







For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE TOM AND FRANCES LEACH FOUNDATION INC		A Employer identification number 45-6012703	
Number and street (or P.O. box number if mail is not delivered to street address) 1720 BURNT BOAT DRIVE		Room/suite	B Telephone number (see instructions) (701) 255-0479
City or town, state or province, country, and ZIP or foreign postal code BISMARCK, ND 58503		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 20,602,047	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Other (specify) <u>(Part I, column (d) must be on cash basis)</u> <input type="checkbox"/> Accrual	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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	133	133	133	
	4 Dividends and interest from securities	467,033	467,033	467,033	
	5a Gross rents	208,402	208,402	208,402	
	b Net rental income or (loss) <u>183,377</u>				
	6a Net gain or (loss) from sale of assets not on line 10 <u>258,699</u>				
	b Gross sales price for all assets on line 6a <u>5,475,180</u>				
	7 Capital gain net income (from Part IV, line 2)		258,699		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances <u></u>				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 1,153,471	958,587	1,153,471	
	12 Total. Add lines 1 through 11	2,087,738	1,892,854	1,829,039	
	13 Compensation of officers, directors, trustees, etc	33,000	6,600		26,400
	14 Other employee salaries and wages	28,566	5,713		22,853
	15 Pension plans, employee benefits	857	171		686
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 8,165	1,633		6,532
	c Other professional fees (attach schedule)	 190,965	190,965		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 20,904	6,628		1,748
	19 Depreciation (attach schedule) and depletion	 813			
	20 Occupancy	15,712	3,142		12,570
	21 Travel, conferences, and meetings	22,363	1,721		20,642
	22 Printing and publications	9,304	1,861		7,443
	23 Other expenses (attach schedule)	 30,678	26,060		4,618
	24 Total operating and administrative expenses. Add lines 13 through 23	361,327	244,494		103,492
	25 Contributions, gifts, grants paid	1,203,000			1,203,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,564,327	244,494		1,306,492
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	523,411			
	b Net investment income (if negative, enter -0-)		1,648,360		
c Adjusted net income (if negative, enter -0-)				1,829,039	

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	5,707	41,111	41,111		
	2	Savings and temporary cash investments	1,073,777	878,748	878,748		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	12,388,236	12,720,746	13,555,283		
	c	Investments—corporate bonds (attach schedule)	4,107,510	4,202,121	4,271,627		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	922,964	1,179,008	1,852,578		
	14	Land, buildings, and equipment basis ▶ 18,784 Less accumulated depreciation (attach schedule) ▶ 15,921	2,676	2,863	2,600		
15	Other assets (describe ▶ _____)	100	100	100			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,500,970	19,024,697	20,602,047			
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 ▶ _____)	702	1,018			
	23	Total liabilities (add lines 17 through 22)	702	1,018			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	18,500,268	19,023,679			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)	18,500,268	19,023,679			
31	Total liabilities and net assets/fund balances (see instructions) .	18,500,970	19,024,697				

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	18,500,268
2	Enter amount from Part I, line 27a	2	523,411
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	19,023,679
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	19,023,679

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	258,699
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	-70,295

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))
2017	1,073,212	19,588,507	0 05479
2016	882,321	18,914,677	0 04665
2015	821,568	19,328,153	0 04251
2014	873,149	19,917,270	0 04384
2013	744,750	17,804,280	0 04183

2 Total of line 1, column (d) { }	2	0 229610
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 045922
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 { }	4	21,896,382
5 Multiply line 4 by line 3 { }	5	1,005,526
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	16,484
7 Add lines 5 and 6 { }	7	1,022,010
8 Enter qualifying distributions from Part XII, line 4 { }	8	1,306,492

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	16,484
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	16,484
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	16,484
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	18,584
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	18,584
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	67
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	2,033
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 2,033 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ND		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.LEACHFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>TAMI HELMERS</u> Telephone no ► <u>(701) 255-0479</u>			

Located at ► 1720 BURNT BOAT ROAD BISMARCK ND ZIP+4 ► 58501


15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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


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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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.	1b		No
	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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?		<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).	2b		No
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 2018 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 2018).	3b		No
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 2018?	4b		No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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.	5b	No
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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? If "Yes" to 6b, file Form 8870	6b	No
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?	7b	No
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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
See Additional Data Table				
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.				

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
US BANK NATIONAL ASSN TRUSTEE 800 NICOLLET MALL MINNEAPOLIS, MN 55402	INVESTMENT ADVISOR	144,232
Total number of others receiving over \$50,000 for professional services.		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	21,122,244
b	Average of monthly cash balances.	1b	272,334
c	Fair market value of all other assets (see instructions).	1c	835,251
d	Total (add lines 1a, b, and c).	1d	22,229,829
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	
3	Subtract line 2 from line 1d.	3	22,229,829
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	333,447
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,896,382
6	Minimum investment return. Enter 5% of line 5.	6	1,094,819

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	1,094,819
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	16,484
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,484
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,078,335
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,078,335
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	1,078,335

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	1,306,492
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	1,306,492
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	16,484
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,290,008

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,078,335
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			358,404	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,306,492</u>				
a Applied to 2017, but not more than line 2a			358,404	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				948,088
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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				
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				130,247
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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶ | |
| b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5) | |

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
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 foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- | | |
|----------|--|
| 1 | Information Regarding Foundation Managers: |
| a | List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) |
| b | List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest |
| 2 | Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: |
| | Check here <input type="checkbox"/> 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 e-mail address of the person to whom applications should be addressed
THE TOM AND FRANCES LEACH FOUNDATIO
PO BOX 1136
BISMARCK, ND 585021136
(701) 255-0479 |
| b | The form in which applications should be submitted and information and materials they should include
APPLICANTS SUBMIT LETTER PROPOSALS INDICATING FUND UTILIZATION IF GRANTED THE LEACH FOUNDATION PROVIDES GRANT APPLICATION FORMS PRESCRIBED BY THE IRS |
| c | Any submission deadlines
JUNE 30 |
| d | Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
GRANTS ARE GIVEN ONLY TO ORGANIZATIONS WITH 501(C)(3) STATUS PREFERENCE IS GIVEN TO ORGANIZATIONS IN THE UPPER MIDWEST |

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

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

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Account

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)
----------------------	--

Form **990-PF** (2018)

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

- | | | | | |
|--|--|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | Yes | No |
| 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 | | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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.		
	*****	2019-10-17	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00112623
	Lynnell Rude				
	Firm's name ▶ HAGA KOMMER LTD				Firm's EIN ▶ 20-4028013
	Firm's address ▶ 204 E MAIN STREET MANDAN, ND 58554				Phone no (701) 663-9345

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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	US BANK CAPITAL GAINS	P	2017-01-01	2018-12-31
1	US BANK #35193190	P	2018-01-01	2018-12-31
	US BANK #35193190	P	2015-01-01	2018-12-31
	US BANK #15001923630	P	2018-01-01	2018-12-31
	US BANK #15001923630	P	2015-01-01	2018-12-31
	IDR K-1 NET LONG-TERM	P	2015-01-01	2018-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40,939			40,939
1,153,571		1,275,953	-122,382
2,593,300		2,370,261	223,039
552,442		500,355	52,087
1,121,640		1,069,912	51,728
13,288			13,288

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			40,939
			-122,382
			223,039
			52,087
			51,728
			13,288

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BRIAN BJELLA	President 3 00	5,000		
1050 BOYLAN BOZEMAN, MT 59715				
WILLIAM L DANIEL	Vice President 3 00	5,000		
304 E ROSSER AVE BISMARCK, ND 58501				
TODD STEINWAND	SECR/TREAS 3 00	4,500		
PO BOX 5509 BISMARCK, ND 58506				
DON CLEMENT	Director 2 00	4,500		
1526 GALLEON PL BISMARCK, ND 58504				
JOHN T ROSWICK	Director 2 00	5,000		
PO BOX 761 BISMARCK, ND 58502				
PAUL SCHLEISMAN	Director 2 00	4,500		
12600 MARION LANE WEST 103 MINNETONKA, MN 55305				
DAVID L GOODIN	Director 2 00	4,500		
1200 W CENTURY AVE BISMARCK, ND 58506				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABUSED ADULT RESOURCE CENTER PO BOX 5003 BISMARCK, ND 58501	NONE	PC	ASSISTANCE FOR WOMEN/FAMILIES OF DOMESTIC VIOLENCE/SEXUAL ASSAULT	15,000
BISMARCK-MANDAN MENTOR SQUAD 600 SOUTH 2ND STREET SUITE 8 BISMARCK, ND 58504	NONE	PC	MENTOR MATCH PROGRAM WILL PLACE CHILDREN AT-RISK FROM SINGLE PARENT HOMES WITH SCREENED CARING ADULT VOLUNTEERS VOLUNTEERS ARE PROFESSIONALLY- SUPPORTED ROLE MODELS FOR 50 CHILDREN AT-RISK ALSO SUPPORT SCHOOL-BASED PROGRAMS IN COOPERATION WITH AFTER-SCHOOL PROGRAMS	5,000
BISMARCK-MANDAN CIVIC CHORUS PO BOX 2566 BISMARCK, ND 58502	NONE	PC	UNDERWITE SALARY OF DIRECTOR FOR THREE SEASONAL PERFORMANCES	3,500
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BISMARCK-MANDAN ORCHESTRAL ASSOCIAT PO BOX 2031 BISMARCK, ND 58502	NONE	PC	SUPPORT THE 2018-2019 SEASON WHICH INCLUDES SIX SUBSCRIPTION CONCERTS	10,000
BISMARCK ART GALLERIES ASSOCIATION 422 EAST FRONT AVENUE BISMARCK, ND 58504	NONE	PC	SPONSORSHIP OF EXHIBITS, PROFESSIONAL ART WORKSHOPS, AND STUDENT EXHIBITS FOR BISMARCK-MANDAN AND RURAL PUBLIC AND PRIVATE SCHOOLS	4,000
BISMARCK MEALS ON WHEELS INC PO BOX 2132 BISMARCK, ND 58502	NONE	PC	FUNDS COVER A PART-TIME PERSON TO COORDINATE PROGRAM & OVERSEE MEAL DELIVERY BY VOLUNTEERS THIS GROUP DOES NOT RECEIVE ANY FEDERAL FUNDS FOR MEALS, THEY SERVE ANYONE IN NEED PROVIDE MEALS 5 DAYS A WEEK FOR ELDERLY OR HANDICAPPED PERSONS	10,000
Total ▶ 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BISMARCK STATE COLLEGE FOUNDATION PO BOX 5587 BISMARCK, ND 58502	NONE	PC	TOM AND FRANCES LEACH MEMORIAL MUSIC SCHOLARSHIP AWARDED FOR OUTSTANDING STUDENT PARTICIPATION, PERFORMANCE, AND DEVELOPMENT OF MUSIC EDUCATION	5,000
BOY SCOUTS OF AMERICA NORTHERN LIGH 301 S 7TH STREET FARGO, ND 58103	NONE	PC	BISMARCK COUNCIL SERVICE CENTER SERVES NEEDS OF LOCAL SCOUT PROGRAMS IN BISMARCK - MANDAN AND SURROUNDING AREA	7,500
CENTRAL DAKOTA CHILDREN'S CHOIR 1810 SCHAFER ST STE 4 BISMARCK, ND 58501	NONE	PC	ELEMENTARY CONCERT SERIES FOR 2ND & 3RD GRADE STUDENTS IN BURLEIGH & MORTON COUNTIES THE ANNUAL EVENT DRAWS 1,600 STUDENTS AND EDUCATORS TOGETHER FOR THE SPRING CONCERT	1,500
Total ▶ 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTRAL DAKOTA HUMANE SOCIETY 2090 37TH ST N MANDAN, ND 58554	NONE	PC	SUPPORT ONGOING FACILITY UPGRADES FOR OUTDOOR FENCED AREA AND EXPAND ADOPTION SPACE	11,000
CHARLES HALL FOUNDATION PO BOX 1995 BISMARCK, ND 58502	NONE	PC	UNDERWRITE THE STARTUP COSTS OF THE RISKING CONNECTION AND THE RESTORATIVE APPROACH TRAUMA-INFORMED SYSTEMS CHANGE MODULE AND WORKING WITH THE COUNCIL ON REQUIRED ACCREDITATION	25,000
DAKOTA STAGE LIMITED412 E MAIN ST BISMARCK, ND 58501	NONE	PC	SUPPORT INSTALLATION OF NEW AND UPGRADED LIGHTING, PROJECTION, AND COMMUNICATION EQUIPMENT	19,000
Total ▶ 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FELLOWSHIP OF CHRISTIAN ATHLETES PO BOX 961 BISMARCK, ND 58502	NONE	PC	MINISTRY WORK AND CAMP SCHOLARSHIPS FOR ND FCA CAMPERS INCLUDES TRAINING FOR COACHES WHO ARE SPIRITUAL GUIDES AND ROLE MODELS FOR YOUNG ATHLETES SEVEN SUMMER CAMPS ARE PLANNED FOR OVER 300 ATHLETES AND COACHES	10,000
GATEWAY TO SCIENCE CENTER INC 1810 SCHAFER ST STE 1 BISMARCK, ND 58501	NONE	PC	WORK MENTORSHIP PROGRAM - CENTER PROVIDES HANDS-ON SCIENCE EDUCATION PRESENTED TO PUBLIC BY HIGH SCHOOL AND COLLEGE STUDENTS WHO SHARE INTERACTIVE EXHIBITS AND DISPLAYS STUDENTS IN THE PROGRAM RECEIVE PART-TIME WORKING OPPORTUNITIES TO LEARN BASIC WORK SKILLS FROM TRAINED STAFF MEMBERS	5,000
GIRL SCOUTSDAKOTA HORIZONS - ND 1421 S 12TH ST BISMARCK, ND 58504	NONE	PC	SUPPORT OUTREACH EFFORTS TO RURAL COMMUNITIES AND SUPPORT TRAINING FOR ADULT VOLUNTEERS	7,500
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF JAMESTOWN 6000 COLLEGE LANE JAMESTOWN, ND 58405	NONE	PC	CONTINUED SUPPORT OF EXISTING LEACH ENDOWMENT SCHOLARSHIP FUND WITH CASH AWARDS MADE ON ANNUAL BASIS FOR ARTS, HUMANITIES, OR NURSING STUDENTS	5,000
MORTON COUNTY COUNCIL ON AGING PO BOX 267 MANDAN, ND 58554	NONE	PC	SUPPORT CONGREGATE MEALS TO KEEP SENIORS IN GOOD HEALTH AND PROVIDE SOCIAL ACTIVITIES	10,000
MISSOURI SLOPE AREAWIDE UNITED WAY PO BOX 2111 BISMARCK, ND 58502	NONE	PC	SUPPORT FOR THE KIDS BACKPACK PROGRAM WHICH PROVIDES AT-RISK SCHOOL AGE YOUTH WITH FOOD FOR TIMES WHEN THEY ARE NOT AT SCHOOL ADDITIONAL FUNDING TO PROVIDE FUNDS FOR THE DOLLY PARTON IMAGINATION LIBRARY	25,000
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ND FFA FOUNDATION INC 309 NORTH MANDAN STREET BISMARCK, ND 58501	NONE	PC	FFA LEADERSHIP DEVELOPMENT CONFERENCE FOR "GREENHANDS" - A MOTIVATIONAL AND LEADERSHIP PROGRAM FOR 1ST YEAR FFA MEMBERS STRESSING LEADERSHIP - CITIZENSHIP DEVELOPMENT, GOAL SETTING, DEALING WITH PEER PRESSURE, PERSONAL VALUES, AND CAREERS	6,000
PRIDE INDUSTRIES INCPO BOX 4086 BISMARCK, ND 58502	NONE	PC	SPONSOR CELEBRATION OF TREES FUNDRAISER TO COVER SPECIAL NEEDS OR ITEMS AND EVENTS THAT ARE NOT FUNDED BY STATE FOR STRUGGLING YOUTH/ADULTS DURING THE HOLIDAYS	3,000
NORTH DAKOTA SADD INC B-M CHAPTER PO 743 HILLSBORO, ND 58045	NONE	PC	SUPPORT THE GENERAL OPERATIONS OF THE BISMARCK-MANDAN CHAPTER THIS PROGRAM EMPOWERS YOUTH TO ADDRESS IMPORTANT ISSUES IN THEIR LIVES SUCH AS ALCOHOL/DRUG/TOBACCO USE, IMPAIRED DRIVING, SUICIDE, AND SEXUAL BEHAVIOR WITH POSITIVE WAYS TO HELP THEM MAKE BETTER CHOICES AND DECISIONS	6,000
Total			▶ 3a	1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SALVATION ARMY OF BISMARCK MANDAN 601 S WASHINGTON BISMARCK, ND 58504	NONE	PC	GENERAL OPERATION OF THE AFTER-SCHOOL PROGRAM AT THE COMMUNITY CENTER WITH GYM ACTIVITIES, TUTORING, COMPUTER LAB AND OTHER SERVICES WHICH MAY NOT BE AVAILABLE TO PARTICIPANTS BASED ON ECONOMIC RESTRAINTS	12,000
THEO ART SCHOOL OF BISMARCK 1810 SCHAFER ST STE 5 BISMARCK, ND 58501	NONE	PC	CONTINUE "ART FOR ALL - SHARE THE LOVE OF ART" PROGRAM PROVIDE FREE CLASSES FOR CHILDREN AND OFFER SCHOLARSHIPS AND ART SUPPLIES TO STUDENTS REGARDLESS OF AGE, DISABILITY, OR FINANCIAL STATUS	3,000
VOLUNTEER CAREGIVER EXCHANGE 600 S 2ND ST STE 8 BISMARCK, ND 58504	NONE	PC	FUNDING TO CONTINUE THE PROGRAM CREATED LAST YEAR FOR 2ND YEAR NURSING STUDENTS ASSISTING THE ELDERLY IN THEIR HOMES	5,000
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNG LIFE-BISMARCK 917 1/2 N 11TH STREET BISMARCK, ND 58501	NONE	PC	GENERAL OPERATING BUDGET FOR YOUTH MINISTRY PROGRAMS TRAIN STAFF AND VOLUNTEER LEADERS TO BE POSITIVE MENTORS AND ROLE MODELS	25,000
CHILD'S HOPE LEARNING CENTER INC 2921 N 19TH STREET BISMARCK, ND 58501	NONE	PC	OPERATION COSTS FOR THE SCHOOL YEAR 'EXPANDED HOURS' PROGRAM FUNDING IS USED TO DEFRAY SALARY BUDGET FOR HIRING/RETAINING OF QUALIFIED DIRECT SERVICE PERSONNEL FOR SPECIALIZED AYCARE OF CHILDREN 0-12 WITH MULTIPLE MENTAL OR PHYSICAL CHALLENGES, CHILDREN CONSIDERED AS AT-RISK ALONG WITH THEIR SIBLINGS	14,000
MAKE A WISH OF NORTH DAKOTA 1102 43RD ST SW STE 3 FARGO, ND 58103	NONE	PC	ADOPT A WISH PROGRAM - GRANT ONE CHILD'S WISH IN ND, ORGANIZATION GRANTS WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS GIVING THEM HOPE AND JOY	5,000
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TURTLE MOUNTAIN COMMUNITY COLLEGE PO BOX 340 BELCOURT, ND 58316	NONE	PC	STUDENT SCHOLARSHIP FOR STUDENTS IN NEED OF FINANCIAL ASSISTANCE	5,000
FARM RESCUEPO BOX 1100 JAMESTOWN, ND 58402	NONE	PC	FUNDING TO OFFSET OPERATIONAL COSTS ASSOCIATED WITH VOLUNTEER WORK FORCE AS THEY ASSIST FAMILIES OUTSIDE THEIR HOME AREAS PROVIDE PLANTING, HARVESTING, AND HAYING ASSISTANCE TO FARM FAMILIES THAT HAVE EXPERIENCED A MAJOR INJURY, ILLNESS OR NATURAL DISASTER	5,000
SCOTTISH RITE SPEECH THERAPY CENTER 1009 BASIN AVE BISMARCK, ND 58504	NONE	PC	SUPPORT HEARING AND SPEECH SERVICES FOR CHILDREN	6,000
Total ► 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SLEEPY HOLLOW SUMMER THEATER PO BOX 675 BISMARCK, ND 58502	NONE	PC	SUPPORT THE PAVILION CONSTRUCTION TO ALLOW FOR MORE PERMANENT LIGHTING AND BACKDROPS AND WEATHER PROTECTION	10,000
SPECIAL OLYMPICS ND2616 S 26TH ST GRAND FORKS, ND 58201	NONE	PC	OFFSET TRAVEL COSTS FOR THE PARTICIPANTS WHO TRAVEL TO BISMARCK-MANDAN FOR ONE OF THE STATE EVENTS	3,000
BISMARCK-MANDAN CHAMBER FDN- PLAY GR 1640 BURNT BOAT DR BISMARCK, ND 58503	NONE	PC	CONSTRUCTION OF A UNIVERSAL PLAYGROUND FOR CHILDREN AND ADULTS WITH PHYSICAL LIMITIONS IN MANDAN, ND FINAL OF 5 PAYMENTS	20,000
Total ► 3a				1,203,000

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 <i>Paid during the year</i>				
BISMARCK REC COUNCIL 400 EAST FRONT AVENUE BISMARCK, ND 58504	NONE	PC	DEVELOPMENT OF 4 ADDITIONAL FAST PITCH SOFTBALL FIELDS IN COTTONWOOD PARK 1ST OF 2 PMTS	25,000
ND SAFETY COUNCIL 1640 BURNT BOAT DRIVE BISMARCK, ND 58503	NONE	PC	SUPPORT CONSTRUCTION OF A CENTER FOR SAFETY EDUCATION PAID REMAINING PMTS OF 5 YEAR PLEDGE	100,000
THEODORE ROOSEVELT MEDORA FDN PO BOX 1696 BISMARCK, ND 58502	NONE	PC	CONSTRUCTION OF A LIFE SKILLS CENTER IN MEDORA TO CENTRALIZE EMPLOYEE TRAINING AND EDUCATION, EMPLOYEE DINING, GENERAL STORAGE, AND LAUNDRY FINAL PMT OF 5 PAYMENTS	50,000
Total ▶ 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE YMCA1608 N WASHINGTON ST BISMARCK, ND 58501	NONE	PC	CONSTRUCTION OF A NEW FACILITY IN MANDAN FINAL PAYMENT ON 5 YEAR PLEDGE	100,000
UNIVERSITY OF MARY 7500 UNIVERSITY DRIVE BISMARCK, ND 58504	NONE	PC	CONSTRUCTION OF A NEW STUDENT LIVING AREA 4TH PAYMENT ON 10 YEAR PLEDGE	80,000
MINOT STATE UNIVERSITY DIV OF SPEC 500 UNIVERSITY AVE W MINOT, ND 58701	NONE	PC	SUPPORT FRANCES V LEACH SCHOLARSHIP FOR A STUDENT PURSUING A DEGREE IN SPECIAL EDUCATION	2,500
Total ► 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL MUSIC CAMP 111 11TH AVE SW SUITE 3 MINOT, ND 58701	NONE	PC	FUND SCHOLARSHIPS FOR SUMMER CAMPERS AT THE INTERNATIONAL MUSIC CAMP AT THE PEACE GARDENS	2,000
HEARTVIEW FOUNDATION 101 E BROADWAY BISMARCK, ND 58503	NONE	PC	EXPANSION OF THE FACILITIES INCLUDING PURCHASE OF A BUILDING PROVIDES TREATMENT OPTIONS FOR ADDICTION FINAL PMT OF 5 PAYMENTS	32,000
AID INC314 W MAIN ST MANDAN, ND 58554	NONE	PC	BUILDING REPAIRS AND ASSISTANCE FOR FOOD, TRANSPORTATION, RENT, AND COUNSELING FOR THOSE WORKING TO HELP THEMSELVES	5,000
Total ► 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BISMARCK-MANDAN CHAMBER FDN- COMM BO 1640 BURNT BOAT DR BISMARCK, ND 58503	NONE	PC	REPLACEMENT OF THE SYNTACTIC FOR THE BISMARCK COMMUNITY BOWL PAID REMAINING PMTS ON FIVE YEAR PLEDGE	75,000
BURLEIGH CO SENIOR ADULTS 315 N 20TH ST BISMARCK, ND 58501	NONE	PC	RENOVATIONS TO THE DINING AND RECREATION ROOMS FOR THE ORGANIZATION WHICH PROVIDES NUTRITION AND HEALTH SERVICES, AND RECREATIONAL ACTIVITIES FOR SENIORS	5,000
DAKOTA ZOOLOGICAL SOCIETY 602 RIVERSIDE PARK RD BISMARCK, ND 58504	NONE	PC	SUPPORT OF IMPROVEMENTS AT THE DAKOTA ZOO INCLUDING BRINGING IN NEW ANIMALS AND ATTRACTIONS REMANING PMTS ON 5 PLEDGE PAYMENTS	30,000
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FORT ABRAHAM LINCOLN FDN 401 WEST MAIN ST MANDAN, ND 58554	NONE	PC	SUPPORT TO BUILD A MULTI-USE HERITAGE EVENT SPACE "THE MISSOURI RIVER LANDING WAREHOUSE" AT THE PORT OF BISMARCK FINAL PAYMENT ON THREE PLEDGE	5,000
BISMARCK LIBRARY FOUNDATION INC 515 N 5TH ST BISMARCK, ND 58501	NONE	PC	Children AND Teen Summer Reading Program	3,000
TRACY'S SANCTUARY HOUSE 908 N 8TH ST BISMARCK, ND 58501	NONE	PC	OPERATIONAL COSTS FOR THE OUTREACH PROGRAM FOR ONE YEAR THEY PROVIDE SERVICES TO FAMILIES IN TRAUMATIC MEDICAL SITUATIONS	4,000
Total ► 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANNE CARLSEN CENTER701 3RD ST NW JAMESTOWN, ND 58402	NONE	PC	SUPPORT UPGRADES, CONSTRUCTION AND REPURPOSING FACILITY IN JAMESTOWN 2ND PAYMENT ON 5 YEAR PLEDGE	50,000
CROSS TRAINING MINISTRIES PO BOX 2471 BISMARCK, ND 58502	NONE	PC	IMPLEMENT THE CROSS TRAINING MINISTRIES PEACE PLAN TO AN AUDIENCE THAT MAY NEVER OTHERWISE EXPERIENCE CROSS TRAINING SUPPORT SATELLITE CAMPS AND CREATE A SPECIAL NEEDS CAMP	10,000
GREAT PLAINS FOOD BANK 721 MEMORIAL HWY BISMARCK, ND 58504	NONE	PC	SUPPORT FOR 7,500 SQ FT REGIONAL SERVICE CENTER IN BISMARCK-MANDAN TO EXPAND THE FOOD BANK IN BISMARCK 2ND OF 5 PLEDGE PAYMENTS	20,000
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME ON THE RANGE1635 I-94 SENTINEL BUTTE, ND 58654	NONE	PC	FUNDING FOR RENOVATION OF ONE WING OF THE BOY'S DORMITORY HOME ON THE RANGE PROVIDES A THERAPEUTIC ENVIRONMENT FOR BOYS AND GIRLS WITH THE GOAL TO TEACH VALUABLE LIFE SKILLS TO YOUTH AND FAMILIES 2ND OF 5 PLEDGE PAYMENTS	20,000
MISSOURI SLOPE AREAWIDE UW EMERHOME PO BOX 2111 BISMARCK, ND 58502	NONE	PC	PROVIDE FUNDING FOR AN EMERGENCY HOMELESS SHELTER IN BISMARCK-MANDAN	25,000
SOUP CAFEPO BOX 8 BISMARCK, ND 58502	NONE	PC	SUPPORT RENOVATION OF A BUILDING IN BISMARCK TO HOUSE A MEAL SERVICE FOR HOMELESS AND LOW INCOME INDIVIDUALS AND FAMILIES 2ND PMT ON 5 YEAR PLEDGE	40,000
Total ▶ 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STATE HISTORICAL SOC OF ND FDN PO BOX 1976 BISMARCK, ND 58502	NONE	PC	FUND PRODUCTION OF 8 VIDEO SHORTS TO PLAY ON KIOSKS IN THE NATIVE AMERICAN HALL OF HONOR IN THE ND HERITAGE CENTER 2ND & 3RD PMTS ON THREE YEAR PLEDGE	20,000
CHI ST ALEXIUS HEALTH FOUNDATION 900 E BROADWAY AVE BISMARCK, ND 58506		PC	PURCHASE OF AN AIRBORNE AVIATOR TRANSPORT INCUBATOR FOR THE HEALTHY BABIES, SAFE MOMS PRGRAM THE INCUBATOR IS A MEDICAL NECESSITY THAT ALLOWS NICU FLIGHT NURSES THE ABILITY TO SAFELY AND QUICKLY TRANSPORT MEDICALLY FRAGILE INFANTS FROM RURAL COMMUNITIES TO CHI ST ALEXIUS	75,000
DSU HERITAGE FOUNDATION SCHOLARSHIP 230 8TH AVE W DICKINSON, ND 58601			SUPPORT MERIT SCHOLARSHIP PROGRAM FOR 4 STUDENTS TO BE AWARDED IN SPRING SEMESTER 2019	5,000
Total ▶ 3a				1,203,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GATEWAY TO SCIENCE CENTER INC 1810 SCHAFER ST STE 1 BISMARCK, ND 58501		PC	5 YEAR PLEDGE TO CAPITAL CAMPAIGN FOR CONSTRUCTIN OF NEW FACILITY 1ST PMT OF 5 \$100,000 PAYMENTS MADE IN 2018 REMAINING PAYMENTS TO BE MADE OVER NEXT 4 YEARS	100,000
JUNIOR ACHIEVEMENTPO BOX 388 BISMARCK, ND 58502		PC	SUPPORT JUNIOR ACHIEVEMENT PROGRAMMING AT BISMARCK-MANDAN SCHOOLS FUNDS WILL SUPPORT 5 ADDITIONAL ELEMENTARY CLASSROOM PROGRAMS AND 1 NEW JA COMPANY FOR HIGH SCHOOL	5,000
MINOT STATE UNIVERSITY MUSIC DIVISI 500 W UNIVERSITY AVE MINOT, ND 58707			SUPPORT A MUSIC SCHOLARSHIP	2,500
Total ► 3a				1,203,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF ND ALUMNI ASSN FDN 3501 UNIVERSITY AVE STOP 8157 GRAND FORKS, ND 58202		PC	PROVIDE SCHOLARSHIPS TO NORTH DAKOTA RESIDENTS ATTENDING THE UNIVERSITY OF NORTH DAKOTA	5,000
Total ► 3a				1,203,000

TY 2018 Accounting Fees Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,165	1,633	0	6,532

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

TY 2018 Depreciation Schedule

Name: THE TOM AND FRANCES LEACH FOUNDATION INC

EIN: 45-6012703

Software ID: 18007218

Software Version: 2018v3.1

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
HP COMPUTER	2014-10-09	744	466	SL	20 00 %	149			
CANON SCANNER	2015-01-14	478	240	SL	20 00 %	96			
COMPUTER & SERVER	2017-12-18	2,215	55	SL	20 00 %	443			
ADD LABOR - 2017 COMPUTER	2018-03-22	1,000		SL	12 50 %	125			

TY 2018 Investments Corporate Bonds Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME HELD AT US BANK	4,202,121	4,271,627

TY 2018 Investments Corporate Stock Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES HELD AT US BANK	7,888,916	8,543,419
EQUITY FUNDS-M&P CUSTODY ACCT	4,831,830	5,011,864

TY 2018 Investments - Other Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OIL & GAS PROPERTIES	AT COST	100,206	832,651
REAL ESTATE INV HELD AT US BANK	AT COST	979,045	939,239
REAL ESTATE-M&P CUSTODY ACCT	AT COST	99,757	80,688

**TY 2018 Land, Etc.
Schedule****Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	15,556	12,693	2,863	2,600
Improvements	3,228	3,228		

TY 2018 Other Assets Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSIT - KOPP PROPERTY	100	100	100

TY 2018 Other Expenses Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	5,653	1,035		4,618
Rental Expenses	25,025	25,025		

TY 2018 Other Income Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NON-TAXABLE INVEST DISTR	168,745	-5,092	168,745
REFUNDS - EXCISE TAX	21,047		21,047
THOMAS W LEACH TRUST	963,679	963,679	963,679

TY 2018 Other Liabilities Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	702	1,018

TY 2018 Other Professional Fees Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	188,554	188,554	0	0
LEGAL FEES	2,411	2,411	0	0

TY 2018 Taxes Schedule**Name:** THE TOM AND FRANCES LEACH FOUNDATION INC**EIN:** 45-6012703**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	6,191	6,191		
PAYROLL TAXES	2,185	437		1,748
TAX ON INVESTMENT INCOME	12,528			