Department of the Treasury Internal Revenue Service

# 2949132811802 EXTENDED TO NOVEMBER 15, 2018 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.

en to Public Inspection

	For c	alen	dar year 2017 or tax year beginning				, and	ending				
	Nan	ne of	foundation							A Employer identification	number	
	T	HE DOUGLASS BRANDENBORG FAMILY FDN							41-1958170			
			er and street (or P O box number if mail is not delivered to street address)  Room/suite						v/suite	B Telephone number		
	3	033 EXCELSIOR BLVD 10							(612) 924-	<u>651</u> 9		
			own, state or province, country, and ZIP (NEAPOLIS, MN 5541)	ostal cod	estal code				C If exemption application is p	ending, check here		
			all that apply: Initial return		Initial return of a fe	ormer public	charity	,	D 1 Foreign organizations	s, check here		
			Final return		닏	Amended return				2 Foreign organizations me check here and attach co	eting the 85% test,	
		<del></del>	Address chan			Name change		1		check here and attach co	mputation	
	H C	_		· · · <u></u>		ivate foundation	t.oo	U		E If private foundation sta		
	<u> </u>		ction 4947(a)(1) nonexempt charitable tr rket value of all assets at end of year	Accounti		xable private foundate od: X Cash		crual		under section 507(b)(1)		
			art II, col. (c), line 16)		ther (spe		^\	Juai		F If the foundation is in a under section 507(b)(1)		
	(III		46,570, <u>220.</u>	Part I. colun	nn (d) m	just be on cash basi	s.)			under Section 507(b)(1)	(b), check here	
		rt I	Analysis of Revenue and Expenses		I	) Revenue and	(b) Net	investr	nent	(c) Adjusted net	(d) Disbursements	
03/			(The total of amounts in columns (b), (c), and (c necessarily equal the amounts in column (a))	) may not	exp	enses per books		come	ioni	income	for charitable purposes (cash basis only)	
K.		1	Contributions, gifts, grants, etc., receive	d	Ì	400,000.				N/A		
	3,	2	Check If the foundation is not required to at									
2019		3	Interest on savings and temporary cash investments									
7		4	Dividends and interest from securities			893,880.	8.9	93,8	80.		STATEMENT 1	
•		5a	Gross rents									
m		b	Net rental income or (loss)						_			
FEB	a	6a	Net gain or (loss) from sale of assets not on line		3,	,061,626.						
_	June	b	Gross sales price for all assets on line 6a 7,380,	477.			2 0	-1 (	2.0			
Щ	ev	-	Capital gain net income (from Part IV, line 2)				3,00	טוים	20.	<del></del>		
Z	æ	8	Net short-term capital gain			<del></del>				1		
A		9	Income modifications Gross sales less returns							-		
SCANNED			and allowances		<del></del>		_					
U			Less Cost of goods sold  Gross profit or (loss)									
			Other income		_	184,845.	-1'	79,0	57.		STATEMENT 2	
		12	Total. Add lines 1 through 11			,170,661.	3,7					
,		13	Compensation of officers, directors, trustees, et	c		100,000.		LO,0	00-	RECEIVED	90,000.	
		14	Other employee salaries and wages						٠ ٦	, LOCIVED		
		15	Pension plans, employee benefits			5,685.		5	<u>68</u> .	12.	5,117.	
	es	16a	Legal fees		ļ					Line of A. Albania	k!	
	ens			<b>IT</b> 3		12,300.			50		6,150.	
	Expense		•	IT 4	<u> </u>	60,000.	(	ου, (	1001	DGDEN, UT	0.	
			Interest	m F	<u> </u>	4E 33E			0.		335.	
	trat			<b>IT</b> 5	-	45,335.		_	<u> </u>			
	Administrative	19	Depreciation and depletion			18,740.		0 3	370.		9,370.	
	Ę	20	Occupancy			4,126.		<i>J</i> ,	0.		4,126.	
			Travel, conferences, and meetings		<u> </u>	4,120.					1,120.	
	and t	22 23	Printing and publications Other expenses STN	1T 6	<u> </u>	35.	-		0.		0.	
	Operating		Total operating and administrative	•								
	era		expenses. Add lines 13 through 23			246,221.	8	36,0	88.		115,098.	
	Ö	25	Contributions, gifts, grants paid		2	,070,000.					2,070,000.	
			Total expenses and disbursements.									
			Add lines 24 and 25		2,	316,221.		36,0	88.		2,185,098.	
,		27	Subtract line 26 from line 12:					-				
		а	Excess of revenue over expenses and disburser	nents	1,	854,440.						
		b	Net investment income (if negative, enter-	0-)			3,69	<del>3</del> 0,3	61.			
		C	Adjusted net income (If negative, enter -0-)							N/A		

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ᆮ	Part II Balance Sheets Attached schedules and amounts in the description column should be for each of year amounts only			End of year			
L	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	4,570,763.	562,924.	562,924.		
	3	Accounts receivable					
	Ť	Less: allowance for doubtful accounts ▶	<u>.</u>				
	4	Pledges receivable					
		Less; allowance for doubtful accounts ▶	-				
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other					
	Ĭ	disqualified persons					
	7	Other notes and loans receivable		·			
	'	Less: allowance for doubtful accounts		· -			
"	8	Inventories for sale or use	•••	·- · · · · ·			
Assets	9	Prepaid expenses and deferred charges	·				
As	-	Investments - U.S. and state government obligations					
		Investments - corporate stock STMT 7	25,929,227.	23,983,296.	23,983,296.		
	1 -	Investments - corporate bonds STMT 8	9,384,617.	20,397,830.	20,397,830.		
		Investments - land, buildings, and equipment basis					
	''	Less accumulated depreciation	**				
	12	Investments - mortgage loans					
	13	Investments - other STMT 9	2,585,025.	1,626,170.	1,626,170.		
	14	Land, buildings, and equipment: basis		<u>.</u>			
	''	Less accumulated depreciation					
	15	Other assets (describe			L.		
		Total assets (to be completed by all filers - see the					
	'`	Instructions. Also, see page 1, item 1)	42,469,632.	46,570,220.	46,570,220.		
_	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue	_				
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons					
٩	21	Mortgages and other notes payable		-			
==		Other liabilities (describe )					
	23	Total liabilities (add lines 17 through 22)	0.	0.			
		Foundations that follow SFAS 117, check here					
	}	and complete lines 24 through 26, and lines 30 and 31.					
es	24	Unrestricted					
a	25	Temporarily restricted					
or Fund Balances	26	Permanently restricted		<u> </u>			
힏	ł	Foundations that do not follow SFAS 117, check here					
Œ		and complete lines 27 through 31.					
50	27	Capital stock, trust principal, or current funds	42,469,632.	46,570,220.			
Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
As	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
Net	30	Total net assets or fund balances	42,469,632.	46,570,220.			
_							
	31	Total liabilities and net assets/fund balances	42,469,632.	46,570,220.			
P	art	III Analysis of Changes in Net Assets or Fund Ba	lances				
=	Tota	net assets or fund balances at beginning of year - Part II, column (a), line 3		<u> </u>			
		st agree with end-of-year figure reported on prior year's return)	JU	1	42,469,632.		
		r amount from Part I, line 27a		2	1,854,440.		
		r increases not included in line 2 (itemize) <b>UNREALIZED</b> G	AIN/LOSS	3	2,246,148.		
		lines 1, 2, and 3		4	46,570,220.		
		eases not included in line 2 (itemize)		5	0.		
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	46,570,220.		
_					Form <b>990-PF</b> (2017)		

	DOUGLASS BRANDE			N	_	41-195	8170 Page 3
(a) List and describe	the kind(s) of property sold (for exal rehouse; or common stock, 200 shs	mple, real esta		(b) How a P - Puro D - Don	cquired ( hase ation	c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADEI	SECURITIES				P		1
b SALE OF HARRING	GTON PARTNERS				P		
<u>C</u>							
<u>d</u>	<del></del>						
<u>e</u>							
(e) Gross sales price	(f) Depreciation allowed (or allowable)	plus e	st or other basis expense of sale		(	(h) Gain or (loss (e) plus (f) minus	(g))
a 7,001,044.	<u> </u>		3,985,573				3,015,471.
b 379,433.		_	333,278	B.			<u>46,155.</u>
<u>c</u>							
d		-					
Complete only for assets showin	g gain in column (h) and owned by	l the foundation	on 12/31/69			Gains (Col. (h) gair	n minue
Complete only for assets showin	(j) Adjusted basis	T	cess of col. (I)	<b>⊣</b> i	còl. (	k), but not less tha	ın -0-) <b>o</b> r
(i) FMV as of 12/31/69	as of 12/31/69		col. (j), if any			Losses (from col.	(h))
a							3,015,471.
b							46,155.
C	<del>-</del>						
d							
е		<u> </u>		_	<del></del>		
2 Capital gain net income or (net ca	pital loss) { If gain, also enter of the loss of the l	r ın Part I, lıne I- ın Part I, lıne	7 7	} _2_			3,061,626.
3 Net short-term capital gain or (los	s) as defined in sections 1222(5) an	ıd (6):					
If gain, also enter in Part I, line 8,	column (c).					NT / N	
If (loss), enter -0- in Part I, line 8  Part V   Qualification U	nder Section 4940(e) for	Reduced	Tax on Net I	<u>) i 3</u> nvestm	ent Incon	N/A	
(For optional use by domestic private							
		1540(a) tax on	THE THE STITLE THE	01110.7			
If section 4940(d)(2) applies, leave th	us part blank.						
Was the foundation liable for the sect	ion 4942 tax on the distributable am	ount of any ye	ar in the base perio	od?			Yes X No
If "Yes," the foundation doesn't qualify							
	ach column for each year; see the in	structions bef	ore making any ent	tries.			
(a) Base period years Calendar year (or tax year beginnir	(b) Adjusted qualifying dis	tributions	Net value of non	(c) ncharitable-	use assets	Distri (col. (b) di	(d) bution ratio vided by col. (c))
2016	2,12	5,502.		42,08	6,273.		.050503
2015	2,22	7,000.		43,51	4,939.		.051178
2014		5,000.			0,429.		.044061
2013		1,000.			<u>0,431.</u>		.047921
2012		1,427.		<u> 39,43</u>	2,020.		.051264
O Takal aklima 4 hirana (d)							244927
2 Total of line 1, column (d) 3. Average distribution ratio for the f	Savear hase period - divide the total of	nn line 2 hv 5 f	) or by the number	r of vears		2	.244927
3 Average distribution ratio for the 5	•	on mie z by 5.0	י, טו טאַ נוופ ווטוווטפו	UI years		1 . 1	048985

2015	2,227,000.	43,514,939.		.051178
2014	1,955,000.	44,370,429.		.044061
2013	1,891,000.	39,460,431.		.047921
2012	2,021,427.	39,432,020.		.051264
			2	.244927
		), or by the number of years	3	.048985
Enter the net value of noncharitable-use as	4	44,716,572.		
Multiply line 4 by line 3			5_	2,190,441.
Enter 1% of net investment income (1% of	Part I, line 27b)		6	36,904.
Add lines 5 and 6			7	2,227,345.
Enter qualifying distributions from Part XII	, line 4		8_	2,185,098.
If line 8 is equal to or greater than line 7, c See the Part VI instructions.	heck the box in Part VI, line 1b, and comp	lete that part using a 1% tax rate.		
	2014 2013 2012  Total of line 1, column (d) Average distribution ratio for the 5-year bathe foundation has been in existence if less Enter the net value of noncharitable-use as Multiply line 4 by line 3  Enter 1% of net investment income (1% of Add lines 5 and 6  Enter qualifying distributions from Part XII, If line 8 is equal to or greater than line 7, cl	2014 1,955,000. 2013 1,891,000. 2012 2,021,427.  Total of line 1, column (d)  Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0 the foundation has been in existence if less than 5 years  Enter the net value of noncharitable-use assets for 2017 from Part X, line 5  Multiply line 4 by line 3  Enter 1% of net investment income (1% of Part I, line 27b)  Add lines 5 and 6  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 comp	2014 1,955,000. 44,370,429. 2013 1,891,000. 39,460,431. 2012 2,021,427. 39,432,020.  Total of line 1, column (d) 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  Enter the net value of noncharitable-use assets for 2017 from Part X, line 5  Multiply line 4 by line 3  Enter 1% of net investment income (1% of Part I, line 27b)  Add lines 5 and 6  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.	2014 1,955,000 444,370,429 2013 1,891,000 39,460,431 2012 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 20 2,021,427 39,432,020 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39,400,400 39

	rt VI   Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	41-1950 48 - see i	o ± / U	Page 4
		<del></del>	iisti uctio	113)
12	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.			
	Date of ruling or determination letter:		72	907
D	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1	13,	807.
	of Part I, line 27b			
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			0.
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	72	807.
3	Add lines 1 and 2	3		0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	73	807.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	_5	,,	007.
6	Credits/Payments: 2017 estimated tax payments and 2016 overpayment credited to 2017  6a 33,623.			
	CACHIPATION OF GARLEAUTON AND WITHOUT ALL SOUTH			
	` ' '			
		<del></del>	112	623
_	Total credits and payments. Add lines 6a through 6d	7	<u>113,</u>	063.
8	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8		003.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	30	753.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  Enter the amount of line 10 to be: Credited to 2018 estimated tax  38,753.   Refunded	10		0.
	Enter the amount of line 10 to be: Credited to 2018 estimated tax  Trivil-A   Statements Regarding Activities			<u> </u>
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene		Ye	s No
14	any political campaign?	111	1a	X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the defini	hon	1b	X
D	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or	lion	10	<del>-   ^</del>
	distributed by the foundation in connection with the activities.		1.	X
	Did the foundation file Form 1120-POL for this year?  Enter the amount (if pay) of tax on political expenditures (section 4055) imposed during the year.		1c	+^
u	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 .		1	
	(-)		1 1	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. > \$ 0 •			
2	managers.  \$		2	$+$ $\mathbf{x}$
2	If "Yes," attach a detailed description of the activities.			+^-
2	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or			
3	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	X
40	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	X
	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b	+==
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	-1,	5	X
٠	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
•	By language in the governing instrument, or		1 1	
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state</li> </ul>	law		
	remain in the governing instrument?		6 X	<del>                                     </del>
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 , CA			
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 calen	dar		+
-	year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		9	$\frac{1}{x}$
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	$\frac{1}{x}$
	The state of the s	Fr	orm <b>990-P</b> I	

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 X section 512(b)(13)? If "Yes," attach schedule. See instructions 11 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disgualified person had advisory privileges? SEE STATEMENT 10 X If "Yes," attach statement. See instructions X 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Website address ► N/A 14 The books are in care of ▶ JASON BRANDENBORG Telephone no. > (612) 924-6519 Located at ▶ 3033 EXCELSIOR BLVD, NO. 10, MINNEAPOLIS, ▶55416 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here N/A and enter the amount of tax-exempt interest received or accrued during the year Yes No 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? X 16 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 Yes No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 1a During the year, did the foundation (either directly or indirectly): Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations X 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 X before the first day of the tax year beginning in 2017? 1c 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(1)(3) or 4942(1)(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? 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 N/A 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 \_\_ Yes X No during the year? 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, N/A Form 4720, to determine if the foundation had excess business holdings in 2017.) 3b X 4a Did the foundation invest during the year any amount in a manner that would leopardize its charitable purposes? 4a 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? Form **990-PF** (2017)

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Form 990-PF (2017) THE DOUGLASS BRANDENBORG Part VII-B   Statements Regarding Activities for Which F		and the said	41-19581	.70	F	Page 6
	Offit 4720 May be IN	equirea (contin	<u>ued)</u> [		Yes	No
<ul> <li>5a During the year, did the foundation pay or incur any amount to:</li> <li>(1) Carry on propaganda, or otherwise attempt to influence legislation (section</li> <li>(2) Influence the outcome of any specific public election (see section 4955); or</li> </ul>			es X No	-	103	140
any voter registration drive?  (3) Provide a grant to an individual for travel, study, or other similar purposes'	Ye	es X No				
(4) Provide a grant to an organization other than a charitable, etc., organization 4945(d)(4)(A)? See instructions	n described in section	<u></u>	es X No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals?		es 🛣 No				
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described i					
section 53.4945 or in a current notice regarding disaster assistance? See instru			N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check h			▶□ [			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it maintail	ned	ľ	1	ľ	
expenditure responsibility for the grant?	N	//	es 🔲 No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			ļ	į		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				ŀ	
a personal benefit contract?		Ye	es 🗶 No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal 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 s		Ye	es X No	<del></del> +		
b If "Yes," did the foundation receive any proceeds or have any net income attributed Part VIII Information About Officers, Directors, Truste		ogoro Highly	N\¥	7b		
Part VIII Information About Officers, Directors, Truster Paid Employees, and Contractors	es, roundation Man	iagers, nigniy				
1 List all officers, directors, trustees, and foundation managers and the	neir compensation.					
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(6	e) Expe	
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deterred compensation		count, Illowan	other ices
JOHN BRANDENBORG	DIRECTOR/PRES					
920 SHADY LANE E						
WAYZATA, MN 55391	2.00	0.	0.	1		0.
LAURIE DOUGLASS BRANDENBORG	DIRECTOR/SECR	ETARY				
920 SHADY LANE E.						
WAYZATA, MN 55391	2.00	0.	0.	l		0.
JASON BRANDENBORG	EXECUTIVE DIR	ECTOR				
3033 EXCELSIOR BLVD, NO 10						
MINNEAPOLIS, MN 55416	40.00	100,000.	0.			0.
	DIRECTOR					
1526 BOSWORTH AVE, #1						
CHICAGO, IL 60642	2.00	0.	0.	<u></u>		0.
2 Compensation of five highest-paid employees (other than those incl		enter "NONE."	(d) Contributions to	T .	- N France	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	acc	e) Expe count, llowan	other
NONE						
				<u> </u>		
	<u> </u>			+-		
	·		<del>.</del>	+		
				1		
Total number of other employees paid over \$50,000						0
				_	_	_

orm 990-PF (2017) THE DOUGLASS BRANDENBORG FAM.		-1958170 Page 7
Part VIII Information About Officers, Directors, Trustees, For Paid Employees, and Contractors (continued)	undation Managers, Highly	
Five highest-paid independent contractors for professional services. If none	e, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ŅONE		
		<del></del>
		<del></del>
otal number of others receiving over \$50,000 for professional services		<b>▶</b> 0
Part IX-A Summary of Direct Charitable Activities		<del></del>
List the foundation's four largest direct charitable activities during the tax year. Include releva number of organizations and other beneficiaries served, conferences convened, research papi	nt statistical information such as the ers produced, etc.	Expenses
N/A		
		]
		_
		1
·		4
	<del></del>	<del> </del>
		]
		<u> </u>
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
N/A	year or mics 1 and 2.	Amount
		-
		-
All other program-related investments. See instructions.		
		1
		4
		†
		]
		<del></del>
otal. Add lines 1 through 3		0.

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Page 8

P.	Art:X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	29,164,633.
b	Average of monthly cash balances	1b	16,232,902.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	45,397,535.
е	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	45,397,535.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	680,963.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	44,716,572.
6	Minimum investment return Enter 5% of line 5	6	2,235,829.
<u>  P</u>	art:XI■ Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations, check here  and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	2,235,829.
2a	Tax on investment income for 2017 from Part VI, line 5		
ь	Income tax for 2017. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	73,807.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,162,022.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,162,022.
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	2,162,022.
P	art·XII] Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	2,185,098.
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:		
а	Suitability test (prior IRS approval required)	3a	<u>.</u>
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	2,185,098.
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	2,185,098.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies fo	or the section

Form **990-PF** (2017)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	( <b>d)</b> 2017
1 Distributable amount for 2017 from Part XI,	·		-	· · · · · · · · · · · · · · · · · · ·
line 7				2,162,022.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only	. <u>-</u>		2,036,802.	
b Total for prior years:				
	<del></del>	0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
<b>b</b> From 2013				
c From 2014				
d From 2015				
e From 2016	0.			
f Total of lines 3a through e	0.		<del></del> -	
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 2,185,098.				
a Applied to 2016, but not more than line 2a			2,036,802.	
<b>b</b> Applied to undistributed income of prior			2,000,0021	
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus			-	
(Election required - see instructions)	0.			
d Applied to 2017 distributable amount			<del></del>	148,296.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a) )		· ·		<del>.</del> ,
6 Enter the net total of each column as indicated below:				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</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	<u></u>			
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				2,013,726.
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	0			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018.	0.			
Subtract lines 7 and 8 from line 6a	<b>U</b> •		<del> </del>	
IO Analysis of line 9:				
a Excess from 2013 b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Form 990-PF (2017) THE DOU Part XIV Private Operating F	GLASS BRANDI				958170 Page 10
	<u> </u>		-A, question 9)	N/A	
1 a If the foundation has received a ruling of					
foundation, and the ruling is effective fo				14040(3)(0) == [ ] 4	1040(2)(5)
<b>b</b> Check box to indicate whether the foun		ig foundation described i		4942(j)(3) or4	1942(j)(5) //
2 a Enter the lesser of the adjusted net	Tax year	(b) 0016	Prior 3 years	(4) 2014	- /o\ Total
income from Part I or the minimum	(a) 2017	<b>(b)</b> 2016	(c) 2015	(d) 2014	(e) Total
investment return from Part X for					
each year listed				<u> </u>	4
b 85% of line 2a					<u> </u>
<ul> <li>Qualifying distributions from Part XII,</li> </ul>					
line 4 for each year listed					
d Amounts included in line 2c not			1		
used directly for active conduct of			1		
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:					
<ul><li>a "Assets" alternative test - enter:</li><li>(1) Value of all assets</li></ul>					
` '			/		1
(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				+	<del> </del>
c "Support" alternative test - enter:					1
(1) Total support other than gross investment income (interest,					
dividends, rents, payments on					
securities loans (section		ľ			
512(a)(5)), or royalties)				<u> </u>	
(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 Info	rmation (Complet	te this part only i	f the foundation	had \$5,000 or mo	re in assets
at any time during t	the year-see instru	uctions.)			
1 Information Regarding Foundation	on Managers:		·	<del></del>	
a List any managers of the foundation wi		than 2% of the total contr	ibutions received by the	foundation before the clo	se of any tax
year (but only if they have contributed i			•		
SEE STATEMENT 11					
b List any managers of the foundation wi	no own 10% or more of the	e stock of a corporation (	or an equally large porti	on of the ownership of a p	artnership or
other entity) of which the foundation ha					•
NONE					
2 Information Regarding Contribut	ion Grant Gift Loan	Scholarshin etc. Pro	ngrams:		
Check here ► X if the foundation				not accept unsolicited requ	uests for funds. If
the foundation makes gifts, grants, etc.					20010 101 1211201 11
a The name, address, and telephone num	<u> </u>				
a The name, address, and telephone num	idei di eman address di m	e person to whom applic	ations should be addres	36u.	
. 71 /		una and makemale there of	and redudet		· · · · · · · · · · · · · · · · · · ·
<b>b</b> The form in which applications should	De Submitted and Informat	non and materials triey sr	iouid include.		
c Any submission deadlines:					
			lundo of contituitions :	other feete-e-	
d Any restrictions or limitations on award	is, such as by geographica	u areas, charitable fields,	KINGS OF INSTITUTIONS, OF	omer factors:	

THE DOUGLASS BRANDENBORG FAMILY FDN 41-1958170 Page 11 Form 990-PF (2017) Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual. . Recipient Foundation Purpose of grant or show any relationship to **Amount** any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient a Paid during the year NONE ÞС GENERAL OPERATING AEON SUPPORT 901 N. 3RD ST, STE 150 25,000. MINNEAPOLIS, MN 55401 NONE ÞС ANGEL DONOR SUPPORT BEACON INTERFAITH FOR 66 WEST BUILDING 2610 UNIVERSITY AVE. W, STE 100 50,000. ST. PAUL, MN 55114 GENERAL OPERATING BREAKTHROUGH TWIN CITIES NONE РC SUPPORT 2051 LARPENTEUR AVE. E 35,000. ST. PAUL, MN 55109 GENERAL OPERATING COLLEGE POSSIBLE MINNESOTA NONE РC SUPPORT 540 FAIRVIEW AVE. N, 201 40,000. ST. PAUL, MN 55104 ÞС GENERAL OPERATING NONE COMMONBOND SUPPORT 1080 MONTREAL AVE. ST. PAUL, MN 55116 25,000. SEE CONTINUATION SHEET(S) ▶ 3a 2,070,000. Total b Approved for future payment NONE

Total

THE DOUGLASS BRANDENBORG FAMILY FDN

Enter gross amounts unless otherwise indicated.		business income		ed by section 512, 513, or 514	(e)
	(a) Business code	( <b>b)</b> Amount	Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	Code				
a	— <del>                                    </del>		<del>                                     </del>		
b			<del>                                     </del>		₩.
c					
d			1 1		
e			1 1	-	
g Fees and contracts from government agencies	_		1 1		
2 Membership dues and assessments					<u>.</u>
3 Interest on savings and temporary cash			1 - 1		<u></u>
investments					
4 Dividends and interest from securities			14	893,880.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			1 1		, ,
6 Net rental income or (loss) from personal				- "	
property			1 1		
7 Other investment income			01	-179,057.	
8 Gain or (loss) from sales of assets other					
than inventory			18	3,061,626.	
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue:					
a HARRINGTON PARTNERS, LI	P 532000	-5,788.			-
b					
С			$oldsymbol{ol}}}}}}}}}}}}}}}}}$		
d			$oxed{oxed}$		
e			igsquare		
2 Subtotal. Add columns (b), (d), and (e)		-5,788.	<u>l i</u>	3,776,449.	
3 Total Add line 12, columns (b), (d), and (e)				13	3,770,662
See worksheet in line 13 instructions to verify calculation	ns.)				
Part XVI-B Relationship of Activition	es to the Accom	plishment of Ex	empt l	Purposes	
Line No. Explain below how each activity for which	n income is reported in	column (e) of Part XVI-A	contribu	ted importantly to the accomp	Ishment of
the foundation's exempt purposes (other	than by providing fund	s for such purposes).		ted importantly to the decomp	
THE TOURINGHOUR S EXCURING DOLLDOSES (OUR)					
the foundation 2 exempt bulboses (other					
▲ mie iomingrion 2 eveiihr haihoses (omei	-				
■ mic ioningmon 2 excuibt bailboses (omei					
■ the foundation 2 exempt burboses (other					
■ mic ioningmon 2 exembt burboses (omei					
■ mic ioningmon 2 exempt burboses (omei					
■ mic iomingmon 2 excultr barboses (omer					
■ mic ioniognon 2 excilibr bailboses (omei					
■ the foundation 2 exempt burboses (other					
▼ the foundation 2 exempt binhoses (other					
■ mie iomingmon 2 exembt hanhozez (omei					
■ THE TOTALIDATION 2 EXCELLINT NOTIFICATION					
■ mic iomiognom 2 excilibr bailboses (omisi					
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Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

		<u> </u>				<del>-</del>	<del></del>			
1	Did the	e organization directly or indir	ectly engage in any	of the followin	g with any other organizat	ion described in section	on 501(c)		Yes	No
	(other	than section 501(c)(3) organi	izations) or in section	on 527, relating	to political organizations?	7				
a	Transf	ers from the reporting founda	ation to a noncharital	ble exempt org	ganization of:					
	(1) C	ash						1a(1)		<u>X</u>
	(2) 0	ther assets						1a(2)		X
b	Other	transactions:								
	(1) S	ales of assets to a noncharitat	ble exempt organizat	tion				1b(1)		<u>X</u>
	(2) Pi	urchases of assets from a nor	ncharitable exempt c	organization				1b(2)		X
	(3) R	ental of facilities, equipment, (	or other assets					1b(3)		Х
	(4) R	eimbursement arrangements						1b(4)		Х
	(5) Lo	oans or loan guarantees						1b(5)		Х
	(6) P	erformance of services or mei	mbership or fundrais	sing solicitation	ns			1b(6)		Х
C	Sharın	g of facilities, equipment, mai	iling lists, other asse	ets, or paid em	ployees			1c		X
d	If the a	answer to any of the above is '	"Yes," complete the	following sche	dule. Column (b) should a	always show the fair n	narket value of the g	oods, other ass	ets,	
	or serv	rices given by the reporting fo	oundation. If the four	ndation receive	ed less than fair market val	lue in any transaction	or sharing arranger	nent, show in		
	colum	n (d) the value of the goods, o								
a)L	ine no	(b) Amount involved	(c) Name of		e exempt organization	(d) Description	of transfers, transaction	ns, and sharing arra	ingemen	ts
				N/A						
						_				
	↓									
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			-							
0-	la tha	foundation directly or indirect	the offiliated with or	rolated to ana	or more tay-evenet organ	l				
2a		foundation directly or indirect tion 501(c) (other than section			or more tax-exempt organ	nizations described		Yes	X	No
h		," complete the following sche		5611011 JZ7 ·						, 110
U	11 163	(a) Name of org			(b) Type of organization		(c) Description of re	lationship		<del></del>
		N/A			(47, 37					
			4.1							
	_									
		nder penalties of perjury, I declare the						May the IRS o	iscuss t	his
Sig		id belief, it strue, correct, and com	plete Declaration of pre	eparer (other than	taxpayer) is based on all inform	EXECUT	TVE	return with the shown below	prepare	er
He	re			<u>'</u>	11/13/18	DIRECT	OR	_ X Yes		No
		Signature of officer or trustee			Date	Title				
		rint/Type preparer's na	ime	Preparer's si	ignature	Date	Check If	PTIN		
_							self- employed			
Pa		KATHRYN T.		KATHRY	N T. FRABLE	11/12/18		P00368		
	epare	Trainio namo :	FLI LLP				Firm's EIN ► 3	9-07584	49	
Us	e On	·			<del></del>			-		
					N, SUITE 200	)				
		ST	PAUL, MN	55042			Phone no. 65	1.636.6		
								Form <b>99</b> 0	)-PF	(2017)

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of contribution Amount any foundation manager Name and address (home or business) recipient or substantial contributor EDUCATION ALLIES NONE ÞС GENERAL OPERATING SUPPORT 2800 UNIVERSITY AVE. STE 200 MINNEAPOLIS, MN 55414 40,000. NONE GENERAL OPERATING EDUCATORS FOR EXCELLENCE - MINNESOTA ÞС SUPPORT 2446 UNIVERSITY AVE. STE 112 MINNEAPOLIS, MN 55414 30,000. FRIENDS OF ASCENSION NONE ÞС GENERAL OPERATING SUPPORT 1723 BRYANT AVE. N 50,000. MINNEAPOLIS, MN 55411 GREAT MINNESOTA SCHOOLS NONE ÞС GENERAL OPERATING 2800 UNIVERSITY AVE SE STE 202 SUPPORT MINNEAPOLIS, MN 55414 100,000. HIAWATHA ACADEMIES NONE EXPANSION OF HS AND Þς 1611 E 46TH STREET ELEMENTARY SCHOOL MINNEAPOLIS, MN 55414 50,000. JEREMIAH PROGRAM NONE ÞС GENERAL OPERATING SUPPORT 1510 LAUREL AVENUE 100,000. MINNEAPOLIS, MN 55403-1244 KIPP MINNESOTA NONE ÞС EXPANSION OF K-5 5034 N OLIVER AVE. MINNEAPOLIS, MN 55430 25,000. MN COMERACK NONE GENERAL OPERATING ÞС 2800 UNIVERSITY AVE SE STE 202 SUPPORT 100,000. MINNEAPOLIS, MN 55414 PERSPECTIVES, INC. NONE Ьc KID CONNECTIONS 3381 GORHAM AVE. PROGRAM ST. LOUIS PARK, MN 55426 50,000. PILLSBURY UNITED NONE РC NORTH MARKET CAPITAL CAMPAIGN 125 WEST BROADWAY AVE. STE 130 100,000. MINNEAPOLIS, MN 55411 1,895,000. Total from continuation sheets

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager Foundation Purpose of grant or Amount status of contribution Name and address (home or business) or substantial contributor recipient PRODEO ACADEMY NONE РC EXPANSION OF K-5 AND ADDITIONAL K-5 SCHOOL 620 OLSON MEMORIAL HIGHWAY 40,000. MINNEAPOLIS, MN 55411 GENERAL OPERATING PROJECT FOR PRIDE IN LIVING NONE ÞС 1035 EAST FRANKLIN AVE. SUPPORT 25,000. MINNEAPOLIS, MN 55404 GENERAL DISTRIBUTION SCHWAB CHARITABLE FUND NONE PC 211 MAIN STREET 1,025,000. SAN FRANCISCO, CA 94105 HEADING HOME MN ST. PAUL FOUNDATION NONE ÞС 101 5TH ST E. #2400 FUNDERS COLLABORATIVE 5,000. ST. PAUL, MN 55101 GENERAL OPERATING NONE ÞС STUDENTS FOR EDUCATION REFORM -MINNESOTA SUPPORT 2446 UNIVERSITY AVE., STE 112 20,000. MINNEAPOLIS, MN 55414 GENERAL OPERATING TEACH FOR AMERICA TWIN CITIES NONE PC SUPPORT 401 2ND AVE N, STE 200 50,000. MINNEAPOLIS, MN 55401 GREAT BY 8 PROGRAM WAY TO GROW NONE Þс 125 W. BROADWAY AVE STE 110 35,000. MINNEAPOLIS, MN 55411 CAPITAL CAMPAIGN FOR NONE ÞС YOUTHLINK DOWNTOWN VIEW BUILDING 41 N 12TH ST. 50,000. MINNEAPOLIS, MN 55403 Total from continuation sheets

## Schedule B

(Form.990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

### **Schedule of Contributors**

➤ Attach to Form 990, Form 990-EZ, or Form 990-PF.

➤ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

**Employer identification number** 

	T	HE DOUGLASS BRANDENBORG FAMILY FDN	41-1958170				
Organi	zation type (check	one)					
Filers o	of:	Section:					
Form 990 or 990-EZ		501(c)( ) (enter number) organization					
		4947(a)(1) nonexempt charitable trust not treated as a private foundation					
		527 political organization					
Form 99	90-PF	X 501(c)(3) exempt private foundation					
		4947(a)(1) nonexempt charitable trust treated as a private foundation					
		501(c)(3) taxable private foundation					
	-	is covered by the <b>General Rule</b> or a <b>Special Rule</b> . )(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule	e. See instructions.				
Genera	l Rule						
X	For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II See instructions for determining a contributor's total contributions.						
Special	Rules						
	sections 509(a)(1) any one contribut	on described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support to and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, cor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount, line 1 Complete Parts I and II	or 16b, and that received from				
	For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III						
	For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year.						
but it m	ust answer "No" or	nat isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Fon Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Foother filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

**Employer identification number** 

#### THE DOUGLASS BRANDENBORG FAMILY FON

41-1958170

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed				
(a)	(b)	(c)	(d)		
No.	Name, address, and ZIP + 4	Total contributions	Type of contribution		
1	JOHN D & LAURIE D. BRANDENBORG  920 SHADY LANE E.  WAYZATA, MN 55391	\$ <u>400,000</u> .	Person X Payroll  Noncash  (Complete Part II for noncash contributions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		- - - -	Person Payroll Noncash (Complete Part II for noncash contributions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution		
		- - \$\$	Person Payroll Noncash (Complete Part II for noncash contributions)		

Name of organization

**Employer identification number** 

#### THE DOUGLASS BRANDENBORG FAMILY FDN

41-1958170

Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.					
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
		*				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
		 _ _ _ \$				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
		   \$				
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
		- - - - \$				
(a) No. from Part i	(b)  Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received			
		- - - - - - - - - - -				

Schedule B (Form 990, 990-EZ, or 990-PF) (2017) Page 4 Name of organization **Employer identification number** 41-1958170 THE DOUGLASS BRANDENBORG FAMILY FDN Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations Part III completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this inflo once) Use duplicate copies of Part III if additional space is needed from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (d) Description of how gift is held (b) Purpose of gift (c) Use of gift (e) Transfer of gift Relationship of transferor to transferee Transferee's name, address, and ZIP + 4 (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee

OSS GA OUNT DIVI	ITAL INS DENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-	(C) ADJUSTED
		THE BOOK	MENT INCOME	NET INCOM
3,880.	0.	893,880	893,880.	
3,880.	0.	893,880	893,880.	
ОТН	ER INCC	)ME	S	TATEMENT 2
			(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1: TRANSITIONAL FUNDING PARTNERS K-1: HARRINGTON PARTNERS, LP K-1: UNIPHY HEALTH HOLDINGS, LLC K-1: DOMAIN TIMBER INVESTMENTS			193,420. -337,067. -12,526. -22,034.	
K-1: INTERLACHEN AERWULF CEDAR INVESTMENTS K-1: INTERLACHEN CEDAR INVESTMENTS HARRINGTON PARTNERS, LP			-716. -134. 0.	
TOTAL TO FORM 990-PF, PART I, LINE 11		-184,845.	-179,057.	
175	IG PARTNERS S, LP ENGS, LLC STMENTS F CEDAR ENVESTMENTS	OTHER INCO	OTHER INCOME  (A)  REVENUE PER BOOKS  IG PARTNERS 3, LP -337,067.  INGS, LLC -12,526.  STMENTS -22,034.  COUNTY -716.  INVESTMENTS -134.  -5,788.	OTHER INCOME  (A)  REVENUE PER BOOKS  (B)  NET INVEST- MENT INCOME  IG PARTNERS  193,420.  193,420.  193,420.  193,420.  193,420.  193,420.  193,420.  193,420.  193,420.  237,067.  -337,067.  -12,526.  -12,

FORM 990-PF	ACCOUNTING FEES		STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,300.	6,150.		6,150.
TO FORM 990-PF, PG 1, LN 16B	12,300.	6,150.		6,150.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BAKER STREET ADVISORS	60,000.	60,000.		0.
TO FORM 990-PF, PG 1, LN 16C	60,000.	60,000.		0.
FORM 990-PF	TAX	ES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	45,000.	0.		0.
STATE CHARITABLE REGISTRATION	335.	0.		335.
TO FORM 990-PF, PG 1, LN 18	45,335.	0.		335.
		TINDING A		
FORM 990-PF	OTHER E	XPENSES	S	TATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1: ADDITIONAL DEDUCTIONS	35.	0.		0.
TO FORM 990-PF, PG 1, LN 23	35.	0.		0.

FORM 990-PF CORPORATE STOCK	STATEMENT 7
DESCRIPTION BOOK VALUE	FAIR MARKET VALUE
ISHARES CHINA 25 INDEX FUND 373,977.	373,977.
VANGUARD EMERGING MARKET 1,042,892.	1,042,892.
VANGUARD DEVELOPED MARKETS ETF 3,839,433.	3,839,433.
VANGUARD TOTAL STOCK MKT 6,960,497.	6,960,497.
VANGUARD TOTAL WORLD ETF 11,766,497.	11,766,497.
TOTAL TO FORM 990-PF, PART II, LINE 10B 23,983,296.	23,983,296.
FORM 990-PF CORPORATE BONDS	STATEMENT 8
DESCRIPTION BOOK VALUE	FAIR MARKET VALUE
VANGUARD SHORT TERM 20,397,830.	20,397,830.
TOTAL TO FORM 990-PF, PART II, LINE 10C 20,397,830.	20,397,830.
FORM 990-PF OTHER INVESTMENTS	STATEMENT 9
VALUATION DESCRIPTION METHOD BOOK VALUE	FAIR MARKET VALUE
INVESCORP INTERLACHEN LP FMV 1,833.	1,833.
HARRINGTON PARTNERS, LP FMV 27,825.	27,825.
DOMAIN TIMBER INVESTMENTS FMV 2,756.	2,756.
INTERLACHEN AERWULF CEDARS INV FMV 6,565.	6,565.
INTERLACHEN AERWULF CEDARS INV FMV 22,661.	22,661.
UNIPHY HEALTH, LLC FMV 125,400.	125,400.
TRANSITIONAL FUNDING PARTNERS FMV 1,439,130.	1,439,130.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 12 STATEMENT 10 QUALIFYING DISTRIBUTION STATEMENT

#### EXPLANATION

THE DISTRIBUTIONS MADE TO 2 DONOR ADVISED FUNDS DURING THE YEAR WILL BE DISTRIBUTED TO QUALIFYING ORGANIZATIONS THAT SUPPORT THE FOUNDATION'S CHARITABLE PURPOSE OF INCREASING ACCESS TO EDUCATION AND IMPROVING THE WELFARE OF THE GREATER COMMUNITY.

FORM 990-PF

PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

JOHN BRANDENBORG LAURIE DOUGLASS BRANDENBORG