

Return of Private Foundation

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

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2017

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning

, and ending

Name of foundation THE ELIZABETH C QUINLAN FOUNDATION, INC.		A Employer identification number 41-0706125
Number and street (or P.O. box number if mail is not delivered to street address) 801 TWELVE OAKS CENTER DR	Room/suite 805 B	B Telephone number (952) 475-1550
City or town, state or province, country, and ZIP or foreign postal code WAYZATA, MN 55391		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,546,727.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	115,935.	115,935.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	0.			
	b Gross sales price for all assets on line 6a	150,000.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	115,935.	115,935.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	52,503.	525.		35,177.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	7,064.	0.		7,064.
	c Other professional fees				
	17 Interest				
	18 Taxes	24,334.	41.		24,293.
	19 Depreciation and depletion				
	20 Occupancy	8,232.	823.		7,409.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	4,296.	430.		3,866.
	24 Total operating and administrative expenses. Add lines 13 through 23	96,429.	1,819.		77,809.
	25 Contributions, gifts, grants paid	184,828.			184,828.
26 Total expenses and disbursements. Add lines 24 and 25	281,257.	1,819.		262,637.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ..	<165,322.>				
b Net investment income (if negative, enter -0-)		114,116.			
c Adjusted net income (if negative, enter -0-)			N/A		

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	100.	100.	100.
	2 Savings and temporary cash investments	231,428.	77,747.	77,747.
	3 Accounts receivable	3,451.		
	Less: allowance for doubtful accounts	2,799.	3,451.	3,451.
	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	7,736.	2,281.	2,281.
	10a Investments - U.S. and state government obligations	STMT 5 51,648.	212,362.	212,362.
	b Investments - corporate stock	STMT 6 262,188.	272,384.	272,384.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 7 4,432,069.	4,977,787.	4,977,787.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe SECURITY DEPOSIT)	615.	615.	615.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,988,583.	5,546,727.	5,546,727.	
Liabilities	17 Accounts payable and accrued expenses	1,971.	3,972.	
	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 DEFERRED TAX)	4,700.	19,500.	
23 Total liabilities (add lines 17 through 22)	6,671.	23,472.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	4,169,723.	4,711,066.	
	25 Temporarily restricted			
	26 Permanently restricted	812,189.	812,189.	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	4,981,912.	5,523,255.		
31 Total liabilities and net assets/fund balances	4,988,583.	5,546,727.		

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	4,981,912.
2 Enter amount from Part I, line 27a	2	<165,322.>
3 Other increases not included in line 2 (itemize) CHANGE IN UNREALIZED GAIN/LOSSES	3	706,665.
4 Add lines 1, 2, and 3	4	5,523,255.
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	5,523,255.

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 ALLY BANK UT CD	P	05/16/14	05/22/17
b GE CAPITAL BANK UT CD	P	05/16/14	05/23/17
c GOLDMAN SACHS BANK NY CD	P	05/16/14	05/22/17
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 50,000.		50,000.	0.
b 50,000.		50,000.	0.
c 50,000.		50,000.	0.
d			
e			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			
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	0.
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	236,758.	4,860,359.	.048712
2015	270,273.	5,076,927.	.053236
2014	255,045.	5,163,436.	.049394
2013	252,846.	4,953,169.	.051047
2012	237,218.	4,634,875.	.051181

2 Total of line 1, column (d)	2	.253570
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	.050714
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,297,612.
5 Multiply line 4 by line 3	5	268,663.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,141.
7 Add lines 5 and 6	7	269,804.
8 Enter qualifying distributions from Part XII, line 4	8	262,637.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,282.
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	2,282.
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	2,282.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	4,563.	
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	4,563.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,281.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 2,281. Refunded <input type="checkbox"/>	11	0.	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
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? N/A		
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. 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

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, and charitable trusts.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business holdings.

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:			Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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 8		52,503.	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."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'.

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	5,378,286.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,378,286.
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	5,378,286.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	80,674.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,297,612.
6	Minimum investment return. Enter 5% of line 5	6	264,881.

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	264,881.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	2,282.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,282.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	262,599.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	262,599.
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	262,599.

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	262,637.
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	262,637.
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	262,637.

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				262,599.
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	35,273.			
c From 2014				
d From 2015	19,267.			
e From 2016				
f Total of lines 3a through e	54,540.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	262,637.			
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				262,599.
e Remaining amount distributed out of corpus	38.			
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	54,578.			
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	54,578.			
10 Analysis of line 9:				
a Excess from 2013	35,273.			
b Excess from 2014				
c Excess from 2015	19,267.			
d Excess from 2016				
e Excess from 2017	38.			

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)

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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 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:

SEE STATEMENT 9

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT		PUBLIC		184,828.
Total				▶ 3a 184,828.
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 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

(See worksheet in line 13 instructions to verify calculations.)

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 (other than by providing funds for such purposes). Row 1 contains 'N/A'.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
BOND INTEREST	6,249.	0.	6,249.	6,249.		
DIVIDEND INCOME	109,686.	0.	109,686.	109,686.		
TO PART I, LINE 4	115,935.	0.	115,935.	115,935.		

FORM 990-PF	ACCOUNTING FEES				STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	7,064.	0.		7,064.		
TO FORM 990-PF, PG 1, LN 16B	7,064.	0.		7,064.		

FORM 990-PF	TAXES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
PAYROLL TAXES	4,079.	41.		4,038.		
EXCISE TAX	20,255.	0.		20,255.		
TO FORM 990-PF, PG 1, LN 18	24,334.	41.		24,293.		

FORM 990-PF	OTHER EXPENSES				STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
TELEPHONE	1,336.	134.		1,202.		
INSURANCE	1,362.	136.		1,226.		
SUPPLIES	1,292.	129.		1,163.		
MISCELLANEOUS	175.	18.		157.		
MEETINGS & SEMINARS	131.	13.		118.		
TO FORM 990-PF, PG 1, LN 23	4,296.	430.		3,866.		

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S.AND STATE GOVERNMENT OBLIGATIONS	X		212,362.	212,362.
TOTAL U.S. GOVERNMENT OBLIGATIONS			212,362.	212,362.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			212,362.	212,362.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	272,384.	272,384.
TOTAL TO FORM 990-PF, PART II, LINE 10B	272,384.	272,384.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - MUTUAL FUNDS	COST	4,977,787.	4,977,787.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,977,787.	4,977,787.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LUCIA LAHIFF CRANE 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	PRESIDENT/TREASURER/TRUSTEE 5.00	0.	0.	0.
KATHLEEN L BUDGE 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	VICE PRES/TRUSTEE 1.00	0.	0.	0.
KATHLEEN LESLIE 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	SECRETARY/TRUSTEE 1.00	0.	0.	0.
VINCENT GRUNDMAN 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	TRUSTEE 1.00	0.	0.	0.
MARIANNA GEIS 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	TRUSTEE 1.00	0.	0.	0.
KATHRYN H. IVERSON 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	FOUNDATION MANAGER 26.00	52,503.	0.	0.
BRIAN BUDGE 801 TWELVE OAKS CENTER DRIVE SUITE 805 B WAYZATA, MN 55391	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		52,503.	0.	0.

THE ELIZABETH C. QUINLAN FOUNDATION, INC.
SCHEDULES OF DONATIONS AND APPROPRIATIONS
Form 990-PF Part XV
41-0706125

	Relationship to Substantial Contributor	Foundation Status of Recipient	Purpose of Grant/ Contribution	2016	2017
Arts and Humanities					
Charities Review Council 2324 University Ave W St. Paul, MN 55114	None	Public Charity	Operating	1,000	1,000
Children's Theatre Company 2400 Third Ave S Mpls., MN 55404	None	Public Charity	Program	2,000	2,000
Giving Voice Initiative 4627 Bruce Ave S Edina, MN 55424	None	Public Charity	Operating	5,000	5,000
Graywolf Press 250 Third Ave N, Suite 600 Mpls., MN 55401	None	Public Charity	Operating	2,000	2,000
Guthrie Theater 818 South 2nd Street Mpls., MN 55415	None	Public Charity	Operating	3,000	3,000
Hennepin History Museum 2303 Third Ave S Mpls., MN 55404	None	Public Charity	Operating	2,000	2,000
Hill Museum and Manuscript Library St. John's University P.O. Box 7300 Collegeville, MN 56321	None	Public Charity	Program		9,828
The Jungle Theater 2951 Lyndale Ave Mpls., MN 55408	None	Public Charity	Operating	2,000	2,000
The Loft Literary Center 1011 Washington Ave, Ste 200 Mpls., MN 55415	None	Public Charity	Operating	2,000	2,000
The Lyra Baroque Orchestra 275 East Fourth St # 280 St. Pau, MN 55101	None	Public Charity	Operating	1,000	1,000
MacPhail Center for Music 501 Second Street South Mpls., MN 55401	None	Public Charity	Program	2,000	2,000
Minneapolis Institute of Arts 2400 Third Ave S Mpls., MN 55404	None	Public Charity	Operating	3,000	3,000
Minnesota Children's Museum 10 West 7th St St. Paul, MN 55102	None	Public Charity	Program	2,000	2,000
Minnesota Council on Foundations 800 Washington Ave N, #703 Mpls., MN 55401	None	Public Charity	Operating	495	
Minnesota Historical Society 345 Kellogg Blvd St. Paul, MN 55102	None	Public Charity	Operating	1,000	1,000
Minnesota Opera 620 N First St Mpls., MN 55401	None	Public Charity	Operating	3,000	3,000
Minnesota Orchestral Association 1111 Nicollet Mall Mpls., MN 55403	None	Public Charity	Operating	3,000	3,000
Minnesota Public Radio 480 Cedar Street St. Paul, MN 55101	None	Public Charity	Operating	2,000	2,000
Penumbra Theatre Company 270 North Kent Street St. Paul, MN 55102	None	Public Charity	Operating		2,000
The Rose Ensemble 715 West Fifth Street #314 St. Paul, MN 55102	None	Public Charity	Program	3,000	1,000
St. Paul Chamber Orchestra 408 St. Peter Street St. Paul, MN 55102	None	Public Charity	Operating	3,000	3,000
Science Museum of Minnesota 120 West Kellogg Blvd St. Paul, MN 55102	None	Public Charity	Operating	2,000	2,000
Theater Latte' Da	None	Public Charity	Operating	2,000	

345 13th Ave NE Minneapolis, MN 55413 Twin Cities Public Television 172 E Fourth St St. Paul, MN 55101 Total Arts and Humanities	None	Public Charity	Operating	3,000	3,000
				<u>\$ 49,495</u>	<u>\$ 56,828</u>

RELIGIOUS

The Basilica Landmark PO Box 50070 Mpls., MN 55405 Total Religious	None	Public Charity	Operating	5,000	5,000
				<u>\$ 5,000</u>	<u>\$ 5,000</u>

SOCIAL, HEALTH AND WELFARE

Ampersand Families 1700 Second Street NE Mpls., MN 55413	None	Public Charity	Operating	2,000	2,000
Assistance League Minneapolis/St. Paul 6416 Penn Ave Richfield, MN 55423	None	Public Charity	Program	1,000	1,000
The Bridge for Youth 2200 Emerson Ave Mpls., MN 55405	None	Public Charity	Operating	3,000	3,000
Catholic Charities of the Archdiocese of St. Paul-Minneapolis 1200 2nd Ave S Mpls., MN 55403-2500	None	Public Charity	operating	15,500	15,000
Catholic Eldercare 817 Main Street NE Mpls., MN 55403	None	Public Charity	Operating	5,000	5,000
Centro Guadalupano 2424 18th Ave S Mpls., MN 55404	None	Public Charity	Operating	1,000	1,000
Children's Law Center 450 Syndicate St St. Paul, MN 55104	None	Public Charity	Operating	2,000	
English Learning Center 2315 Chicago Ave Mpls., MN 55404	None	Public Charity	Operating	2,000	2,000
The Family Partnership 414 South 8th street Minneapolis, MN 55404	None	Public Charity	Program	3,000	3,000
Friends of the Hennepin County Library 300 Nicollet Mall Mpls., MN 55401	None	Public Charity	Program		1,000
Girl Scouts Minnesota & Wisconsin River Valleys 400 Robert St St. Paul, MN 55107	None	Public Charity	Operating	2,000	2,000
Greater Minneapolis Crisis Nursery 4544 4th Ave S Mpls., MN 55419	None	Public Charity	Operating	2,000	2,000
Greater Twin Cities United Way 404 South 8th St Mpls., MN 55404	None	Public Charity	Operating	15,000	15,000
Guild Incorporated 130 S Wabasha St St. Paul, MN 55107	None	Public Charity	Operating	3,000	3,000
Hearts and Hands MN 4021 Vernon Ave S Mpls., MN 55416	None	Public Charity	Operating	2,000	
The Jeremiah Program 1510 Laurel St Mpls., MN 55403	None	Public Charity	Operating	3,000	3,000
Little Brothers - Friends of the Elderly 1845 East Lake Street Minneapolis, MN 55407	None	Public Charity	Operating	2,000	2,000
National Alliance on Mental Illness - MN 800 Transfer Rd, Suite 31 St. Paul, MN 55114	None	Public Charity	Operating		5,000
Our Lady of Peace 2076 St. Anthony Ave	None	Public Charity	Operating	3,000	3,000

St. Paul, MN 55104 People Incorporated 2060 Centre Pointe Blvd, #3 St. Paul, MN 55120 Project for Pride in Living, Inc. 1035 E Franklin Ave Mpls., MN 55404 St. David's Center for Child & Family Development 3395 Plymouth Rd Minnetonka, MN 55305 St. Mary's Health Clinics 184 Randolph Ave St. Paul, MN 55105 St. Stephen's Human Services 2211 Clinton Avenue S Minneapolis, MN 55404 St. Therese Foundation 1660 S Hwy 100, Suite 103 St. Louis Park, MN 55416 Tree Trust 2350 Wycliff St St. Paul, MN 55114 Tubman Family Alliance & Chrysalis, A Center for Women, Ir 3111 First Ave S Mpls., MN 55408 Urban Ventures 2924 Fourth Ave Mpls., MN 55408 Volunteers of America - Amicus 7625 Metro Blvd Mpls., MN 55439 Washburn Center for Children 2430 Nicollet Ave Mpls., MN 55404 We Can Ride P.O. Box 1102 Minnetonka, MN 55345 Wilderness Inquiry 80814th Ave SE Mpls., MN 55414-1516 Youth Frontiers, Inc 6009 Excelsior Blvd Mpls., MN 55416 Youth Link 41 North 12th Street Minneapolis, MN 55403 YWCA Minneapolis 1130 Nicollet Mall Minneapolis, MN 55403 Total Social, Health and Welfare	None	Public Charity	Program	5,000	5,000
	None	Public Charity	Operating	5,000	5,000
	None	Public Charity	Program	5,000	5,000
	None	Public Charity	Operating	5,000	5,000
	None	Public Charity	Operating	5,000	5,000
	None	Public Charity	Capital		
	None	Public Charity	Operating	2,000	
	None	Public Charity	Operating	3,000	3,000
	None	Public Charity	Program	2,000	2,000
	None	Public Charity	Program	2,000	2,000
	None	Public Charity	Operating	3,000	3,000
	None	Public Charity	Program	1,000	
	None	Public Charity	Program	1,000	2,000
	None	Public Charity	Operating	3,000	3,000
	None	Public Charity	Operating	3,000	3,000
	None	Public Charity	Program		2,000
				<u>\$ 111,500</u>	<u>\$ 113,000</u>

EDUCATION

Cristo Rey Jesuit High School 2924 4th Avenue S Mpls., MN 55408 Total Education	None	Public Charity	Operating	10,000	10,000
				<u>\$ 10,000</u>	<u>\$ 10,000</u>
Total Donations and Appropriations				<u>\$ 175,995</u>	<u>\$ 184,828</u>