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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 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: THE HALLORAN FAMILY FOUNDATION INC.

A Employer identification number: 46-4342361

Number and street (or P O box number if mail is not delivered to street address): 1595 BOHNS POINT ROAD

Room/suite:

B Telephone number (see instructions): (952) 345-0702

City or town, state or province, country, and ZIP or foreign postal code: WAYZATA, MN 55391-9309

C If exemption application is pending, check here ▶ ☐

6

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

04

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

3
4

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,456,329.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	633.			
	4 Dividends and interest from securities	67,022.	67,022.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	36,582.			
	b Gross sales price for all assets on line 6a 52,324.				
	7 Capital gain net income (from Part IV, line 2)		36,582.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 1	518.			
	12 **Total.** Add lines 1 through 11	104,755.	103,604.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	4,250.	4,250.		
	c Other professional fees (attach schedule) [3]	425.	425.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	11,662.	1,712.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,337.	6,387.		
	25 Contributions, gifts, grants paid	510,500.			510,500.
	26 Total expenses and disbursements Add lines 24 and 25	526,837.	6,387.	0.	510,500.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-422,082.			
	b **Net investment income** (if negative, enter -0-)		97,217.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	443,335.	289,907.	289,907.
	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) ATCH 5	275,611.	1,023,191.	3,166,422.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	718,946.	1,313,098.	3,456,329.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] 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	718,946.	1,313,098.	
	30 Total net assets or fund balances (see instructions)	718,946.	1,313,098.	
	31 Total liabilities and net assets/fund balances (see instructions)	718,946.	1,313,098.	

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	718,946.
2	Enter amount from Part I, line 27a	2	-422,082.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	1,016,234.
4	Add lines 1, 2, and 3	4	1,313,098.
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	1,313,098.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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				

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	36,582.
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	0.

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))
2017	1,309,500.	1,602,365.	0.817230
2016	176,049.	951,472.	0.185028
2015	106,400.	984,737.	0.108049
2014	75,000.	163,779.	0.457934
2013		1,619.	

2	**Total** of line 1, column (d)	2	1.568241
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	0.313648
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	3,822,032.
5	Multiply line 4 by line 3	5	1,198,773.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	972.
7	Add lines 5 and 6	7	1,199,745.
8	Enter qualifying distributions from Part XII, line 4	8	510,500.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,944.
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	1,944.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,944.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 650.		
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	650.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,294.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ MN,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ PATRICK HALLORAN Telephone no ▶ 952-345-0702

Located at ▶ 1595 BOHNS POINT ROAD WAYZATA, MN ZIP+4 ▶ 55391-9309

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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		X
	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.

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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? ☐ Yes ☒ 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. 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
ATCH 7		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	3,475,313.
b	Average of monthly cash balances	1b	343,089.
c	Fair market value of all other assets (see instructions)	1c	61,834.
d	**Total** (add lines 1a, b, and c)	1d	3,880,236.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,880,236.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	58,204.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,822,032.
6	**Minimum investment return.** Enter 5% of line 5	6	191,102.

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	191,102.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	1,944.		
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,944.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	189,158.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	189,158.
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	189,158.

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	510,500.
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	510,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	510,500.

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				189,158.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years 20 16 ,20 15 ,20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014 66,808.				
c From 2015 57,163.				
d From 2016 128,475.				
e From 2017 1,238,388.				
f Total of lines 3a through e	1,490,834.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 510,500.				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				189,158.
e Remaining amount distributed out of corpus	321,342.			
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	1,812,176.			
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				
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	1,812,176.			
10 Analysis of line 9				
a Excess from 2014 66,808.				
b Excess from 2015 57,163.				
c Excess from 2016 128,475.				
d Excess from 2017 1,238,388.				
e Excess from 2018 321,342.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1 a 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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 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))

PATRICK HALLORAN

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 8				
Total ▶ **3a**				510,500.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	633.	
4 Dividends and interest from securities			14	67,022.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	36,582.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a RETURN OF CAPITAL			14	518.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				104,755.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 104,755.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

▶ [signature] | 4-15-19 | ▶

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MONROE J GIERL	[signature]	4/12/19		P01413237
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 4200 WELLS FARGO CTR , 90 S. 7TH MINNEAPOLIS, MN 55402			Phone no 612-305-5000	

FORM 990PF, PART IV - CAPITAL GAINS AND LOSSES

LONG TERM TRANSACTIONS	DATE ACQUIRED	DATE SOLD OR DISPOSED	PROCEEDS	COST OR OTHER BASIS	GAIN OR (LOSS)
AT&T INC	10/13/2008	6/18/2018	20	9	11
APOLLO INVESTMENT CO	3/9/2009	12/6/2018	5	2	3
BIOVERATIV INC	10/6/2009	3/14/2018	420	32	388
C S R A INC	8/22/2012	4/9/2018	3,383	1,169	2,213
CA INC	12/5/2008	11/5/2018	9,167	3,311	5,856
DIAMONDBACK ENERGY	3/9/2009	12/3/2018	34	11	23
FINISH LINE INC	3/9/2009	6/18/2018	1,998	671	1,327
MONSANTO CO	9/15/2010	6/7/2018	7,680	3,448	4,232
PRAXAIR INC	1/5/2009	10/31/2018	1,961	767	1,195
REGAL ENTERTAINMENT	3/9/2009	3/1/2018	1,518	601	917
RESIDEO TECHNOLOGIES INC	4/13/2009	10/29/2018	7	2	5
ROCKWELL COLLINS INC	3/9/2009	11/28/2018	14,782	2,898	11,884
TIME WARNER INC	VARIOUS	6/15/2018	8,439	0	8,439
		LONG TERM TOTAL	49,413	12,921	36,492

SHORT TERM TRANSACTIONS	DATE ACQUIRED	DATE SOLD OR DISPOSED	PROCEEDS	COST OR OTHER BASIS	GAIN OR (LOSS)
KERING S A FSPONSORED ADR 1	7/16/2018	7/16/2018	2,818	2,728	90
UNITED TECHNOLOGIES UTX	11/28/2018	11/29/2018	3	3	(0)
		SHORT TERM TOTAL	2,821	2,731	90
		TOTAL	52,234	15,652	36,582

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
RETURN OF CAPITAL DISTRIBUTION		518.
	TOTALS	518.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	4,250.	4,250.		
TOTALS	4,250.	4,250.		

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER PROFESSIONAL FEES	425.	425.
TOTALS	425.	425.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	1,712.	1,712.
STATE OF MINNESOTA RETURN FEE	25.	
US TREASURY	9,925.	
TOTALS	11,662.	1,712.

ATTACHMENT 5

FORM 990PF, PART II, LINE 10B - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FAIR MARKET VALUE
A O N PLC	4,905	14,536
A T & T INC	5,053	6,422
ABBOTT LABORATORIES	6,738	23,941
ABBVIE INC	4,569	19,083
ACCENTURE PLC	7,433	22,562
ACTIVISION BLIZZARD	3,089	14,111
ADOBE INC	882	7,692
ADVANSIX INC	17	49
AGILENT TECHNOLOGIES	2,031	15,246
AIR PROD & CHEMICALS	766	2,241
AKAMAI TECHNOLOGIES INC	2,877	12,033
ALEXION PHARMA INC	1,217	2,337
ALLERGAN PLC	622	1,470
ALLSTATE CORP	3,630	12,312
ALPHABET INC	8,379	47,023
ALPHABET INC.	8,188	45,567
ALTRIA GROUP INC	7,590	24,348
AMAZON.COM INC	2,616	9,011
AMER ELECTRIC PWR CO	5,053	15,545
AMERN TOWER CORP	1,200	3,797
AMERICAN EXPRESS CO	5,565	21,447
AMERISOURCEBERGEN CO	1,538	7,440
AMGEN INC.	8,429	38,350
ANTHEM INC	2,921	17,596
APOLLO INVESTMENT CO	557	1,017
APPLE INC	2,866	6,310
APPLIED MATERIALS	4,366	16,632
ARCBEST CORP	2,541	12,060
ASHTEAD GROUP PLC	344	503
AUTO DATA PROCESSING	3,776	17,046
AVALONBAY CMNTYS INC	405	1,044
AVNET INC	1,863	4,476
BANK OF AMERICA CORP	14,988	48,270
BAXTER INTERNTNL	3,651	11,453
BB&T CORP	4,323	13,082
BECTON DICKINSON&CO	6,030	21,855
BERKSHIRE HATHAWAY	20,578	54,720
BIO-TECHNE CORP	2,749	7,236
BIOGEN INC	361	2,407
BLACKROCK INC	6,246	15,713
BOEING CO	2,601	21,608
BOOKING HOLDINGS INC	2,339	8,612
BRANDYWINE REALTY TR	486	2,432
BRISTOL-MYERS SQUIBB	7,948	21,728
BROADCOM INC	2,884	6,357
C M S ENERGY CORP	848	4,270
CA WATER SERVICE GRP	2,538	6,196
CAMDEN PROPERTY TR	710	3,522
CAPITAL ONE FC	1,241	2,192
CARE COM INC	2,562	8,245
CARETRUST REIT INC	936	4,301
CARNIVAL CORP	1,193	2,564
CATERPILLAR INC	3,861	13,596
CDK GLOBAL INC	532	2,058
CELGENE CORP	1,303	2,948
CENTURYLINK INC	96	227

CERNER CORP	960	5,244
CHARLES SCHWAB CORP	6,618	10,881
CHART INDUSTRIES INC	2,524	9,039
CHARTER COMMUNICATN	278	2,565
CHEMICAL FINL	1,173	2,673
CHEVRON CORP	24,808	45,909
CHUBB LTD	1,154	2,584
CISCO SYSTEMS INC	9,798	26,778
CITIGROUP INC	8,764	13,223
CITRIX SYSTEMS INC	625	3,791
CLEAN HARBORS INC	1,725	5,625
CLOROX CO	643	2,158
COLGATE-PALMOLIVE CO	8,434	18,094
COLUMBIA SPORTSWEAR	1,126	7,484
COMCAST CORP	7,779	24,380
COMERICA INCORPORATE	2,335	11,883
COMMERZBANK AG	10,008	9,903
CONAGRA BRANDS INC	1,702	3,311
CONMED CORP	667	3,659
CONSTELLATION BRAND	4,431	13,670
COSTCO WHOLESALE CO	6,570	15,889
CROWN CASTLE INTL CO	2,820	17,815
CSX CORP	2,865	25,535
CULLEN FROST BANKERS	3,542	8,442
CUMMINS INC	812	4,677
CVS HEALTH CORP	2,228	4,980
D X C TECHNOLOGY CO	1,800	5,104
DANAHER CORP	686	3,094
DEERE & CO	3,947	22,823
DEUTSCHE LUFTHANSA	8,322	15,652
DIAMONDBACK ENERGY	1,434	3,615
DISCOVERY INC	1,530	5,308
DISH NETWORK CORP	795	1,798
DOMINION ENERGY INC	1,646	3,787
DOWDUPONT INC	6,352	24,547
DTE ENERGY CO	868	3,199
DUKE ENERGY CORP	3,911	9,320
ECHO GLOBAL LOGISTIC	1,133	1,769
ECOLAB INC	1,195	3,684
EL PASO ELECTRIC CO	2,194	9,374
EMCOR GROUP INC	638	2,805
EMERSON ELECTRIC CO	845	1,613
ENCORE WIRE CORP	1,459	4,416
EQUITY COMMONWEALTH	3,769	8,373
EQUITY RESIDENTIAL	2,588	9,703
ESPERION THERAPEUTIC	2,383	11,040
EVERCORE INC	878	3,936
EVEREST RE GROUP LTD	677	2,395
EXELIXIS INC	2,225	5,685
FACEBOOK INC	16,380	50,732
FEDEX CORP	3,601	16,940
FERRARI N V	9,136	21,280
FIAT CHRYSLER AUTO	9,979	18,812
FIRST REPUBLIC BANK	3,650	13,209
FLOWERS FOODS INC	2,190	4,544
FLOWSERVE CORP	2,672	6,844
FORTIVE CORP DISC	223	1,015
FRANKLIN RESOURCES	3,002	6,762
GAP INC	2,340	6,079
GARMIN LTD	2,217	8,358
GARRETT MOTION INC	23	62
GENERAL DYNAMICS CO	3,850	16,664

GENERAL MILLS INC	5,794	8,956
GILEAD SCIENCES INC	5,582	24,082
GLENCORE PLC	9,699	17,731
GLOBAL INDEMNITY LTD	1,096	2,790
GOLDMAN SACHS GROUP	8,714	18,710
GREEN DOT INC	2,724	19,482
HAEMONETICS CORP	2,872	13,207
HALLIBURTON CO HLDG	4,197	7,788
HAWAIIAN ELEC INDUST	1,042	3,113
HELMERICH & PAYNE	685	1,582
HEWLETT PACKARD ENTERPRI	746	1,506
HOME DEPOT INC	2,181	7,732
HONEYWELL INTL INC	2,068	6,606
HOST HOTELS & RESORT	748	3,467
INTEL CORP	20,732	52,515
INTUIT INC	6,236	28,150
INVESTORS BANCORP	657	2,486
J P MORGAN CHASE & CO	24,140	72,825
JOHNSON & JOHNSON	26,191	54,717
JUNIPER NETWORKS INC	2,742	5,813
KB HOME	1,505	2,674
KENNAMETAL INC CAP	3,104	6,856
KERING S A	9,776	27,165
KEYSIGHT TECH INC	783	7,015
KIMBERLY-CLARK CORP	6,328	17,319
KOMATSU LTD	6,274	7,905
KRAFT HEINZ CO	2,609	4,648
KROGER CO	3,058	8,635
LAKELAND FINL	624	2,651
LAMB WESTON HOLDINGS INC	517	3,752
LEIDOS HOLDINGS INC	431	2,531
LILLY ELI & CO	5,764	19,672
LINCOLN ELEC HLDGS	1,936	11,512
LINDE PLC	1,961	1,872
LIVE NATION ENTRTMNT	975	8,274
LKQ CORP	2,462	9,421
LOEWS CORP	3,355	8,467
LOGMEIN INC	132	408
LOUISIANA PACIFIC CO	2,347	9,932
LOWES COMPANIES INC	4,314	29,093
MANITOWOC CO	933	1,979
MARATHON PETE CORP	4,036	15,579
MARKEL CORP	2,110	10,381
MARVELL TECH GROUP	2,275	6,378
MASTERCARD	5,127	16,979
MC DONALDS CORP	5,730	29,299
MERCK & CO. INC.	2,219	10,927
METLIFE INC	5,490	8,787
MGE ENERGY INC	1,349	4,377
MICRO FOCUS INTERNTNL	205	258
MICRON TECHNOLOGY	3,553	19,641
MICROSOFT CORP	35,908	140,878
MONDELEZ INTL	5,192	13,010
MOODYS CORP	2,260	19,606
MORGAN STANLEY	5,586	14,076
NATIXIS SA	9,806	11,989
NETFLIX INC	7,259	24,357
NEWS CORP	409	1,952
NINTENDO LTD	8,319	14,829
NVENT ELECTRIC PLC	276	741
ORACLE CORP	10,230	35,804
OWENS ILLINOIS INC	1,052	1,862

PATTERSON UTI ENERGY	694	890
PENTAIR PLC	544	1,247
PEPSICO INC	11,000	25,189
PERKINELMER INC	1,035	7,384
PERSPECTA INC	268	827
PFIZER INC	15,981	49,106
PHILIP MORRIS INTL	13,423	22,498
PHILLIPS 66	2,019	7,926
PINNACLE WEST CAP	3,613	13,376
PNC FINL SERVICES	3,572	21,161
PPG INDUSTRIES INC	1,683	5,929
PROASSURANCE CORP	1,952	3,894
PROCTER & GAMBLE	6,408	13,328
PROS HOLDINGS INC	872	5,526
PUBLIC STORAGE	3,522	14,169
QUALCOMM INC	6,900	11,894
QUANTA SERVICES INC	3,305	6,712
QUEST DIAGNOSTIC INC	1,246	2,332
REGENCY CENTERS CORP	942	2,289
REGIONS FINL CO	3,526	13,835
RENAISSANCERE HLDGS	856	2,407
RESIDEO TECHNOLOGIES INC	60	164
RESMED INC	646	4,327
S&P GLOBAL INC	1,544	6,288
SALESFORCE COM	1,693	7,670
SCHLUMBERGER LTD	2,415	3,067
SEALED AIR CORP	2,789	8,954
SILGAN HOLDINGS INC	845	1,795
SKYWEST INC	3,108	9,872
SOUTHERN COPPER CORP	1,280	3,508
SOUTH32 LTD	4,938	9,894
SPARK ENERGY INC	4,116	4,904
STATE STREET CORP	3,278	11,731
STIFEL FINL CO	867	2,237
STMICROELECTRONICS NV	6,223	14,380
STRYKER CORP	4,806	24,140
SYNOPSYS INC	3,556	17,606
TARGET CORP	5,026	13,086
TD AMERITRADE HLDGS	791	3,036
TEXAS INSTRUMENTS	4,737	30,713
TEXTRON INC	2,055	5,151
THE COCA-COLA CO	7,597	17,283
THERMO FISHER SCNTFC	2,753	18,127
TOKYO ELECTRON LTD	9,339	14,418
TOLL BROTHERS INC	672	1,548
TOPBUILD CORP	1,954	3,015
TRAVELERS COMPANIES	5,387	17,963
TRIMBLE INC	1,150	2,501
TRUSTMARK CORP	2,035	3,895
U S BANCORP	6,276	16,041
UBIQUITI NETWORKS	2,111	19,484
UDR INC.	1,108	2,853
UNION PACIFIC CORP	7,074	19,905
UNITED PARCEL SRVC	5,173	13,167
UNITED TECHNOLOGIES	11,384	22,041
UNIVERSAL CORP VA	672	1,408
UNUM GROUP	2,935	5,758
URBAN EDGE PPTYS	20	33
VENTAS INC	644	1,758
VERSUM MATERIALS INC	68	194
VERTEX PHARMACEUTICA	2,295	11,765
VF CORP	2,833	16,836

VICOR CORP	629	6,122
VISA INC	2,049	12,534
VORNADO REALTY TRUST	182	310
W E C ENERGY GROUP INC	2,791	10,528
WABCO HOLDINGS INC	2,242	5,904
WAL-MART STORES	19,161	39,030
WALGREENS BOOTS ALLI	2,115	5,193
WALT DISNEY CO	6,963	31,689
WATERS CORP	1,525	9,055
WATSCO INC	651	2,922
WELBILT INC	2,986	5,977
WELLS FARGO BK N A	13,388	26,680
WILEY & SONS INC JOHN	669	1,127
WYNN MACAU LTD	2,484	3,552
XCEL ENERGY INC MINN	4,554	13,845
XILINX Inc.	835	4,514
XPERI CORP 500	634	1,140
YUM BRANDS INC	1,161	6,342
YUM CHINA HOLDI	460	2,314
ZIONS BANCORP N	5,024	12,792
3M CO	6,692	30,296
TOTAL	1,023,191	3,166,422

ATTACHMENT 6

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
COST BASIS TO FMV AND OTHER BOOK/TAX ADJ	1,016,234.
TOTAL	1,016,234.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PATRICK HALLORAN 1595 BOHNS POINT ROAD WAYZATA, MN 55391-9309	PRESIDENT 1.00	0.	0.	0.
KATHLEEN A. HALLORAN 1595 BOHNS POINT ROAD WAYZATA, MN 55391-9309	SECRETARY/TREASURER 2.00	0.	0.	0.
JOHN E. FOLEY 1595 BOHNS POINT ROAD WAYZATA, MN 55391-9309	DIRECTOR 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 8

FORM 990PF, PART XV, LINE 3A - CONTRIBUTIONS PAID DURING THE YEAR

ORGANIZATION	ADDRESS	AMOUNT	PURPOSE	RELATIONSHIP	STATUS
DUCKS UNLIMITED	1 WATERFOWL WAY MEMPHIS, TN 38120	80,000	General Fund	NONE	GROUP
ESPERANZA INTERNATIONAL	2929 CANTON STREET DALLAS, TX 75226	20,000	General Fund	NONE	PC
PAY IT FORWARD FUND	490 SOUTH MAPLE STREET, SUITE 110 WACONIA, MN 55387	10,000	General Fund	NONE	PC
TRINITY LUTHERAN	2060 COUNTY ROAD 6 LONG LAKE, MN 55356	5,000	General Fund	NONE	PC
ORONO HIGH SCHOOL (MEN'S TENNIS)	795 N OLD CRYSTAL BAY RD LONG LAKE, MN 55356	500	General Fund	NONE	PC
PSC PARTNERS SEEKING A CURE	6900 E BELLEVIEW AVE STE 202 GREENWOOD VILLAGE, CO 80111-1627	205,000	General Fund	NONE	PC
TWIN CITIES PUBLIC TELEVISION INC	172 EAST 4TH STREET SAINT PAUL, MN 55101-1400	40,000	General Fund	NONE	PC
MAYO CLINIC	60 EAST BROADWAY MINNEAPOLIS, MN 55425	100,000	General Fund	NONE	PC
FRIENDS OF NGONG ROAD	PO BOX 2090 MINNEAPOLIS, MN 55402	50,000	General Fund	NONE	PC
		510,500			