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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
SMIKIS FOUNDATION

A Employer identification number
41-1742700

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1660 SHWY 100 PARKDALE PLAZA NO 426

B Telephone number (see instructions)
(952) 512-1165

City or town, state or province, country, and ZIP or foreign postal code
ST LOUIS PARK, MN 55416

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ 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)* ▶$ 17,385,153

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))*

			(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)	304,334			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	105,601	105,601		
	4	Dividends and interest from securities	251,524	251,524		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	451,038			
	b	Gross sales price for all assets on line 6a 1,700,000				
	7	Capital gain net income (from Part IV, line 2)		451,038		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	515,947	-14,151		
	12	**Total.** Add lines 1 through 11	1,628,444	794,012		
Operating and Administrative Expenses	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)				
	b	Accounting fees (attach schedule)	166,222	166,222		0
	c	Other professional fees (attach schedule)				
	17	Interest	7,287	7,287		0
	18	Taxes (attach schedule) (see instructions)	12,932	12,907		25
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	186,441	186,416		25
	25	Contributions, gifts, grants paid	840,500			840,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,026,941	186,416		840,525
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	601,503			
	b	**Net investment income** (if negative, enter -0-)		607,596		
	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	1,174,544	2,833,504	2,833,504
	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)	19,896	19,896	1,166,712
	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)	17,392,389	16,334,932	13,384,937
	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)	18,586,829	19,188,332	17,385,153
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 ▶ ☐ 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	7,674,413	7,674,413	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	10,912,416	11,513,919	
	30	**Total net assets or fund balances** (see instructions)	18,586,829	19,188,332	
	31	**Total liabilities and net assets/fund balances** (see instructions)	18,586,829	19,188,332	

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	18,586,829
2	Enter amount from Part I, line 27a	2	601,503
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	19,188,332
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	19,188,332

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 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			(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 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	451,038
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	821,484	17,050,259	0 048180
2014	733,262	17,072,975	0 042949
2013	672,839	16,012,824	0 042019
2012	605,615	14,339,152	0 042235
2011	628,399	14,283,851	0 043994

2 Total of line 1, column (d)	2	0 219377
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 043875
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	16,871,940
5 Multiply line 4 by line 3	5	740,256
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,076
7 Add lines 5 and 6	7	746,332
8 Enter qualifying distributions from Part XII, line 4	8	840,525

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 ▶ ☐ 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	6,076
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	6,076
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	6,076
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	15,104		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	25,104
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	19,028
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 19,028	**Refunded** ▶		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)?	1b		No
	*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*			
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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JOANNE KLETSCHER Telephone no ▶(952) 512-1165

Located at ▶BROADWAY PLACE RIDGE 3001 BROADWAY ST NE SUITE 640 MINNEAPOLIS MN ZIP+4 ▶55413

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 |

			Yes	No
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?	16		No
	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 ▶			

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 **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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
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?	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? ☐ 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 **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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).*	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

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LUCY B HARTWELL 520 INDIAN MOUND STREET APT 2A WAYZATA, MN 55391	DIRECTOR 0 00	0	0	0

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	**(e)** Expense account, 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 . . . . ▶	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	14,882,254
b	Average of monthly cash balances.			1b	2,246,619
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	17,128,873
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	17,128,873
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	256,933
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	16,871,940
6	**Minimum investment return.** Enter 5% of line 5.			6	843,597

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	843,597
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	6,076		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	6,076
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	837,521
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	837,521
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	837,521

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	840,525
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	840,525
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	6,076
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	834,449

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				837,521
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			839,207	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 840,525				
a Applied to 2015, but not more than line 2a			839,207	
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.				1,318
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 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				836,203
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)	0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

LUCY B HARTWELL
BROADWAY PLACE RIDGE 3001 BROADWAY
ST NE STE 640
MINNEAPOLIS, MN 55413
(952) 512-1165

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

PAST AND PRESENT INFORMATION ABOUT THE APPLICANT, BUDGET, PROJECTIONS, USE OF FUNDS, OTHER FUND RAISING EFFORTS, TAX EXEMPTION LETTER, ETC

c Any submission deadlines

NONE

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

NONE

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				840,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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	105,601	
4 Dividends and interest from securities. . . .			14	251,524	
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.			14	515,947	
8 Gain or (loss) from sales of assets other than inventory			18	451,038	
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		1,324,110	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,324,110

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

****** | 2017-09-06 | ******

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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JOANNE KLETSCHER				P01084498

Firm's name ▶ BURR OAK GROUP INC | Firm's EIN ▶41-1834878

Firm's address ▶ 1660 S HWY 100 PARKDALE 426

ST LOUIS PARK, MN 55416 | Phone no

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

(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)
141 6698 EVERGREEN TAX ADVANTAGED FUND	P	2015-05-31	2016-04-30
253 1457 EVERGREEN LARGE CAP CORE	P	2004-01-27	2016-01-31
239 4412 EVERGREEN LARGE CAP CORE	P	2004-01-27	2016-04-30
31 8877 EVERGREEN SMALLCAP FUND	P	2003-03-31	2016-04-30
17 5432 EVERGREEN SMALLCAP FUND II	P	1998-04-27	2016-04-30
EVERGREEN SMALLCAP FUND	P		
EVERGREEN SMALLCAP FUND	P		
EVERGREEN SMALLCAP FUND	P		
EVERGREEN SMALLCAP FUND II	P		
EVERGREEN SMALLCAP FUND II	P		

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

(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)
500,000		550,421	-50,421
500,000		497,448	2,552
500,000		475,608	24,392
100,000		77,358	22,642
100,000		89,279	10,721
			-6,174
			19,252
			123
			-12,021
			32,063

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	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-50,421
			2,552
			24,392
			22,642
			10,721
			-6,174
			19,252
			123
			-12,021
			32,063

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

(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)
EVERGREEN SMALLCAP FUND II	P		
EVERGREEN TAX ADVANTAGED FUND	P		
EVERGREEN TAX ADVANTAGED FUND	P		
EVERGREEN TAX ADVANTAGED FUND	P		
LARGE CAP CORE	P		
LARGE CAP CORE	P		
POCKET LLC	P		
POCKET LLC	P		
POCKET LLC	P		
POCKET LLC	P		

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

(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)
			4
			-6,503
			77,834
			152
			-28,538
			240,472
			15,906
			22
			45,051
			63,509

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	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4
			-6,503
			77,834
			152
			-28,538
			240,472
			15,906
			22
			45,051
			63,509

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ACES 1115 E HENNEPIN MINNEAPOLIS, MN 55414		PUBLIC CHARITY	IMPROVE PUBLIC EDUCATION	10,000
ASCENSION CATHOLIC SCHOOL 1723 BRYANT AVENUE NORTH MINNEAPOLIS, MN 55411		PUBLIC CHARITY	RELIGIONTEACH CHRISTIAN FAITH	10,000
AUDUBON MINNESOTA 2357 VENTURA DRIVE STE 106 WOODBURY, MN 55125		PUBLIC CHARITY	CONSERVATION	10,000
BANYAN COMMUNITY 2647 BLOOMINGTON AVENUE SOUTH MINNEAPOLIS, MN 55407		PUBLIC CHARITY	TRANSFORM LIVES BY DEVELOPING YOUTH, STRENGTHENING FAMILIES AND CREATING COMMUNITY	5,000
BEACON INTERFAITH HOUSING COLLABORATIVE 2610 UNIVERSITY AVENUE WEST ST PAUL, MN 55114		PUBLIC CHARITY	SOLUTION TO HOMELESSNESS IN COMMUNITIES AND CREATE AFFORDABLE HOUSING	5,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BELL MUSEUM OF NATURAL HISTORY 200 OAK STREET SE STE 500 MINNEAPOLIS, MN 554552020		PUBLIC CHARITY	MUSEUM NATURAL HISTORY	50,000
BELWIN 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN 55416		PUBLIC CHARITY	IN MINNESOTA INSPIRE CONNECTION TO NATURAL WORLD	20,000
BEYOND WALLS 3808 LYNDALE AVE S MINNEAPOLIS, MN 55408		PUBLIC CHARITY	HEALTHY DEVELOPMENTDEVELOP AN INTENSIVE PROGRAM THAT COMBINES SQUASH PLAYING, ACADEMIC TUTORING, AND COMMUNITY SERVICE	5,000
BLAKE-LEARNING WORKS SDS 12-2577 PO BOX 86 MINNEAPOLIS, MN 554862577		PUBLIC CHARITY	EDUCATION	5,000
BOLDER OPTIONS 2100 STEVENS AVENUE MINNEAPOLIS, MN 55404		PUBLIC CHARITY	HEALTHY YOUTH DEVELOPMENT	15,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CENTER FOR VICTIMS OF TORTURE 717 EAST RIVER ROAD MINNEAPOLIS, MN 55455		PUBLIC CHARITY	DIRECT CARE FOR THOSE TORTURED IN U S AND AROUND THE WORLD AND END TORTURE WORLD WIDE	15,000
CHILDREN AND NATURE NETWORK 808 14TH AVENUE SE MINNEAPOLIS, MN 55414		PUBLIC CHARITY	CONNECT ALL CHILDREN, THEIR FAMILIES AND COMMUNITIES TO NATURE THROUGH INNOVATIVE IDEAS	5,000
COLLEGE POSSIBLE 450 N SYNDICATE STREET SUITE 325 ST PAUL, MN 55104		PUBLIC CHARITY	ENABLE COLLEGE CAPABLE LOW INCOME STUDENTS OPPORTUNITY TO ATTEND COLLEGE	25,000
CONSERVATION MINNESOTA 1101 W RIVER PKWY 250 MINNEAPOLIS, MN 55415		PUBLIC CHARITY	CONSERVATION OF LAND AND LAKES	10,000
EDUCATORS 4 EXCELLENCE 333 WEST 39TH STREET SUITE 702 NEW YORK, NY 10018		PUBLIC CHARITY	TEACHER LED ORGANIZATION WORKS TO ENSURE THAT THE VOICES OF THE CLASSROOM TEACHERS INCLUDED IN CREATION OF POLICIES	15,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FAMILY PARTNERSHIP 14 SOUTH EIGHTH STREET MINNEAPOLIS, MN 55404		PUBLIC CHARITY	BUILDING STRONG FAMILIES, VITAL COMMUNITEIS AND BETTER FUTURES FOR CHILDREN	2,500
FIREFLY SISTERHOOD 5775 WAYZATA BOULEVARD SUITE 700 MINNEAPOLIS, MN 55416		PUBLIC CHARITY	CONNECT WOMEN DIAGNOSED WITH BREAST CANCER OFFER SUPPORT AND GUIDANCE AND HOPE	5,000
GLOBAL ACADEMY 4065 CENTRAL AVE NE MINNEAPOLIS, MN 55421		PUBLIC CHARITY	FREE, CHARTERED PUBLIC ELEMENTARY AND MIDDLE SCHOOL SEEKS TO SERVE A DIVERSE GROUP OF STUDENTS	20,000
GLOBAL RIGHTS FOR WOMEN 80 SOUTH 8TH STREET SUITE 4200 MINNEAPOLIS, MN 55402		PUBLIC CHARITY	DEDICATED TO PROMOTING WOMEN'S HUMAN RIGHTS INTERNATIONALLY	5,000
HIAWATHA ACADEMIES 3810 E 56TH STREET MINNEAPOLIS, MN 55417		PUBLIC CHARITY	EMPOWERED WITH KNOWLEDGE, CHARACTER, LEADERSHIP SKILLS TO GRADUATE FROM COLLEGE AND SERVE THE COMMON GOOD	25,000
Total . . . . ▶ 3a				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HOPE COMMUNITY 611 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404		PUBLIC CHARITY	TURNING ABANDONED SPACES INTO HOMES FOR FAMILIES IN NEED	1,500
INNERCITY TENNIS 4005 NICOLLET AVENUE SOUTH MINNEAPOLIS, MN 55409		PUBLIC CHARITY	FOSTER DEVELOPMENT OF CITIZENSHIP SCHOLARSHIP AND FAIR PLAY	1,000
INTERFAITH OUTREACH (GREAT EXPECTAIONS PROGRAM) 1605 COUNTY ROAD 101 NORTH PLYMOUTH, MN 55447		PUBLIC CHARITY	ENCOURAGE YOUTH, FOOD SHELF, NEEDS IN COMMUNITY, FUND HOUSING PROJECTS	5,000
KIPP MINNESOTA 1601 LAUREL AVENUE MINNEAPOLIS, MN 55403		PUBLIC CHARITY	FREE OPEN ENROLLMENT COLLEGE PREPATORY SCHOOLS IN UNDER RESOURCED COMMUNITIES	10,000
LAND TRUST ALLIANCE 1331 H STREET NW SUITE 400 WASHINGTON, DC 200054734		PUBLIC CHARITY	PROMOTES VOLUNTARY LAND CONSERVATION	5,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MD ANDERSON CANCER CENTER 1515 HOLCOMBE BLVD HOUSTON, TX 77030		PUBLIC CHARITY	EXCEPTIONAL RESEARCH AND MEDICAL CARE FOR CANCER PATIENTS	5,000
MANY HANDS 2424 - 18TH AVENUE SOUTH MINNEAPOLIS, MN 554044099		PUBLIC CHARITY	RESTORE HOLY ROSARY AND CENTRO GUADALUPANO BUILDINGS TO PROVIDE SAFE SPACE FOR PEOPLE	5,000
MICROGRANTS 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404		PUBLIC CHARITY	CONNECT AFFLENT WITH LOW INCOME INDIVIDUALS TO HELP BECOME SELF SUFFICIENT	7,000
MINNCAN 287 EAST SIXTH STREET STE 513 ST PAUL, MN 55101		PUBLIC CHARITY	EDUCATION REFORM ADVOCACY	7,500
MINNEAPOLIS COLLEGE PREPARATORY SCHOOL 2131 NORTH 12TH AVENUE MINNEAPOLIS, MN 55411		PUBLIC CHARITY	PREPARATORY EDUCATION	25,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MINNEAPOLIS RECREATION DEVELOPMENT 7220 YORK AVENUE SOUTH - SUITE 610 MINNEAPOLIS, MN 55435		PUBLIC CHARITY	DEDICATED TO SERVING HOMELESS COMMUNITY, VULNERABLE INDIVIDUALS-FOOD ASSISTANCE AND EMERGENCY NEEDS	4,000
MINNESOTA LAND TRUST 2356 UNIVERSITY AVENUE WEST SUITE 240 ST PAUL, MN 55114		PUBLIC CHARITY	PROTECT OPEN SPACE IN MINNESOTA	15,000
MN COMEBACK -MINNEAPOLIS FDN - EDUCATION TRANSFORMATION INITIATIVE FUND 80 SOUTH 8TH STREET SUITE 800 MINNEAPOLIS, MN 55402		PUBLIC CHARITY	COMMITTED TO IMPROVING EDUCATION, ESPECIALLY FOR LOW-INCOME CHILDREN AND CHILDREN OF COLOR	66,000
NONVIOLENT PEACEFORCE 425 OAK GROVE STREET MINNEAPOLIS, MN 55403		PUBLIC CHARITY	SERVES TO PROMOTE DEVELOP AND IMPLEMENT UNARMED CIVILIAN PEACEKEEPING AS A TOOL FOR REDUCING VIOLENCE	2,000
NORTHEAST COLLEGE PREPATORY SCHOOL 2511 TAYLOR STREET NE MINNEAPOLIS, MN 55418		PUBLIC CHARITY	PREPARING EACH STUDENT FOR COLLEGE GRADUATION AND CAREER SUCCESS	50,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NORTHSIDE ACHIEVEMENT ZONE 1200 WEST BROADWAY AVE SUITE 250 MINNEAPOLIS, MN 55411		PUBLIC CHARITY	BUILD CULTURE OF ACHIEVEMENT SO ALL YOUTH GRADUATE COLLEGE READY	75,000
OPPORTUNITY INTERNATIONAL 12625 HIGH BLUFF DRIVE SUITE 111 SAN DIEGO, CA 92130		PUBLIC CHARITY	HELP POOR BREAK CYCLE POVERTY PROVIDE FINANCIAL ASSISTANCE	5,000
PATHWAYS 3115 HENNEPIN AVENUE MINNEAPOLIS, MN 55408		PUBLIC CHARITY	PROVIDE RESOURCES AND SERVICES FOR PEOPLE WITH LIFE-THREATENING ILLNESS	5,000
PLAYWORKS MINNESOTA 1885 UNIVERSITY AVENUE WEST-STE 211 ST PAUL, MN 55104		PUBLIC CHARITY	LEVERAGING THE POWER OF PLAY TO TRANSFORM CHILDREN'S PHYSICAL AND EMOTIONAL HEALTH	6,000
POSITIVE COACHING ALLIANCE 1001 N RENGSTORFF AVE STE 100 MOUNTAIN VIEW, CA 94093		PUBLIC CHARITY	PROVIDE YOUTH ATHLETES A POSITIVE CHARACTER BUILDING YOUTH SPORTS EXPERIENCE	10,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PRODEO ACADEMY 1555 40TH AVENUE NE MINNEAPOLIS, MN 55421		PUBLIC CHARITY	COLLEGE PREPARATORY SCHOOL	5,000
PROJECT FOR PRIDE IN LIVING 1035 EAST FRANKLIN AVENUE MINNEAPOLIS, MN 55404		PUBLIC CHARITY	WORK WITH FAMILIES IN TWIN CITIES METRO TO ACHIEVE GREATER SELF SUFFICIENCY	20,000
STUDENTS FOR EDUCATION REFORM 2446 UNIVERSITY AVENUE WEST-112 ST PAUL, MN 55114		PUBLIC CHARITY	DEVELOPE COLLEGE STUDENTS AND COMMUNITY MEMBERS INTO GRASSROOT ORGANIZERS WHO FIGHT EDUCATION JUSTICE IN COMMUNITIES	5,000
STUDENTS TODAY LEADERS FOREVER 619 SOUTH 10TH STREET SUITE L10 MINNEAPOLIS, MN 55404		PUBLIC CHARITY	REVEAL LEADERSHIP THROUGH SECURE RELATIONSHIPS AND ACTION	5,000
SUMMIT ACADEMY 935 OLSON MEMORIAL HIGHWAY MINNEAPOLIS, MN 55405		PUBLIC CHARITY	EDUCATION AND VOCATIONAL TRAINING ECONOMICALLY DEPRESSED NEIGHBORHOODS	25,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TEACH FOR AMERICA 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018		PUBLIC CHARITY	RECENT COLLEGE GRADS TEACH TO EFFECT CHANGE IN UNDE RESOURCED URBAN AND RURAL AREAS	10,000
TEFSA INTERNATIONAL SCHOOL 1745 UNIVERSITY AVENUE WEST ST PAUL, MN 55104		PUBLIC CHARITY	PROVIDE AN EQUITABLE AND EMPOWERING EDUCATION TO ALL	25,000
THE MASTERY SCHOOL 1300 OLSON MEMORIAL HWY MINNEAPOLIS, MN 55411		PUBLIC CHARITY	EDUCATION	10,000
TREE TRUST 2350 WYCLIFF STREET SUITE 200 ST PAUL, MN 55114		PUBLIC CHARITY	IMPROVE COMMUNITY ENVIRONMENT BY INVESTING IN PEOPLE	4,000
TRUST FOR PUBLIC LAND 2610 UNIVERSITY AVENUE SUITE 300 ST PAUL, MN 55114		PUBLIC CHARITY	LAND CONSERVATION PROGRAM	5,000
Total . . . . ▶ **3a**				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TWIN CITIES RISE 800 WASHINGTON AVENUE NORTH SUITE 203 MINNEAPOLIS, MN 55401		PUBLIC CHARITY	PROVIDE EMPLOYERS IN TWIN CITIES METRO WITH TRAINED MEN FROM COMMUNITIES OF COLOR	30,000
UNIVERSITY OF ST THOMAS LEGAL SERVICES CLINIC 30 SOUTH TENTH STREET MINNEAPOLIS, MN 55403		PUBLIC CHARITY	THOUGHTFUL APPROACH TO CHALLENGES OF CONTEMPORARY LIFE	5,000
VENTURE ACADEMY 315 27TH AVENUE SE/ MINNEAPOLIS, MN 55414		PUBLIC CHARITY	PERSONALIZED LEARNING MODEL TO CLOSE COLLEGE AND CAREER READINESS GAP TO ECONOMICALLY DISADVANTAGED YOUTH	25,000
WILDERNESS INQUIRY 808 - 14TH AVENUE SE MINNEAPOLIS, MN 554141516		PUBLIC CHARITY	HELPS PEOPLE FROM ALL WALKS OF LIFE PERSONALLY EXPERIENCE NATURAL WORLD	2,000
YOUTH FARM AND MARKET PROJECT 128 WEST 33RD STREET - SUITE 2 MINNEAPOLIS, MN 55408		PUBLIC CHARITY	YEAR ROUND FARMING PROGRAMS FOR YOUTH AGES 9-24 PREPARING AND SELLING FOOD GROWN	2,000
Total . . . . ▶ 3a				840,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YOUTH FRONTIERS 6009 EXELSIOR BOULEVARD MINNEAPOLIS, MN 55416		PUBLIC CHARITY	BUILD POSITIVE SCHOOL COMMUNITIES	90,000
Total . . . . ▶ 3a				840,500

TY 2016 Accounting Fees Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	60,354	60,354		0
EVERGREEN SMALLCAP FUND	1,208	1,208		0
EVERGREEN SMALLCAP FUND II	1,134	1,134		0
LARGE CAP CORE I	26,063	26,063		0
POCKET LLC	75,740	75,740		0
EVERGREEN TAX ADVANTAGED FUND	1,723	1,723		0

TY 2016 Investments Corporate Stock Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL MILLS INC.	19,896	1,166,712

TY 2016 Investments - Other Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ML WARBURG PINCUS TRUST	AT COST	67,220	1,467
EVERGREEN SMALLCAP FUND II	AT COST	404,827	485,931
EVERGREEN SMALLCAP FUND	AT COST	382,593	580,922
EVERGREEN LARGE CAP CORE I	AT COST	2,836,891	2,908,699
J P MORGAN U.S. REAL ESTATE INCOME	AT COST	796,218	736,113
INVESCO REAL ESTATE FUND	AT COST	508,659	22,823
J.P. MORGAN REIT	AT COST	83	83
WAYZATA OPPORTUNITY FUND LLC	AT COST	534,579	6,869
WAYZATA OPPORTUNITY FUND LLC II	AT COST	590,520	94,334
WESTLY CAPITAL FUNDS	AT COST	553,980	194,815
EUROPEAN SECONDARY OPPORTUNITIES FUND	AT COST	285,777	200,764
HARRISON STREET REAL ESTATE PARTNERS	AT COST	458,080	177,075
WESTLY CAPITAL FUNDS II	AT COST	450,569	383,159
PINEBRIDGE STRUCTURED CPITAL PARTNERS II	AT COST	899,369	752,545
FUNDAMENTAL PARTNERS MUNICIPAL	AT COST	412,000	318,058
INTERNATIONAL FARMLAND TRUST	AT COST	500,000	388,790
EATON VANCE PARA TX MGD EMG MKT	AT COST	1,950,000	1,661,603
ISHARES MSCI EAFE ETF	AT COST	1,608,506	1,506,753
SIGHTLINE HEALTHCARE OPPORTUNITY	AT COST	180,000	179,606
SPECIAL CREDIT OPPORTUNITIES OFFSHORE	AT COST	453,782	338,420
LARGECAP INDEX	AT COST	1,137,027	1,246,334
ISHARES CORE MSCI EAFE ETF	AT COST	182,854	160,890
FUNDAMENTAL PARTNERS III	AT COST	611,877	642,443
GCM GROSVENOR CO-INVESTMENT	AT COST	529,521	396,441

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TY 2016 Other Income Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	530,098	0	530,098
POCKET LLC	-14,151	-14,151	-14,151

TY 2016 Taxes Schedule

Name: SMIKIS FOUNDATION

EIN: 41-1742700

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MINNESOTA FILING FEE	25	0		25
FOREIGN TAXES	9,217	9,217		0
EVERGREEN LARGECAP CORE	3,641	3,641		0
POCKET LLC	49	49		0

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

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 *www irs gov/form990*

OMB No 1545-0047

2016

Name of the organization	Employer identification number
SMIKIS FOUNDATION	41-1742700

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 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 33 1/3% 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	**Employer identification number**
SMIKIS FOUNDATION	41-1742700

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	CHARITABLE LEAD ANNUITY TRUST 2 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN55416	$ 16,230	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	CHARITABLE LEAD ANNUITY TRUST NO 1 DTD OCTOBER 11 2002 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN55416	$ 173,876	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	LUCY B HARTWELL 1660 S HWY 100 SUITE 426 ST LOUIS PARK, MN55416	$ 114,228	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
SMIKIS FOUNDATION	41-1742700

Part II Noncash Property

(see instructions) Use duplicate copies of Part II if additional space is needed

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	40 UNITS LARGECAP INDEX FUND	$ 114 228	2016-11-30

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
SMIKIS FOUNDATION	41-1742700

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

(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

(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

(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

(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