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EXTENDED TO NOVEMBER 15, 2018

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Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

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Name of foundation

A Employer identification number

RODMAN FOUNDATION

23-7025570

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number

651-228-0935

30 EAST SEVENTH STREET, SUITE 2000

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

City or town, state or province, country, and ZIP or foreign postal code

ST PAUL, MN 55101-4930

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

\$ 7,114,075. (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).)

(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			N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	168,364.	125,704.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	331,961.			STATEMENT 1
	b	Gross sales price for all assets on line 6a	1,186,079.			
	7	Capital gain net income (from Part IV, line 2)		463,531.		
	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)				
	11	Other income	219,576.	109,507.		STATEMENT 3
	12	Total. Add lines 1 through 11	719,901.	698,742.		
	13	Compensation of officers, directors, trustees, etc.	20,000.	0.		20,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	352.	0.		352.
	b	Accounting fees STMT 5	33,353.	3,626.		28,227.
	c	Other professional fees				
	17	Interest		11,379.		
	18	Taxes STMT 6	11,039.	4,632.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	25.	40,464.		25.
	24	Total operating and administrative expenses. Add lines 13 through 23	64,769.	60,101.		48,604.
	25	Contributions, gifts, grants paid	95,000.			91,500.
	26	Total expenses and disbursements. Add lines 24 and 25	159,769.	60,101.		140,104.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	560,132.			
	b	Net investment income (if negative, enter -0-)		638,641.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	3,485,328.	3,466,237.	4,415,373.
	c Investments - corporate bonds STMT 10	1,110,775.	1,410,002.	1,437,829.
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	587,859.	902,285.	1,260,873.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,183,962.	5,778,524.	7,114,075.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	5,183,962.	5,778,524.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	5,183,962.	5,778,524.	
	31 Total liabilities and net assets/fund balances	5,183,962.	5,778,524.	

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	5,183,962.
2 Enter amount from Part I, line 27a	2	560,132.
3 Other increases not included in line 2 (itemize) ▶ NONMARKETABLE GAIN - CPOF II	3	54,500.
4 Add lines 1, 2, and 3	4	5,798,594.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	20,070.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,778,524.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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				
b SEE ATTACHED STATEMENTS				
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			
b			
c			
d			
e 1,186,079.		722,548.	463,531.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			463,531.

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	463,531.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the 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))
2016	162,525.	5,259,461.	.030901
2015	264,391.	6,043,187.	.043750
2014	277,080.	6,338,393.	.043715
2013	422,098.	5,906,855.	.071459
2012	492,613.	5,467,918.	.090092

2 Total of line 1, column (d)	2	.279917
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.055983
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	6,489,373.
5 Multiply line 4 by line 3	5	363,295.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,386.
7 Add lines 5 and 6	7	369,681.
8 Enter qualifying distributions from Part XII, line 4	8	140,104.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	12,773.
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	12,773.
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	12,773.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	9,500.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	9,400.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	18,900.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
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	6,127.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 6,127. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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.		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► FIDUCIARY COUNSELLING, INC Telephone no. ► 651-228-0935 Located at ► 30 E. 7TH ST, STE 2000, ST. PAUL, MN ZIP+4 ► 55101-4930		
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	N/A
16 At any time during calendar year 2017, 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ►	.1b	X
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 2017?	1c	X
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2017 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 2017.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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 2017?	4b	X

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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	5,647,635.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	940,561.
d	Total (add lines 1a, b, and c)	1d	6,588,196.
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	6,588,196.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,823.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,489,373.
6	Minimum investment return. Enter 5% of line 5	6	324,469.

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	324,469.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	12,773.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,773.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	311,696.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	311,696.
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	311,696.

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	140,104.
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	140,104.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,104.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				311,696.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013	141,288.			
c From 2014	6,973.			
d From 2015				
e From 2016				
f Total of lines 3a through e	148,261.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 140,104.				
a Applied to 2016, 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 2017 distributable amount				140,104.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	148,261.			148,261.
6 Enter the net total of each column as indicated below				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				23,331.
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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED				95,000.
Total			3a	95,000.
b Approved for future payment				
NONE				
Total			3b	0.

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RODMAN FOUNDATION

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b WASH SALE ADJUSTMENTS		P	VARIOUS	VARIOUS
c WASH SALES BOOK TO TAX ADJUSTMENT		P	VARIOUS	VARIOUS
d LONG TERM DISTRIBUTION BOOK TO TAX DIFFERENCE		P		
e LONG TERM DISTRIBUTION BOOK TO TAX DIFFERENCE		P		
f SHORT TERM CAPITAL GAIN DISTRIBUTION		P		
g LTCG THRU SONEN GLOBAL SUSTAINABLE REAL ASSETS (D		P		
h SEC 1231 THRU SONEN GLOBAL SUSTAINABLE REAL ASSET		P		
i LTCG THRU SPELL CAPITAL MEZZANINE		P		
j SEC 1231 GAIN THRU SPELL CAPITAL MEZZANINE		P		
k STCG THRU SIT OPPORTUNITY BOND FUND		P		
l LTCG THRU SIT OPPORTUNITY BOND FUND		P		
m SEC 1231 GAIN THRU CPOF II		P		
n STCG THRU CPOF II		P		
o LTCG THRU CPOF II		P		

(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 847,716.		701,303.	146,413.
b 688.			688.
c 162.			162.
d 165,699.			165,699.
e 15,969.			15,969.
f 19,235.		19,235.	0.
g 253.			253.
h		14.	-14.
i			0.
j		13.	-13.
k		303.	-303.
l 801.			801.
m 146.			146.
n 384.			384.
o 59,845.			59,845.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			146,413.
b			688.
c			162.
d			165,699.
e			15,969.
f			0.
g			253.
h			-14.
i			0.
j			-13.
k			-303.
l			801.
m			146.
n			384.
o			59,845.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

RODMAN FOUNDATION

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	SEC 1256 LOSS THRU CPOF II	P		
b	SEC 1231 LOSS THRU CPOF III	P		
c	STCG THRU CPOF III	P		
d	LTCG THRU CPOF III	P		
e	SEC 1256 LOSS THRU CPOF III	P		
f	SEC 1231 LOSS THRU CPOF IV	P		
g	STCG THRU CPOF IV	P		
h	LTCG THRU CPOF IV	P		
i	SEC 1256 LOSS THRU CPOF IV	P		
j	SEC 1231 GAIN THRU CPOF V	P		
k	STCG THRU CPOF V	P		
l	LTCG THRU CPOF V	P		
m	SEC 1256 LOSS THRU CPOF V	P		
n	STCL THRU COF	P		
o	STCG THRU COF	P		

(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		82.	-82.
b		138.	-138.
c	215.		215.
d	39,624.		39,624.
e		521.	-521.
f		10.	-10.
g	2,452.		2,452.
h	22,989.		22,989.
i		263.	-263.
j	1,091.		1,091.
k	519.		519.
l	1,538.		1,538.
m		64.	-64.
n		539.	-539.
o	6,753.		6,753.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-82.
b			-138.
c			215.
d			39,624.
e			-521.
f			-10.
g			2,452.
h			22,989.
i			-263.
j			1,091.
k			519.
l			1,538.
m			-64.
n			-539.
o			6,753.

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 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). If (loss), enter "-0-" in Part I, line 8 }	3	

RODMAN FOUNDATION

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	SEC 1256 LOSS THRU COF	P		
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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		63.	- 63.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			- 63.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	463,531.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
847,716.	701,377.	0.	0.	146,339.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALE ADJUSTMENTS			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
688.	0.	0.	0.	688.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALES BOOK TO TAX ADJUSTMENT			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
162.	162.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM DISTRIBUTION BOOK TO TAX DIFFERENCE			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
165,699.	0.	0.	0.	165,699.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM DISTRIBUTION BOOK TO TAX DIFFERENCE			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
15,969.	15,969.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAIN DISTRIBUTION			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
19,235.	0.	0.	0.	19,235.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LTCG THRU SONEN GLOBAL SUSTAINABLE REAL ASSETS (DE) FEEDER FUND			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
253.	253.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SEC 1231 THRU SONEN GLOBAL SUSTAINABLE REAL ASSETS (DE) FEEDER FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
LTCG THRU SPELL CAPITAL MEZZANINE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SEC 1231 GAIN THRU SPELL CAPITAL MEZZANINE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STCG THRU SIT OPPORTUNITY BOND FUND			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
LTCG THRU SIT OPPORTUNITY BOND FUND	801.	801.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
SEC 1231 GAIN THRU CPOF II	146.	146.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
STCG THRU CPOF II	384.	384.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
LTCG THRU CPOF II	59,845.	59,845.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
SEC 1256 LOSS THRU CPOF II	0.	0.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
SEC 1231 LOSS THRU CPOF III	0.	0.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
STCG THRU CPOF III	215.	215.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	(E) DEPREC.	DATE ACQUIRED	(F) GAIN OR LOSS	DATE SOLD
LTCG THRU CPOF III	39,624.	39,624.	0.		0.		0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
SEC 1256 LOSS THRU CPOF III	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
SEC 1231 LOSS THRU CPOF IV	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
STCG THRU CPOF IV	2,452.	2,452.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
LTCG THRU CPOF IV	22,989.	22,989.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
SEC 1256 LOSS THRU CPOF IV	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
SEC 1231 GAIN THRU CPOF V	1,091.	1,091.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
STCG THRU CPOF V	519.	519.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	(F) GAIN OR LOSS
LTCG THRU CPOF V	1,538.	1,538.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC 1256 LOSS THRU CPOF V	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
STCL THRU COF	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
STCG THRU COF	6,753.	6,753.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC 1256 LOSS THRU COF	0.	0.	0.		0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						331,961.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DIVIDENDS	155,830.	0.	155,830.	113,170.		
INTEREST	12,534.	0.	12,534.	12,534.		
TO PART I, LINE 4	168,364.	0.	168,364.	125,704.		

FORM 990-PF	OTHER INCOME		STATEMENT		3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
PARTNERSHIP INCOME	215,269.	0.			
2016 FEDERAL EXCISE REFUND	3,479.	0.			
2016 FEDERAL EXCISE REFUND - MILL RUN FDN	589.	0.			
2016 FEDERAL UBTI REFUND	239.	0.			
THRU CPOF II, #20-2825162	0.	0.			
ORDINARY INCOME	0.	1,089.			
NET RENTAL INCOME/LOSS	0.	221.			
OTHER NET RENTAL INCOME	0.	45.			
INTEREST INCOME	0.	1,072.			
ORDINARY DIVIDENDS	0.	2,417.			
OTHER PORTFOLIO INCOME	0.	1,023.			
CANCELLATION OF DEBT INCOME	0.	17.			
OTHER INCOME/LOSS	0.	131.			
LESS: UBTI INCOME	0.	-1,436.			
CPOF III, #26-2251284	0.	0.			
ORDINARY INCOME	0.	30.			
NET RENTAL INCOME/LOSS	0.	-73.			
OTHER RENTAL REAL ESTATE INCOME/LOSS	0.	-33.			
INTEREST INCOME	0.	1,325.			
DIVIDENDS	0.	2,104.			
ROYALTY	0.	4.			
OTHER PORTFOLIO INCOME	0.	4,285.			
CANCELLATION OF DEBT INCOME	0.	175.			
OTHER INCOME/LOSS	0.	2,301.			
PLUS: UBTI LOSS	0.	4.			
THRU CPOF IV, 45-2978316	0.	0.			
ORDINARY INCOME	0.	-836.			
NET RENTAL INCOME/LOSS	0.	-1.			
INTEREST INCOME	0.	1,506.			
DIVIDENDS	0.	1,227.			

ROYALTIES	0.	3.
OTHER PORTFOLIO INCOME	0.	5,475.
CANCELLATION OF DEBT INCOME	0.	92.
OTHER INCOME/LOSS	0.	247.
PLUS: UBTI LOSS	0.	215.
THRU CPOF V #46-5036194	0.	0.
ORDINARY INCOME	0.	-1,132.
NET RENTAL INCOME/LOSS	0.	3.
INTEREST INCOME	0.	938.
DIVIDENDS	0.	95.
ROYALTIES	0.	39.
OTHER PORTFOLIO INCOME	0.	3,280.
INVOLUNTARY CONVERSIONS	0.	-1.
CANCELLATION OF DEBT INCOME	0.	39.
OTHER INCOME/LOSS	0.	858.
PLUS: UBTI LOSS	0.	2,122.
THRU SPELL CAPITAL MEZZANINE, 37-1661465	0.	0.
ORDINARY INCOME	0.	-4,693.
INTEREST INCOME	0.	57,309.
ORDINARY DIVIDENDS	0.	333.
CANCELLATION OF DEBT INCOME	0.	4,059.
PLUS: UBTI LOSS	0.	4,693.
THRU SIT OPPORTUNITY BOND FUND, 41-1966452	0.	0.
INTEREST INCOME	0.	544.
DIVIDENDS	0.	16,576.
SONEN GLOBAL SUSTAINABLE REAL ASSETS (DELEWARE) FEEDER FUND, 46-5160855	0.	0.
ORDINARY INCOME	0.	47.
NET RENTAL INCOME/LOSS	0.	-1,451.
INTEREST INCOME	0.	30.
ORDINARY DIVIDENDS	0.	158.
OTHER PORTFOLIO INCOME	0.	-28.
PLUS: UBTI LOSS	0.	272.
THRU SPELL CAPITAL MEZZANINE II, 35-2600658	0.	0.
ORDINARY BUSINESS INCOME	0.	68.
INTEREST INCOME	0.	43.
THRU CLEARWATER OPPORTUNITY FUND, 82-2233098	0.	0.
INTEREST INCOME	0.	1.
DIVIDENDS	0.	1,230.
OTHER PORTFOLIO INCOME	0.	1,027.
OTHER INCOME/LOSS	0.	487.
LESS: UBTI INCOME	0.	-68.
TOTAL TO FORM 990-PF, PART I, LINE 11	219,576.	109,507.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	352.	0.		352.	
TO FM 990-PF, PG 1, LN 16A	352.	0.		352.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING & TAX SERVICE	33,353.	3,626.		28,227.	
TO FORM 990-PF, PG 1, LN 16B	33,353.	3,626.		28,227.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN WITHHELD	0.	4,344.		0.	
2016 FEDERAL EXCISE TAX EXTENSION	1,300.	0.		0.	
2017 FEDERAL EXCISE TAX	3,479.	0.		0.	
2017 FEDERAL EXCISE TAX SECOND QUARTER	2,600.	0.		0.	
2017 FEDERAL EXCISE TAX THIRD QUARTER	2,600.	0.		0.	
2017 FEDERAL EXCISE TAX FOURTH QUARTER	821.	0.		0.	
2015 FEDERAL UBTI TAX	239.	0.		0.	
FOREIGN TAXES THRU CPOF II	0.	107.		0.	
FOREIGN TAXES THRU CPOF III	0.	110.		0.	
FOREIGN TAXES THRU CPOF IV	0.	11.		0.	
FOREIGN TAXES THRU COF	0.	60.		0.	
TO FORM 990-PF, PG 1, LN 18	11,039.	4,632.		0.	

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEE	25.	0.		25.
THRU CPOF II	0.	0.		0.
SEC. 179	0.	9.		0.
SEC. 59 E (2)	0.	45.		0.
PORTFOLIO DEDUCTIONS	0.	6,916.		0.
PORTFOLIO DEDUCTIONS	0.	13.		0.
OTHER DEDUCTIONS	0.	330.		0.
THRU CPOF III	0.	0.		0.
SEC. 179	0.	1.		0.
ROYALTY DEDUCTIONS	0.	4.		0.
SEC. 59 E (2)	0.	313.		0.
PORTFOLIO DEDUCTIONS	0.	4,017.		0.
PORTFOLIO DEDUCTIONS	0.	18.		0.
OTHER DEDUCTIONS	0.	1,064.		0.
THRU CPOF IV	0.	0.		0.
SEC. 179	0.	2.		0.
ROYALTY DEDUCTIONS	0.	2.		0.
SEC. 59 E (2)	0.	111.		0.
PORTFOLIO DEDUCTIONS	0.	6,008.		0.
PORTFOLIO DEDUCTIONS	0.	22.		0.
OTHER DEDUCTIONS	0.	210.		0.
THRU SPELL CAPITAL MEZZANINE PARTNERS	0.	0.		0.
SEC. 179	0.	215.		0.
PORTFOLIO DEDUCTIONS	0.	6,296.		0.
THRU SIT OPPORTUNITY BOND FUND	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	1,468.		0.
THRU CPOF V	0.	0.		0.
ROYALTY DEDUCTIONS	0.	53.		0.
SEC. 59 E (2)	0.	1,880.		0.
PORTFOLIO DEDUCTIONS	0.	5,687.		0.
PORTFOLIO DEDUCTIONS	0.	4.		0.
OTHER DEDUCTIONS	0.	441.		0.
THRU SONEN GLOBAL SUSTAINABLE REAL ASSETS (DELEWARE) FEEDER FUND	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	4,489.		0.
OTHER DEDUCTIONS	0.	6.		0.
THRU SPELL CAPITAL MEZZANINE PARTNERS SBIC II	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	-60.		0.
THRU COF	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	900.		0.
TO FORM 990-PF, PG 1, LN 23	25.	40,464.		25.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION		AMOUNT	
OTHER ADJUSTMENTS		20,069.	
ROUNDING		1.	
TOTAL TO FORM 990-PF, PART III, LINE 5		20,070.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
FIDELITY CLEARING	-1,849.	-1,849.	
FIDELITY CASH RESERVES	44,465.	44,465.	
JP MORGAN ALERIAN MLP INDEX ETN	212,017.	180,066.	
OAKMARK SELECT FD	121,552.	229,670.	
SELECTED AMERICAN SHARES CL D	88,289.	105,969.	
VANGUARD 500 INDEX FD ADM SHS	83,192.	160,566.	
VANGUARD PRIMECAP CORE FD	108,424.	234,884.	
CLEARWATER SMALL COMPANIES FUND	789,975.	773,493.	
AMERICAN EUROPACIFIC GR CL F2	134,238.	310,346.	
DODGE & COX INTL STOCK FD	240,316.	313,532.	
TEMPLETON INST FOREIGN SM COS	154,760.	317,023.	
VANGUARD INTL VALUE FUND	66,973.	86,880.	
AQR EMERGING MULTI STYLE FUND CL R6	294,919.	410,345.	
PARAMETRIC T-M EMERGING MKTS INSTL	292,995.	416,641.	
PIMCO ALL ASSET INST CLASS	227,659.	239,098.	
THIRD AVENUE FOCUSED CREDIT INSTL	138,428.	20,050.	
WILLIAM BLAIR MACRO ALLOCATION FUND	229,432.	228,010.	
THIRD AVENUE REAL ESTATE	240,452.	346,184.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,466,237.	4,415,373.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
DOUBLELINE TOTAL RETURN BOND FD	211,621.	203,132.	
LOOMIS SAYLES BOND INSTL	188,653.	197,189.	
PIMCO EMERGING MARKETS BOND FD	196,256.	200,154.	
SIT OPPORTUNITY BOND FUND, LLC	342,674.	369,979.	
SIT US GOVT SECURITIES FD	278,562.	277,683.	
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	192,236.	189,692.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,410,002.	1,437,829.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLEARWATER OPPORTUNITY FUND LLLP	COST	300,000.	300,089.
CLEARWATER PRIV OPP FD III	COST	63,586.	195,080.
CLEARWATER PRIV OPP FD IV	COST	163,500.	235,570.
CLEARWATER PRIV OPP FD V	COST	165,000.	183,804.
SONEN GLOBAL SUSTAINABLE REAL ASSETS (DE) FEEDER FOUN	COST	71,775.	134,232.
SPELL CAPITAL MEZZANINE PARTNERS SBIC II, LP	COST	6,000.	6,000.
SPELL CAPITAL MEZZANINE PARTNERS SBIC LP	COST	132,424.	206,098.
TOTAL TO FORM 990-PF, PART II, LINE 13		902,285.	1,260,873.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
E. RODMAN TITCOMB, JR. 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/TREASURER 1.00	5,000.	0.	0.
BRUCE L. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/SECRETARY 1.00	5,000.	0.	0.
DANIEL C. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/VICE PRESIDENT 1.00	5,000.	0.	0.
FREDERICK W. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/PRESIDENT 1.00	5,000.	0.	0.
EDWARD R. TITCOMB (DECEASED 2011)	0.00	0.	0.	0.

JULIE C. TITCOMB (DECEASED 2010)

0.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

20,000.

0.

0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 13

GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

GRANTEE'S ADDRESS30 EAST SEVENTH STREET, SUITE 2000
ST. PAUL, MN 55101-4930

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
3,500.	11/20/17	3,500.	04/06/18

PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANT-MAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

DATES OF REPORTS BY GRANTEE

04/06/18

ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER THE PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

EDWARD R. TITCOMB (DECEASED 2011)

JULIE C. TITCOMB (DECEASED 2010)