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

Name of foundation ARCHIE D AND BERTHA H WALKER FOUNDATION		A Employer identification number 41-6022758	
Number and street (or P O box number if mail is not delivered to street address) 23505 SMITHTOWN RD 260		Room/suite	B Telephone number (see instructions) (952) 380-1350
City or town, state or province, country, and ZIP or foreign postal code EXCELSIOR, MN 55331		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) \$ 7,109,658	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	913	913		
	4 Dividends and interest from securities	163,549	163,549		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	446,392			
	b Gross sales price for all assets on line 6a _____				
	_____ 1,236,031				
	7 Capital gain net income (from Part IV, line 2)		446,392		
	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)	3,909			
	12 Total. Add lines 1 through 11	614,763	610,854		
	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)	44,503			44,503
	c Other professional fees (attach schedule)	97,364	59,189		38,175
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,598	3,487		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	7,500			7,500
	21 Travel, conferences, and meetings	21,165			21,165
	22 Printing and publications	2,648			2,648
	23 Other expenses (attach schedule)	3,634	541		3,093
	24 Total operating and administrative expenses. Add lines 13 through 23	186,412	63,217		117,084
	25 Contributions, gifts, grants paid	286,115			286,115
	26 Total expenses and disbursements. Add lines 24 and 25 _____	472,527	63,217		403,199
	27 Subtract line 26 from line 12 _____				
	a Excess of revenue over expenses and disbursements _____	142,236			
	b Net investment income (if negative, enter -0-) _____		547,637		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing		3,195	3,195		
	2	Savings and temporary cash investments	225,098	393,626	393,626		
	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)	1,995,634	1,978,665	1,978,665		
	b	Investments—corporate stock (attach schedule)	4,563,059	4,652,683	4,652,683		
	c	Investments—corporate bonds (attach schedule)	200,711	50,475	50,475		
	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 ▶ _____)	26,022	31,014	31,014			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,010,524	7,109,658	7,109,658			
Liabilities	17	Accounts payable and accrued expenses	18,679	14,718			
	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 ▶ _____)	11,502	25			
	23	Total liabilities (add lines 17 through 22)	30,181	14,743			
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	6,980,343	7,094,915			
	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					
30	Total net assets or fund balances (see instructions)	6,980,343	7,094,915				
31	Total liabilities and net assets/fund balances (see instructions) .	7,010,524	7,109,658				

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 6,980,343
2	Enter amount from Part I, line 27a	2 142,236
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 7,122,579
5	Decreases not included in line 2 (itemize) ▶ _____	5 27,664
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 7,094,915

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 WELLS FARGO 3600 ST SUMMARY	P		
b WELLS FARGO 3600 LT SUMMARY	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 99,627		91,657	7,970
b 1,136,404		697,982	438,422
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			7,970
b			438,422
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	446,392
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	7,970

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	357,610	7,152,209	0 050000
2014	366,217	7,159,942	0 051148
2013	391,049	6,616,972	0 059098
2012	381,307	6,218,651	0 061317
2011	347,491	6,090,833	0 057051

2 Total of line 1, column (d)	2	0 278614
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 055723
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,086,254
5 Multiply line 4 by line 3	5	394,867
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,476
7 Add lines 5 and 6	7	400,343
8 Enter qualifying distributions from Part XII, line 4	8	403,199

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	5,476
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	5,476
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,476
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,500
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	8,500
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	3,024
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 3,024 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) ☐ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► NANCY HAUSER Telephone no ► (952) 380-1350			

Located at ► 23505 SMITHTOWN RD STE 260 EXCELSIOR MN

ZIP+4 ► 55331

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?	16	Yes	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.**

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		
	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		
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)? ☐ 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	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No	7b		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No			

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	6,846,000
b	Average of monthly cash balances.	1b	348,166
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,194,166
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	7,194,166
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	107,912
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,086,254
6	Minimum investment return. Enter 5% of line 5.	6	354,313

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	354,313
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	5,476
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,476
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	348,837
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	348,837
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	348,837

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	403,199
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	403,199
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	5,476
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	397,723

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				348,837
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.	47,913			
b From 2012.	78,208			
c From 2013.	70,141			
d From 2014.	19,329			
e From 2015.	84,662			
f Total of lines 3a through e.	300,253			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 403,199				
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.				348,837
e Remaining amount distributed out of corpus	54,362			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	354,615			
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).	47,913			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a.	306,702			
10 Analysis of line 9				
a Excess from 2012.	78,208			
b Excess from 2013.	70,141			
c Excess from 2014.	19,329			
d Excess from 2015.	84,662			
e Excess from 2016.	54,362			

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 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	286,115
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

- | | | |
|---|----|----|
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | 1c | No |
|---|----|----|

[illegible]

- 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 ERIK R DOERR CPA	Preparer's Signature	Date 2017-05-10	Check if self-employed ☐	PTIN P01237030
Firm's name ▶ ENESTVEDT & CHRISTENSEN LLP				Firm's EIN ▶ 41-1652701
Firm's address ▶ 200 HIGHWAY 13 W STE 200 BURNSVILLE, MN 553372549				Phone no (952) 894-7880

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
JAMES HERON 9 POCAHONTAS TRAIL MEDFORD, NJ 08055	PRESIDENT 5 00	0	0	0
LUCINDA WALKER 214 OLD BARN PO BOX 487 BROWNSVILLE, VT 05037				
JOSEPH C WALKER 4830 CHICAGO AVE S APT 10 MINNEAPOLIS, MN 55417	VICE PRES 5 00	0	0	0
JULIA GILMORE PO BOX 82 BLUE HILL, ME 04614				
NANCY HAUSER 23505 SMITHTOWN RD STE 260 EXCELSIOR, MN 55331	TREASURER 5 00	0	0	0
JOAN SCHOEPEKE 23505 SMITHTOWN RD STE 260 EXCELSIOR, MN 55331				
TERI MOTLEY 6 CARY ST NAHANT, MA 01908	ASST TREASU 5 00	0	0	0
HARRIET FITTS 38 NELSON AVE PROVINCETOWN, MA 02657				
OWEN GILMORE 800 JEFFERSON ST APT 7C HOBOKEN, NJ 07030	ASST SECRET 5 00	0	0	0
HERBERT MOTLEY 6 CARY ST NAHANT, MA 01908				
JULIA LAMB 10006 CROSS CREEK BLVD 438 TAMPA, FL 33647	TRUSTEE 3 00	0	0	0
DANA MCCANNEL 645 COMMERCIAL ST PROVINCETOWN, MA 02657				
PETER MONEY 214 OLD BARN PO BOX 487 BROWNSVILLE, VT 05037	TRUSTEE 3 00	0	0	0
NAA KOSHIE MILLS 1285 ATLANTIC AVE APT 1 BROOKLYN, NY 11216				
CHRISTIAN WEST 1285 ATLANTIC AVE APT 1 BROOKLYN, NY 11216	TRUSTEE 3 00	0	0	0
WILLIAM FITTS 38 NELSON AVE PROVINCETOWN, MA 02657				

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 Paid during the year				
ARTICULTURE 2613 E FRANKLIN AVE MINNEAPOLIS, MN 55406	UNRELATED		CHARITABLE	5,000
CANTUS 1201 S MARQUETTE AVE 100 MINNEAPOLIS, MN 55403	UNRELATED		CHARITABLE	5,000
THE COPPER STREET BRASS QUINTET 511 GROVELAND AVE MINNEAPOLIS, MN 55403	UNRELATED		CHARITABLE	5,000
FLYING FOOT FORUM 3105 GARFIELD AVE MINNEAPOLIS, MN 55408	UNRELATED		CHARITABLE	5,000
GREATER TWIN CITIES YOUTH SYMPHONIE 408 ST PETER ST 300 ST PAUL, MN 55102	UNRELATED		CHARITABLE	5,000
THE PARK THEATER COMPANY 2840 CAVELL AVE S ST LOUIS PARK, MN 55426	UNRELATED		CHARITABLE	5,000
ZORONGO FLAMENCO THEATERSCHOOL 3012 MINEHAHA AVE MINNEAPOLIS, MN 55406	UNRELATED		CHARITABLE	5,000
DIVISION OF INDIAN WORK 1001 E LAKE ST MINNEAPOLIS, MN 55407	UNRELATED		CHARITABLE	5,000
HOUSE OF CHARITY 510 S 8TH ST MINNEAPOLIS, MN 55404	UNRELATED		CHARITABLE	5,000
MINNEAPOLIS PATHWAYS INC 3115 HENNEPIN AVE MINNEAPOLIS, MN 55408	UNRELATED		CHARITABLE	5,000
ST DAVID'S CENTER 3395 PLYMOUTH RD MINNETONKA, MN 55305	UNRELATED		CHARITABLE	5,000
VOLUNTEERS OF AMERICA - MN & WI 7625 METRO BLVD MINNEAPOLIS, MN 55439	UNRELATED		CHARITABLE	5,000
YOUTH SERVICES BUREAU 7064 W POINT DOUGLAS RD STE 201 COTTAGE GROVE, MN 55016	UNRELATED		CHARITABLE	5,000
FINE ARTS WORK CTR IN PROVINCETOWN 24 PEARL ST PROVINCETOWN, MA 02657	UNRELATED		CHARITABLE	12,500
FRIENDS OF THE HENNEPIN CTY LIBRARY 300 NICOLLET MALL MINNEAPOLIS, MN 55401	UNRELATED		CHARITABLE	8,000
Total ►				286,115
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST CROIX RIVER ASSOCIATION 230 S WASHINGTON ST 1 ST CROIX FALLS, WI 54024	UNRELATED		CHARITABLE	5,000
ACLU OF MINNESOTA FOUNDATION 2300 MYRTLE AVE 180 ST PAUL, MN 55114	UNRELATED		CHARITABLE	5,000
BRIDGING 201 W 87TH ST BLOOMINGTON, MN 55420	UNRELATED		CHARITABLE	5,000
CHILDREN'S LAW CENTER OF MINNESOTA 450 SYNDICATE ST N 315 ST PAUL, MN 55104	UNRELATED		CHARITABLE	5,000
CONFLICT RESOLUTION CENTER 2101 HENNEPIN AVE 100 MINNEAPOLIS, MN 55405	UNRELATED		CHARITABLE	5,000
RS EDEN 1931 W BROADWAY AVE 101 MINNEAPOLIS, MN 55411	UNRELATED		CHARITABLE	5,000
VOICES FOR RACIAL JUSTICE 2525 E FRANKLIN AVE 301 MINNEAPOLIS, MN 55406	UNRELATED		CHARITABLE	5,000
GRANTS UNDER 5000 23505 SMOHTOWN RD 260 EXCELSIOR, MN 55331	UNRELATED		CHARITABLE	165,615
Total ► 3a				286,115

TY 2016 Accounting Fees Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	30,153			30,153
AUDIT & TAX PREP FEES	14,350			14,350

TY 2016 Investments Corporate Bonds Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Name of Bond	End of Year Book Value	End of Year Fair Market Value
APPLE INC	50,475	50,475
OCCIDENTAL PETROLEUM		

TY 2016 Investments Corporate Stock Schedule

Name:
ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN:
41-6022758

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC	180,966	180,966
CHECK POINT SOFTWARE TECH COM	186,657	186,657
JOHNSON CONTROLS INTERNATIONAL PLC	157,964	157,964
MEDTRONIC, PLC	169,527	169,527
NOVARTIS AG - ADR	182,464	182,464
ECOLAB INC	181,105	181,105
EXPEDITORS INTL WASH INC	175,562	175,562
FASTENAL CO	195,907	195,907
FEDEX CORPORATION	180,614	180,614
GRAINGER W W INC	197,413	197,413
ILLINOIS TOOL WORKS INC	192,875	192,875
SHERWIN WILLIAMS CO	184,087	184,087
CVS HEALTH CORPORATION	196,880	196,880
PROCTER & GAMBLE CO	187,919	187,919
WAL MART STORES INC	191,808	191,808
FRANKLIN RESOURCES INC	175,735	175,735
COGNIZANT TECH SOLUTIONS CRP COM	189,101	189,101
MICROSOFT CORP	209,101	209,101
QUALCOMM INC	177,670	177,670
VISA INC	197,781	197,781
BARD C R INC	181,975	181,975
DANAHER CORP	186,816	186,816
JOHNSON & JOHNSON	181,456	181,456
STRYKER CORP	207,870	207,870
THERMO FISHER SCIENTIFIC INC	183,430	183,430
AUTO DATA PROCESSING INC		
JOHNSON CONTROLS INC		
ORACLE CORP		
CORPORATE STOCKS - FMV ADJUST		

TY 2016 Investments Government Obligations Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

**US Government Securities - End
of Year Book Value:**

849,512

**US Government Securities - End
of Year Fair Market Value:**

849,512

**State & Local Government
Securities - End of Year Book
Value:**

1,129,153

**State & Local Government
Securities - End of Year Fair
Market Value:**

1,129,153

TY 2016 Other Assets Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INT & DIVIDENDS RECEIVABLE	26,022	24,081	24,081
2014 IRS PENALTY & INT RECEIVABLE		3,909	3,909
PREPAID EXCISE TAXES		3,024	3,024

TY 2016 Other Decreases Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Description	Amount
UNREALIZED GAINS/LOSSES	27,664

TY 2016 Other Expenses Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES AND SUBSCRIPTIONS	2,275			2,275
OFFICE EXPENSES	793			793
BANK FEES	541	541		
MN FILING FEE	25			25

TY 2016 Other Income Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
2014 IRS PENALTY & INT REFUND	3,909		

TY 2016 Other Liabilities Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Description	Beginning of Year - Book Value	End of Year - Book Value
CHECKS IN EXCESS OF CASH BALANCE	11,502	
MN FILING FEE		25

TY 2016 Other Professional Fees Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	38,175			38,175
LEGAL & INVESTMENT FEES	59,189	59,189		

TY 2016 Taxes Schedule

Name: ARCHIE D AND BERTHA H WALKER
FOUNDATION

EIN: 41-6022758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	6,111			
FOREIGN TAXES PAID	3,487	3,487		