

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation THE HAROLD AND KATE REED FAMILY FOUNDATION		A Employer identification number 20-3982052
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 5628	Room/suite	B Telephone number 952-674-2852
City or town, state or province, country, and ZIP or foreign postal code MINNEAPOLIS, MN 55440-5628		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) \$ 7,249,546.	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))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,567.	1,567.		STATEMENT 1
4 Dividends and interest from securities		172,414.	172,396.		STATEMENT 2
5a Gross rents		-1,685.	-1,685.		STATEMENT 3
b Net rental income or (loss) -1,685.					
6a Net gain or (loss) from sale of assets not on line 10		279,552.			
b Gross sales price for all assets on line 6a 408,284.					
7 Capital gain net income (from Part IV, line 2)			279,552.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		13,719.	5,919.		STATEMENT 4
12 Total. Add lines 1 through 11		465,567.	457,749.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		7,770.	4,713.		3,057.
c Other professional fees STMT 6		58,169.	58,169.		0.
17 Interest		11,430.	11,430.		0.
18 Taxes STMT 7		15,268.	8,180.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		276.	0.		109.
24 Total operating and administrative expenses. Add lines 13 through 23		92,913.	82,492.		3,166.
25 Contributions, gifts, grants paid		345,000.			345,000.
26 Total expenses and disbursements. Add lines 24 and 25		437,913.	82,492.		348,166.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		27,654.			
b Net investment income (if negative, enter -0-)			375,257.		
c Adjusted net income (if negative, enter -0-)				N/A	

49 Received in
Batching Ogden
DEC 23 2020

SCANNED APR 30 2021

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052

Page 2

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	40,883.	14,244.	14,244.
	3 Accounts receivable <input type="checkbox"/>			
	Less: allowance for doubtful accounts <input type="checkbox"/>			
	4 Pledges receivable <input type="checkbox"/>			
	Less: allowance for doubtful accounts <input type="checkbox"/>			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable <input type="checkbox"/>			
	Less: allowance for doubtful accounts <input type="checkbox"/>			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	3,210,371.	3,177,410.	4,925,068.
	c Investments - corporate bonds STMT 10	515,185.	532,779.	548,161.
	11 Investments - land, buildings, and equipment: basis <input type="checkbox"/>			
Less: accumulated depreciation <input type="checkbox"/>				
12 Investments - mortgage loans				
13 Investments - other STMT 11	1,677,775.	1,747,435.	1,762,073.	
14 Land, buildings, and equipment: basis <input type="checkbox"/>				
Less: accumulated depreciation <input type="checkbox"/>				
15 Other assets (describe <input type="checkbox"/>)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,444,214.	5,471,868.	7,249,546.	
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			
	22 Other liabilities (describe <input type="checkbox"/>)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	5,444,214.	5,471,868.	
	29 Total net assets or fund balances	5,444,214.	5,471,868.	
30 Total liabilities and net assets/fund balances	5,444,214.	5,471,868.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	5,444,214.
2 Enter amount from Part I, line 27a	2	27,654.
3 Other increases not included in line 2 (itemize) <input type="checkbox"/>	3	0.
4 Add lines 1, 2, and 3	4	5,471,868.
5 Decreases not included in line 2 (itemize) <input type="checkbox"/>	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	5,471,868.

Form 990-PF (2019)

THE HAROLD AND KATE REED FAMILY

FOUNDATION

Form 990-PF (2019)

20-3982052

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income**SEE ATTACHED STATEMENTS**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	408,284.	128,732.	279,552.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			279,552.

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	279,552.
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).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	327,625.	7,073,121.	.046320
2017	262,246.	6,730,989.	.038961
2016	303,847.	6,122,093.	.049631
2015	225,519.	5,256,374.	.042904
2014	206,282.	4,533,758.	.045499

2 Total of line 1, column (d)	2	.223315
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	.044663
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	6,947,080.
5 Multiply line 4 by line 3	5	310,277.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,753.
7 Add lines 5 and 6	7	314,030.
8 Enter qualifying distributions from Part XII, line 4	8	348,166.

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.

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052 Page 4

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	3,753.
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	3,753.
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	3,753.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	4,399.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	4,899.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,146.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input checked="" type="checkbox"/> 1,146. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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?	Yes	No
1a		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
1b		X
c Did the foundation file Form 1120-POL for this year?		X
1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
2		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
3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
5		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	
6	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	
7	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>MN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
8b	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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
10		X

Form 990-PF (2019)

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052

Page 5

Part VII-A Statements Regarding Activities (continued)

<p>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</p> <p>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</p> <p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</p> <p>Website address ► <u>N/A</u></p> <p>14 The books are in care of ► <u>MICHELLA L. JOHNSON</u> Telephone no. ► <u>952-674-2800</u> Located at ► <u>P.O. BOX 5628, MINNEAPOLIS, MN</u> ZIP+4 ► <u>55440</u></p> <p>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 ► <u>15</u> <u>N/A</u></p> <p>16 At any time during calendar year 2019, 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 ►</p>	<table border="1" style="width:100%"> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> <tr> <td>11</td> <td></td> <td>X</td> </tr> <tr> <td>12</td> <td></td> <td>X</td> </tr> <tr> <td>13</td> <td>X</td> <td></td> </tr> <tr> <td>15</td> <td></td> <td></td> </tr> <tr> <td>16</td> <td></td> <td>X</td> </tr> </table>		Yes	No	11		X	12		X	13	X		15			16		X
	Yes	No																	
11		X																	
12		X																	
13	X																		
15																			
16		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.

<p>1a During the year, did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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 ► <u>N/A</u></p> <p>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 2019? 1c <u>X</u></p> <p>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)):</p> <p>a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►</p> <p>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.) <u>N/A</u></p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►</p> <p>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</p> <p>b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) <u>N/A</u></p> <p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <u>X</u></p> <p>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 2019? 4b <u>X</u></p>	<table border="1" style="width:100%"> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> <tr> <td>1a</td> <td></td> <td></td> </tr> <tr> <td>1b</td> <td></td> <td></td> </tr> <tr> <td>1c</td> <td></td> <td>X</td> </tr> <tr> <td>2a</td> <td></td> <td></td> </tr> <tr> <td>2b</td> <td></td> <td></td> </tr> <tr> <td>3a</td> <td></td> <td></td> </tr> <tr> <td>3b</td> <td></td> <td></td> </tr> <tr> <td>4a</td> <td></td> <td>X</td> </tr> <tr> <td>4b</td> <td></td> <td>X</td> </tr> </table>		Yes	No	1a			1b			1c		X	2a			2b			3a			3b			4a		X	4b		X
	Yes	No																													
1a																															
1b																															
1c		X																													
2a																															
2b																															
3a																															
3b																															
4a		X																													
4b		X																													

Form **990-PF** (2019)

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052

Page 6

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	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		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input 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?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<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	
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(s) 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, and foundation managers and their compensation.

(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
HAROLD S. REED	PRESIDENT & DIRECTOR			
PO BOX 5628				
MINNEAPOLIS, MN 554405628	0.25	0.	0.	0.
KATE M. REED	VICE PRESIDENT & DIRECTOR			
PO BOX 5628				
MINNEAPOLIS, MN 554405628	0.25	0.	0.	0.
MICHELLA L. JOHNSON	SECRETARY & TREASURER			
PO BOX 5628				
MINNEAPOLIS, MN 554405628	0.25	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2019)

THE HAROLD AND KATE REED FAMILY
FOUNDATION

Form 990-PF (2019)

20-3982052

Page 7

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

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

0.

Form 990-PF (2019)

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052 Page 8

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	-	
a	Average monthly fair market value of securities	1a	6,974,642.
b	Average of monthly cash balances	1b	78,231.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,052,873.
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	7,052,873.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105,793.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,947,080.
6	Minimum investment return. Enter 5% of line 5	6	347,354.

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	347,354.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	3,753.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	1,388.
c	Add lines 2a and 2b	2c	5,141.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,213.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	342,213.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	342,213.

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	348,166.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	348,166.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,753.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	344,413.

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.

Form **990-PF** (2019)

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				342,213.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			343,872.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 348,166.				
a Applied to 2018, but not more than line 2a			343,872.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				4,294.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				337,919.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

Form 990-PF (2019)

20-3982052 Page 11

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADOPT-A-FAMILY OF THE PALM BEACHES, INC 1712 SECOND AVE NO PALM BEACH, FL 33460-3210	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
AMERICAN RED CROSS 2025 E. STREET NW WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000.
BOYS & GIRLS CLUBS OF MARTIN COUNTY 11954 SE DIXIE HIGHWAY HOBE SOUND, FL 33475	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
CHRISTIANS REACHING OUT TO SOCIETY, INC 3677 23RD AVE SOUTH, #B-101 LAKE WORTH, FL 33461	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
DELAWARE FUTURES 1104 NORTH ADAMS STREET WILMINGTON, DE 19801	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
Total	SEE CONTINUATION SHEET(S)			345,000.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2019)

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	PASS THROUGH LOSS INTERNATIONAL EQUITY FUND II-GE	P		
b	PASS THROUGH LOSS INTERNATIONAL EQUITY FUND II-GE	P		
c	PASS THROUGH LOSS TAXABLE BOND FUND-GEN	P		
d	PASS THROUGH GAIN TAXABLE BOND FUND-GEN	P		
e	PASS THROUGH GAIN GLOBAL EQUITY FUND-GEN	P		
f	PASS THROUGH GAIN GLOBAL EQUITY FUND-GEN	P		
g	PASS THROUGH GAIN EMERGING MARKETS EQUITY FUND-GE	P		
h	PASS THROUGH GAIN EMERGING MARKETS EQUITY FUND-GE	P		
i	PASS THROUGH GAIN US ALL CAP EQUITY FUND-SEG	P		
j	PASS THROUGH GAIN US ALL CAP EQUITY FUND-SEG	P		
k	PASS THROUGH LOSS INTERNATIONAL EQUITY FUND II-SE	P		
l	PASS THROUGH LOSS INTERNATIONAL EQUITY FUND II-SE	P		
m	PASS THROUGH LOSS TAXABLE BOND FUND-SEG	P		
n	PASS THROUGH GAIN TAXABLE BOND FUND-SEG	P		
o	PASS THROUGH GAIN GLOBAL EQUITY FUND-SEG	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		1,468.	-1,468.
b		598.	-598.
c		40.	-40.
d	217.		217.
e	173.		173.
f	3,360.		3,360.
g	14.		14.
h	178.		178.
i	8,599.		8,599.
j	74,570.		74,570.
k		8,717.	-8,717.
l		3,550.	-3,550.
m		148.	-148.
n	853.		853.
o	6,661.		6,661.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1,468.
b			-598.
c			-40.
d			217.
e			173.
f			3,360.
g			14.
h			178.
i			8,599.
j			74,570.
k			-8,717.
l			-3,550.
m			-148.
n			853.
o			6,661.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

3

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	PASS THROUGH GAIN GLOBAL EQUITY FUND-SEG	P		
b	PASS THROUGH GAIN EMERGING MARKETS EQUITY FUND-SE	P		
c	PASS THROUGH GAIN EMERGING MARKETS EQUITY FUND-SE	P		
d	PASS THROUGH GAIN NON-TRADITIONAL STRATEGIES FUND	P		
e	PASS THROUGH GAIN NON-TRADITIONAL STRATEGIES FUND	P		
f	PASS THROUGH GAIN NON-TRADITIONAL STRATEGIES FUND	P		
g	PASS THROUGH GAIN NON-TRADITIONAL STRATEGIES FUND	P		
h	SCHWAB-GEN	P		
i	SCHWAB-GEN	P		
j	SCHWAB-SEG	P		
k	SCHWAB-SEG	P		
l	PASS THROUGH 1231 GAIN NON-TRADITIONAL STRATEGIES	P		
m	PASS THROUGH 1256 LOSS NON-TRADITIONAL STRATEGIES	P		
n	PASS THROUGH 1256 LOSS NON-TRADITIONAL STRATEGIES	P		
o	PASS THROUGH 1231 GAIN NON-TRADITIONAL STRATEGIES	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 106,374.			106,374.
b 85.			85.
c 1,049.			1,049.
d 2,419.			2,419.
e 2,980.			2,980.
f 16,969.			16,969.
g 20,915.			20,915.
h 6,542.		7,434.	-892.
i 42,999.		21,848.	21,151.
j 10,422.		11,808.	-1,386.
k 95,690.		67,473.	28,217.
l 14.			14.
m		282.	-282.
n		424.	-424.
o 98.			98.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			106,374.
b			85.
c			1,049.
d			2,419.
e			2,980.
f			16,969.
g			20,915.
h			-892.
i			21,151.
j			-1,386.
k			28,217.
l			14.
m			-282.
n			-424.
o			98.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

2

3

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	PASS THROUGH 1256 LOSS NON-TRADITIONAL STRATEGIES	P		
b	PASS THROUGH 1256 LOSS NON-TRADITIONAL STRATEGIES	P		
c	PASS THROUGH GAIN MULTI-ASSET STRATEIES FUND-GEN	P		
d	PASS THROUGH GAIN MULTI-ASSET STRATEIES FUND-GEN	P		
e	PASS THROUGH 1256 GAIN MULTI-ASSET STRATGEGIES FU	P		
f	PASS THROUGH GAIN MULTI-ASSET STRATEIES FUND-SEG	P		
g	PASS THROUGH GAIN MULTI-ASSET STRATEIES FUND-SEG	P		
h	PASS THROUGH 1231 GAIN MULTI-ASSET STRATEGIES FUN	P		
i	PASS THROUGH 1256 GAIN MULTI-ASSET STRATGEGIES FU	P		
j	PASS THROUGH 1256 GAIN MULTI-ASSET STRATGEGIES FU	P		
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		1,977.	-1,977.
b		2,965.	-2,965.
c	75.		75.
d	162.		162.
e	2.		2.
f	2,149.		2,149.
g	4,657.		4,657.
h	13.		13.
i	27.		27.
j	18.		18.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-1,977.
b			-2,965.
c			75.
d			162.
e			2.
f			2,149.
g			4,657.
h			13.
i			27.
j			18.
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	279,552.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

20-3982052

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FEED THE HUNGRY PANTRY OF PALM BEACH COUNTY 8306 155TH PLACE NORTH PALM BEACH GARDENS, FL 33418	NONE	PUBLIC CHARITY	UNRESTRICTED	20,000.
HIGH POINT UNIVERSITY ONE UNIVERSITY PARKWAY HIGH POINT, NC 27268	NONE	PUBLIC CHARITY	HAROLD AND KATE REED FAMILY ENDOWED SCHOLARSHIP	125,000.
INTERNATIONAL FUND FOR ANIMAL WELFARE 290 SUMMER STREET YARMOUTH PORT, MA 02675	NONE	PUBLIC CHARITY	UNRESTRICTED	3,000.
LOGGERHEAD MARINELIFE CENTER 14200 US HWY ONE JUNO BEACH, FL 33408	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
NATURE CONSERVANCY 4245 N FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203-1606	NONE	PUBLIC CHARITY	UNRESTRICTED	20,000.
THE BENJAMIN SCHOOL 11000 ELLISON WILSON ROAD NORTH PALM BEACH, FL 33408	NONE	PUBLIC CHARITY	LEAPS AND BOUNDS CAPITAL CAMPAIGN	75,000.
THE LORDS PLACE PO BOX 3265 WEST PALM BEACH, FL 33402	NONE	PUBLIC CHARITY	UNRESTRICTED	20,000.
URBAN YOUTH IMPACT PO BOX 222592 WEST PALM BEACH, FL 33422-2592	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
BANNER LAKE CLUB P.O. BOX 1875 HOBE SOUND, FL 33475	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
BUNNY'S BUDDIES 6160 MISSION GORGE ROAD, SUITE 205 SAN DIEGO, CA 92120	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
Total from continuation sheets				294,000.

**THE HAROLD AND KATE REED FAMILY
FOUNDATION**

20-3982052

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ENDANGERED SPECIES INTERNATIONAL 2900 JUDAH ST. SAN FRANCISCO, CA 94122	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.
GAVIOTA COAST CONSERVANCY P.O. BOX 1099 GOLETA, CA 93116	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.
GUARDIANS OF MARTIN COUNTY, INC. P.O. BOX 1489 HOBE SOUND, FL 33475	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
HALOS 4995 LACROSS ROAD, SUITE 1250 NORTH CHARLESTON, SC 29406	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
HOBE SOUND COMMUNITY CHEST PO BOX 511 HOBE SOUND, FL 33475	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.
HUMANE SOCIETY OF THE NORTH BAY 1121 SONOMA BLVD. VALLEJO, CA 94590	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.
INNERCITY TENNIS FOUNDATION 4005 NICOLLET AVE MINNEAPOLIS, MN 55409	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
INNOCENSE PROJECT, INC. 40 WORTH STREET SUITE 701 NEW YORK, NY 10013	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.
LOAVES AND FISHES, INC. 206 EAST 8TH STREET APOPKA, FL 32703	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB-GEN	20.	20.	
SCHWAB-SEG	22.	22.	
WXCLC, INC.	1,525.	1,525.	
TOTAL TO PART I, LINE 3	1,567.	1,567.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EMERGING MARKETS EQUITY FUND-GEN	988.	0.	988.	988.	
EMERGING MARKETS EQUITY FUND-SEG	5,805.	0.	5,805.	5,805.	
GLOBAL EQUITY FUND-GEN	2,842.	0.	2,842.	2,842.	
GLOBAL EQUITY FUND-SEG	50,743.	0.	50,743.	50,743.	
INTERNATIONAL EQUITY FUND II-GEN	1,898.	0.	1,898.	1,898.	
INTERNATIONAL EQUITY FUND II-SEG	11,265.	0.	11,265.	11,265.	
MULTI-ASSET STRATEGIES FUND-GEN	70.	0.	70.	70.	
MULTI-ASSET STRATEGIES FUND-SEG	1,989.	0.	1,989.	1,989.	
NON-TRADITIONAL STRATEGIES FUND EXEMPT-GEN	6,274.	0.	6,274.	6,272.	
NON-TRADITIONAL STRATEGIES FUND EXEMPT-SEG	43,934.	0.	43,934.	43,918.	
SCHWAB-GEN	9,150.	0.	9,150.	9,150.	
SCHWAB-SEG	11,259.	0.	11,259.	11,259.	
TAXABLE BOND FUND-GEN	3,607.	0.	3,607.	3,607.	
TAXABLE BOND FUND-SEG	13,776.	0.	13,776.	13,776.	
U.S. ALL CAP EQUITY FUND	8,814.	0.	8,814.	8,814.	
TO PART I, LINE 4	172,414.	0.	172,414.	172,396.	

FORM 990-PF

RENTAL INCOME

STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
NON-TRADITIONAL STRATEGIES FUND-SEG	1	-1,549.
NON-TRADITIONAL STRATEGIES FUND-GEN	2	-222.
MULTI-ASSET STRATEGIES FUND-GEN	3	3.
MULTI-ASSET STRATEGIES FUND-SEG	4	83.
TOTAL TO FORM 990-PF, PART I, LINE 5A		-1,685.

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GLOBAL EQUITY FUND-SEG	876.	876.	
GLOBAL EQUITY FUND-GEN	13.	13.	
INTERNATIONAL EQUITY FUND II-GEN	445.	445.	
INTERNATIONAL EQUITY FUND II-SEG	2,643.	2,643.	
NON-TRADITIONAL STRATEGIES FUND-SEG			
OTHER INCOME	987.	987.	
NON-TRADITIONAL STRATEGIES FUND-SEG			
ROYALTY	43.	43.	
NON-TRADITIONAL STRATEGIES FUND-SEG	6,952.	0.	
NON-TRADITIONAL STRATEGIES FUND-GEN			
OTHER INCOME	137.	137.	
NON-TRADITIONAL STRATEGIES FUND-GEN	993.	0.	
NON-TRADITIONAL STRATEGIES FUND-GEN			
ROYALTY	6.	6.	
EMERGING MARKETS EQUITY FUND-GEN	6.	6.	
EMERGING MARKETS EQUITY FUND-SEG	33.	33.	
MULTI-ASSET STRATEGIES FUND-GEN	25.	25.	
MULTI-ASSET STRATEGIES FUND-GEN	-5.	0.	
MULTI-ASSET STRATEGIES FUND-SEG	705.	705.	
MULTI-ASSET STRATEGIES FUND-SEG	-140.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	13,719.	5,919.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WAYCROSSE FEES	7,770.	4,713.		3,057.
TO FORM 990-PF, PG 1, LN 16B	7,770.	4,713.		3,057.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES U.S.				
ALL CAP EQUITY FUND	998.	998.		0.
INVESTMENT EXPENSES				
TAXABLE BOND FUND-SEG	528.	528.		0.
INVESTMENT EXPENSES GLOBAL				
EQUITY FUND-SEG	19,928.	19,928.		0.
INVESTMENT EXPENSES				
CHARLES SCHWAB	10,586.	10,586.		0.
INVESTMENT EXPENSES				
TAXABLE BOND FUND-GEN	138.	138.		0.
INVESTMENT EXPENSES GLOBAL				
EQUITY FUND-GEN	1,117.	1,117.		0.
INVESTMENT EXPENSES				
INTERNATIONAL EQUITY FUND				
II-GEN	190.	190.		0.
INVESTMENT EXPENSES				
INTERNATIONAL EQUITY FUND				
II-SEG	1,128.	1,128.		0.
INVESTMENT EXPENSES				
NON-TRADITIONAL STRATEGIES				
FUND-SEG	18,405.	18,405.		0.
INVESTMENT EXPENSES				
NON-TRADITIONAL STRATEGIES				
FUND-GEN	2,628.	2,628.		0.
INVESTMENT EXPENSES				
EMERGING MARKETS EQUITY				
FUND-GEN	17.	17.		0.
INVESTMENT EXPENSES				
EMERGING MARKETS EQUITY				
FUND-SEG	101.	101.		0.
INVESTMENT EXPENSES				
MULTI-ASSET STRATEGIES				
FUND-GEN	81.	81.		0.
INVESTMENT EXPENSES				
MULTI-ASSET STRATEGIES				
FUND-SEG	2,324.	2,324.		0.
TO FORM 990-PF, PG 1, LN 16C	58,169.	58,169.		0.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID GLOBAL EQUITY FUND-SEG	4,541.	4,541.		0.
FOREIGN TAXES PAID U.S. ALL CAP EQUITY FUND	4.	4.		0.
FOREIGN TAXES PAID GLOBAL EQUITY FUND-GEN	254.	254.		0.
FOREIGN TAXES PAID INTERNATIONAL EQUITY FUND II-GEN	264.	264.		0.
FOREIGN TAXES PAID INTERNATIONAL EQUITY FUND II-SEG	1,568.	1,568.		0.
FOREIGN TAXES PAID SCHWAB SEG	383.	383.		0.
FOREIGN TAXES PAID NON-TRADITIONAL STRATEGIES FUND-SEG	432.	432.		0.
FOREIGN TAXES PAID NON-TRADITIONAL STRATEGIES FUND-GEN	62.	62.		0.
FOREIGN TAXES PAID SCHWAB GEN	310.	310.		0.
FEDERAL TAXES PAID	5,731.	0.		0.
STATE TAXES PAID	1,357.	0.		0.
FOREIGN TAXES PAID EMERGING MARKETS EQUITY FUND-GEN	50.	50.		0.
FOREIGN TAXES PAID EMERGING MARKETS EQUITY FUND-SEG	295.	295.		0.
FOREIGN TAXES PAID MULTI-ASSET STRATEGIES FUND-GEN	1.	1.		0.
FOREIGN TAXES PAID MULTI-ASSET STRATEGIES FUND-SEG	16.	16.		0.
TO FORM 990-PF, PG 1, LN 18	15,268.	8,180.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF MINNESOTA FEE	25.	0.		25.
STATE OF DELAWARE FEE	25.	0.		25.
CT CORP FEES	59.	0.		59.
NON-DEDUCTIBLE EXPENSES				
NON-TRADITIONAL STRATEGIES				
FUND-SEG	145.	0.		0.
NON-DEDUCTIBLE EXPENSES				
NON-TRADITIONAL STRATEGIES				
FUND-GEN	21.	0.		0.
NON-DEDUCTIBLE EXPENSES				
MULTI-ASSET STRATEGIES				
FUND-SEG	1.	0.		0.
TO FORM 990-PF, PG 1, LN 23	276.	0.		109.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK NEW YORK MELLON	13,424.	17,364.
BOEING CO	20,997.	17,917.
BORG WARNER INC	24,960.	24,510.
CANADIAN PACIFIC RAILWAY	14,917.	25,495.
CATERPILLAR INC	17,286.	28,059.
CISCO SYSTEMS	13,191.	28,296.
CITIGROUP INC	22,944.	33,554.
COHERENT INC	28,051.	30,775.
CORNING INC	24,313.	41,773.
FEDEX CORP	30,852.	29,486.
GLOBAL EQUITY FUND	1,920,038.	2,996,221.
IBM CORP	27,915.	27,478.
INGERSOLL RAND	6,042.	18,609.
INGREDION INC	5,947.	6,042.
INTERNATIONAL EQUITY FUND II	416,466.	623,141.
KROGER CO	28,796.	38,847.
LAS VEGAS SANDS GROUP	13,066.	20,022.
NEWELL BRANDS INC	39,248.	35,365.
NEWMONT GOLDCORP CORP	26,906.	32,979.
NINTENDO	17,263.	37,924.
NUTRIEN LTD	22,448.	25,728.
ORION ENG CARBONS SA	5,863.	6,466.
PARKER HANNIFIN CORP	25,316.	28,815.
POPULAR INC NEW F	9,825.	18,506.
QUALCOMM INC	24,165.	37,057.
RIO TINTO PLC	22,496.	31,758.
SIEMENS AG ADR	14,936.	19,816.
SONY CORP	11,443.	33,320.
TEREX CORP	13,513.	16,826.
U.S. ALL CAP EQUITY FUND	157,326.	404,562.
UNITEDHEALTH GRP INC	21,062.	23,518.
EMERGING MARKETS EQUITY FUND	136,395.	164,839.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,177,410.	4,925,068.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
TAXABLE BOND FUND	532,779.	548,161.
TOTAL TO FORM 990-PF, PART II, LINE 10C	532,779.	548,161.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NON TRADITIONAL STRATEGIES FUND	COST	1,536,824.	1,539,646.
MULTI-ASSETS STRATEGIES FUND	COST	210,611.	222,427.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,747,435.	1,762,073.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

HAROLD S. REED
KATE M. REED