Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
ROLES FAMILY FOUNDATION

A Employer identification number
26-1584011

Number and street (or P O box number if mail is not delivered to street address)
19500 TOWERING OAKS TRAIL

Room/suite

B Telephone number (see instructions)
(952) 201-1467

City or town, state or province, country, and ZIP or foreign postal code
PRIOR LAKE, MN 55372

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)*▶$ 4,121,675

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)	247,534			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	19,585	19,585		
	4	Dividends and interest from securities	57,992	57,992		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	24,258			
	b	Gross sales price for all assets on line 6a 515,542				
	7	Capital gain net income (from Part IV, line 2)		24,258		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	349,369	101,835		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,155	578		577
	c	Other professional fees (attach schedule)	31,283	31,283		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	8,439	1,361		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	25	0		25
	24	**Total operating and administrative expenses.** Add lines 13 through 23	40,902	33,222		602
	25	Contributions, gifts, grants paid	148,476			148,476
	26	**Total expenses and disbursements.** Add lines 24 and 25	189,378	33,222		149,078
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	159,991			
	b	**Net investment income** (if negative, enter -0-)		68,613		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	100,333	82,502	82,502
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)	200,069	189,608	186,523
b	Investments—corporate stock (attach schedule)	2,098,730	2,101,810	2,561,421
c	Investments—corporate bonds (attach schedule)	353,811	364,471	364,253
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	59,913	71,722	74,256
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	800,000	800,000	852,720
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,612,856	3,610,113	4,121,675
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	3,612,856	3,610,113	
30	**Total net assets or fund balances** (see instructions)	3,612,856	3,610,113	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,612,856	3,610,113	

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	3,612,856
2	Enter amount from Part I, line 27a	2	159,991
3	Other increases not included in line 2 (itemize) ▶	3	2,320
4	Add lines 1, 2, and 3	4	3,775,167
5	Decreases not included in line 2 (itemize) ▶	5	165,054
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,610,113

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b	WASH SALE DISALLOWED			
c	CASH IN LIEU	P		
d	CAPITAL GAINS DIVIDENDS	P		
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	515,296		490,558	24,738
b			709	-709
c	19		17	2
d	227			227
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				24,738
b				-709
c				2
d				227
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	24,258
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))
2016	153,174	3,459,021	0 044282
2015	146,531	2,921,230	0 050161
2014	110,843	3,070,901	0 036095
2013	99,637	2,136,302	0 046640
2012	139,912	1,782,569	0 078489

2 Total of line 1, column (d)	2	0 255667
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 051133
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,840,294
5 Multiply line 4 by line 3	5	196,366
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	686
7 Add lines 5 and 6	7	197,052
8 Enter qualifying distributions from Part XII, line 4	8	149,078

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	1,372
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	1,372
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	1,372
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5,842		
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	0		
7	Total credits and payments Add lines 6a through 6d.			7	5,842
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	4,470
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 4,470	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THOMAS M ROLES Telephone no ▶(952) 201-1467

Located at ▶19500 TOWERING OAKS TRAIL PRIOR LAKE MN ZIP+4 ▶55372

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____	☐ Yes ☑ 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).		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 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).*		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 2017?		4b		No

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS M ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN 55372	PRESIDENT/TREASURER 1 00	0	0	0
KARI L ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN 55372	VICE PRESIDENT 0 50	0	0	0
LISA M TONN C/O 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN 55121	SECRETARY 1 00	0	0	0
KRISTI A BLEE C/O 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN 55121	DIRECTOR 0 50	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000. . . . . ▶				0

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,955,528
b	Average of monthly cash balances.	1b	90,528
c	Fair market value of all other assets (see instructions).	1c	852,720
d	**Total** (add lines 1a, b, and c).	1d	3,898,776
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	3,898,776
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	58,482
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,840,294
6	**Minimum investment return.** Enter 5% of line 5.	6	192,015

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	192,015
2a	Tax on investment income for 2017 from Part VI, line 5. 2a 1,372		
b	Income tax for 2017 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	1,372
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	190,643
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	190,643
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	190,643

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	149,078
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	149,078
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	149,078

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7					190,643
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2017					
a From 2012.	38,526				
b From 2013.	4,986				
c From 2014.					
d From 2015.	1,054				
e From 2016.					
f **Total** of lines 3a through e.		44,566			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 149,078					
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.					149,078
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))*		41,565			41,565
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,001			
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 instructions				0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)		0			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a		3,001			
10 Analysis of line 9					
a Excess from 2013.	1,947				
b Excess from 2014.					
c Excess from 2015.	1,054				
d Excess from 2016.					
e Excess from 2017.					

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 2017, 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) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
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))

See Additional Data Table

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				148,476
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	19,585	
4 Dividends and interest from securities. . . .			14	57,992	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	24,258	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		101,835	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 101,835

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2018-11-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

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

Form 990PF Part XV Line 1a - 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).

THOMAS M ROLES
KARI L ROLES

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AFRICAN CHILDREN TODAY PO BOX 390123 EDINA, MN 55439	NONE	PC	PROGRAM SUPPORT	12,360
AMERICAN NATIONAL RED CROSS 431 18TH ST NW WASHINGTON, DC 20006	NONE	PC	PROGRAM SUPPORT	10,000
BEST BUDDIES 100 SOUTHEAST SECOND STREET SUITE 2200 MIAMI, FL 33131	NONE	PC	PROGRAM SUPPORT	2,000
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
COURAGE KENNY PO BOX 43 INTERNATIONAL ZIP 10890 MINNEAPOLIS, MN 55440	NONE	PC	WHEELCHAIR BASKETBALL PROGRAM SUPPORT	5,000
FEED MY STARVING CHILDREN 990 LONE OAK ROAD EAGAN, MN 55121	NONE	PC	PROGRAM SUPPORT	20,000
FRASER2400 WEST 64TH STREET MINNEAPOLIS, MN 55423	NONE	PC	PROGRAM SUPPORT OF SCHOOL & AUTISM	7,500
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HOPE KIDSPO BOX 240721 APPLE VALLEY, MN 55124	NONE	PC	PROGRAM SUPPORT	10,000
HUNT OF A LIFETIMEPO BOX 241 HARBORCREEK, PA 16421	NONE	PC	PROGRAM SUPPORT	7,500
IAVA IRAQ & IRAN VETS 119 WEST 40TH S 19TH FLOOR NEW YORK, NY 10018	NONE	PC	PROGRAM SUPPORT	7,500
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
IFHF FALLEN HEROES FUND ONE INTREPID SQUARE W 46TH STREET 12TH AVE NEW YORK, NY 10036	NONE	PC	PROGRAM SUPPORT	7,500
ISD 1963455 153RD ST W ROSEMOUNT, MN 55068	NONE	PC	PROGRAM SUPPORT	1,000
NAVY SEAL FOUNDATION 1619 D STREET VIRGINIA BEACH, VA 23459	NONE	PC	PROGRAM SUPPORT	7,500
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PANDAS NETWORK 655 OAK GROVE AVENUE 1373 MENLO PARK, CA 94026	NONE	PC	PROGRAM SUPPORT	3,000
ST DAVID'S CENTER3395 PLYMOUTH RD MINNETONKA, MN 55305	NONE	PC	PROGRAM SUPPORT	12,500
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	PC	PROGRAM SUPPORT	10,000
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TOYS FOR TOTS 18251 QUANTICO GATEWAY DRIVE TRIANGLE, VA 22172	NONE	PC	PROGRAM SUPPORT	2,616
TRANSVERSE MYELITIS KIDS 1787 SUTTER PKWY POWELL, OH 430658806	NONE	PC	PROGRAM SUPPORT	12,000
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD SUITE 300 JACKSONVILLE, FL 32556	NONE	PC	PROGRAM SUPPORT	500
Total . . . . ▶ **3a**				148,476

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YELLOW RIBBON20185 HOLYOKE AVE LAKEVILLE, MN 55044	NONE	PC	PROGRAM SUPPORT	10,000
Total . . . . ▶ 3a				148,476

TY 2017 Accounting Fees Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	1,155	578		577

TY 2017 Investments Corporate Bonds Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AFLAC INC NOTE CALL MAKE WHOLE 3.62500%	12,417	12,552
AMAZON COM INC BOND CALL MAKE WHOLE	10,573	10,562
CISCO SYS INC NOTE CALL MAKE WHOLE	12,000	12,023
JPMORGAN CHASE & CO NOTE 3.30000%	15,073	15,118
TARGET CORP SR GLBL BD 3.50000%	15,326	15,638
AMERICAN HONDA FIN CORP MTN 2.25000%	25,370	25,038
APPLE INC NOTE CALL MAKE WHOLE 2.4000%	25,152	24,743
AT&T BROADBAND CORP NOTE 9.45500%	13,941	14,372
BLACKROCK INC NOTE CALL MAKE WHOLE	10,670	10,394
BLACKROCK INC SRGLBL NT 6.25000%	15,694	15,550
BOEING CO NOTE CALL MAKE WHOLE 1.65000%	25,129	24,663
CISCO SYS INC SRNT 2.90000%03/04/2021	15,018	15,273
DEERE JOHN CAP CORP MTNSBE3.90000%	18,596	18,853
INTEL CORP NOTE 03.30000%10/01/2021	19,240	19,704
INTERNATIONAL BUSINESS MACHS 8.37500%	17,734	17,786
JPMORGAN CHASE & CO SRNT 6.00000%	18,031	18,025
MICROSOFT CORP NOTE CALL MAKE WHOLE	20,711	20,147
ORACLE CORP NOTE CALL MAKE WHOLE	19,752	20,032
PEPSICO INC NOTE CALL MAKE WHOLE	16,228	15,976
TOYOTA MOTOR CRED FR 2.00000%10/24/2018	20,022	20,025

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WAL-MART STORES INC SRNT 5.80000%	7,039	7,031
WELLS FARGO & CO NEW NOTE 4.48000%	10,755	10,748

TY 2017 Investments Corporate Stock Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALPHABET INC CAP STK CL A	364	1,046
AMERICAN INTL GROUP INC COM NEW	1,771	1,728
BROADRIDGE FINANCIAL SOLUTIONS LLC	7,118	8,515
CARDINAL HEALTH INC	4,124	3,554
CLP HOLDINGS LTD ADR EACH REP 1 HKD5	2,730	2,690
CVS HEALTH CORP COM	7,059	6,308
DOWDUPONT INC COM	6,565	7,834
ENBRIDGE INC COM ISIN #CA29250N1050	4,362	4,107
EXPEDIA INC DEL COM NEW	7,655	7,426
FACEBOOK INC COM USD 0.000006 CL A	2,973	3,000
JONES LANG LASALLE INC	2,205	2,681
LENNAR CORP CL B	76	103
MELLANOX TECHNOLOGIES LTD COM STK	1,775	2,265
NOVA-NORDISK A S ADR	9,890	10,841
NOVARTIS A G SPONSORED ADR	1,539	1,511
PROCTOR AND GAMBLE CO COM	6,689	6,799
TAPESTRY INC COM	7,458	8,625
ACADIA HEALTHCARE COMPANY INC COM	3,857	2,415
AES CORP	7,034	6,530
AIA GROUP LTD SPONSORED ADR ISIN	5,191	7,435
AKZO NOBEL NV SPONSORED ADR ISIN	7,792	9,236
ALIBABA GROUP HLDG LTD	3,912	8,622
ALIGN TECHNOLOGY INC COM ISIN ALGN	932	2,888
ALKERMES PLC SHS ALKS	3,161	3,339
ALPHABET INC CAP STK CL A	8,530	16,854
AMADEUS IT GROUP S A ADS	4,607	6,929
AMBEV SA SPONSORED ADR	1,440	1,537
AMERICAN CAMPUS CMNTYS INC	5,433	5,498
AMG RIVER ROAD LONG SHORT CLASS I	39,768	43,895
AMPHENOL CORP CL A	5,986	10,360

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANSYS INC ANSS	2,383	3,837
APPLE INC	56,691	164,830
APPLE INC	9,402	19,969
APTARGROUP INC ATR	1,972	2,416
AQR STYLE PREMIA ALTERNATIVE LV FD I	53,096	53,699
ARTISAN PARTNERS ASSET MGMT INC COM APAM	2,453	2,291
AT&T INC COM	5,610	5,988
BAKER HUGHES INC	7,535	5,537
BANKUNITED INC COM USD0.01 ISIN BKU	3,246	3,665
BARCLAYS PLC ADR-EACH CV INTO	6,802	7,358
BARON EMERGING MARKETS FUND INSTL	93,757	115,565
BAYER AG SPON ADR-EACH REPR 1 ORDNPV	9,704	9,491
BERKSHIRE HATHAWAY INC DEL CL B NEW	5,193	8,127
BJ'S RESTAURANTS INC	3,149	2,548
BLACKBAUD INC BLKB	2,671	4,158
BNP PARIBAS SPONSORED ADR	7,289	8,858
BOOZ ALLEN HAMILTON HLDG CORP CL A	4,072	4,881
BP PLC SPONSORED ADR	8,266	10,676
BRAMBLES LTD SPON ADR EA REPR 2 ORD	6,726	6,474
BT GROUP PLC ADR	2,706	1,421
BURLINGTON STORES INC COM ISIN BURL	2,604	5,659
CALLON PETROLEUM CORP	3,943	3,912
CARTER INC FORMERLY CARTER HLDG INC TO	3,241	3,877
CATALENT INC COM CTLT	3,471	4,847
CAVCO INDS INC DEL	2,454	4,120
CELGENE CORP	8,173	7,513
CHEVRON CORP NEW	11,045	12,769
CHUBB LIMITED COM NPV ISIN #CH0044328745	5,524	7,453
CISCO SYS INC COM	10,061	13,903
CITIGROUP INC COM NEW	9,712	14,063

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COGNEX CORP COM CGNX	2,076	5,749
COGNIZANT TECH SOLUTIONS CORP	7,338	9,801
COMCAST CORP NEW CL A	5,575	7,169
CORESITE REALTY CORP COM USD0.01	3,963	3,987
CORNING INC	5,598	8,189
COSTAR GROUP INC COM ISIN #US22160N1090 CSGP	4,040	5,939
CRACKER BARREL OLD CTRY STORE COM	5,483	6,514
CYPRESS SEMICONDUCTR CORP	6,750	9,053
DAIKIN INDS LTD ADR ISIN #US23381B1061	6,932	10,417
DANONE ADR-EA CNV INTO 1/5 EUR0.25(CBK)	5,284	6,451
DEUTSCHE TELEKOM AG SPONSORED ADR	2,293	2,310
DOLLAR TREE INC COM ISIN	10,374	15,345
DORMAN PRODS INC COM DORM	3,247	3,791
DOUBLELINE TOTAL RETURN BOND FD CL I	214,115	209,722
DRIEHAUS ACTIVE INCOME FUND	95,000	87,486
DRIL QUIP INC DRQ	2,046	1,288
EAGLE MATERIALS INC	3,246	3,739
EASTERLY GOVT PPTYS INC COM	3,440	3,735
ECOLAB INC	7,339	8,990
ENI SPA ADR EACH REP 2 ORD EURI(MGT)	4,256	4,713
EXPONENT INC EXPO	3,982	5,688
FACEBOOK INC COM USD0.000006 CL A	14,512	44,997
FASTENAL CO	6,145	7,875
FEDEX CORP COM	3,811	5,739
FIVE BELOW INC COM ISIN #US33829M1018 FIVE	2,170	3,847
GARDNER DENVER HLDGS INC COM	3,773	5,463
GARTNER INC COM IT	5,353	7,143
GEA GROUP AG SPON ADR EACH REPR 1ORD	6,558	7,447
GENERAL ELECTRIC CO	12,573	7,905
GILEAD SCIENCES INC	9,874	8,740

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GLACIER BANCORP INC NEW COM ISIN GBCI	2,690	3,348
GRACO INC	2,305	3,798
HDFC BANK LTD ADS EACH REPR 3 INR10(MGT)	5,419	9,150
HITACHI LTDADR 10 COM	2,988	3,663
HORIZON GLOBAL CORP COM	2,192	1,612
ICU MED INC COM ISIN #US44930G1076 SEDOL ICUI	2,680	5,400
IDEXX LABS CORP IDXX	1,678	3,128
IMPAX LABORATORIES INC	2,345	1,881
INTEL CORP	5,128	7,247
INTERCONTINENTAL EXCHANGE INC COM	6,536	8,749
INTESA SANPAOLO S P A SPON ADR ISIN	4,655	5,508
INVESCO LTD SHS	3,738	4,312
JAMES RIVER GROUP HOLDINGS COM USD	3,544	3,601
JOHNSON CONTROLS INTERNATIONAL PLC COM	6,207	5,526
JPMORGAN CHASE & CO	8,777	14,330
K2M GROUP HLDGS INC COM	2,083	1,764
KBC GROUP NV ADR	5,860	7,514
KDDI CORP ADR	5,051	4,855
KIMCO REALTY CORP (MOVED FROM DELAWARE)	3,264	2,468
KONINKLIJKE PHILIPS N V NY REG SH NEW	6,475	8,203
KUBOTA CORP ADR-EACH CNV INTO 5 ORD NPV	7,311	9,317
LINCOLN ELECTRIC HOLDINGS LECO	2,758	3,846
LITHIA MOTORS INC CL A	3,260	3,862
LOGMEIN INC COM	5,145	4,924
LOREAL ADR EACH REP 1/5 ORD EUR0.20	4,479	5,330
LVMH MOET HENNESSY VUITTON SE ADR EACH	4,776	7,779
MARKETAXESS HLDGS INC COM ISIN MKTX	4,691	8,675
MASTERCARD INC CL A	6,592	11,352
MATADOR RESOURCES COMPANY COM USD0.01	3,085	3,580
MAXIM INTEGRATED PRODS INC	5,369	7,842

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MAXIMUS INC COM ISIN #US5779331041 SEDOL	7,691	9,950
MEDTRONIC PLC	3,126	3,069
MERCK& CO INC NEW COM	10,039	9,453
METLIFE INC COM	6,972	7,584
MICHAELS COS INC COM	3,462	3,241
MICROSOFT CORP	10,912	34,216
MICROSOFT CORP	6,449	10,949
MID AMER APT CMNTYS INC COM	2,602	3,218
MIDDLEBY CORP	6,034	8,367
MIDDLEBY CORP MIDD	2,982	3,509
MITSUBISHI UFJ FINL GROUP INC SPONSORED	5,234	6,209
NESTLE S A SPONSORED ADR ISIN	9,640	11,007
NEW YORK COMMUNITY BANCORP	4,892	4,075
NORDSON CORP COM ISIN #US6556631025 NDSN	2,797	4,831
NOVO-NORDISKA SADR	9,640	11,915
OGE ENERGY CORP HOLDING CO	3,031	3,225
PENTAIR PLC COM	5,065	5,508
PEPSICO INC	5,664	6,955
PEPSICO INC	5,981	7,555
PHILLIPS 66 COM	7,731	9,812
PHYSICIANS REALTY TRUST COM	4,313	4,120
PINNACLE FINL PARTNERS INC	2,996	3,182
POLARIS INDS INC	3,061	4,216
POOL CORP COM	2,363	2,852
PORTLAND GEN ELEC CO COM NEW	3,291	3,829
POWER INTEGRATIONS INC POWI	2,032	2,942
PREMIER INC CL A	3,036	2,656
PRICELINE GROUP INC THE	12,265	15,640
PRICESMART INC PSMT	4,828	4,649
PROASSURANCE CORP PRA	3,407	3,943

Name of Stock	End of Year Book Value	End of Year Fair Market Value
QEP RESOURCES INC COM QEP	2,671	1,349
QUAKER CHEM CORP COM ISIN #US7473161070 KWR	1,870	3,468
RBC BEARINGS INC ROLL	3,310	5,562
RECKITT BENCKISER GROUP PLC SPONSORED	5,078	5,092
REGAL ENTERTAINMENT GROUP	4,397	5,269
RELX NV ADR REP 1 SHS EUR0.07	5,630	8,167
RIO TINTO ADR EACH REP 1 ORD	9,325	11,380
RITCHIE BROS AUCTIONEERS COM ISIN RBA	3,616	3,622
RIVERPARK STRATEGIC INCOME FUND INSTL	199,780	190,377
ROCHE HLDG LTD SPONSORED ADR ISIN	10,406	9,549
ROYAL DUTCH SHELL ADR EA REP 2 CL A	4,299	5,470
RPM INTL INC FORMERLY RPM INC OHIO TO RPM	7,063	7,234
SCHLUMBERGER LIMITED COM USD0.01	8,430	7,548
SCHNEIDER ELECTRIC SE ADR ISIN	7,810	9,156
SCHNEIDER NATIONAL INC CL B	3,185	4,084
SCHWAB STRATEGIC TR US REIT ETF	27,416	27,947
SEAGATE TECHNOLOGY PLC COM	3,430	3,766
SEVEN &I HOLDINGS CO LTD UNSP ADR EACH	3,159	3,201
SHERWIN WILLIAMS CO	8,614	13,531
SIGNATURE BK NEW YORK N Y COM ISIN SBNY	5,308	5,216
SILICON LABORATORIES INC OC COM	3,128	3,620
SILVERPEPPER MERGER ARBITRAGE INSTL	24,601	24,762
SOFTBANK GROUP CORP UNSP ADR EACH REPR	4,566	5,385
SS&C TECHNOLOGIES HLDGS INC COM SSNC	4,007	4,858
STARBUCKS CORP	7,017	10,912
STATE STR CORP COM	6,756	9,273
STERIS PLC GBP0.1 STE	4,382	5,161
SUMITOMO MITSUI FINL GROUP INC SPONSORED	6,871	8,368
SUMMIT HOTEL PPTYS INC COM	4,533	4,188
SUN COMNTYS INC	3,230	4,546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SUPERIOR ENERGY SERVICES INC SPN	2,392	1,184
SVB FINL GROUP SIVB	4,604	8,182
SYMRISE AG UNSP ADR EACH REPR 0.25 ORD	4,120	5,827
SYNCHRONY FINANCIAL COM USD0.001	5,885	7,297
TAIWAN SEMICONDUCTOR MFG LTD SPONSORED	5,712	9,120
TECHNIP NEW SPONSORED ADR ISIN	4,480	6,261
TECHTRONIC INDUSTRIES CO ADR EACH 1 CNV	4,247	7,430
TEXAS CAP BANCSHARES INC TCBI	2,597	3,734
TEXTRON INC	6,766	8,998
THERMO FISHER SCIENTIFIC INC	9,144	13,292
TJX COS INC NEW COM	9,563	10,704
TOKIO MARINE HOLDINGS INC ADR ISIN	2,418	3,058
TORO CO COM ISIN #US8910921084 SEDOL TTC	3,201	5,349
TUPPERWARE BRANDS CORP TUP	2,240	2,195
TYLER TECHNOLOGIES INC COM ISIN TYL	4,453	5,666
UBS GROUP CHF0.10 (REGD) ISIN	10,039	9,894
ULTIMATE SOFTWARE GROUP INC ULTI	3,216	4,146
UNION PACIFIC CORP	7,487	10,460
UNITED TECHNOLOGIES CORP	6,620	7,654
VANGUARD INDEX FDS FORMERLY VANGUARD	187,487	234,253
VICTORY GLOBAL NATURAL RESOURCES	28,666	31,993
VISA INC COM CL A	5,140	10,490
WABTEC CORP COM ISIN #US9297401088 SEDOL WAB	5,309	4,804
WAGEWORKS INC COM USD	3,454	4,588
WALGREENS BOOTS ALLIANCE INC COM	10,349	9,586
WEBSTER FINL CORP WATERBURY CONN WBS	2,976	4,044
WELLS FARGO & CO NEW	6,978	9,950
WEST PHARMACEUTICAL SERVICES WST	4,316	6,216
WESTERN ALLIANCE BANCORP	3,036	3,567
WILLIAM BLAIR MACRO ALLOCATION FUND CL	44,382	45,701

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WPP PLC NEW ADR ISIN #US92937A1025 SEDOL	6,098	4,890
ZEBRA TECHNOLOGIES CORP CL A ZBRA	5,197	6,332
ZIONS BANCORP	3,782	6,150
ZURICH INSURANCE GROUP AG SPON ADR 10	6,858	7,396

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TY 2017 Investments Government Obligations Schedule

Name:	ROLES FAMILY FOUNDATION
EIN:	26-1584011
US Government Securities - End of Year Book Value:	189,608
US Government Securities - End of Year Fair Market Value:	186,523
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

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TY 2017 Investments - Other Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BARCLAYS BANK PLC IPATH BLOOMBERG	AT COST	14,861	16,916
BARCLAYS BK PLC BARCLAYS ETN+ SELECT MLP	AT COST	15,131	13,506
INDEXIQ ETF TRUST IQ HEDGE MULTI-STRTG	AT COST	41,730	43,834

TY 2017 Other Assets Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
AXA VARIABLE GROWTH ANNUITY	800,000	800,000	852,720

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TY 2017 Other Decreases Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Description	Amount
BASIS ADJUSTMET FOR DONATED SECURITIES	165,054

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TY 2017 Other Expenses Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MINNESOTA ATTORNEY GENERAL - REGISTRATION	25	0		25

TY 2017 Other Increases Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Description	Amount
BASIS ADJUSTMENT - NO TAX AFFECT	2,320

TY 2017 Other Professional Fees Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEE	31,188	31,188		0
SERVICE FEE	95	95		0

TY 2017 Taxes Schedule

Name: ROLES FAMILY FOUNDATION

EIN: 26-1584011

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD AT SOURCE	1,361	1,361		0
FEDERAL EXCISE TAX - PAID FOR 2016	6,000	0		0
ESTIMATED EXCISE TAX PAID	1,078	0		0

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	Employer identification number
ROLES FAMILY FOUNDATION	26-1584011

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
ROLES FAMILY FOUNDATION

Employer identification number
26-1584011

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 22,594	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 34,296	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
3	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 45,469	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
4	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 65,900	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
5	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 78,225	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
6	THOMAS AND KARI ROLES 19500 TOWERING OAKS TRAIL PRIOR LAKE, MN55372	$ 1,050	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)

Name of organization
ROLES FAMILY FOUNDATION

Employer identification number
26-1584011

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	132 SHS - APPLE INC	$ 22,594	2017-12-28
2	400 SHS - MICROSOFT CORP	$ 34,296	2017-12-28
3	255 SHS - FACEBOOK INC COM	$ 45,469	2017-12-28
4	385 SHS - APPLE INC	$ 65,900	2017-12-28
5	457 SHS - APPLE INC	$ 78,225	2017-12-28
6	1 SHS - ALPHABET INC CAP STK CL A	$ 1,050	2017-12-28

Name of organization	**Employer identification number**
ROLES FAMILY FOUNDATION	26-1584011

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once. See instructions.)** ▶ **$** ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee