

Return of Private Foundation

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

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OMB No 1545-0052

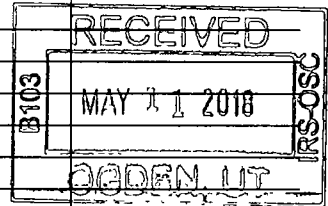
2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: TANKENOFF FAMILIES FOUNDATION. Address: 2424 KENNEDY STREET NE, MINNEAPOLIS, MN 55413. Telephone number: 612-371-0123. Fair market value of all assets at end of year: \$11,815,773.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total: 255,862) and Operating and Administrative Expenses (Total: 578,168).



3A

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		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	2,617,785.	1,634,942.	1,634,942.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	5,832,725.	6,478,452.	10,180,831.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,450,510.	8,113,394.	11,815,773.	
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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	8,450,510.	8,113,394.		
30 Total net assets or fund balances	8,450,510.	8,113,394.		
31 Total liabilities and net assets/fund balances	8,450,510.	8,113,394.		

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	8,450,510.
2 Enter amount from Part I, line 27a	2	-337,116.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,113,394.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,113,394.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a WELLS FARGO ADVISORS			
b UBS FINANCIAL SERVICES			
c CHARLES SCHWAB			
d CAPITAL GAINS DIVIDENDS			
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 1,231,598.		1,174,148.	57,450.
b 106,682.		66,708.	39,974.
c 151,488.		147,654.	3,834.
d 1,782.			1,782.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			57,450.
b			39,974.
c			3,834.
d			1,782.
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	103,040.
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

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))
2016	475,677.	10,531,653.	.045166
2015	616,767.	9,933,892.	.062087
2014	541,165.	10,077,405.	.053701
2013	342,596.	9,377,342.	.036534
2012	540,684.	8,237,294.	.065639

2 Total of line 1, column (d)	2	.263127
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	.052625
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	11,172,828.
5 Multiply line 4 by line 3	5	587,970.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,448.
7 Add lines 5 and 6	7	590,418.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	578,168.

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)		1	4,897.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	4,897.
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	4,897.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	3,000.	
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	1,897.	
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 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ SCOTT TANKENOFF Telephone no. ▶ 612-371-0123 Located at ▶ 2424 KENNEDY STREET NE, MINNEAPOLIS, MN ZIP+4 ▶ 55413		
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 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here		
▶ N/A		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
▶ N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)		
▶ N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a During the year, did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? 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 Yes No
 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). **N/A**

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? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No
N/A

	Yes	No
5a		
5b		
6a		
6b		X
7a		
7b		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		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

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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,150,650.
b	Average of monthly cash balances	1b	2,192,323.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,342,973.
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	11,342,973.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	170,145.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,172,828.
6	Minimum investment return. Enter 5% of line 5	6	558,641.

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	558,641.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	4,897.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,897.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	553,744.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	553,744.
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	553,744.

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	578,168.
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	578,168.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	578,168.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				553,744.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015	16,726.			
e From 2016				
f Total of lines 3a through e	16,726.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 578,168.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				553,744.
e Remaining amount distributed out of corpus	24,424.			
5 Excess distributions carryover applied to 2017 (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	41,150.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	41,150.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015	16,726.			
d Excess from 2016				
e Excess from 2017	24,424.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

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 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Table with columns: Tax year (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests for 3a, b, and c.

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).)

NONE

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.

NONE

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.

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				
ADATH JESHURUN CONGREGATION 10500 HILLSIDE LN MINNETONKA, MN 55305	NONE	501(C)(3)	CHARITABLE	9,000.
AISH MINNESOTA 2830 INGLEWOOD AVE S ST. LOUIS PARK, MN 55416	NONE	501(C)(3)	CHARITABLE	500.
ALZHEIMER'S ASSOCIATION 7900 W 78TH STREET, SUITE 100 MINNEAPOLIS, MN 55439	NONE	501(C)(3)	CHARITABLE	1,000.
AMERICAN BRAIN TUMOR ASSOCIATION 16404 EAGLE RIDGE DRIVE MINNETONKA, MN 55345	NONE	501(C)(3)	CHARITABLE	5,000.
ANIMAL HUMANE SOCIETY 845 MEADOW LN N GOLDEN VALLEY, MN 55422	NONE	501(C)(3)	CHARITABLE	2,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				575,960.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: 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.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 2 columns: Yes, No. Rows 1a(1) through 1c. All 'No' boxes are checked (X).

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains '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 [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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 of officer or trustee: [Signature] Date: 5/4/18 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name: STACY RUBSAM Preparer's signature: [Signature] Date: 5/3/18 Check [] if self-employed PTIN: P00514115 Firm's name: CLIFTONLARSONALLEN LLP Firm's EIN: 41-0746749 Firm's address: 220 SOUTH SIXTH STREET, SUITE 300 MINNEAPOLIS, MN 55402 Phone no.: 612-376-4500

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
ANTI-DEFAMATION LEAGUE FOUNDATION 605 THIRD AVE NEW YORK, NY 10158	NONE	501(C)(3)	CHARITABLE	1,000.
BLAKE SCHOOL 511 KENWOOD PKWY MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	5,100.
CARINGBRIDGE 1715 YANKEE DOODLE RD SUITE 301 EAGAN, MN 55121	NONE	501(C)(3)	CHARITABLE	3,500.
CHILDREN'S CANCER RESEARCH FUND 7301 OHMS LANE SUITE 460 MINNEAPOLIS, MN 55439	NONE	501(C)(3)	CHARITABLE	6,000.
CHILDREN'S HEARTLINK 5075 ARCADIA AVE EDINA, MN 55436	NONE	501(C)(3)	CHARITABLE	500.
COMMONBOND COMMUNITIES 1080 MONTREAL AVE ST PAUL, MN 55116	NONE	501(C)(3)	CHARITABLE	250.
COMO ZOO & CONSERVATORY 1225 ESTABROOK DR ST. PAUL, MN 55103	NONE	501(C)(3)	CHARITABLE	500.
CRESCENT COVE 3440 BELTLINE BLVD #207 ST LOUIS PARK, MN 55416	NONE	501(C)(3)	CHARITABLE	2,500.
CURE TAY-SACHS FOUNDATION 12730 TRISKETT RD CLEVELAND, OH 44111	NONE	501(C)(3)	CHARITABLE	125.
EAST SIDE NEIGHBORHOOD SERVICES 1700 2ND ST NE MINNEAPOLIS, MN 55413	NONE	501(C)(3)	CHARITABLE	2,000.
Total from continuation sheets				558,460.

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
EDINA CRIME PREVENTION FUND (EDINA COMMUNITY FOUNDATION) 4801 W 50TH STREET EDINA, MN 55424	NONE	501(C)(3)	CHARITABLE	4,250.
EDINA ROTARY FOUNDATION 5418 CREEK VIEW LANE EDINA, MN 55439	NONE	501(C)(3)	CHARITABLE	2,500.
EVANS SCHOLARS FOUNDATION 1 BRIAR RD GOLF, IL 60029	NONE	501(C)(3)	CHARITABLE	500.
FACING OUR RISK OF CANCER EMPOWERED 16057 TAMPA PALMS BLVD W PMB #373 TAMPA, FL 33647	NONE	501(C)(3)	CHARITABLE	2,000.
GEMILUS CHESED ZICHRON SHLOMO (GCZS) 2835 SALEM AVE ST. LOUIS PARK, MN 55416	NONE	501(C)(3)	CHARITABLE	500.
GUTHRIE THEATER 818 S 2ND ST MINNEAPOLIS, MN 55415	NONE	501(C)(3)	CHARITABLE	1,500.
HENNEPIN THEATRE TRUST 615 HENNEPIN AVE #140 MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	1,500.
HERZL CAMP 7204 W 27TH STREET SUITE 226 ST. LOUIS PARK, MN 55426	NONE	501(C)(3)	CHARITABLE	30,000.
HOPKINS EDUCATION FOUNDATION 1001 MINNESOTA 7 HOPKINS, MN 55305	NONE	501(C)(3)	CHARITABLE	5,000.
HOPKINS HIGH SCHOOL CHOIR 2400 LINDBERGH DRIVE MINNETONKA, MN 55305	NONE	501(C)(3)	CHARITABLE	200.
Total from continuation sheets				

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
JEWPOLK MEDIA INC. 4330 CEDAR LAKE ROAD S ST. LOUIS PARK, MN 55416	NONE	501(C)(3)	CHARITABLE	1,500.
JEWISH COMMUNITY CENTER OF ST. PAUL 1375 ST. PAUL AVENUE ST. PAUL, MN 55116-2828	NONE	501(C)(3)	CHARITABLE	5,100.
JEWISH COMMUNITY RELATIONS COUNCIL 12 NORTH 12TH ST SUITE 480 MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	30,450.
JEWISH FAMILY & CHILDREN'S SERVICES OF MN 13100 WAYZATA BLVD MINNETONKA, MN 55305	NONE	501(C)(3)	CHARITABLE	260,000.
LOFT LITERACY CENTER 1011 S WASHINGTON AVE MINNEAPOLIS, MN 55415	NONE	501(C)(3)	CHARITABLE	15,000.
LOGAN NEIGHBORHOOD ASSOCIATION 1330 VAN BUREN STREET NE MINNEAPOLIS, MN 55413	NONE	501(C)(3)	CHARITABLE	500.
MARCY HOLMES NEIGHBORHOOD ASSOCIATION 500 8TH AVE SE MINNEAPOLIS, MN 55414	NONE	501(C)(3)	CHARITABLE	500.
MEMORIAL BLOOD CENTERS 737 PELHAM BLVD ST. PAUL, MN 55114	NONE	501(C)(3)	CHARITABLE	750.
MIDWAY CONTEMPORARY ART 527 SE 2ND AVE MINNEAPOLIS, MN 55414	NONE	501(C)(3)	CHARITABLE	5,000.
MINNEAPOLIS INSTITUTE OF ARTS 2400 3RD AVE S MINNEAPOLIS, MN 55404	NONE	501(C)(3)	CHARITABLE	275.
Total from continuation sheets				

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
MINNEAPOLIS JEWISH FEDERATION 13100 WAYZATA BLVD SUITE 200 MINNETONKA, MN 55305	NONE	501(C)(3)	CHARITABLE	50,000.
MINNEAPOLIS COUNCIL OF FOUNDATIONS 800 N WASHINGTON AVE, SUITE 703 MINNEAPOLIS, MN 55401	NONE	501(C)(3)	CHARITABLE	1,000.
MINNESOTA BROWNFIELDS 2801 21ST AVE S SUITE 100 MINNEAPOLIS, MN 55407	NONE	501(C)(3)	CHARITABLE	2,500.
MINNESOTA HILLEL FOUNDATION 1521 UNIVERSITY AVENUE SE MINNEAPOLIS, MN 55414	NONE	501(C)(3)	CHARITABLE	1,000.
MINNESOTA ORCHESTRAL ASSOCIATION 1111 NICOLLET MALL MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	2,500.
MINNESOTA OVARIAN CANCER ALLIANCE 4604 CHICAGO AVE S MINNEAPOLIS, MN 55407	NONE	501(C)(3)	CHARITABLE	4,100.
MINNPOST 900 6TH AVE SE MINNEAPOLIS, MN 55414	NONE	501(C)(3)	CHARITABLE	7,000.
MOUNT SINAI COMMUNITY FOUNDATION 13100 WAYZATA BLVD SUITE 200 MINNETONKA, MN 55305	NONE	501(C)(3)	CHARITABLE	200.
NATIONAL COUNCIL OF JEWISH WOMEN 475 RIVERSIDE DRIVE SUITE 1901 NEW YORK, NY 10115	NONE	501(C)(3)	CHARITABLE	6,000.
NECHAMA 12219 NICOLLET AVE BURNSVILLE, MN 55337	NONE	501(C)(3)	CHARITABLE	1,000.
Total from continuation sheets				

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
NORTHEAST PARK NEIGHBORHOOD ASSOCIATION PO BOX 18012 MINNEAPOLIS, MN 55418	NONE	501(C)(3)	CHARITABLE	500.
PACER CENTER 8161 NORMANDALE BLVD MINNEAPOLIS, MN 55437	NONE	501(C)(3)	CHARITABLE	2,500.
PLANNED PARENTHOOD OF MINNESOTA 1200 LAGOON AVE MINNEAPOLIS, MN 55408	NONE	501(C)(3)	CHARITABLE	10,000.
RESOURCE WEST 1011 FIRST STREET S, SUITE 109 HOPKINS, MN 55343	NONE	501(C)(3)	CHARITABLE	1,000.
ROTARY FOUNDATION 14280 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693	NONE	501(C)(3)	CHARITABLE	3,000.
SABES JCC OF MINNEAPOLIS 4330 CEDAR LAKE RD S MINNEAPOLIS, MN 55416	NONE	501(C)(3)	CHARITABLE	13,000.
SECOND HARVEST HEARTLAND 6325 SANDBURG RD #1700 GOLDEN VALLEY, MN 55427	NONE	501(C)(3)	CHARITABLE	10,000.
SANNEH FOUNDATION 2090 CONWAY ST ST PAUL, MN 55119	NONE	501(C)(3)	CHARITABLE	150.
SOJOURNER PROJECT, INC. BOX 272 HOPKINS, MN 55343	NONE	501(C)(3)	CHARITABLE	4,000.
SOUTH HIGH FOUNDATION 3131 19TH AVE S MINNEAPOLIS, MN 55407	NONE	501(C)(3)	CHARITABLE	250.
Total from continuation sheets				

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
SOUTHEAST COMO NEIGHBORHOOD ASSOCIATION 1170 15TH AVE SE MINNEAPOLIS, MN 55414	NONE	501(C)(3)	CHARITABLE	200.
SUSAN G KOMMEN FOR THE CURE 960 SOUTHDALE CENTER EDINA, MN 55435	NONE	501(C)(3)	CHARITABLE	1,000.
TEMPLE ISRAEL 2324 EMERSON AVE S MINNEAPOLIS, MN 55405	NONE	501(C)(3)	CHARITABLE	7,600.
THE SINGERS-MINNESOTA CHORAL ARTISTS 528 HENNEPIN AVE SUITE 303 MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	500.
TWIN CITIES RISE 1301 BRYANT AVE N MINNEAPOLIS, MN 55411	NONE	501(C)(3)	CHARITABLE	2,500.
UNIVERSITY OF MN FOUNDATION 200 OAK STREET SE MINNEAPOLIS, MN 55455	NONE	501(C)(3)	CHARITABLE	7,360.
UNIVERSITY OF ST. THOMAS PO BOX 64947 ST PAUL, MN 55164	NONE	501(C)(3)	CHARITABLE	2,500.
UNIVERSITY OF WISCONSIN FOUNDATION US BANK LOCKBOX BOX 78807 MILWAUKEE, WI 53278	NONE	501(C)(3)	CHARITABLE	250.
US HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PI SW WASHINGTON, DC 20024	NONE	501(C)(3)	CHARITABLE	1,500.
VISION FOUNDATION - UNIVERSITY OF MN BOX SDS12-0861, PO BOX 86 MINNEAPOLIS, MN 55486-0086	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

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
VOLUNTEERS ENLISTED TO HELP PEOPLE (VEAP) 9600 ALDRICH AVE S, MINNEAPOLIS, MN 55420	NONE	501(C)(3)	CHARITABLE	5,000.
WALKER ART CENTER 1750 HENNEPIN AVE MINNEAPOLIS, MN 55403	NONE	501(C)(3)	CHARITABLE	750.
WASHBURN CENTER FOR CHILDREN 2430 NICOLLET AVE MINNEAPOLIS, MN 55404	NONE	501(C)(3)	CHARITABLE	1,000.
FORT SNELLING MEMORIAL CHAPEL FOUNDATION 9031 PENN AVE S, SUITE 104 BLOOMINGTON, MN 55431	NONE	501(C)(3)	CHARITABLE	100.
JEWISH AGENCY FOR ISRAEL 633 THIRD AVENUE, 21ST FLOOR NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

FORM 990-PF	LEGAL FEES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	746.	373.		373.
TO FM 990-PF, PG 1, LN 16A	746.	373.		373.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,135.	1,068.		1,067.
TO FORM 990-PF, PG 1, LN 16B	2,135.	1,068.		1,067.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN FEES	8,325.	8,325.		0.
TO FORM 990-PF, PG 1, LN 16C	8,325.	8,325.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	1,264.	1,264.		0.
EXCISE TAX	4,130.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,394.	1,264.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	46.	0.		46.
DUES	525.	0.		525.
OFFICE EXPENSES	197.	0.		197.
TO FORM 990-PF, PG 1, LN 23	768.	0.		768.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MISC INVESTMENTS	COST	6,478,452.	10,180,831.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,478,452.	10,180,831.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY L. TANKENOFF 2424 KENNEDY STREET NE MINNEAPOLIS, MN 55413	CHAIRMAN/PRESIDENT 0.00	0.	0.	0.
SCOTT M. TANKENOFF 2424 KENNEDY STREET NE MINNEAPOLIS, MN 55413	VICE PRESIDENT 0.00	0.	0.	0.
LEODA SWANSON 2424 KENNEDY STREET NE MINNEAPOLIS, MN 55413	TREASURER 0.00	0.	0.	0.
MARSHA J. TANKENOFF 2424 KENNEDY STREET NE MINNEAPOLIS, MN 55413	VICE PRESIDENT 0.00	0.	0.	0.
HELENE TANKENOFF 2424 KENNEDY STREET NE MINNEAPOLIS, MN 55413	SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.