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For calendar year 2015, or tax year beginning 12-01-2015 , and ending 11-30-2016

Name of foundation Margaret H & James E Kelley Foundation Inc		A Employer identification number 41-6017973	
Number and street (or P O box number if mail is not delivered to street address) 408 St Peter St Ste 425		Room/suite 	
City or town, state or province, country, and ZIP or foreign postal code Saint Paul, MN 551021187		B Telephone number (see instructions) (651) 222-7463	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 20,433,644		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	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)	315,067			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,351	2,351		
	4 Dividends and interest from securities	411,953	411,953		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		245,697		
	8 Net short-term capital gain			3,478	
	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)	447	447		
	12 Total. Add lines 1 through 11	729,818	660,448	3,478	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	32,988	32,988		
	15 Pension plans, employee benefits	4,948	4,948		
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	43,422	43,422		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	45,207	2,532		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	354	354		
	24 Total operating and administrative expenses. Add lines 13 through 23	126,919	84,244		0
	25 Contributions, gifts, grants paid	1,032,000			1,032,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,158,919	84,244		1,032,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-429,101			
	b Net investment income (if negative, enter -0-)		576,204		
	c Adjusted net income (if negative, enter -0-)			3,478	

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	4,931,080	4,100,417	3,061,887
	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)		0	
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,794,003 	12,441,263	17,371,757
	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)	16,725,083	16,541,680	20,433,644	
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 ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	16,725,083	16,541,680	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	16,725,083	16,541,680	
31	Total liabilities and net assets/fund balances (see instructions)	16,725,083	16,541,680		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 16,725,083
2	Enter amount from Part I, line 27a	2 -429,101
3	Other increases not included in line 2 (itemize) ▶ _____ 	3 245,698
4	Add lines 1, 2, and 3	4 16,541,680
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 16,541,680

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	See Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	245,697
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	3,478

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 nonchantable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	1,040,500	21,100,086	0 049313
2013	1,006,359	19,450,764	0 051739
2012	850,000	18,615,324	0 045661
2011	835,000	17,246,956	0 048414
2010	795,682	15,749,135	0 050522

2	Total of line 1, column (d).	2	0 245649
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049130
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	20,529,330
5	Multiply line 4 by line 3.	5	1,008,606
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,762
7	Add lines 5 and 6.	7	1,014,368
8	Enter qualifying distributions from Part XII, line 4.	8	1,032,000

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	5,762
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	5,762
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	5,762
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	25,000
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	25,000
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	19,238
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 10,000 Refunded	11	9,238

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	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	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶timdwyer@visi.com	13	Yes	
14	The books are in care of ▶TIMOTHY J DWYER Telephone no ▶(651) 222-7463 Located at ▶408 St Peter St Suite 425 Hamm St Paul MN ZIP+4 ▶551021187			
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	No 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? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did anyof 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		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to allyears listed, answer "No" and attach statement—see instructions).	2b		No
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 anyof 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	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. 0

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3

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	16,957,729
b	Average of monthly cash balances.	1b	3,884,230
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	20,841,959
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	20,841,959
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	312,629
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,529,330
6	Minimum investment return. Enter 5% of line 5.	6	1,026,467

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	1,026,467
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	5,762
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,762
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,020,705
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,020,705
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,020,705

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	1,032,000
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	1,032,000
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	5,762
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,026,238

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				1,020,705
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 2013 , 2012 , 2011				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				19,910
e From 2014.				18,171
f Total of lines 3a through e.	38,081			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,032,000				
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.				1,020,705
e Remaining amount distributed out of corpus	11,295			
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	49,376			
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). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	49,376			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				19,910
d Excess from 2014.				18,171
e Excess from 2015.				11,295

Part XIV

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b Check box to indicate whether the organization

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

Contributed more than 2% of the total contributions received by the foundation
 (or have contributed more than \$5,000) (See section 507(d)(2))

10% or more of the stock of a corporation (or an equally large portion of the stock of a partnership) in which the foundation has a 10% or greater interest

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

contributions to preselected charitable organizations and does not accept
 makes gifts, grants, etc (see instructions) to individuals or organizations under

E-mail address of the person to whom applications should be addressed

mitted and information and materials they should include

EMPTION LETTER, AND COPY OF MOST RECENT 990 TAX RETURN

as by geographical areas, charitable fields, kinds of institutions, or other

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> See atttched schedule St Paul, MN 55102			See Attachment	Misc	1,032,000
Total ▶ 3a					1,032,000
b <i>Approved for future payment</i>					
Total ▶ 3b					

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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)		No
(2)	Other assets.	1a(2)		No
b	Other transactions			
(1)	Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2)	Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3)	Rental of facilities, equipment, or other assets.	1b(3)		No
(4)	Reimbursement arrangements.	1b(4)		No
(5)	Loans or loan guarantees.	1b(5)		No
(6)	Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

**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.

* * * * *

2017-02-09

* * * * *

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr) ? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name TIMOTHY J DWYER	Preparer's Signature	Date 2017-02-09	Check if self-employed ☐	PTIN
Firm's name ☐ KELLEY AND O'NEILL MGMT			Firm's EIN ☐	
Firm's address ☐ 408 ST PETER STREET STE 425 SAINT PAUL, MN 551021187			Phone no (651) 222-7463	

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

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)	(d) Date sold (mo , day, yr)
400 Qualcomm	P	2014-06-06	2015-12-04
2600 Qualcomm	P	2013-09-24	2015-12-04
1100 Abbott Labs	P	2013-01-09	2015-12-07
300 Aflac	P	2014-06-16	2015-12-07
150 Colgate	P	2011-02-14	2015-12-07
300 Becton Dickinson	P	2012-01-27	2015-12-07
100 Ball	P	2012-03-27	2015-12-07
100 Ball	P	2012-03-27	2015-12-07
100 Home Depot	P	2011-02-14	2015-12-07
550 Home Depot	P	2011-02-14	2015-12-07

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

(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)
20,576	0	31,424	-10,848
133,742	0	178,316	-44,574
49,953	0	36,782	13,171
18,762	0	18,691	71
9,930	0	5,943	3,987
46,041	0	23,779	22,262
6,828	0	4,212	2,616
6,827	0	4,212	2,615
13,367	0	3,754	9,613
73,516	0	20,647	52,869

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
0	0	0	-10,848
0	0	0	-44,574
0	0	0	13,171
0	0	0	71
0	0	0	3,987
0	0	0	22,262
0	0	0	2,616
0	0	0	2,615
0	0	0	9,613
0	0	0	52,869

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

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)	(d) Date sold (mo , day, yr)
2800 General Electric	P	2014-05-15	2015-12-07
100 General Electric	P	2011-02-14	2015-12-07
300 General Dynamics	P	2011-02-14	2015-12-07
100 General Dynamics	P	2011-02-14	2015-12-07
100 McDonalds	P	2014-06-16	2015-12-07
1600 Microsoft	P	2011-02-14	2015-12-07
200 Wallgreens Boot Alliance	P	2011-02-14	2015-12-07
1250 Baxalta	P	2014-05-15	2016-06-03
2700 Baxalta	P	2012-01-27	2016-06-03
0 Shire	P	2016-06-03	2016-06-03

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

(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)
84,522	0	74,012	10,510
3,019	0	2,155	864
42,854	0	23,011	19,843
14,285	0	7,670	6,615
11,601	0	10,095	1,506
88,822	0	43,441	45,381
16,961	0	8,426	8,535
57,705	0	41,779	15,926
124,643	0	67,485	57,158
74	0	74	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	
0	0	0	10,510
0	0	0	864
0	0	0	19,843
0	0	0	6,615
0	0	0	1,506
0	0	0	45,381
0	0	0	8,535
0	0	0	15,926
0	0	0	57,158
0	0	0	0

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

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)	(d) Date sold (mo , day, yr)
585 Shire	P	2016-06-03	2016-08-01
8100 EMC	P	2015-08-13	2016-09-07
400 EMC	P	2015-12-07	2016-09-07
0 Dell	P	2015-08-13	2016-09-08
902 Dell	P	2015-08-13	2016-09-29
45 Dell	P	2015-12-07	2016-09-29

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

(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)
113,370	0	111,173	2,197
194,805	0	171,049	23,756
9,620	0	8,356	1,264
21	0	19	2
42,935	0	42,594	341
2,121	0	2,104	17

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			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	
0	0	0	2,197
0	0	0	23,756
0	0	0	1,264
0	0	0	2
0	0	0	341
0	0	0	17

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
HAMPTON K O'NEILL	President/Director 5 00	0	0	0
6950 South Poplar Casper, WY 82636				
SHER M O'NEILL	Director 0 19	0	0	0
6950 South Poplar Casper, WY 82636				
TIMOTHY J DWYER	Treasurer/Director 10 00	0	0	0
408 StPeter St St Paul St Paul, MN 551021187				
KELLEY MCC O'NEILL	VICE PRESIDENT, DIRE 5 00	0	0	0
PO Box 422 Rushford, MN 55971				
CINDY WOLF O'NEILL	Director 0 19	0	0	0
PO Box 422 Rushford, MN 55971				

TY 2015 All Other Program Related Investments Schedule

Name: Margaret H & James E Kelley Foundation Inc
EIN: 41-6017973

Category	Amount
None	

TY 2015 Investments Corporate Stock Schedule

Name: Margaret H & James E Kelley Foundation Inc

EIN: 41-6017973

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Common Stock		

TY 2015 Investments - Other Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TRowePrice Stock w/o cash		2,068,335	5,132,956
SIT US Govt Securities Fund w/o cash		4,500,000	4,352,524
Palisades Asset Mgmt Stocks w/o cash		5,872,928	7,886,277

TY 2015 Other Expenses Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Misc Ex	331	331		
Bank Chgs	15	15		
FileMaker Pro				
BP Cash Fee	8	8		

TY 2015 Other Income Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Misc Income	373	373	
Palisades Noncash Shire buy offset	74	74	

TY 2015 Other Increases Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Description	Amount
Split Interest Gift	0
Net Capital Gain	245,698
Adjustments Actual--Retained Earnings	0

TY 2015 Other Professional Fees Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Palisade Investment	43,422	43,422		

TY 2015 Taxes Schedule**Name:** Margaret H & James E Kelley Foundation Inc**EIN:** 41-6017973

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign tax Ryl Bk SctInd/Bp plc	8	8		
Employer FICA	2,524	2,524		
990PF 2015	17,675			
990PF Est	25,000			

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

		Grants	Total
International		5	\$72,500
Purpose of Grant / Mission Statement			
Heifer Project International Donor Services P O Box 8058 Little Rock, AK 72203 www.heifer.org	Support the "Passing on the Gift" program Help impoverished families worldwide become more self-reliant through the gift of livestock and training in their care Works for the dignity and well-being of all people		\$12,500 *
Oxfam America Raymond C Offenheiser 226 Causeway Street, 5th Floor Boston, MA 02114-2206 www.oxfamamerica.org	Supporting this organization Shared beliefs in the intrinsic dignity of all human beings, the possibility of eliminating extreme poverty in the world, the power of people working together to effect positive and lasting change in their lives		\$10,000 *
UNICEF Nelly Ingraham 500 N Michigan Avenue, Suite 1000 Chicago, IL 60611 www.unicefusa.org	Supporting this organization Help meet children's basic needs, ensure their survival, and to provide children with a protective and nurturing environment		\$15,000 *
Purpose of Grant / Mission Statement			
International Rescue Committee David Miliband 122 East 42nd Street New York, NY 10168-1289 www.theIRC.org	Supporting this organization Provide relief, rehabilitation, protection, resettlement services, and advocacy for refugees, displaced persons and victims of oppression and violent conflict for people around the world		\$10,000 *
Purpose of Grant / Mission Statement			
Doctors Without Borders Jason Cone 333 Seventh Avenue, 2nd Floor New York, NY 10001-5004 www.doctorswithoutborders.org	Supporting this organization Respond to emergencies and provide urgent medical care to some of the world's most vulnerable people		\$25,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

		Grants	Total
Minneapolis		2	\$30,000
Purpose of Grant / Mission Statement			
Bridge for Runaway Youth			\$5,000 *
† David Matthews 1111 West 22nd Street Minneapolis, MN 55405 www.bridgeforyouth.org	Supporting this organization Provide safety, support, and development for some of the most vulnerable young people in our community		
Purpose of Grant / Mission Statement			
University of Minnesota - School of Nursing			\$25,000 *
Connie White Delaney 308 Harvard Street SE 5-138 WDH Minneapolis, MN 55455 www.nursing.umn.edu	Support the Cynthia Kelley O'Neill Scholarship for Psychiatric Nursing Educate more highly qualified nurses and nurse leaders		
Purpose of Grant / Mission Statement			
Minnesota		14	\$269,000
Purpose of Grant / Mission Statement			
Great River Shakespeare Festival			\$15,000 *
Valerie Williams 79 East 3rd Street Winona, MN 55987 www.grsf.org	Supporting this organization To become a destination for theater, music, art, and conversation in Southeastern Minnesota.		
Purpose of Grant / Mission Statement			
Minnesota Beethoven Festival			\$20,000 *
Ned Kirk P O Box 1143 Winona, MN 55987 www.mnbeethovenfestival.org	Supporting this organization Increase appreciation of classical music and the work of Ludwig van Beethoven through education and the presentation of nationally recognized artists		
Purpose of Grant / Mission Statement			

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

Purpose of Grant / Mission Statement		Grants	Total
Junior Achievement of The Upper Midwest, Inc.			\$1,000 *
† Gina Blayney 1800 White Bear Avenue North Maplewood, MN 55109 www.jaum.org	Support the JA Biz Town program in St Paul <i>Teaches young people about business, economics, and the free enterprise system</i>		
Minnesota State Fair Foundation			\$10,000 *
Kay Cady 1265 Snelling Avenue North St Paul, MN 55108 www.msffoundation.org	Support the Minnesota State Fair Foundation Agricultural Fund for improvements to the Swine Barn <i>Secure and provide funding for the preservation, restoration and improvement of MN State Fairgrounds, and to support State Fair educational, agricultural, and scientific programs</i>		
Minnesota State University Mankato Foundation			\$15,000 *
Daniel Dean 121 Alumni Foundation Center Mankato, MN 56001	Support the Gertrude Jane Timmerman O'Neill School of Nursing Scholarship <i>Build and grow an endowment in honor of Gertrude Jane Timmerman that would continue the legacy that was started through James C O'Neill and Francis O'Neill to support a student scholarship in the School of Nursing</i>		
University of Minnesota Foundation			\$20,000 *
† Kathleen M Schmidkofer McNamara Alumni Center 200 Oak Street SE, Suite 500 Minneapolis, MN 55455-2010 www.law.umn.edu/giving	Support the James C O'Neill Scholarship Fund #8612		
University of Minnesota Foundation			\$15,000 *
† Kathleen M Schmidkofer McNamara Alumni Center 200 Oak Street SE, Suite 500 Minneapolis, MN 55455-2010 www.law.umn.edu/giving	Support the Donald Hastings Memorial Lectureship Fund #17403		
Washington County 4-H Federation			\$5,000 *
Alyssa Kruzel 14949 - 62nd Street North Stillwater, MN 55082 www.save4-H.com	Support the salary for a 4-H Extension staff member <i>Raise money to keep the 4-H program funded</i>		

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Purpose of Grant / Mission Statement	Grants	Total
Winona Family YMCA Derek Madsen 207 Winona Street Winona, MN 55987 winonaymca.org	Support the Partner With Youth program (\$10,000), and the Building Community Capital Campaign (\$50,000).		\$60,000 *
American Red Cross-Southeast MN Chapter Melanie Tschida 310 14th Street S.E Rochester, MN 55904 www.redcross-semn.org	Support for local Red Cross services <i>Strong tradition to provide emergency relief and programs that promote health, safety, and disaster preparedness</i>		\$27,000 *
Communication Center State Services for the Blind Angela Bodensteiner 2200 University Avenue West, #240 Saint Paul, MN 55114-1840	Support for Minnesota Talking Book		\$6,000
Courage Kenny Foundation Rose Adams 3915 Golden Valley Road Minneapolis, MN 55422 www.CourageCenter.org	Support the comprehensive therapy programs for youth at Courage Kenny St Croix and the Early Childhood Family Center in Stillwater <i>Empower people with physical disabilities to reach for their full potential in every aspect of life</i>		\$5,000 *
Mayo Clinic Barbara Flasch 200 First Street SW Rochester, MN 55905 www.mayoclinic.org	Support the President's Strategic Initiative Fund (\$20,000), and/or five year commitment for endowment funding for psychiatry and psychology research (\$50,000/yr) <i>"heal the sick and advance the science"</i> -- Dr William J Mayo		\$50,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Purpose of Grant / Mission Statement	Grants	Total
Planned Parenthood of Minnesota/South Dakota † Sarah A Stoesz 671 Vandalia Street, Suite 323 St Paul, MN 55114 www ppmns.org	Supporting this organization <i>To provide affordable basic reproductive health and confidential care and education for women, men, and teens</i>		\$20,000 *
National		11	\$114,000
Bennington College Ann Keller One College Drive Bennington, VT 05201-6003 www bennington edu	Support the Cynthia Kelley O'Neill Scholarship <i>Establish a women's liberal arts college that would emphasize the individual student and her developing interests and represent the belief that the education most worth having is the one you create for yourself</i>		\$10,000 *
Berea College Bernadine M Douglas College Relations CPO 2216 Berea, KY 40404 www.berea.edu	Support the scholarship fund <i>Radical, inclusive mission to seek out promising low-income people from Appalachia and provide them a full-tuition scholarship and a quality liberal arts education.</i>		\$2,000 *
Cato Institute Reid Smith 1000 Massachusetts Avenue, NW Washington, D C 20001 www cato org	Supporting this organization <i>Advocate for a consistent, principled and philosophical commitment to an individual's right to live, work, trade and play free of government constraint or support, provided there is no interference with another's individual's right to do so</i>		\$15,000
Northland College Kristy Liphart 1411 Ellis Avenue Ashland, WI 54806-3999 www northland edu	Support the Kelley Family Scholarship <i>Integrate liberal arts studies with an environmental emphasis, enabling those it serves to address the challenges of the future</i>		\$15,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Purpose of Grant / Mission Statement	Grants	Total
Union of Concerned Scientists Molly Lansdowne Two Battle Square Cambridge, MA 02238-9105 www ucsusa org	Supporting this organization <i>Partnership of scientists and citizens combining rigorous scientific analysis, innovative policy development, and effective citizen advocacy to achieve practical environmental solutions</i>		\$5,000 *
USO J.D Crouch II P O Box 96860 Washington, DC 20077-7677 www uso org	Supporting this organization <i>Help thousands of troops as they deploy to new postings or return for another tour at the Front help their families adjust to life without a parent or loved one...and make sure that those who return are given a heroes' "Welcome Home!"</i>		\$20,000 *
Southern Poverty Law Center Sheila A Cunningham 400 Washington Avenue Montgomery, AL 36104-9621 www splcenter org	Supporting this organization <i>"Promoting Tolerance Monitoring Hate Seeking Justice "</i>		\$3,500 *
Frontier Nursing Service Susan E Stone 195 School Street P O 528 Hyden, KY 41749 www frontiernursing org	Supporting this organization <i>Training of qualified nurses through FNS's School and continuation of the mission to ensure that mother and children are healthy and safe (One of CKON's favorite organizations, because they originally delivered nursing service by horseback)</i>		\$7,500 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Grants	Total
Linus Pauling Institute Marlys Amundson Oregon State University 850 SW 35th Street Corvallis, OR 97333 http://lpi.oregonstate.edu	Supporting this organization <i>Determine the role of micronutrients, vitamins, and phytochemicals in promoting optimum health and preventing and treating disease, to determine the role of oxidative and nitrate stress and antioxidants in human health and disease, etc</i>	\$1,000 *
Memorial Sloan-Kettering Cancer Center Richard Naum 1275 York Avenue New York, NY 10021 www.mskcc.org	Supporting this organization. <i>Deep commitment to putting new discoveries to work for patients, leading the way to dramatic improvements in the diagnosis, prevention, and treatment of cancer</i>	\$5,000 *
	Purpose of Grant / Mission Statement	
NRA Foundation, Inc. Tyler Schropp 11250 Waples Mill Road Fairfax, VA 22030 nraf@nrahq.org	Support the Youth Hunter Education Challenge and the Youth Education Summit <i>Raise support of a wide range of firearm-related public interest activities of the NRA and other organizations that defend and foster the Second Amendment rights of all law-abiding Americans</i>	\$30,000 *
	Purpose of Grant / Mission Statement	
St. Paul	14	\$260,500
St. Paul Chamber Orchestra Jon Limbacher Third Floor The Hamm Building 408 St Peter Street St Paul, MN 55102-1497 www.theSPCO.org	Support for "The Next Stage Campaign " <i>Bring accessible world-class music and education to the Twin Cities community and beyond</i>	\$25,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Purpose of Grant / Mission Statement	Grants	Total
Girl Scouts of Minnesota and Wisconsin River † Tish Bolger 400 Robert Street South St Paul, MN 55107 www.girlscoutsv.org	Supporting this organization <i>Build girls of confidence, courage and character, who make the world a better place</i>		\$2,000 *
Friends of the Saint Paul Library Peter Pearson 1080 Montreal Avenue, Suite 2 Saint Paul, MN 55116-2311 www.friends.org	Supporting this organization <i>Expand the Saint Paul Public Library's capacity to serve Saint Paul's many communities through public awareness and cultural programming and advocating both strong public and private funding.</i>		\$5,000 *
Science Museum of Minnesota Jon E Severson 120 West Kellogg Boulevard St Paul, MN 55102 www.smm.org	Support the Kitty Andersen Youth Science Center <i>Invites learners of all ages to experience their changing world through science</i>		\$10,000 *
St. Paul Academy and Summit School Dorothy Goldie 1712 Randolph Avenue St Paul, MN 55105-2194 www.spa.edu	Support The Warner T Bonfoey Jr Scholarship <i>The pursuit of excellence in teaching and learning to a diverse and motivated group of young people for leadership and service, inspiring in them an enduring love of learning, and helping them lead productive, ethical and joyful lives.</i>		\$15,000 *
William Mitchell College of Law Linda Keillor Berg 875 Summit Avenue St Paul, MN 55105-3076 www.wmitchell.edu	Support the James E and Margaret H Kelley Scholarship <i>We serve the law We teach it, study it, practice it and work to make it just</i>		\$35,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Purpose of Grant / Mission Statement	Grants	Total
Children's Home Society & Family Services			
† Maureen E Warren 1605 Eustis Street St Paul, MN 55108-1219 chsfs.org	Supporting this organization <i>Provide help for low-income families and children through child care, mental health services, respite care during crisis situations and financial counseling</i>		\$5,000 *
St. Paul Foundation			
Albert W Lindeke III 55 Fifth Street East Suite 600 St Paul, MN 55101-1797 www.stpaulfoundation.org	Support for the Historic Oakland Cemetery <i>To enrich lives and communities by supporting education and literacy, arts and culture, strong families, affordable housing, economic development, human services, civic engagement, and diversity and anti-racism in the St Paul area</i>		\$2,000 *
St. Paul Union Gospel Mission			
† Barbara J Martenson 77 9th Street East St Paul, MN 55101 www.ugmtc.org	Supporting this organization <i>Provide comprehensive support services and education programs focused on techniques and habits for promoting health and vitality for people in need</i>		\$15,000 *
Second Harvest Heartland			
† Anne Rodenberg 1140 Gervais Avenue St Paul, MN 55418-1808 2harvest.org	Supporting this organization <i>To fight hunger through community partnerships</i>		\$10,000 *
Hamm Memorial Psychiatric Clinic			
† Steve Dwyer 408 St Peter Street, Suite 429 St Paul, MN 55102 www.hammclinic.org	Supporting this organization <i>Provide mental health care for people who could not otherwise afford it</i>		\$125,000 *

Margaret H. and James E. Kelley Foundation, Inc.**Year: 2016****Grant Summary: Level 4***Sorted by Region, Area of Interest and Organization Name*

	Grants	Total
HealthEast Foundation † John Swanholm University Park Medical Bldg. 1690 University Ave W Ste. 250 St Paul, MN 55104-3729 www.healtheast.org	Support the Capistrant Center for Parkinson's and Movement Disorders' Therapeutic Recreation and Outreach Program <i>Empower its patients to overcome barriers, make the most of their abilities and talents, and reinvent their lives as rich and meaningful</i>	\$2,500 *
Purpose of Grant / Mission Statement		
Women's Advocates † Babette Jamison 588 Grand Avenue St Paul, MN 55102 www.wadvocates.org	Supporting this organization <i>Eliminate violence in the lives of battered women and their children by providing short-term shelter, support, information, advocacy, mental health counseling and education so they find alternatives to violent relationships</i>	\$4,000 *
Purpose of Grant / Mission Statement		
YWCA of St. Paul † Gaye Adams Massey 375 Selby Avenue St Paul, MN 55102-1822 www.ywcaofstpaul.org	Support for the Girls LEAD program <i>Empower women, fight racism and make a positive difference in the communities in which we live and work Partner with government agencies, private companies, and other nonprofit organizations to serve women and their families</i>	\$5,000 *
Purpose of Grant / Mission Statement		
St. Paul Downtown	8	\$95,000
Purpose of Grant / Mission Statement		
Landmark Center Amy Mino 75 West Fifth Street Suite 404 St Paul, MN 55102-1498 www.landmarkcenter.org	Supporting this organization <i>To provide on-going management and maintenance of the historic Landmark Center</i>	\$20,000 *
Purpose of Grant / Mission Statement		
Minnesota Boychoir Mark Johnson Landmark Center 75 West 5th Street, Suite 411 St Paul, MN 55102 www.boychoir.org	Supporting this organization <i>Challenge boys and young men from many backgrounds to the highest standards of choral music, nurture the development of exceptional character, and inspire and benefit the community</i>	\$2,500 *

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	Grants	Total
Minnesota Museum of American Art Kristin Makholm The Pioneer Endicott 141 East 4th Street St Paul, MN 55101 www mmaa org	Supporting this organization <i>To express through art the unfolding value of the American multicultural experience</i>	\$2,500 *
Minnesota Public Radio † Jamie Ziemann 45 East Seventh Street St Paul, MN 55101 www mpr org	Support the Minnesota Varsity Program. <i>To enrich the mind and nourish the spirit, thereby enhancing the lives and expanding the perspectives of our audiences, and assisting them in strengthening their communities</i>	\$5,000 *
Ordway Center for the Performing Arts † Diane Nixa 345 Washington Street St Paul, MN 55102 ordway org	Support for the Arts Education at the Ordway <i>To be a catalyst for the artistic vitality of our community by hosting, presenting, and creating performing arts and educational programs that engage artists and enrich diverse audiences</i>	\$5,000 *
Park Square Theatre C. Michael-Jon Pease 20 West 7th Street St Paul, MN 55102 parksquaretheatre org	Support the Inner-City Partnership <i>To enrich our community by producing and presenting exceptional live theatre that touches the heart, engages the mind and delights the spirit</i>	\$40,000
Purpose of Grant / Mission Statement		
Minnesota Children's Museum † Dianne Krizan 10 West Seventh Street St Paul, MN 55102 www MCM org	Support the "Play for All" program <i>Sparking children's learning through play</i>	\$5,000 *
Purpose of Grant / Mission Statement		
Assumption Parish Rev John Malone 51 West Seventh Street St Paul, MN 55102	Support the ongoing renovation fund for the historic Assumption church <i>Catholic Church Parish servicing a diverse community in the downtown St Paul area; serving an active base of worshippers, and reaching out to a less fortunate group of needy people</i>	\$15,000 *

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Grant Summary: Level 4
Sorted by Region, Area of Interest and Organization Name

Year: 2016

	Grants	Total
Twin Cities Metro	14	\$86,000
<i>Purpose of Grant / Mission Statement</i>		
Minnesota Orchestra Dianne Brennan 1111 Nicollet Mall Minneapolis, MN 55403 minnesotaorchestra.org		\$3,000 *
<i>Support for the Upbeat program To enrich our community as a symphony orchestra internationally recognized for its artistic excellence</i>		
Minnesota Youth Symphonies Vicki L. Krueger 790 Cleveland Avenue South Suite 203 St Paul, MN 55116-1958 mys@mnyouthsymphonies.org		\$3,000 *
<i>Support the youth music education and orchestral training programs Provide one of the best music education experiences available in the nation, regardless of students' ability to pay</i>		
Twin Cities Public Television Scott Chamberlain 172 East 4th Street St Paul, MN 55101 www.tpt.org		\$2,500
<i>Supporting this organization Dedicated to harnessing the power of television and other media for the public good</i>		
CornerHouse † Patricia C. Harmon 2502 10th Avenue South Minneapolis, MN 55404-4510 www.cornerhousemn.org		\$5,000 *
<i>Supporting this organization Interagency child abuse evaluation and training center.</i>		

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	Purpose of Grant / Mission Statement	Grants	Total
Minnesota Landscape Arboretum Peter Moe 3675 Arboretum Drive Chaska, MN 55318-9613 www.arboretum.umn.edu	Supporting this organization <i>Horticultural education, research, and maintenance of State botanical gardens</i>		\$2,000 *
Feed My Starving Children † Mark Crea 401 93rd Avenue NW Coon Rapids, MN 55433 FMSC.org	Supporting this organization <i>Provide nutritious, life-saving meals to children around the world</i>		\$5,000 *
Greater Twin Cities United Way † Sarah Caruso 404 South Eighth Street Minneapolis, MN 55404-1084 www.unitedwaytwincities.org	Supporting this organization <i>Unite caring people in building stronger communities by inspiring people to help others, increasing resources to meet needs and fostering innovative solutions to problems</i>		\$10,000 *
Little Brothers Friends of the Elderly † James P. Falvey 1845 East Lake Street Minneapolis, MN 55407 www.littlebrothersmn.org	Supporting this organization <i>To give Twin Cities volunteers the opportunity to develop caring relationship with elders and to restore these valued individuals to their rightful and honored place in our community Transforming and enriching the lives of elders and volunteers</i>		\$5,000 *
Little Sisters of the Poor Sister Maria Francis 330 Exchange Street South St Paul, MN 55102 littlesistersofthepoor.org	Supporting this organization <i>Care and hospitality to the elderly poor of the Twin Cities</i>		\$5,000 *

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Purpose of Grant / Mission Statement		Grants	Total
Twin Cities Habitat for Humanity			
† Susan Haigh 1954 University Avenue W St Paul, MN 55104 www.tchabitat.org	Supporting this organization <i>Building decent, affordable homes for and with low-income partner families in the Twin Cities area</i>		\$17,500 *
Children's Hospitals and Clinics Foundation			
Theresa Pesch, RN 2910 Centre Pointe Drive Roseville, MN 55113 www.childrensmn.org	Supporting this organization <i>To champion the special health needs of children and their families by providing high-quality family centered pediatric services</i>		\$15,000 *
Children's Hospitals and Clinics Foundation			
Theresa Pesch, RN 2910 Centre Pointe Drive Roseville, MN 55113 www.childrensmn.org	Support the Woodard L. Colby MD Memorial Lecture Series <i>To champion the special health needs of children and their families by providing high-quality family centered pediatric services</i>		\$3,000 *
Majestic Hills Ranch Foundation			
Larry R. Johnson 24580 Dakota Avenue Lakeville, MN 55044-8206 www.MajesticHillsRanch.com	Support the "Heroes on Horseback" program <i>Make a difference in the lives of children and young adults and their families by providing therapeutic riding</i>		\$5,000 *
United Way of Washington County-East			
Jeffrey D. Brown P O Box 305 Stillwater, MN 55082-0305 www.unitedwaystillwater.org	Supporting this organization <i>To strengthen our community by raising awareness and funding for the delivery of effective health and human service programs</i>		\$5,000 *

Wyoming**7****\$105,000**

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	Purpose of Grant / Mission Statement	Grants	Total
Child Development Center of Natrona County John Starnes 2020 E 12th Street Casper, WY 82601 cdcnc@cdcnc.net	Support used directly toward therapeutic services <i>Provide premier, family-focused, developmentally appropriate services for children birth through age five</i>		\$10,000 *
Friends of the Saratoga Library Carol Blake P O Box 27 Saratoga, WY 82331 www	Supporting this organization <i>Focus public attention on the library and its resources, sponsor cultural and related programs, encourage gifts, endowments and memorials to the library</i>		\$5,000 *
Natrona County Public Library Foundation Steve Degenfelder 307 East Second Street Casper, WY 82601 www.natronacountylibrary.org	Support the Endowment Challenge Program. <i>To enhance library funding for the future, propelling the library toward excellence for the benefit of our deserving community</i>		\$15,000 *
Casper Family YMCA Brent Kleinjan 315 E 15th Street Casper, WY 82601-4325 www.casperfamilyymca.org	Support the Strong Kids campaign (\$10,000) and the 2016 contribution to the Building Tomorrow Today Capital campaign (\$40,000) <i>To put Christian principles into practice through programs that build healthy spirit, mind and body for all</i>		\$50,000 *
United Way of Natrona County Mike Burnett 400 E 1st Street, #205 P O Box 2046 Casper, WY 82602-2046 unitedway@unitedwaync.com	Supporting this organization <i>Fund in part, twenty eight partner agencies which provide services to residents of the community</i>		\$10,000 *

Margaret H. and James E. Kelley Foundation, Inc.

Grant Summary: Level 4

Sorted by Region, Area of Interest and Organization Name

Year: 2016

	Purpose of Grant / Mission Statement	Grants	Total
Corbett Medical Foundation Mike Glode P O Box 343 Saratoga, WY 82331	Supporting this organization <i>Provide financial assistance to the Platte Valley Medical Clinic</i>		\$5,000 *
Planned Parenthood of Wyoming Vicki Cowart 1945 Westwood Hill Casper, WY 82604 www pprm org	Support the Casper Health Center's Clients in Need Fund <i>Help people plan their families, providing education and choice in the prevention of unintended pregnancies, STDs, and breast and cervical cancers</i>		\$10,000 *