

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

Name of foundation THE PATCH FOUNDATION		A Employer identification number 41-1873951	
Number and street (or P O box number if mail is not delivered to street address) 3201 RANKIN ROAD		Room/suite	B Telephone number (see instructions) (612) 781-7677
City or town, state or province, country, and ZIP or foreign postal code MINNEAPOLIS, MN 55418		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
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) \$ 9,541,372		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	25	25		
	4 Dividends and interest from securities	145,472	145,472		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	217,079			
	b Gross sales price for all assets on line 6a _____				
		1,213,380			
	7 Capital gain net income (from Part IV, line 2)		198,612		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)				
	12 Total. Add lines 1 through 11	362,576	344,109		
	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)	3,600	1,800		1,800
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	115,556	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	74	0		43
	24 Total operating and administrative expenses. Add lines 13 through 23	119,230	1,800		1,843
	25 Contributions, gifts, grants paid	1,098,000			1,098,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,217,230	1,800		1,099,843
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-854,654			
	b Net investment income (if negative, enter -0-)		342,309		
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	942,867	855,638	855,638
	2	Savings and temporary cash investments	33,465	330,114	330,114
	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)	9,848,667	8,784,593	8,355,620
	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)			
	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)	10,824,999	9,970,345	9,541,372	
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	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	10,824,999	9,970,345	
	30	Total net assets or fund balances (see instructions)	10,824,999	9,970,345	
31	Total liabilities and net assets/fund balances (see instructions) .	10,824,999	9,970,345		

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	10,824,999
2	Enter amount from Part I, line 27a	2	-854,654
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	9,970,345
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	9,970,345

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	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 1,213,380		1,014,768	198,612
b			0
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			198,612
b			0
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	198,612
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	852,325	10,497,691	0 081192
2014	675,925	8,768,762	0 077083
2013	622,900	7,300,472	0 085323
2012	700,875	6,142,529	0 114102
2011	516,025	6,563,116	0 078625

2 Total of line 1, column (d)	2	0 436325
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 087265
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	10,516,420
5 Multiply line 4 by line 3	5	917,715
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,423
7 Add lines 5 and 6	7	921,138
8 Enter qualifying distributions from Part XII, line 4	8	1,099,843

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	3,423
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	3,423
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	3,423
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	15,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	15,000
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,577
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 3,500 Refunded ☐	11	8,077

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)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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)

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 ► THE FOUNDATION Telephone no ► (612) 781-7677			

Located at **►** 3201 RANKIN ROAD MINNEAPOLIS MN ZIP+4 **►** 55418

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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? ☐ 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No 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)	5b		
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? ☐ Yes ☒ No If "Yes" to 6b, file Form 8870	6b		No
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? ☐ Yes ☒ No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
CAROLYN SAMPLE 3201 RANKIN RD MINNEAPOLIS, MN 55418	PRESIDENT 2 00	0	0	0
WILLIAM C PETERSON 6724 99TH AVE NORTH BROOKLYN PARK, MN 55445	DIRECTOR 0 50	0	0	0
ERNEST LINDSTROM-LINDSTROM LAW OFFI 7600 PARKLAWN AVE STE 444 EDINA, MN 55435	DIRECTOR 0 50	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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ☐ Yes ☒ No				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	10,267,683
b	Average of monthly cash balances.	1b	408,886
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,676,569
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	10,676,569
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	160,149
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,516,420
6	Minimum investment return. Enter 5% of line 5.	6	525,821

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	525,821
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,423
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,423
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	522,398
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	522,398
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	522,398

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,099,843
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	1,099,843
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	3,423
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,096,420

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				522,398
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.	190,767			
b From 2012.	397,524			
c From 2013.	260,938			
d From 2014.	251,714			
e From 2015.	442,236			
f Total of lines 3a through e.	1,543,179			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,099,843</u>				
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.				522,398
e Remaining amount distributed out of corpus	577,445			
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	2,120,624			
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).	190,767			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,929,857			
10 Analysis of line 9				
a Excess from 2012.	397,524			
b Excess from 2013.	260,938			
c Excess from 2014.	251,714			
d Excess from 2015.	442,236			
e Excess from 2016.	577,445			

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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 CAROLYN P SAMPLE 3201 RANKIN ROAD NE MINNEAPOLIS, MN 55418 (612) 781-7677	
b The form in which applications should be submitted and information and materials they should include SEE STATEMENT 7	
c Any submission deadlines SEE STATEMENT 7	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors SEE STATEMENT 7	

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	1,098,000
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	25	
4 Dividends and interest from securities. . . .			14	145,472	
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	217,079	
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		362,576	0
13 Total. Add line 12, columns (b), (d), and (e).			13		362,576

(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

**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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name TODD A JACKSON	Preparer's Signature	Date 2017-05-09	Check if self-employed ☐	PTIN P00092672
Firm's name ▶ RSM US LLP				Firm's EIN ▶ 42-0714325
Firm's address ▶ 801 NICOLLET MALL SUITE 1100 MINNEAPOLIS, MN 55402				Phone no (612) 332-4300

Form 990FP 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>				
AMERICAN HEART ASSOCIATION PO BOX 78851 PHOENIX, AZ 85062	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000
AMERICAN LUNG ASSOCIATION PO BOX 7000 ALBERT LEA, MN 56007	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000
ARC GREATER TWIN CITIES 2446 UNIVERSITY AVE W 110 ST PAUL, MN 55114	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
BANYAN COMMUNITY 2529 13TH AVE SO MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
BETHEL UNIVERSITY 3900 BETHEL DR ST PAUL, MN 55112	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
CAMP KNUTSON 11169 WHITEFISH AVENUE CROSSLAKE, MN 56442	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
CARE PO BOX 1870 MERRIFIELD, VA 22116	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
CATHOLIC CHARITIES 1200 SECOND AVENUE SO MINNEAPOLIS, MN 55403	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
CHILDREN'S HOME SOCIETY 1605 EUSTIS STREET ST PAUL, MN 55108	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
COURAGE KENNY REHABILITATION INSTITUTE 3915 GOLDEN VALLEY RD MINNEAPOLIS, MN 55422	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000
COVENANT KIDS CONGO 8303 W HIGGINS ROAD CHICAGO, IL 60631	NONE	PUBLIC CHARITY	RELIGIOUS	50,000
COVENANT RETIREMENT COMMUNITIES OF MN 5800 ST CROIX AVENUE N GOLDEN VALLEY, MN 55422	NONE	PUBLIC CHARITY	RELIGIOUS	10,000
COVENANT WORLD RELIEF 8303 W HIGGINS ROAD CHICAGO, IL 60631	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	150,000
CRISTO REY JESUIT HIGH SCHOOL 2924 4TH AVENUE SOUTH MINNEAPOLIS, MN 55408	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
DOCTORS WITHOUT BORDERS PO BOX 5023 HAGERSTOWN, MD 217415023	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
Total ► 3a				1,098,000

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>				
DUNWOODY COLLEGE OF TECHNOLOGY 818 DUNWOODY BLVD MINNEAPOLIS, MN 55403	NONE	PUBLIC CHARITY	EDUCATIONAL	15,000
EAST SIDE NEIGHBORHOOD SERVICES 1700 SECOND STREET NE MINNEAPOLIS, MN 55413	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	3,000
EVANGELICAL COVENANT CHURCH 8303 W HIGGINS ROAD CHICAGO, IL 60631	NONE	PUBLIC CHARITY	RELIGIOUS	150,000
EXODUS LENDING 2730 E 31ST ST MINNEAPOLIS, MN 55406	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	3,000
FAMILY VALUES FOR LIFE 1280 ARCADE ST ST PAUL, MN 55106	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,000
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	30,000
GREATER MINNEAPOLIS CRISIS NURSERY 4544 4TH AVE SOUTH MINNEAPOLIS, MN 55419	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
HABITAT FOR HUMANITY 3001 4TH ST SE MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000
HENNEPIN TECHNICAL COLLEGE 9000 BROOKLYN BLVD BROOKLYN PARK, MN 55445	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
HOMEWARD BOUND 12805 HIGHWAY 55 STE 400 PLYMOUTH, MN 55441	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
HOUSE OF CHARITY 510 SOUTH EIGHTH STREET MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000
KIWANIS CLUB OF NE MINNEAPOLIS 1612 SECOND ST NE MINNEAPOLIS, MN 554131138	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000
LITTLE BROTHERS FRIENDS OF THE ELDERLY 1845 EAST LAKE STREET MINNEAPOLIS, MN 55407	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000
LITTLE SISTERS OF THE POOR 330 EXCHANGE STREET S ST PAUL, MN 55102	NONE	PUBLIC CHARITY	RELIGIOUS	3,000
LOAVES AND FISHES 1121 JACKSON STREET NE STE 143 MINNEAPOLIS, MN 55413	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	25,000
Total ► 3a				1,098,000

Form 990FP 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 Paid during the year				
MARCH OF DIMES PO BOX 8972 TOPEKA, KS 66608	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	1,000
METRO HOPE MINISTRIES 2739 CEDAR AVENUE SOUTH MINNEAPOLIS, MN 55407	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	30,000
MINNEAPOLIS HEART INSTITUTE FOUNDATION 920 EAST 28TH STREET 100 MINNEAPOLIS, MN 55407	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
MINNESOTA ADULT AND TEEN CHALLENGE 1619 PORTLAND AVENUE SOUTH MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000
NEW LIFE IN CHRIST MINISTRY PO BOX 456 CLEARWATER, MN 55320	NONE	PUBLIC CHARITY	RELIGIOUS	1,000
NORTH HENNEPIN COMMUNITY COLLEGE 7411 85TH AVENUE NORTH BROOKLYN PARK, MN 55445	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
NORTHEAST SENIOR SERVICES 2580 KENZIE TERRACE SUITE 2A ST ANTHONY, MN 55418	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	3,000
OUR SAVIOUR'S COMMUNITY SERVICES 2315 CHICAGO AVE SO MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	2,000
PEOPLE SERVING PEOPLE 614 SOUTH THIRD STREET MINNEAPOLIS, MN 55415	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	25,000
SALEM COVENANT CHURCH 2655 FIFTH STREET NW NEW BRIGHTON, MN 55112	NONE	PUBLIC CHARITY	RELIGIOUS	150,000
SCIENCE WITH A MISSION 602 MASSAPOAG AVE SHARON, MA 02067	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
SECOND HARVEST HEARTLAND 1140 GERVAIS AVENUE ST PAUL, MN 55109	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	40,000
SHARING & CARING HANDS 425 NORTH SEVENTH ST MINNEAPOLIS, MN 55405	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
SIMPSON HOUSING SERVICES 2100 PILSBURY AVE SO MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000
SUNSHINE ACRES CHILDREN'S HOME 3405 NORTH HIGLEY ROAD MESA, AZ 85215	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	7,000
Total ► 3a				1,098,000

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>				
THE GIDEONS INTERNATIONAL PO BOX 403810 ATLANTA, GA 30384	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
THE RICHFIELD SPARTAN FOUNDATION 6638 KNOX AVE S RICHFIELD, MN 55423	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
THE SALVATION ARMY 2445 PRIOR AVENUE NORTH ROSEVILLE, MN 55113	NONE	PUBLIC CHARITY	RELIGIOUS	100,000
TRINITY FIRST LUTHERAN SCHOOL 1115 19TH AVE SO MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
TRUE FRIENDS 10509 108TH ST NW ANNANDALE, MN 55302	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
UNION GOSPEL MISSION 77 NINTH STREET E ST PAUL, MN 55101	NONE	PUBLIC CHARITY	RELIGIOUS	10,000
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET SE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	EDUCATIONAL	50,000
URBAN HOMEWORKS 2015 EMERSON AVE N MINNEAPOLIS, MN 55411	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	5,000
WORLD VISION PO BOX 9716 FEDERAL WAY, WA 980639716	NONE	PUBLIC CHARITY	RELIGIOUS	5,000
Total ► 3a				1,098,000

TY 2016 Accounting Fees Schedule**Name:** THE PATCH FOUNDATION**EIN:** 41-1873951

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,600	1,800		1,800

TY 2016 Investments Corporate Stock Schedule**Name:** THE PATCH FOUNDATION**EIN:** 41-1873951

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MEDTRONIC STOCK	8,620,593	8,120,220
3M	0	0
CHEVRON	164,000	235,400

TY 2016 Other Expenses Schedule**Name:** THE PATCH FOUNDATION**EIN:** 41-1873951**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF MN FILING FEE	25	0		25
STOP PAYMENT FEE	31	0		0
MISCELLANEOUS EXPENSE	18	0		18

TY 2016 Taxes Schedule**Name:** THE PATCH FOUNDATION**EIN:** 41-1873951

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2016 ESTIMATED EXCISE TAX PAID	15,000	0		0
2015 FEDERAL EXCISE TAX PAID	100,556	0		0