

Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.






For calendar year 2014, or tax year beginning 07-01-2014, and ending 06-30-2015

Name of foundation THE DEPOT FOUNDATION
A Employer identification number 41-1356072
B Telephone number (see instructions) (218) 279-9913
C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here



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

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), followed by summary rows 27-29.

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,464	734	734		
	2	Savings and temporary cash investments	42,070	74,834	74,834		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ <u>41,505</u> Less allowance for doubtful accounts ▶ _____	58,196	41,505	41,505		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use	2,293	2,293	2,293		
	9	Prepaid expenses and deferred charges	1,036	1,403	1,403		
	10a	Investments—U S and state government obligations (attach schedule)	246,436 	73,826	73,826		
	b	Investments—corporate stock (attach schedule)	695,747 	782,318	782,318		
	c	Investments—corporate bonds (attach schedule)	152,833 	201,113	201,113		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	5,565,939 	5,380,334	5,380,334		
	14	Land, buildings, and equipment basis ▶ <u>56,285</u> Less accumulated depreciation (attach schedule) ▶ <u>45,803</u>	10,882 	10,482	10,482		
15	Other assets (describe ▶ _____)	5,019	3,964	3,964			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,782,915	6,572,806	6,572,806			
Liabilities	17	Accounts payable and accrued expenses	3,601	260			
	18	Grants payable		41,129			
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	317,456	312,009			
	23	Total liabilities (add lines 17 through 22)	321,057	353,398			
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	6,305,807	6,066,971			
	25	Temporarily restricted	3,339	4,796			
	26	Permanently restricted	152,712	147,641			
	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 (see instructions)	6,461,858	6,219,408				
31	Total liabilities and net assets/fund balances (see instructions)	6,782,915	6,572,806				

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	6,461,858
2	Enter amount from Part I, line 27a	2	49,266
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	-291,843
4	Add lines 1, 2, and 3	4	6,219,281
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	-127
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,219,408

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a SEE ATTACHED FORM 1041 SCH D	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 654,588		479,227	175,361
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			175,361
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	175,361
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	175,361

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 does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	244,155	6,254,720	0.039035
2012	205,115	5,402,240	0.037969
2011	163,241	4,581,835	0.035628
2010	148,869	4,881,805	0.030495
2009			

2 Total of line 1, column (d).	2	0.143127
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.035782
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	6,526,298
5 Multiply line 4 by line 3.	5	233,524
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,767
7 Add lines 5 and 6.	7	236,291
8 Enter qualifying distributions from Part XII, line 4.	8	286,505

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,767
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,767
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,767
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,100
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	3,100
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	333
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 333 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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.</i>	1b	
c Did the foundation file Form 1120-POL for this year?	1c	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www depotfoundation org	13	Yes	
14	The books are in care of MARLA THIBODEAU Telephone no (218) 279-9913 Located at 130 W SUPERIOR SUITE 302 DULUTH MN ZIP +4 55802			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input type="checkbox"/> No			
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? <input type="checkbox"/>	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(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	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 20__ , 20__ , 20__ , 20__			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>) <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize 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 2014?	4b		

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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 type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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 type="checkbox"/> No</p> <p>(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 type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5b</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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 type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p>	
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

Total number of other employees paid over \$50,000.

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 GRANTS TO SUPPORT THE IDENTITY OF THE DEPOT AS A VITAL AND	277,168
2 DEPOT FOUNDATION ARTS & CULTURE AWARDS RECOGNIZE MEMBERS OF	860
3 DEPOT FOUNDATION FACILITIES COMMITTEE INITIATE AND FUND	30,623
4 DEPOT FOUNDATION IS PAYING FOR THE PAYROLL AND RELATED	18,983

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,621,558
b	Average of monthly cash balances.	1b	4,125
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,625,683
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) <input checked="" type="checkbox"/>	1e	322,879
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,625,683
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	99,385
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,526,298
6	Minimum investment return. Enter 5% of line 5.	6	326,315

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	326,315
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	2,767
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,767
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	323,548
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	323,548
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	323,548

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	286,505
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	286,505
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	2,767
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	283,738

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				323,548
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			282,122	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>286,505</u>				
a Applied to 2013, but not more than line 2a			282,122	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				4,383
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				319,165
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.				
d Excess from 2013.				
e Excess from 2014.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table See Additional Data Table				
Total				3a 316,148
b <i>Approved for future payment</i>				
Total				3b

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
LAURA BUDD 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
PAT CUTSHALL 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
RICHARD FISCHER 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
DEXTER LARSEN 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
RENEE MATTSON 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
JEAN PERRAULT 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
YVONNE VAINIO 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
PETE WEIDMAN 130 W SUPERIOR ST STE 302 DULUTH, MN 55802	DIRECTOR 1	0		
JEAN OLSON 130 W SUPERIOR ST 302 DULUTH, MN 55802	CHAIR 1	0		
ROB HOFMANN 130 W SUPERIOR ST 302 DULUTH, MN 55802	VICE CHAIR 1	0		
TOM WHITTAKER 130 W SUPERIOR ST 302 DULUTH, MN 55802	SECRETARY 1	0		
MELINDA MACHONES 130 W SUPERIOR ST 302 DULUTH, MN 55802	TREASURER 1	0		

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MATINEE MUSICALE 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	75
HISTORIC UNION DEPOT 506 W MICHIGAN ST DULUTH, MN 55802		PC	SECURITY SYSTEM	18,764
MINNESOTA BALLET 301 W 1ST ST STE 800 DULUTH, MN 55802		PC	DRESSING ROOMS	18,726
HISTORIC UNION DEPOT 506 W MICHIGAN ST DULUTH, MN 55802		PC	BLDG RENOVATION	30,623
ONEIDA REALTY COMPANY 1605 LONSDALE BLDG DULUTH, MN 55802		NC	DEPOT PROG DIR	18,983
DULUTH ART INSTITUTE 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	69,305
DULUTH PLAYHOUSE 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	104,538
DULUTH CHILDRENS MUSEUM 115 S 29TH AVE W DULUTH, MN 55806		PC	PROGRAMMATIC	763
DUL-SUP SYMPHONY ASSOC 130 W SUPERIOR ST LL2 DULUTH, MN 55802		PC	PROGRAMMATIC	37,386
SLC HISTORICAL SOCIETY 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	4,293
ARROWHEAD CHORALE 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	6,027
MINNESOTA BALLET 301 W 1ST ST STE 800 DULUTH, MN 55802		PC	PROGRAMMATIC	3,607
LK SUPERIOR RR MUSEUM 506 W MICHIGAN ST DULUTH, MN 55802		PC	PROGRAMMATIC	3,058
Total				316,148

TY 2014 Accounting Fees Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL AUDIT & TAX PREPARATION	7,300			

TY 2014 Accounting Fees Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKKEEPING	4,775			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
PUBLICALLY TRADED SECURITIES - SEE F1041 SCH D					654,588	479,227				

**TY 2014 Investments Corporate
Bonds Schedule**

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF NY MELLON 2.100 01/15/2019	50,147	50,147
CATERPILLAR INC 1.500 06/26/2017	50,488	50,488
EMC CORP 1.875 06/01/2018	50,097	50,097
PROCTOR & GAMBLE CO 1.450 08/15/2016	50,381	50,381

**TY 2014 Investments Corporate
Stock Schedule****Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Software ID:** 14000286

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON.COM INC	17,364	17,364
CHIPOTLE MEXICAN GRILL INC	9,680	9,680
HOME DEPOT INC	24,337	24,337
MCGRAW-HILL FINANCIAL INC	12,958	12,958
POLARIS INDS INC	14,218	14,218
STARBUCKS CORP	18,015	18,015
THE PRICELINE GROUP INC	19,573	19,573
TRACTOR SUPPLY CO	27,611	27,611
TWENTY FIRST CENTURY FOX INC	12,400	12,400
COCA COLA INC	8,434	8,434
CONSTELLATION BRANDS INC	13,574	13,574
ESTEE LAUDER COMPANIES INC	10,919	10,919
KEURIG GREEN MOUNTAIN INC	6,973	6,973
MONDELEZ INTERNATIONAL INC	9,092	9,092
MONSTER BEVERAGE CORP	26,402	26,402
WHITEWAVE FOODS CO	15,299	15,299
CONCHO RESOURCES INC	8,653	8,653
FMC TECHNOLOGIES INC	7,510	7,510
INTERCONTINENTAL EXCHANGE INC	13,193	13,193
ALEXION PHARMACEUTICALS INC	14,462	14,462
BOSTON SCIENTIFIC CORP	11,788	11,788
CARDINAL HEALTH INC	12,046	12,046
CELGENE CORP	23,378	23,378
CERNER CORP	14,572	14,572
GILEAD SCIENCES INC	14,284	14,284
TEAM HEALTH HOLDINGS INC	17,574	17,574
DANAHER CORP	11,383	11,383
FASTENAL CO	13,793	13,793
FORTUNE BRANDS HOME & SECURITY	14,571	14,571
PRECISION CASTPARTS CORP	10,593	10,593

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STERICYCLE INC	15,132	15,132
UNION PACIFIC CORP	15,641	15,641
APPLE INC	58,072	58,072
FACEBOOK INC	31,390	31,390
GOOGLE INC CL A	15,661	15,661
GOOGLE INC CL C	15,095	15,095
INTUIT.COM	8,666	8,666
MICROSOFT CORP	12,980	12,980
QUALCOMM INC	8,330	8,330
SALESFORCE.COM INC	17,268	17,268
VISA INC	22,562	22,562
ECOLAB INC	13,908	13,908
MONSANTO CO	14,923	14,923
PPG INDUSTRIES INC	16,520	16,520
ACCENTURE PLC	10,839	10,839
ALLERGAN PLC	11,835	11,835
JAZZ PHARMACEUTICALS PLC	14,614	14,614
NORWEGIAN CRUISE LINE HOLDINGS LTD	12,217	12,217
NXP SEMICONDUCTORS NV	15,123	15,123
SCHLUMBERGER LTD	16,893	16,893

**TY 2014 Investments Government
Obligations Schedule**

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

**US Government Securities - End of
Year Book Value:** 73,826

**US Government Securities - End of
Year Fair Market Value:** 73,826

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2014 Investments - Other Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Software ID:** 14000286

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISHARES CORE TOTAL US AGG BOND EFT	FMV	35,354	35,354
PRINCIPAL PFD SECURITIES FD	FMV	42,795	42,795
RIDGEWORTH SEIX HI YIELD BD FD	FMV	277,339	277,339
DREYFUS EMERGING MKTS DEBT LOC CUR	FMV	40,668	40,668
PIMCO FOREIGN BOND FD	FMV	89,734	89,734
TEMPLETON GLOBAL BOND FD	FMV	202,412	202,412
HARBOR CAPITAL APPRECIATION FD	FMV	132,984	132,984
ISHARES RUSSELL MIDCAP GROWTH	FMV	229,050	229,050
ISHARES RUSSELL 1000 VALUE ETF	FMV	683,162	683,162
ISHARES RUSSELL 2000 EFT	FMV	79,910	79,910
JP MORGAN MID CAP VALUE FUND	FMV	288,182	288,182
ROYCE PENNSYLVANIA MUTUAL FD	FMV	319,238	319,238
SPDR S&P 500 ETF TRUST	FMV	41,170	41,170
AMERICAN EUROPACIFIC GROWTH FD	FMV	256,809	256,809
ARTISAN INTERNATIONAL FUND	FMV	152,877	152,877
DODGE & COX INTERNATIONAL STOCK FD	FMV	430,979	430,979
HSBC FRONTIER MARKETS FD	FMV	40,061	40,061
ISHARES MSCI EMERGING MARKETS	FMV	378,371	378,371
OPPENHEIMER DEVELOPING MARKETS FD	FMV	335,783	335,783
AQR MANAGED FUTURES STRATEGY FD	FMV	109,506	109,506
ASG GLOBAL ALTERNATIVES FUND CL Y	FMV	217,123	217,123
BOSTON PTNRS LONG/SHORT RESEARCH F	FMV	105,971	105,971
DRIEHAUS ACTIVE INCOME FD	FMV	146,881	146,881
THE MERGER FUND	FMV	142,811	142,811
PIMCO COMMODITY REAL RETURN STRAT	FMV	63,403	63,403
PWRSHS DB COMMODITY INDEX	FMV	165,600	165,600
SPDR DJ WILSHIRE INTL REAL ESTATE	FMV	154,882	154,882
SPDR DOW JONES REIT ETF	FMV	217,279	217,279

TY 2014 Land, Etc. Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTERS/EQUIPMENT	43,260	42,839	421	421
LEASEHOLD IMPROVEMENTS	13,025	2,964	10,061	10,061

TY 2014 Other Decreases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
DONATED SERVICES & USE OF FACILITIES	26,475

TY 2014 Other Decreases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
FYE 06/30/2015 FEDERAL EXCISE TAX	2,767

TY 2014 Other Decreases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
INVESTMENT MANAGEMENT FEES NETTED ON BOOKS	-29,369

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	841			

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DEVELOPMENT	12,833			

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ARTS & CULTURE AWARDS	860			860

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	300			

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,278			

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE/SUPPLIES	339			119

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	1,457			88

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELECOMMUNICATIONS	1,108			886

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WEBSITE	395			316

TY 2014 Other Expenses Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	70			

TY 2014 Other Income Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INVESTMENT MANAGEMENT FEE INCOME	1,531		

TY 2014 Other Income Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CIRCLE OF FRIENDS	7,410		

TY 2014 Other Increases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
DONATED SERVICES & USE OF FACILITIES	26,475

TY 2014 Other Increases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
NET UNREALIZED GAIN ON INVESTMENTS	-288,949

TY 2014 Other Increases Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Description	Amount
INVESTMENT MANAGEMENT FEES OFFSET ON BOOKS	-29,369

TY 2014 Other Professional Fees Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	29,369	29,369		

TY 2014 Reduction Explanation Statement

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Explanation: THE DEPOT FOUNDATION INVESTS MANAGED FUNDS HELD ON BEHALF OF OTHER 501C3 CHARITABLE ORGANIZATIONS IN AN UNSEGREGATED INVESTMENT ACCOUNT. AVERAGE MONTHLY FAIR VALUE OF SECURITIES HELD OF \$6,621,558 HAS BEEN REDUCED BY AVERAGE MONTHLY BALANCE OF CUSTO

TY 2014 Taxes Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Software ID: 14000286

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	1,912			669

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2014

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.

Name of the organization

THE DEPOT FOUNDATION

Employer identification number

41-1356072

Organization type (check one)

Filers 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 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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 other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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. Do not 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. . . . ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
THE DEPOT FOUNDATION

Employer identification number
41-1356072

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MURIEL WHITESIDE CHARITABLE TRUST 130 W SUPERIOR ST DULUTH, MN 558021918	\$ 108,769	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	DR BERNHARD BOECKER 4955 PEPPERWOOD PLACE VENICE, FL 34293	\$ 10,545	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
—		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
THE DEPOT FOUNDATION

Employer identification number
41-1356072

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
<u>2</u>	100sh NEXTERA ENERGY INC	<u>\$ 10,545</u>	<u>2014-12-19</u>
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____
_____	_____ _____ _____	<u> </u> \$	_____

Name of organization
THE DEPOT FOUNDATION

Employer identification number
41-1356072

Part III 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 completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(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
_____	_____
_____	_____
_____	_____

(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
_____	_____
_____	_____
_____	_____

(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
_____	_____
_____	_____
_____	_____

(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
_____	_____
_____	_____
_____	_____