

Form **990-PF**

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

OMB No. 1545-0052

2017

Open to Public Inspection

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

Name of foundation ESS FAMILY FOUNDATION		A Employer identification number 41-1975420
Number and street (or P.O. box number if mail is not delivered to street address) 6225 PIONEER TRAIL 9350 County Road 19		B Telephone number (see instructions) 612-308-1500
City or town, state or province, country, and ZIP or foreign postal code LORETTO MN 55357		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 181,317	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	8,209			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	7	7		
4	Dividends and interest from securities	1,397	1,397		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	18,422			
b	Gross sales price for all assets on line 6a	203,614			
7	Capital gain net income (from Part IV, line 2)		18,422		
8	Net short-term capital gain			0	
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	28,035	19,826		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 1	1,100			
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 2	95	95		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) Stmt 3	1,335	1,310		
24	Total operating and administrative expenses.				
	Add lines 13 through 23	2,530	1,405	0	0
25	Contributions, gifts, grants paid	11,095			11,095
26	Total expenses and disbursements. Add lines 24 and 25	13,625	1,405	0	11,095
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	14,410			
b	Net investment income (if negative, enter -0-)		18,421		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2017)

924

19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	35,142	31,041	31,041
	2 Savings and temporary cash investments	3,550	5,633	5,633
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 4	93,304	109,624	123,259
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ▶ 21,276 Less accumulated depreciation (attach sch.) ▶ Stmt 5	21,276	21,276	21,276
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
Liabilities	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶ See Statement 6)		108	108
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	153,272	167,682	181,317
	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. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	153,272	167,682	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	153,272	167,682	
	31 Total liabilities and net assets/fund balances (see instructions)	153,272	167,682	

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	153,272
2 Enter amount from Part I, line 27a	2	14,410
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	167,682
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	167,682

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 MORGAN STANLEY: VARIOUS	P	Various	Various
b MORGAN STANLEY: VARIOUS	P	Various	Various
c MORGAN STANLEY: CAP GAIN DIST			
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 103,738		104,492	-754
b 99,556		80,700	18,856
c 320			320
d			
e			

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			-754
b			18,856
c			320
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	18,422
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8</div> </div>	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 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	30,577	143,177	0.213561
2015	25,476	139,590	0.182506
2014	24,645	136,228	0.180910
2013	66,399	125,653	0.528431
2012	40,899	148,536	0.275347

2 Total of line 1, column (d)	2	1.380755
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	0.276151
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	163,206
5 Multiply line 4 by line 3	5	45,070
6 Enter 1% of net investment income (1% of Part I line 27b)	6	184
7 Add lines 5 and 6	7	45,254
8 Enter qualifying distributions from Part XII, line 4 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.	8	11,095

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	368
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	368
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	368
6 Credits/Payments		
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	370
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	370
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2
11 Enter the amount of line 10 to be Credited to 2018 estimated tax 2 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
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. 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 <i>General Instruction G</i> ? 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 taxable year beginning in 2017? See 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

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		
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 ▶ TROY ESS 6225 PIONEER TRAIL 9350 County Road 19 Located at ▶ LORETTO Telephone no ▶ 612-308-1500 ZIP+4 ▶ 55357		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 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 type="checkbox"/> Yes <input checked="" 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 ▶ N/A		
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? N/A		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) 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. ▶ 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? <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?		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?		X

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	N/A		5b
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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
See Statement 7				

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**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	117,320
b	Average of monthly cash balances	1b	27,095
c	Fair market value of all other assets (see instructions)	1c	21,276
d	Total (add lines 1a, b, and c)	1d	165,691
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	165,691
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	2,485
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	163,206
6	Minimum investment return. Enter 5% of line 5	6	8,160

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	8,160
2a	Tax on investment income for 2017 from Part VI, line 5	2a	368
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	368
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,792
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,792
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,792

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	11,095
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,095
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	11,095

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				7,792
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012	33,522			
b From 2013	60,202			
c From 2014	17,961			
d From 2015	18,668			
e From 2016	23,431			
f Total of lines 3a through e	153,784			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 11,095				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2017 distributable amount				7,792
e Remaining amount distributed out of corpus	3,303			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	157,087			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount – see instructions				
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	33,522			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	123,565			
10 Analysis of line 9				
a Excess from 2013	60,202			
b Excess from 2014	17,961			
c Excess from 2015	18,668			
d Excess from 2016	23,431			
e Excess from 2017	3,303			

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- 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 foundation had \$5,000 or more in assets at any time during the year – see instructions.)
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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 Statement 8

- 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

N/A

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed

N/A

- b** The form in which applications should be submitted and information and materials they should include

N/A

- c Any submission deadlines**

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 9				11,095
Total			3a	11,095
b Approved for future payment N/A				
Total			3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
RETURN PREPARATION	\$ 1,100		\$	\$
Total	\$ 1,100	0	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
SEC. 4940 TAX	\$ 13		\$	\$
REAL PROPERTY TAX	82			
Total	\$ 95	95	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses			\$	
FILING FEE: MINN ATTORNEY GEN	25			
INVESTMENT FEES: MORGAN STANL	1,310	1,310		
Total	\$ 1,335	\$ 1,310	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SUNAMERICA FOCUSED SERIES INCOME	\$ 25,000	\$	Cost	\$
FIRST EAGLE GLOBAL FUND	25,000		Cost	
CONGRESS MID-CAP GROWTH	8,514		Cost	
ISHARES MSCI USA MINN ETF	11,116		Cost	
AB GLOBAL BOND	5,393		Cost	
ALLIANZGI STRUCTURED RETURN	10,876		Cost	
ISHARES IBONDS MAR 20	7,405		Cost	

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ACTIVISION BLIZZARD	\$	4,863	Cost	\$ 5,066
AKAMAI TECHNOLOGIES		1,019	Cost	1,431
ALEXANDRIA REAL ESTATE EQ		1,913	Cost	2,089
CSX CORP		3,123	Cost	3,411
CUMMINS INC		3,105	Cost	3,533
DR HORTON		2,634	Cost	3,728
DARDEN RESTAURANTS		1,663	Cost	1,920
EASTMAN CHEMICAL		2,001	Cost	2,223
EATON VANCE CP		1,276	Cost	1,523
ECHOSTAR CORP		1,417	Cost	1,498
FACTSET RESEARCH SYS		2,062	Cost	2,506
FLEXTRONICS		1,956	Cost	2,249
GATX CORP		1,176	Cost	1,181
GLOBAL PAYMENT INC		2,805	Cost	3,007
HESS CORP		1,118	Cost	1,282
HUMANA INC		2,009	Cost	1,985
HUNTINGTON INDUSTRIES		2,351	Cost	2,593
INTERCONTINENTAL EXCHANGE GRP		3,388	Cost	3,669
INTUIT		3,702	Cost	4,260
KEYCORP		2,182	Cost	2,521
LABORATORY CP AMERICA HLDGS		2,185	Cost	2,233
MASCO CORP		1,801	Cost	2,153
MEDNAX INC		1,069	Cost	1,336
MURPHY OIL CORP		969	Cost	1,180
NEWFIELD EXPL CO		1,012	Cost	1,230
NORTHERN TRUST		1,219	Cost	1,398
ON SEMICONDUCTOR		2,290	Cost	3,036
ONEOK INC		730	Cost	748
PROGRESSIVE CORP OHIO		2,269	Cost	2,703
ALLEGHENY TECH		574	Cost	772
AMERICAN TOWER REIT		4,377	Cost	4,565
APACHE CORP		1,185	Cost	1,182
ARRIS INTL		1,665	Cost	1,593
AVNET INC		1,661	Cost	1,783
BLACK KNIGHT INC		2,064	Cost	2,208
BORG WARNER		1,874	Cost	2,146
BOSTON PROPERTIES		1,193	Cost	1,300
CR BARD		2,563	Cost	2,650
CBRE GROUP		1,677	Cost	2,036

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CF INDUSTRIES HOLDINGS	\$	976	Cost	1,361
CHARLES RIVER LABS		2,160	Cost	2,408
CONTINENTAL RESOURCES		1,676	Cost	2,596
RAYMOND JAMES		2,145	Cost	2,411
REINSURANCE CORP OF AMERICA		1,935	Cost	2,183
RENAISSANCE HOLDINGS		1,775	Cost	1,507
ROYAL CARIBBEAN CRUISES		2,808	Cost	2,863
SEALED AIR CP		2,115	Cost	2,366
SNAP-ON INC		2,140	Cost	2,440
SONOCO PRODUCTS		1,344	Cost	1,488
STERLING BANCORP		1,159	Cost	1,304
STIFEL FINANCIAL		1,394	Cost	1,668
SYNOPSIS INC		2,518	Cost	2,813
SCOTS MIRACLE-GRO		1,432	Cost	1,605
TJX COMPANIES		2,637	Cost	2,829
WEC ENERGY GROUP		953	Cost	996
XILINX INC		2,317	Cost	2,494
Total	\$ 93,304	\$ 109,624		\$ 123,259

Statement 5 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
LAND, CARVER COUNTY, MN	\$ 21,276	\$ 21,276	\$	\$ 21,276
Total	\$ 21,276	\$ 21,276	\$ 0	\$ 21,276

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
MORGAN STANLEY: CLEARING ADJ	\$ <u> </u>	\$ <u> 108</u>	\$ <u> 108</u>
Total	\$ <u> 0</u>	\$ <u> 108</u>	\$ <u> 108</u>

Federal Statements

Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JUDITH A. ESS 9761 ROOKERY CIRCLE ESTERO FL 33928	CO-CHAIR	0.00	0	0	0
TIFFANY A. IMKER 1743 SANDBAR CIRCLE WACONIA MN 55387	TREASURER	0.00	0	0	0
TRENT ESS 2066 SHOREWOOD DRIVE MOUND MN 55364	CO-CHAIR	0.00	0	0	0
TROY ESS 6225 PIONEER TRAIL LORETTO MN 55357	VICE-CHAIR	0.00	0	0	0
KIMBERLY WRIGHT 2012 PINE RIDGE DRIVE WEST SAINT PAUL MN 55118	SECRETARY	0.00	0	0	0

Statement 8 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
THOMAS W..ESS, DEC.	\$
JUDITH A. ESS	
Total	\$ <u>0</u>

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
CHILDREN INTERNATIONAL		PO BOX 219055	PUBLIC CHAR		OPERATING		
KANSAS CITY MO 64121	NONE	615 FIRST AVENUE NE			OPERATING		
MAKE A WISH FOUNDATION		2260 SUMMIT AVENUE	PUBLIC CHAR		OPERATING		
MINNEAPOLIS MN 55413	NONE	3915 GOLDEN VALLEY ROAD			OPERATING		
SAINT PAUL SEMINARY		PUBLIC CHAR			OPERATING		
SAINT PAUL MN 55105	NONE	525 THOMAS AVENUE	PUBLIC CHAR		OPERATING		
COURAGE CENTER		37 SOUTH COLLEGE AVENUE			OPERATING		
MINNEAPOLIS MN 55422	NONE	330 EXCHANGE STREET SOUTH			OPERATING		
TOTAL LIFE CARE CENTERS		PUBLIC CHAR			OPERATING		
SAINT PAUL MN 55103	NONE	41 EAST FIRST STREET			OPERATING		
COLLEGE OF SAINT BENEDICT		PUBLIC CHAR			OPERATING		
SAINT JOSEPH MN 56374	NONE	230 CONCORD EXCHANGE N			OPERATING		
LITTLE SISTERS OF THE		PUBLIC CHAR			OPERATING		
SAINT PAUL MN 55102	NONE	41 MADISON AVENUE			OPERATING		
SAINT JOSEPH CATHOLIC		77 9TH STREET EAST			OPERATING		
WACONIA MN 55387	NONE	PUBLIC CHAR			OPERATING		
MARRIAGE ENCOUNTER		1200 SECOND AVENUE SOUTH			OPERATING		
SOUTH SAINT PAUL MN 55075	NONE	PUBLIC CHAR			OPERATING		
SMILE TRAIN		2385 COMMERCE BOULEVARD			OPERATING		
NEW YORK NY 10010	NONE	1900 111TH AVENUE NW			OPERATING		
UNION GOSPEL MISSION		19680 CYPRESS VIEW DRIVE			OPERATING		
SAINT PAUL MN 55101	NONE	PUBLIC CHAR			OPERATING		
CATHOLIC CHARITIES		707 4TH STREET SOUTH			OPERATING		
MINNEAPOLIS MN 55403	NONE	PUBLIC CHAR			OPERATING		
OUR LADY OF THE LAKE		105 PEAVY ROAD			OPERATING		
MOUND MN 55364	NONE	PUBLIC CHAR			OPERATING		
CHURCH OF THE EPIPHANY		5005 LBJ FREEWAY			OPERATING		
COON RAPIDS MN 55433	NONE	PO BOX 1443			OPERATING		
OUR LADY OF LIGHT		PUBLIC CHAR			OPERATING		
FORT MEYERS FL 33912	NONE				OPERATING		
SAINT JAMES CATHOLIC					OPERATING		
SAINT JAMES MN 56081	NONE				OPERATING		
MIRACLES OF MITCH					OPERATING		
CHASKA MN 55318	NONE				OPERATING		
SUSAN B. KOMMEN					OPERATING		
DALLAS TX 75244	NONE				OPERATING		
CHILDREN'S FOUNDATION					OPERATING		
LOVELAND CO 80539-1443	NONE				OPERATING		

6,245

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
SHRINERS' HOSPITAL MINNEAPOLIS MN 55414	NONE	2025 EAST RIVER PARKWAY	PUBLIC CHAR	OPERATING			
ALLIANCE DEFENSE FUND SCOTTSDALE AZ 85260	NONE	15100 N 90TH STREET	PUBLIC CHAR	OPERATING			
HERITAGE FOUNDATION WASHINGTON DC 20002-4999	NONE	214 MASSACHUSETTS AVE NE	PUBLIC CHAR	OPERATING			
CITIZENS UNITED WASHINGTON DC 20003	NONE	1006 PENNSYLVANIA AVE SE	PUBLIC CHAR	OPERATING			
AMERICAN FAMILY TUPELO MS 38803	NONE	PO DRAWER 2440	PUBLIC CHAR	OPERATING			
HOLY FAMILY CATHOLIC VICTORIA MN 55386-8228	NONE	8101 KOCHIA LANE	PUBLIC CHAR	OPERATING			50
FIDELIS FOUNDATION DELRAY BEACH FL 33446	NONE	16668 WINNERS CIRCLE DR	PUBLIC CHAR	OPERATING			
SALVATION ARMY MINNEAPOLIS MN 55401-1039	NONE	910 NORTH 4TH STREET	PUBLIC CHAR	OPERATING			
MEDIA RESEARCH CENTER ALEXANDRIA VA 22314	NONE	325 SOUTH PATRICK STREET	PUBLIC CHAR	OPERATING			
LAKE MINNETONKA EXCELSIOR MN 55331	NONE	PO BOX 248	PUBLIC CHAR	OPERATING			
MASONIC CANCER CENTER SAINT PAUL MN 55164-0001	NONE	PO BOX 64001	PUBLIC CHAR	OPERATING			
CATHOLIC SERVICES APPEAL SAINT PAUL MN 55102	NONE	328 KELLOGG BOULEVARD W	PUBLIC CHAR	OPERATING			
SCIENCE MUSEUM OF SAINT PAUL MN 55102	NONE	120 KELLOGG BOULEVARD W	PUBLIC CHAR	OPERATING			
CATHOLIC FAITH APPEAL VENICE FL 34285	NONE	1000 PINEBROOK ROAD	PUBLIC CHAR	OPERATING			
ORDWAY CENTER SAINT PAUL MN 55102	NONE	345 WASHINGTON STREET	PUBLIC CHAR	OPERATING			
AMERICAN DIABETES ALEXANDRIA VA 22311	NONE	1701 N BEAUREGARD STREET	PUBLIC CHAR	OPERATING			
CHAPEL OF THE CROSS CHAPEL HILL NC 27514-3624	NONE	304 EAST FRANKLIN STREET	PUBLIC CHAR	OPERATING			
SOUTHWEST CRISIS CENTER WORTHINGTON MN 56187	NONE	920 DIAGONAL ROAD	PUBLIC CHAR	OPERATING			

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship		Status	Purpose	Amount
SPECIAL OLYMPICS, INC	WASHINGTON DC 20036	NONE	1133 19TH STREET NW	PUBLIC CHAR	OPERATING			
AMERICAN CIVIL RIGHTS UNION	ALEXANDRIA VA 22314	NONE	3213 DUKE STREET	PUBLIC CHAR	OPERATING			
MINNESOTA MEDICAL FOUNDATION	MINNEAPOLIS MN 55455	NONE	200 OAK STREET SE	PUBLIC CHAR	OPERATING			
TWIN CITIES PUBLIC TELEVISION	SAINT PAUL MN 55101	NONE	172 EAST 4TH STREET	PUBLIC CHAR	OPERATING			
CARING BRIDGE	EAGAN MN 55121	NONE	1715 YANKEE DOODLE ROAD	PUBLIC CHAR	OPERATING			
PLYMOUTH PRESBYTERIAN CHURCH	PLYMOUTH MN 55446	NONE	3755 DUNKIRK LANE NORTH	PUBLIC CHAR	OPERATING			
CHILDREN'S INTERNATIONAL	KANSAS CITY MO 64121	NONE	2000 EAST RED BRIDGE ROAD	PUBLIC CHAR	OPERATING			
JUDICIAL WATCH	WASHINGTON DC 20024	NONE	425 THIRD STREET SW	PUBLIC CHAR	OPERATING			
NATIONAL MULTIPLE SCLEROSIS SOCIETY	NEW YORK NY 10017	NONE	733 THIRD AVENUE	PUBLIC CHAR	OPERATING			50
ABBOTT NORTHWESTERN HOSPITAL	MINNEAPOLIS MN 55407	NONE	2925 CHICAGO AVENUE	PUBLIC CHAR	OPERATING			
MINNESOTA PUBLIC RADIO	SAINT PAUL MN 55102	NONE	480 CEDAR STREET	PUBLIC CHAR	OPERATING			
SAINT JUDE CHILDREN'S RESEARCH	MEMPHIS TN 38105	NONE	262 DANNY THOMAS PLACE	PUBLIC CHAR	OPERATING			
AMERICAN CONSERVATIVE UNION	WASHINGTON DC 20025	NONE	1331 H STREET NW	PUBLIC CHAR	OPERATING			
UNITED AMERICAN PATRIOTS	KERNERSVILLE NC 27284	NONE	110-A SHIELDS PARK DRIVE	PUBLIC CHAR	OPERATING			
LEUKEMIA LYMPHOMA SOCIETY	WHITE PLAINS NY 10605	NONE	1311 MAMARONECK AVENUE	PUBLIC CHAR	OPERATING			
CATHEDRAL OF SAINT PAUL	SAINT PAUL MN 55102	NONE	239 SELBY AVENUE	PUBLIC CHAR	OPERATING			
CONSUMER REPORTS FOUNDATION	YONKERS NY 10703	NONE	101 TRUMAN AVENUE	PUBLIC CHAR	OPERATING			
CAPITOL WATCH	STERLING VA 20165	NONE	PO BOX 651355	PUBLIC CHAR	OPERATING			

Federal Statements

**Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
NATIONAL CENTER FOR PUBLIC WASHINGTON DC 20002				NONE	500 CAPITOL COURT, N.E. PUBLIC CHAR	OPERATING	
GRACE FAMILY CENTER MOUND MN 55364				NONE	2385 COMMERCE BLVD PUBLIC CHAR	OPERATING	
OBLATES OF SAINT FRANCES DE WILMINGTON DE 19806				NONE	2200 KENTMERE PKWY PUBLIC CHAR	OPERATING	
SCALPEL AT THE CROSS MIAMI FL 33255				NONE	P.O. BOX 558436 PUBLIC CHAR	OPERATING	
MARCH OF DIMES MINNEAPOLIS MN 55439				NONE	8000 WEST 78TH STREET PUBLIC CHAR	OPERATING	
CHILDREN'S HOSPITAL SAINT PAUL MN 55102				NONE	345 SMITH AVENUE NORTH PUBLIC CHAR	OPERATING	
PINKY SWEAR FOUNDATION BLOOMINGTON MN 55438				NONE	7835 TELEGRAPH ROAD PUBLIC CHAR	OPERATING	
MASSACHUSETTS FALLEN HEROES BOSTON MA 02210				NONE	101-05 NORTHERN AVENUE PUBLIC CHAR	OPERATING	1,475
FOCUS COLLEGE OUTREACH GOLDEN CO 80402				NONE	P.O. BOX 18710 PUBLIC CHAR	OPERATING	3,275
Total							<u>11,095</u>