

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation BAME FOUNDATION		A Employer identification number 27-4159707	
Number and street (or P.O. box number if mail is not delivered to street address) 900 MENDELSSOHN AVE NORTH		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code GOLDEN VALLEY, MN 55427		B Telephone number (see instructions) (877) 829-5500	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,497,222	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	93,565			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2,778	2,778		
	4 Dividends and interest from securities	14,879	14,879		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	34,524			
	b Gross sales price for all assets on line 6a _____ 251,601				
	7 Capital gain net income (from Part IV, line 2)		34,524		
	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)				
	12 Total. Add lines 1 through 11	145,746	52,181		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	222	0		222
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	15,731	12,581		3,150
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	830	210		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	71,948	8,813		63,135
	24 Total operating and administrative expenses. Add lines 13 through 23	88,731	21,604		66,507
	25 Contributions, gifts, grants paid	613,860			613,860
	26 Total expenses and disbursements. Add lines 24 and 25	702,591	21,604		680,367
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-556,845			
	b Net investment income (if negative, enter -0-)		30,577		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	734,170	344,875	344,875
	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)	591,501	435,494	449,420
	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)	696,556	685,013	702,927
	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)	2,022,227	1,465,382	1,497,222	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,022,227	1,465,382	
	30	Total net assets or fund balances (see instructions)	2,022,227	1,465,382	
31	Total liabilities and net assets/fund balances (see instructions) .	2,022,227	1,465,382		

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	2,022,227
2	Enter amount from Part I, line 27a	2	-556,845
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,465,382
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,465,382

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 238,325		217,077	21,248
b 13,276			13,276
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			21,248
b			13,276
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	34,524
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))
2015	347,315	1,138,236	0 305134
2014	410,069	1,489,155	0 275370
2013	243,826	1,120,243	0 217655
2012	211,977	236,310	0 897029
2011	12,500	38,393	0 325580

2 Total of line 1, column (d)	2	2 020768
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 404154
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	860,909
5 Multiply line 4 by line 3	5	347,940
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	306
7 Add lines 5 and 6	7	348,246
8 Enter qualifying distributions from Part XII, line 4	8	680,367

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	306
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	306
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	306
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	560
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	560
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	254
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 254 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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	
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) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <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 2016 or the taxable year beginning in 2016 (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 N/A	13	Yes	
14	The books are in care of JOHN POWELL Telephone no (612) 636-6472			

Located at **5641 27TH AVE S MINNEAPOLIS MN** ZIP+4 **55417**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2016, 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	Yes	
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 2016? <input type="checkbox"/>	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 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 2016). <input type="checkbox"/>	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 2016?	4b		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ►	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
	b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
	b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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

[illegible]

(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, other allowances (e)
NONE				

Total number of other employees paid over \$50,000.	0
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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. ►		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 COORDINATE, PACK, AND SEND OVER 1,000 CARE PACKAGES FOR SOLDIERS SERVING OVERSEAS BOXES CONTAIN TOILETRIES, SNACKS, GAMES, AND LETTERS OF ENCOURAGEMENT FROM CHILDREN	61,072
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	736,983
b	Average of monthly cash balances.	1b	137,036
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	874,019
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	874,019
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	13,110
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	860,909
6	Minimum investment return. Enter 5% of line 5.	6	43,045

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	43,045
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	306
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	306
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	42,739
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	42,739
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	42,739

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	680,367
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	680,367
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	306
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	680,061

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				42,739
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	10,580			
b From 2012.	200,161			
c From 2013.	188,343			
d From 2014.	335,643			
e From 2015.	290,963			
f Total of lines 3a through e.	1,025,690			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 680,367				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				42,739
e Remaining amount distributed out of corpus	637,628			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,663,318			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				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).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	10,580			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,652,738			
10 Analysis of line 9				
a Excess from 2012.	200,161			
b Excess from 2013.	188,343			
c Excess from 2014.	335,643			
d Excess from 2015.	290,963			
e Excess from 2016.	637,628			

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)Form **990-PF** (2016)

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	613,860
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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			14	2,778	
4 Dividends and interest from securities. . . .			14	14,879	
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.					
8 Gain or (loss) from sales of assets other than inventory			18	34,524	
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). .		0		52,181	0
13 Total. Add line 12, columns (b), (d), and (e).			13		52,181

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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


May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Print/Type preparer's name ASHLEY C REHN CPA	Preparer's Signature	Date 2017-10-02	Check if self-employed ▶ <input type="checkbox"/>	PTIN P00965922
Firm's name ▶ REDPATH AND COMPANY LTD				Firm's EIN ▶ 41-0975573
Firm's address ▶ 4810 WHITE BEAR PARKWAY WHITE BEAR LAKE, MN 55110				Phone no (651) 426-7000

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
CHRISTIAN N BAME 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427	PRESIDENT 0 00	0	0	0
MARNA BAME 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427				
MARISSA BAME SCHERMER 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427	TREASURER 0 00	0	0	0
LUCAS C BAME 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427				
ALICIA C BAME 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427	SECRETARY 0 00	0	0	0
NATASHA C BAME 900 MENDELSSOHN AVE NORTH GOLDEN VALLEY, MN 55427		0	0	0


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>				
AGC OF MINNESOTA FOUNDATION 525 PARK ST 110 ST PAUL, MN 55103		501(C)3	CHARITABLE GIFT	5,000
ALZHEIMER'S ASSOCIATION 7900 W 78TH ST 100 MINNEAPOLIS, MN 55439		501(C)3	CHARITABLE GIFT	480
AMERICAN CANCER SOCIETY PO BOX235 MIDVALE, UT 84047		501(C)3	CHARITABLE GIFT	150
ANGEL FOUNDATION 1155 CENTRE POINTE DR 7 MENDOTA HEIGHTS, MN 55120		501(C)3	CHARITABLE GIFT	11,590
AUTISM SOCIETY OF MINNESOTA 2380 WYCLIFF ST 102 ST PAUL, MN 55114		501(C)3	CHARITABLE GIFT	4,070
Total 				613,860
3a				

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>				
BOBBY & STEVE'S YOUTH FOUNDATION 4445 W 77TH ST 240 EDINA, MN 55435		501(C)3	CHARITABLE GIFT	5,000
BOYS & GIRLS CLUBS 690 JACKSON ST STPAUL, MN 55130		501(C)3	CHARITABLE GIFT	2,500
BRACKETS FOR GOOD INC 49 BOONE VILLAGE 134 ZIONSVILLE, IN 46077		501(C)3	CHARITABLE GIFT	53
BREAKAWAY INC 1911 PARKAVES MINNEAPOLIS, MN 55404		501(C)3	CHARITABLE GIFT	30,780
BREAKTHROUGH TWIN CITIES 2051 LARPEUTEUR AVE E ST PAUL, MN 55109		501(C)3	CHARITABLE GIFT	13,020
Total ► 3a				613,860


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>				
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH ST NEW YORK, NY 10022		501(C)3	CHARITABLE GIFT	2,635
CHILD VOICE 202 KENT PLACE NEWMARKET, NH 03857		501(C)3	CHARITABLE GIFT	100
CHILDREN'S CANCER RESEARCH FUND 7301 OHMS LN 355 MINNEAPOLIS, MN 55439		501(C)3	CHARITABLE GIFT	114,376
CHILDREN'S SURGERY INTERNATIONAL 825 NICOLLET MALL 706 MINNEAPOLIS, MN 55401		501(C)3	CHARITABLE GIFT	3,000
CHILDRENS CANCER RESEARCH FUND (MIES) 7301 OHMS LN 355 MINNEAPOLIS, MN 55439		501(C)3	CHARITABLE GIFT	16,250
Total ► 3a				613,860

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>				
CHRISTIANS REACHING OUT IN SOCIAL SVCS PO BOX 574 ROGERS, MN 55374		501(C)3	CHARITABLE GIFT	260
COMO FRIENDS 1225 ESTABROOK DR ST PAUL, MN 55103		501(C)3	CHARITABLE GIFT	25,450
CROHN'S & COLITIS FOUNDATION 733 THIRD AVE 510 NEW YORK, NY 10017		501(C)3	CHARITABLE GIFT	130
CROSS 12915 WEINAND CIRCLE ROGERS, MN 55374		501(C)3	CHARITABLE GIFT	520
DEEP PORTAGE LEARNING CENTER 2197 NATURE CENTER DR NW HACKENSACK, MN 56452		501(C)3	CHARITABLE GIFT	4,500
Total ▶ 3a				613,860

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>				
DESERT ANGELS INC PO BOX 210455 AUBURN HILLS, MI 48321		501(C)3	CHARITABLE GIFT	150
DUCKS UNLIMITED INC ONE WATERFOWL WAY MEMPHIS, TN 38120		501(C)3	CHARITABLE GIFT	5,040
EPILEPSY FOUNDATION OF MN 1600 UNIVERSITY AVE W 300 ST PAUL, MN 55104		501(C)3	CHARITABLE GIFT	260
EQUIPALIFE 5563 PIONEER CREEK DR MAPLE PLAIN, MN 55359		501(C)3	CHARITABLE GIFT	1,000
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433		501(C)3	CHARITABLE GIFT	2,020
Total 				613,860
3a				


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>				
FOLDS OF HONOR 372 FERNDAL RD S WAYZATA, MN 55391		501(C)3	CHARITABLE GIFT	5,850
HARRY SLIMMER FOUNDATION 6600 JANSEN AVE NE ALBERTVILLE, MN 55301		501(C)3	CHARITABLE GIFT	17,510
HIGH SCHOOL FOR RECORDING ARTS 1166 UNIVERSITY AVE ST PAUL, MN 55104		501(C)3	CHARITABLE GIFT	5,260
HUMOR TO FIGHT THE TUMOR 8550 W BRYN MAWR AVE 550 CHICAGO, IL 60631		501(C)3	CHARITABLE GIFT	10,260
INTERNATIONAL MESSENGERS 110 ORCHARD CT CLEAR LAKE, IA 50428		501(C)3	CHARITABLE GIFT	2,500
Total ► 3a				613,860

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>				
IRELAND'S HOPE 8530 EAGLE POINT BLVD 100 LAKE ELMO, MN 55042		501(C)3	CHARITABLE GIFT	780
JARED ALLEN'S HOMES FOR WOUNDED WARRIORS 2025 COULTER BLVD 2W CHANHASSEN, MN 55317		501(C)3	CHARITABLE GIFT	30,185
JUVENILE DIABETES RESEARCH FUND 3001 METRO DR 100 BLOOMINGTON, MN 55425		501(C)3	CHARITABLE GIFT	130
KINGDOM BUILDING LEADERS PO BOX 2714 MONUMENT, CO 80132		501(C)3	CHARITABLE GIFT	6,000
LAURENCIA'S VICTORY 12201 ARMITAGE AVE NW MONTICELLO, MN 55362		501(C)3	CHARITABLE GIFT	480
Total 				613,860
3a				

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>				
LORETTO COMMUNITY ATHLETIC ASSOCIATION PO BOX 221 LORETTO, MN 55357		501(C)3	CHARITABLE GIFT	300
MADA FOUNDATION 200 LOTHENBACH AVE WEST ST PAUL, MN 55118		501(C)3	CHARITABLE GIFT	1,250
MAKE A WISH MINNESOTA 615 FIRST AVE NE 415 MINNEAPOLIS, MN 55413		501(C)3	CHARITABLE GIFT	16,625
MONTICELLO YOUTH HOCKEY PROGRAM 330 E 4TH ST MONTICELLO, MN 55362		501(C)3	CHARITABLE GIFT	100
MATTER 7005 OXFORD ST ST LOUIS PARK, MN 55426		501(C)3	CHARITABLE GIFT	6,250
Total ▶ 3a				613,860

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>				
MIDWEST ANIMAL RESCUE & SERVICES PO BOX 290073 BROOKLYN PARK, MN 55429		501(C)3	CHARITABLE GIFT	1,290
MINNETONKA VILLAGE LITTLE LEAGUE 3717 COUNTY ROAD 101 MINNETONKA, MN 55345		501(C)3	CHARITABLE GIFT	500
MN LAW ENFORCEMENT MEMORIAL ASSOCIATION 614 AQUA CIRCLE LINO LAKES, MN 55014		501(C)3	CHARITABLE GIFT	110
MN OVARIAN CANCER ALLIANCE INC 4604 CHICAGO AVE MINNEAPOLIS, MN 55407		501(C)3	CHARITABLE GIFT	130
MONTICELLO SOCCER CLUB PO BOX 1214 MONTICELLO, MN 55362		501(C)3	CHARITABLE GIFT	3,000
Total 				613,860
3a				

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>				
MOVEMBER FOUNDATION PO BOX 1595 CULVER CITY, CA 90232		501(C)3	CHARITABLE GIFT	6,303
MPMA EDUCATION FOUNDATION 5353 WAYZATA BLVD 350 MINNEAPOLIS, MN 55416		501(C)3	CHARITABLE GIFT	5,000
MUSCULAR DYSTROPHY ASSOCIATION 222 S RIVERSIDE PLAZA 1500 CHICAGO, IL 60606		501(C)3	CHARITABLE GIFT	6,610
NATIONAL MULTIPLE SCLEROSIS SOCIETY 200 12TH AVENUE SOUTH MINNEAPOLIS, MN 55415		501(C)3	CHARITABLE GIFT	6,332
NO STOMACH FOR CANCER INC PO BOX 46070 MADISON, WI 53744		501(C)3	CHARITABLE GIFT	520
Total ► 3a				613,860

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>				
NORTHERN STAR COUNCIL BSA 393 MARSHALL AVE ST PAUL, MN 55102		501(C)3	CHARITABLE GIFT	520
NORTHFIELD AREA FAMILY YMCA 519 DIVISION ST NORTHFIELD, MN 55057		501(C)3	CHARITABLE GIFT	1,000
NORTHWOOD CHURCH 12951 WEAVER LAKE RD MAPLE GROVE, MN 55311		501(C)3	CHARITABLE GIFT	50
PANCREATIC CANCER ACTION NETWORK 1500 ROSECRANS AVE MANHATTAN BEACH, CA 90266		501(C)3	CHARITABLE GIFT	260
PAUL'S PALS 13033 RIDGEDALE DR MINNETONKA, MN 55305		501(C)3	CHARITABLE GIFT	23,100
Total ▶ 3a				613,860

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>				
PET MINNESOTA 10670 LANCASTER LN N MAPLE GROVE, MN 55369		501(C)3	CHARITABLE GIFT	11,700
PHEASANTS FOREVER 1783 BUERKLE CIRCLE ST PAUL, MN 55110		501(C)3	CHARITABLE GIFT	880
PROLIFE ACROSS AMERICA PO BOX 18669 MINNEAPOLIS, MN 55418		501(C)3	CHARITABLE GIFT	1,040
RIDGEVIEW FOUNDATION 490 SOUTH MAPLE ST 110 WACONIA, MN 55387		501(C)3	CHARITABLE GIFT	1,200
RIVERSIDE CHURCH PO BOX 296 MONTICELLO, MN 55362		501(C)3	CHARITABLE GIFT	100,000
Total ▶ 3a				613,860

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>				
ROGERS YOUTH FOOTBALL PO BOX 274 ROGERS, MN 55374		501(C)3	CHARITABLE GIFT	260
ROGERS YOUTH HOCKEY ASSOCIATION PO BOX 35 ROGERS, MN 55374		501(C)3	CHARITABLE GIFT	520
SAVE THE CHILRDEN 501 KINGS HIGHWAY E 400 FAIRFIELD, CT 06825		501(C)3	CHARITABLE GIFT	372
SECOND MILE HAITI 5251 W DESERT FALCON LN TUCSON, AZ 85742		501(C)3	CHARITABLE GIFT	800
SOCIAL VENTURE PARTNERS OF MN 14451 HIGHWAY 7 MINNETONKA, MN 55345		501(C)3	CHARITABLE GIFT	36,000
Total ▶ 3a				613,860

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>				
SOCIETY OF ASIAN SCIENTISTS & ENGINEERS - UNIVERSITY OF MINNESOTA 207 CHURCH STREET SE ROOM 102 MINNEAPOLIS, MN 55455		501(C)3	CHARITABLE GIFT	100
SOUTHEAST TECH FOUNDATION 2320 N CAREET AVE SIOUX FALLS, MN 57107		501(C)3	CHARITABLE GIFT	7,500
SOUTHWEST METRO EDUCATION FOUNDATION 401 E 4TH ST CHASKA, MN 55318		501(C)3	CHARITABLE GIFT	150
SPARKY 4432 CHICAGO AVENUE S MINNEAPOLIS, MN 55407		501(C)3	CHARITABLE GIFT	400
SPECIAL OLYMPICS 100 WASHINGTON AVE S 550 MINNEAPOLIS, MN 55401		501(C)3	CHARITABLE GIFT	1,280
Total ► 3a				613,860

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>				
ST CATHERINE'S UNINIVERSITY 2004 RANDOLPH AVE ST PAUL, MN 55105		501(C)3	CHARITABLE GIFT	1,000
ST JUDE'S CHILDREN RESEARCH HOSPITAL 5353 WAYZATA BLVD 500 ST LOUIS PARK, MN 55416		501(C)3	CHARITABLE GIFT	4,620
SUICIDE AWARENESS VOICE OF EDUCATION 8120 PENN AVE S 470 BLOOMINGTON, MN 55431		501(C)3	CHARITABLE GIFT	1,000
SUNSET HILL ELEMENTARY 13005 SUNSET TRAIL PLYMOUTH, MN 55441		501(C)3	CHARITABLE GIFT	100
SUPPORT THE TROOPS 23453 ARROWHEAD ST NW ST FRANCIS, MN 55070		501(C)3	CHARITABLE GIFT	1,000
Total ▶ 3a				613,860

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>				
SWAN RIVER MONTESSORI SCHOOL 500 MAPLE ST MONTICELLO, MN 55362		501(C)3	CHARITABLE GIFT	11,000
THE BRYAN MCDONOUGH MILITARY HEROES 251 W LAFAYETTE ROAD ST PAUL, MN 55107		501(C)3	CHARITABLE GIFT	250
THE FOOD GROUP 8501 54TH AVE N NEW HOPE, MN 55428		501(C)3	CHARITABLE GIFT	260
THE LEUKEMIA & LYMPHOMA SOCIETY 1711 BROADWAY ST NE MINNEAPOLIS, MN 55413		501(C)3	CHARITABLE GIFT	100
THE SALVATION ARMY 10011 NOBLE PARKWAY BROOKLYN PARK, MN 55443		501(C)3	CHARITABLE GIFT	2,000
Total ▶ 3a				613,860

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>				
TOYS FOR TOTS FOUNDATION 18251 QUANTICO GATEWAY DR TRIANGLE, VA 22172		501(C)3	CHARITABLE GIFT	1,019
TRIPLE H MINIATURE HORSE RESCUE 4747 2ND AVE MANDAN, ND 58554		501(C)3	CHARITABLE GIFT	680
BOY SCOUTS TROOP 299 1124 11 1/2 ST SE ROCHESTER, MN 55904		501(C)3	CHARITABLE GIFT	100
TRUE FRIENDS 10509 108TH ST NW ANNADALE, MN 55302		501(C)3	CHARITABLE GIFT	15,000
SANFORD HEALTH FOUNDATION 101 S REID STREET NO 202 SIOUX FALLS, SD 57103		501(C)3	CHARITABLE GIFT	2,500
Total ▶ 3a				613,860

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>				
WOUNDED WARRIOR PROJECT 4899 BELFORT RD 300 JACKSONVILLE, FL 32256		501(C)3	CHARITABLE GIFT	40
YOUTH WITH A MISSION PO BOX 680647 ORLANDO, FL 32868		501(C)3	CHARITABLE GIFT	4,450
Total ▶ 3a				613,860

TY 2016 Investments Corporate Stock Schedule

Name: BAME FOUNDATION
EIN: 27-4159707

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	4,245	5,536
ABBOTT LABS	3,226	3,226
ABBVIE INC COMPANY	2,549	2,818
AIR PROD & CHEMICAL INC	1,570	1,582
ALTRIA GROUP INC	3,448	4,733
AMBAC FINL GROUP INC COM NEW	4,560	6,750
AMGEN INC	2,753	2,339
ANALOG DEVICES INC	0	0
AUTOMATIC DATA PROCESSING INC	1,366	2,261
BB & T CORP	5,257	6,395
BLACKROCK INC	3,657	4,566
BROOKLINE BANCORP INC NEW	0	0
CANFOR CORP CAD	4,297	3,396
CISCO SYSTEMS INC	21,897	30,220
CISCO SYSTEMS INC	3,869	4,775
COCA COLA CO COM	4,076	3,939
CONVANTA HLDG CORP	3,132	3,120
CROWN CASTLE INTL CORP REIT	3,921	3,991
DEVON ENERGY CORP NEW	31,913	22,835
EMERSON ELECTRIC CO	0	0
EVERMORE GLOBAL VALUUE	42,994	47,294
FASTENAL CO	3,003	3,289
GALLAGHER ARTHUR J & CO	0	0
GENERAL ELECTRIC CO	3,005	3,792
HASBRO INC	1,821	2,567
HOME DEPOT INC	4,014	4,693
ILLINOIS TOOL WORKS INC	1,469	1,592
JOHNSON & JOHNSON COM	4,249	5,069
JP MORGAN CHASE & CO	4,240	6,127
JP MORGAN LARGE CAP GROWTH FUND SELECT	18,074	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KIMBERLY CLARK CORP	1,200	1,484
LEUCADIA NATIONAL CORP	19,054	16,275
LOCKHEED MARTIN CORP	1,979	3,999
LYONDELLBASELL INDUSTRIES N V SHS - A -CL A	2,408	2,573
MAXIM INTEGRATED PRODS INC	2,031	2,468
MEDTRONIC PLC	1,930	1,781
MERCK & CO INC NEW COM	2,528	2,944
MICROSOFT CORP	4,621	7,022
NEXTERA ENERGY INC COM	4,078	4,778
OAKMARK FUND CLASS I	51,698	60,778
OAKMARK INTL FUND CLAS I	51,217	46,816
OCCIDENTAL PETROLEUM CRP	4,041	3,846
PAYCHEX INC	3,600	4,505
PEPSICO INC	5,256	5,545
PFIZER INC	4,157	4,092
PFIZER INC PHILIP MORRIS INTL INC	0	0
PHILIP MORRIS INTL INC	3,442	3,477
PNC FINANCIAL SERVICES GROUP	2,219	3,041
PRICE T ROWE GROUP INC	2,844	2,634
PUBLIC STORAGE REIT	1,202	1,341
QUALCOMM INC	2,612	2,608
REALTY INCOME CORP MN SBI	1,879	1,782
SEARS HOLDINGS CORP	4,124	1,858
SMUCKER J M CO NEW	0	0
SPECTRA ENERGY CORP	3,474	4,849
SUPERIOR INDUS INTL	19,550	26,350
TARGET CORP	3,631	3,395
TEXAS INSTRUMENTS	3,270	3,867
THERD AVENUE VALUE FUND	0	0
VENTAS INC	3,558	4,001

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WEC ENERGY GROUP INC COM	3,604	4,281
WELLTOWER INC REIT	0	0
WEYERHAEUSER CO	14,760	15,045
WINTERGREEN INSTL	16,922	15,080

TY 2016 Investments - Other Schedule**Name:** BAME FOUNDATION**EIN:** 27-4159707

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BAKKEN DRILLING FUND IV	AT COST	432,385	432,385
FIRST EAGLE GLOBAL FUNDS CLASS I	AT COST	57,061	18,993
FIRST EAGLE US VALUE FUND CLASS I	AT COST	19,057	57,854
FPA CRESCENT FUND	AT COST	158,929	156,353
JP MORGAN INCOME BUILDER CLASS SELECT	AT COST	17,581	37,342

TY 2016 Legal Fees Schedule**Name:** BAME FOUNDATION**EIN:** 27-4159707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	222	0		222

TY 2016 Other Expenses Schedule**Name:** BAME FOUNDATION**EIN:** 27-4159707**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	125	0		125
DUES & SUBSCRIPTIONS	25	0		25
OFFICE SUPPLIES	397	0		397
BAKKEN DRILLING FUND III LP EXPENSES & ORDINARY LOSES	8,766	8,766		0
MISCELLANEOUS EXPENSE	1,516	0		1,516
INTEREST EXPENSE	47	47		0
TROOP CARE PACKAGE SUPPLIES & POSTAGE	61,072	0		61,072

TY 2016 Other Professional Fees Schedule**Name:** BAME FOUNDATION**EIN:** 27-4159707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	9,431	9,431		0
PROFESSIONAL FEES	6,300	3,150		3,150

TY 2016 Taxes Schedule**Name:** BAME FOUNDATION**EIN:** 27-4159707

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INCOME TAXES	620	0		0
FOREIGN TAXES	210	210		0

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization BAME FOUNDATION	Employer identification number 27-4159707

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization BAME FOUNDATION	Employer identification number 27-4159707
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ACCOUSTICAL SURFACES INC	\$ 5,150	Person <input checked="" type="checkbox"/>
	123 COLUMBIA COURT N		Payroll <input type="checkbox"/>
	CHASKA, MN55318		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	DS ERICKSON & ASSOCIATES PLLC	\$ 5,200	Person <input checked="" type="checkbox"/>
	920 2ND AVE S 800		Payroll <input type="checkbox"/>
	MINNEAPOLIS, MN 55402		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	JOEL ELFTMANN	\$ 5,500	Person <input checked="" type="checkbox"/>
	900 MENDELSSOHN AVENUE NORTH		Payroll <input type="checkbox"/>
	GOLDEN VALLEY, MN55427		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	RICHARD UIHLEIN	\$ 5,000	Person <input checked="" type="checkbox"/>
	900 MENDELSSOHN AVENUE NORTH		Payroll <input type="checkbox"/>
	GOLDEN VALLEY, MN55427		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

27-4159707

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization BAME FOUNDATION	Employer identification number 27-4159707
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	