12	PURCHASE	2015-03		47	34			13	
MFS INTERNATIONAL VALUE A	2013-09	PURCHASE	2015-02		5,161	4,600			561	
MFS INTERNATIONAL VALUE A	2013-12	PURCHASE	2015-02		2,304	2,200			104	
MFS INTERNATIONAL VALUE A	2014-09	PURCHASE	2015-02		6,152	6,000			152	
PIMCO EMRG LOCAL BD FD	2011-03	PURCHASE	2015-09		3,692	5,512			-1,820	
SCHWAB US MID-CAP ETF	2015-07	PURCHASE	2015-10		6,258	6,462			-204	
T ROWE PRICE HEALTH	2012-02	PURCHASE	2015-07		23,210	10,248			12,962	
TEMPLETON FRONTIER MKTS	2010-02	PURCHASE	2015-02		6,390	6,541			-151	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
TFS MARKET NEUTRAL FUND	2011-06	PURCHASE	2015-03		7,175	7,203			-28	
THIRD AVENUE FOCUSED CREDIT INVESTOR	2014-12	PURCHASE	2015-12		3,202	4,500			-1,298	
THIRD AVENUE FOCUSED CREDIT INVESTOR	2015-02	PURCHASE	2015-12		2,203	3,000			-797	
TWEEDY BROWNE GLOBAL VALUE	2015-01	PURCHASE	2015-03		46,187	45,000			1,187	
WASATCH FRONTIER EMRG SM	2013-06	PURCHASE	2015-02		2,000	2,013			-13	
WISDOMTREE INTL SMCP DIV	2014-12	PURCHASE	2015-03		6,799	6,451			348	

TY 2015 Investments Corporate Bonds Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO HIGH YIELD FUND 604.951	5,322	4,997
PIMCO TOTAL RETURN FUND 1504.876		
PIMCO EMRG LOCAL BD FUND 533.264		
TEMPLETON INCOME TR GLOBAL 1053.922	14,000	12,110
MET WEST ULTRA SHORT BOND 1302.326		
TEMPLETON INCOME TRUST GLOBAL 731.99	9,500	8,403

TY 2015 Investments Corporate Stock Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB MONEY MARKET FUND	31,697	31,697
3M COMPANY 171	2,592	25,759
BRIDGEWAY ULTRA SMALL 641.765	9,242	8,279
DFA EMERG MKTS SMALL CAP 559.959	8,891	9,844
HARBOR INT'L FUND 450.01		
MATTHEWS JAPAN FUND 369.46		
LEUTHOLD CORE INVEST. 66.678	1,136	1,174
LONGLEAF PARTNERS FUND 123.472	3,310	2,648
MORGAN STANLEY INTL SM CP 707.276		
VANG ENERGY FUND 67.563		
LAZARD EMERGING MARKETS 1481.283		
CALAMOS CONVERTIBLE FUND 201.289	2,923	3,194
GRACO INCORPORATED 661	1,784	47,638
TEMPLETON FRONTIER MKTS 454.657		
EII REALTY SECRS INTRNL PROP INSTL		
DOUBLELINE TOTAL RETURN 1545.993		
METROPOLITAN WEST STRAT INC 952.593	7,387	7,697
STEELPATH MLP SELECT 1396.232	11,130	12,580
EATON VANCE FLTG RATE FD 1610.425	14,526	13,544
LITMAN MASTER ALT STRATS 716.358	7,381	7,880
TFS MARKET NEUTRAL FUND 474.913	7,297	6,730
ANGEL OAK MULTI-INCOME - I 656.379	8,000	7,548
MET WEST UNCONSTRAINED BOND 1184.1	14,000	13,866
T. ROWE PRICE HEALTH 274.158		
PIMCO LOW DURATION FUND CL D 542.11	5,600	5,345
ANGEL OAK MULTI-INCOME -A 652.617	7,758	7,505
MET WEST UNCONSTRAINED BD M 514.139		
GOLDMAN SACHS STRATEGIC INCOME I 853	8,999	8,207
OSTERWEIS STRATEGIC 506.086	6,003	5,395
SOLAR CAPITAL LTD. 779	15,526	13,111

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MAINSTAY MARKETFIELD FD 216.802		
MAINSTAY MARKETFIELD FD 384.501		
FPA CRESCENT FUND INST 581.296		
DFA INTL SMALL CAP 334.734	6,000	5,761
MFS INTERNATIONAL VALUE A 385.533		
OAKMARK INTERNATIONAL I 248.116		
WASATCH FRONTIER EMERG SM 1298.659	3,987	3,532
AMERICAN BEACON GLB EVL 215.368	2,216	1,882
AVENUE CREDIT STRATEGIES I 417.827	4,500	3,648
DEUTSCHE X-TRACKERS MSCI 1713		
FIDELITY NEW INSIGHTS - A 665.206	18,000	17,395
GUGGENHEIM S&P 500 EQU 305	21,738	23,375
LEGG MASON BW ALTERNATI 521.926	5,500	4,896
MATTHEWS EMERGING ASIA I 858.434	10,000	9,692
THIRD AVENUE FOCUSED CRE 460.123		
WISDOMTREE INTL SMCP DIV		
DODGE & COX STOCK FUND 77.592	13,000	12,630
FIDELITY NEW INSIGHT 362.993	9,372	9,667
SCHWAB US MID-CAP ETF 241	9,464	9,657
DEUTSCHE X-TRACKERS MSCI EAF 2745.00	78,726	74,554
WISDOM TREE JAPAN - HEDGED 132	7,038	6,611
WISDOM TREE EUROPEAN HEDGED 489	13,076	12,010
WISDOM TREE EUROPE HEDGED 237	15,011	12,753
CHINA SMALL CAP ETF 326	11,133	7,883
MATTHEWS EMERGING ASIA INVESTOR 335.	4,000	3,785

TY 2015 Other Decreases Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Description	Amount
BALANCE ADJUSTMENT	60,803

TY 2015 Other Expenses Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT MANAGEMENT FEE	6,433			

TY 2015 Other Income Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LIFE INSURANCE PROCEEDS	6,276	6,276	6,276

TY 2015 Other Liabilities Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION
EIN: 41-1874410

Description	Beginning of Year - Book Value	End of Year - Book Value
MANAGEMENT FEE PAYABLE	1,648	1,521

TY 2015 Taxes Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	230			
STATE REGISTRATION	60			
2014 990PF FEDERAL TAXES	219			