

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

Name of foundation THE ROBERT AND CAROL ADAMS FOUNDATION		A Employer identification number 41-1874410	
Number and street (or P O box number if mail is not delivered to street address) 12369 JACK PINE TRAIL		Room/suite	B Telephone number (see instructions) (832) 754-9213
City or town, state or province, country, and ZIP or foreign postal code EDEN PRAIRIE, MN 55347		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
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) \$ 512,343	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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	14,477	13,411	14,477	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	15,360			
	b Gross sales price for all assets on line 6a _____ 206,405				
	7 Capital gain net income (from Part IV, line 2)		3,327		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	29,837	16,738	14,477	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	790			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	618			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	94			
	22 Printing and publications				
	23 Other expenses (attach schedule) 	7,739			
	24 Total operating and administrative expenses. Add lines 13 through 23	9,241	0		0
	25 Contributions, gifts, grants paid	10,600			10,600
	26 Total expenses and disbursements. Add lines 24 and 25	19,841	0		10,600
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	9,996			
	b Net investment income (if negative, enter -0-)		16,738		
				14,477	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	407,943	418,635	485,327		
	c	Investments—corporate bonds (attach schedule)	28,822	28,201	27,016		
	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)	436,765	446,836	512,343			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable.					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)	1,521	1,596			
	23	Total liabilities (add lines 17 through 22)	1,521	1,596			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	435,244	445,240			
	30	Total net assets or fund balances (see instructions)	435,244	445,240			
31	Total liabilities and net assets/fund balances (see instructions) .	436,765	446,836				

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	435,244
2	Enter amount from Part I, line 27a	2	9,996
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	445,240
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	445,240

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			

(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			
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			
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	3,327
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	23,253		
2014	20,781		
2013	18,816		
2012	22,800		
2011	21,328		

2 Total of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	491,134
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	167
7 Add lines 5 and 6	7	167
8 Enter qualifying distributions from Part XII, line 4	8	10,600

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	167
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	167
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	167
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	167
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	167
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	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of EVALINE S BOERSMA Telephone no (832) 754-9213			

Located at **7622 HIGHLAND FARMS ROAD HOUSTON TX** ZIP+4 **77095**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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)? ☐ 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			
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

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
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?	☐ Yes ☒ No	6b
	If "Yes" to 6b, file Form 8870		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?	☐	7b

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
See Additional Data Table				

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

[illegible]

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

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A
Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	498,613
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	498,613
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	498,613
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	7,479
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	491,134
6	Minimum investment return. Enter 5% of line 5.	6	24,557

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	24,557
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	167
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	167
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	24,390
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	24,390
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	24,390

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	10,600
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	10,600
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	167
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,433

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				24,390
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.	21,500			
b From 2012.	23,000			
c From 2013.	19,000			
d From 2014.	21,000			
e From 2015.	23,500			
f Total of lines 3a through e.	108,000			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 10,600				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				10,600
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	13,790			13,790
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	94,210			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	7,710			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	86,500			
10 Analysis of line 9				
a Excess from 2012.	23,000			
b Excess from 2013.	19,000			
c Excess from 2014.	21,000			
d Excess from 2015.	23,500			
e Excess from 2016.				

a 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)

		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 email address of the person to whom applications should be addressed
-
- b The form in which applications should be submitted and information and materials they should include
-
- c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	10,600
b <i>Approved for future payment</i>				
Total			3b	

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					
4 Dividends and interest from securities.					14,477
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					15,360
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).					29,837
13 Total. Add line 12, columns (b), (d), and (e).					29,837

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Print/Type preparer's name BRENT T ANDERSON	Preparer's Signature	Date 2017-05-23	Check if self-employed ☐	PTIN P01239398
Firm's name ▶ PITZL & PITZL PA				Firm's EIN ▶ 26-1476088
Firm's address ▶ 3900 NORTHWOODS DR STE 240 ARDEN HILLS, MN 551125037				Phone no (651) 482-9994

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MARGARET I ADAMS 650 LA LOMA ROAD PASADENA, CA 91105	DIRECTOR 000 00	0	0	0
WILLIAM M ADAMS 7622 HIGHLAND FARMS HOUSTON, TX 77095				
CARL A ADAMS 2006 MINNEHAHA AVE EAST SAINT PAUL, MN 55119	DIRECTOR 000 00	0	0	0
JOHN W ADAMS 14035 OLDFIELD ROAD NORTH STILLWATER, MN 55082				
ANDREW EDSTROM 3470 CABRILLO BLVD LOS ANGELES, CA 90066	DIRECTOR 000 00	0	0	0
KATHERINE SOENS-ADAMS 4480 PARKLAWN AVE APT 207 EDINA, MN 55435				
JULIE HAWKINS 12369 JACK PINE TRAIL EDEN PRAIRIE, MN 55347	DIRECTOR 000 00	0	0	0
EVALINE BOERSMA 7622 HIGHLAND FARMS RD HOUSTON, TX 77095				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CO-OP INC 8929 SOUTH SEPULVEDA BLVD LOS ANGELES, CA 90045	NONE		GENERAL PURPOSE	800
BLACKBURN COLLEGE 700 COLLEGE AVENUE CARLINVILLE, IL 62626	NONE		GENERAL PURPOSE	5,000
YELLOWSTONE ACADEMY 3000 TRULLEY STREET HOUSTON, TX 77004	NONE		GENERAL PURPOSE	800
WE CAN RIDE PO BOX 1102 MINNETONKA, MN 55345	NONE		GENERAL PURPOSE	800
MARY MOON FOUNDATION 13585 FLAGSTAFF AVENUE APPLE VALLEY, MN 55124	NONE		GENERAL PURPOSE	2,400
MOTHERS CLUB FAMILY LEARNING CENTER 980 NORTH FAIR OAKS AVE PASADENA, CA 91103	NONE		GENERAL PURPOSE	400
GRAND PERFORMANCES 350 SOUTH GRAND AVENUE SUITE A-4 LOS ANGELES, CA 90071	NONE		GENERAL PURPOSE	400
Total 				10,600
3a				

TY 2016 Accounting Fees Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	790			

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

TY 2016 Gain/Loss from Sale of Other Assets Schedule

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

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
AMERICAN BEACON GLB EVL FTR MKS INC	2014-06	PURCHASE	2016-07		1,945	2,150			-205	
AVENUE CREDIT STRATEGIES INVESTOR	2014-12	PURCHASE	2016-01		3,443	4,500			-1,057	
BROOKFIELD MORTGAGE OPP FUND	2016-01	PURCHASE	2016-07		7,272	6,906			366	
BROOKFIELD MORTGAGE OPP FUND	2016-01	PURCHASE	2016-07		3,874	3,759			115	
CALAMOS CONVERTIBLE FUND	2009-03	PURCHASE	2016-09		3,281	2,923			358	
CHINA SMALL CAP ETF	2015-04	PURCHASE	2016-03		2,669	4,091			-1,422	
CHINA SMALL CAP ETF	2015-05	PURCHASE	2016-03		4,582	7,042			-2,460	
DEUTSCHE X-TRACKERS MSCI EAFE HEDGE	2015-02	PURCHASE	2016-12		18,332	19,093			-761	
DEUTSCHE X-TRACKERS MSCI EAFE HEDGE	2015-03	PURCHASE	2016-12		16,332	17,207			-875	
DEUTSCHE X-TRACKERS MSCI EAFE HEDGE	2015-03	PURCHASE	2016-12		10,785	11,421			-636	
DEUTSCHE X-TRACKERS MSCI EAFE HEDGE	2015-07	PURCHASE	2016-12		7,631	7,949			-318	
EII REALTY SECRS INTRNL PROP INSTL S	2016-03	PURCHASE	2016-05		7,398	7,000			398	
GOLDMAN SACHS STRATEGIC INCOME I	2013-03	PURCHASE	2016-03		7,943	8,999			-1,056	
GRACO INCORPORATED	1994-03	PURCHASE	2016-12		11,102	356			10,746	
GRACO INCORPORATED	1994-03	PURCHASE	2016-12		11,016	359			10,657	
GUGGENHEIM S&P 500 EQUAL WEIGHT	2014-10	PURCHASE	2016-04		10,024	9,194			830	
LEGG MASON BW ALTERNATIVE CREDIT I	2014-12	PURCHASE	2016-07		4,944	5,485			-541	
NUVEEN MULTI STRAT INCM	2016-01	PURCHASE	2016-07		3,797	3,618			179	
OPPENHEIMER STEELPATH MLP SELECT	2011-09	PURCHASE	2016-03		1,245	1,050			195	
OPPENHEIMER STEELPATH MLP SELECT	2013-03	PURCHASE	2016-03		1,769	1,959			-190	
OPPENHEIMER STEELPATH MLP SELECT	2013-12	PURCHASE	2016-03		1,053	1,303			-250	
OPPENHEIMER STEELPATH MLP SELECT	2011-09	PURCHASE	2016-07		8,640	6,356			2,284	
SCHWAB US MID-CAP ETF	2015-07	PURCHASE	2016-04		454	465			-11	
SCHWAB US MID-CAP ETF	2015-08	PURCHASE	2016-04		9,490	9,000			490	
SOLAR CAPITAL LTD	2013-06	PURCHASE	2016-06		3,786	4,539			-753	
SOLAR CAPITAL LTD	2014-05	PURCHASE	2016-06		2,234	2,508			-274	
SOLAR CAPITAL LTD	2014-05	PURCHASE	2016-06		3,059	3,443			-384	
SOLAR CAPITAL LTD	2015-12	PURCHASE	2016-06		151	135			16	
SOLAR CAPITAL LTD	2015-12	PURCHASE	2016-08		5,851	4,902			949	
TFS MARKET NEUTRAL FUND	2011-06	PURCHASE	2016-03		2,902	3,297			-395	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
TFS MARKET NEUTRAL FUND	2014-12	PURCHASE	2016-03		3,551	4,000			-449	
WASATCH FRONTIER EMRG SM	2013-06	PURCHASE	2016-08		3,402	3,987			-585	
WISDOMTREE EUROPE HEDGED	2015-02	PURCHASE	2016-12		13,584	15,011			-1,427	
WISDOMTREE JAPAN - EDGED	2015-02	PURCHASE	2016-02		5,537	7,038			-1,501	

TY 2016 Investments Corporate Bonds Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO HIGH YIELD FUND 604.951	5,316	5,330
TEMPLETON INCOME TR GLOBAL 1053.922	13,625	12,752
TEMPLETON INCOME TRUST GLOBAL 731.99	9,260	8,850
GNMA P1 208203 65000.00		84

TY 2016 Investments Corporate Stock Schedule

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

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB MONEY MARKET FUND	17,183	17,183
3M COMPANY 171	2,592	30,535
BRIDGEWAY ULTRA SMALL 641.765	9,242	9,286
DFA EMERG MKTS SMALL CAP 559.959	8,891	10,387
LEUTHOLD CORE INVEST. 66.678	1,136	1,221
LONGLEAF PARTNERS FUND 123.472	3,310	3,131
CALAMOS CONVERTIBLE FUND 201.289		
GRACO INCORPORATED 396	1,069	32,904
METROPOLITAN WEST STRAT INC 952.593	7,387	7,640
STEELPATH MLP SELECT 1396.232		
EATON VANCE FLTG RATE FD 1610.425	14,514	14,413
LITMAN MASTER ALT STRATS 716.358	7,381	8,202
TFS MARKET NEUTRAL FUND 474.913		
ANGEL OAK MULTI-INCOME - I 1728.447	20,000	19,376
MET WEST UNCONSTRAINED BOND 1184.1	14,000	13,984
PIMCO LOW DURATION FUND CL D 542.11	5,583	5,340
ANGEL OAK MULTI-INCOME -A 652.617	7,758	7,329
GOLDMAN SACHS STRATEGIC INCOME I 853		
OSTERWEIS STRATEGIC 506.086	6,003	5,673
SOLAR CAPITAL LTD. 779		
DFA INTL SMALL CAP 334.734	6,000	5,781
WASATCH FRONTIER EMERG SM 1298.659		
AMERICAN BEACON GLB EVL 215.368		
AVENUE CREDIT STRATEGIES I 417.827		
FIDELITY NEW INSIGHTS - A 665.206	18,000	17,588
GUGGENHEIM S&P 500 EQU 176	12,544	15,249
LEGG MASON BW ALTERNATI 521.926		
MATTHEWS EMERGING ASIA I 858.434	10,000	11,349
DODGE & COX STOCK FUND 77.592	13,000	14,300
FIDELITY NEW INSIGHT 366.556	9,456	9,879

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB US MID-CAP ETF 241		
DEUTSCHE X-TRACKERS MSCI EAF1094.000	28,655	30,698
WISDOM TREE JAPAN - HEDGED 132		
WISDOM TREE EUROPEAN HEDGED 489	13,076	12,629
WISDOM TREE EUROPE HEDGED 237		
CHINA SMALL CAP ETF 326		
MATTHEWS EMERGING ASIA INVESTOR 335.	4,000	4,427
VANG S-T CORP FD 1226.3710	13,000	13,036
DOUBLELINE TOTAL RETURN 735.7010	8,000	7,813
POWERSHARES PREFERRED 328.000	4,997	4,667
EATON VANCE FLTG RATE FD 495.54	5,000	5,367
NUVEEN MULTI STRAT INCM 969.000	7,417	8,576
ISHARES US HOME CONSTRUCTION 251	6,990	6,897
US GLOBAL JETS ETF 358	9,007	9,977
OPPENHIMER STEELPATH MLP 1371.308	13,000	13,055
ISHARES CURRENCY HEDGED MSCI 2801.00	73,241	73,879
MFS INTERNATIONAL VALUE 169.1200	6,000	6,180
DFA GLOBAL REAL ESTATE 640.405	7,300	6,660
SPDR GOLD TRUST 189.00	23,903	20,716

TY 2016 Other Expenses Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT MANAGEMENT FEE	6,143			
INVESTMENT MANAGEMENT FEE	1,596			

TY 2016 Other Liabilities Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Description	Beginning of Year - Book Value	End of Year - Book Value
MANAGEMENT FEE PAYABLE	1,521	1,596

TY 2016 Taxes Schedule

Name: THE ROBERT AND CAROL ADAMS
FOUNDATION

EIN: 41-1874410

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	346			
STATE REGISTRATION	25			
2015 990PF FEDERAL TAXES	247			