

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 07-01-2018, and ending 06-30-2019

Name of foundation THE DEPOT FOUNDATION		A Employer identification number 41-1356072	
Number and street (or P O box number if mail is not delivered to street address) 230 W SUPERIOR ST 432		B Telephone number (see instructions) (218) 279-9913	
City or town, state or province, country, and ZIP or foreign postal code DULUTH, MN 55802		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 checked="" 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) ▶ \$ <u>6,373,612</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	140,191			
	2 Check <input 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	142,322	142,322		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	139,660			
	b Gross sales price for all assets on line 6a	571,831			
	7 Capital gain net income (from Part IV, line 2)		139,660		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	6,302		6,302		
12 Total. Add lines 1 through 11	428,475	281,982	6,302		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	22,806			7,982
	15 Pension plans, employee benefits	2,267			625
	16a Legal fees (attach schedule)	641			616
	b Accounting fees (attach schedule)	5,740			
	c Other professional fees (attach schedule)	27,721	27,721		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	335			
	20 Occupancy	4,125			
	21 Travel, conferences, and meetings	129			
	22 Printing and publications	2,948			
	23 Other expenses (attach schedule)	16,638	111		1,470
	24 Total operating and administrative expenses. Add lines 13 through 23	83,350	27,832		10,693
	25 Contributions, gifts, grants paid	428,385			304,385
26 Total expenses and disbursements. Add lines 24 and 25	511,735	27,832		315,078	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-83,260				
b Net investment income (if negative, enter -0-)		254,150			
c Adjusted net income (if negative, enter -0-)			6,302		

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,713	1,393	1,393
	2 Savings and temporary cash investments	94,513	216,981	216,981
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ 300 Less allowance for doubtful accounts ▶ _____	600	300	300
	5 Grants receivable	39,322	85,917	85,917
	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	1,048	1,046	1,046
	10a Investments—U S and state government obligations (attach schedule)	122,415	125,990	125,990
	b Investments—corporate stock (attach schedule)	1,060,135	1,113,714	1,113,714
	c Investments—corporate bonds (attach schedule)	295,702	252,466	252,466
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,589,334	4,502,606	4,502,606
	14 Land, buildings, and equipment basis ▶ _____ 42,158 Less accumulated depreciation (attach schedule) ▶ _____ 33,012	9,482	9,146	9,146
15 Other assets (describe ▶ _____)	3,174	61,760	61,760	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,219,731	6,373,612	6,373,612	
Liabilities	17 Accounts payable and accrued expenses	5,762	-1,050	
	18 Grants payable	1,000	125,000	
	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 ▶ _____)		57,259	
	23 Total liabilities (add lines 17 through 22)	6,762	181,209	
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	6,047,894	6,021,793	
	25 Temporarily restricted	3,302	4,353	
	26 Permanently restricted	161,773	166,257	
	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)	6,212,969	6,192,403		
31 Total liabilities and net assets/fund balances (see instructions) .	6,219,731	6,373,612		

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	6,212,969
2 Enter amount from Part I, line 27a	2	-83,260
3 Other increases not included in line 2 (itemize) ▶ _____	3	94,906
4 Add lines 1, 2, and 3	4	6,224,615
5 Decreases not included in line 2 (itemize) ▶ _____	5	32,212
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	6,192,403

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)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	2	139,660
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	6,573

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))
2017	320,193	6,143,435	0.052120
2016	386,843	5,617,942	0.068858
2015	416,405	5,636,770	0.073873
2014	286,505	6,526,298	0.043900
2013	244,155	6,254,720	0.039035

2 Total of line 1, column (d)	2	0.277786
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.055557
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	5,988,722
5 Multiply line 4 by line 3	5	332,715
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,542
7 Add lines 5 and 6	7	335,257
8 Enter qualifying distributions from Part XII, line 4	8	315,078

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)

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total tax due is 1,477.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, expenditures, and state reporting. Columns for Yes/No.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised fund, public inspection requirements, and books in care of.

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15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a foreign country.

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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 THRIVING CULTURAL, ARTS, AND HERITAGE CENTER	437,363
2 DEPOT FOUNDATION ARTS & CULTURE AWARDS RECOGNIZE MEMBERS OF THE COMMUNITY IN THE AREAS OF ARTS, CULTURE AND HISTORIAL PRESERVATION	750
3 OPERATE AS A PAYMENT FACILITATOR FOR THE DISBURSEMENT OF DULUTH TOURISM TAX FUNDS FROM ST LOUIS COUNTY, MINNESOTA TO THE ST LOUIS COUNTY HERITAGE AND ARTS CENTER BUILDING FOR THE PURPOSES OF MARKETING/ADVERTISING, GRANT SERVICES, MANAGEMENT SERVICES, EVENT & OTHER STAFFING, EXHIBIT EXPENSES, TELEPHONE, IT, SECURITY, COPYING, POSTAGE AND PRINTING	965
4 _____	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 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	6,075,716
b	Average of monthly cash balances.	1b	4,205
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,079,921
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,079,921
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	91,199
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,988,722
6	Minimum investment return. Enter 5% of line 5.	6	299,436

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	299,436
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	5,083
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,083
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	294,353
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	294,353
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	294,353

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	315,078
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	315,078
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	315,078

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				294,353
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			54,698	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>315,078</u>				
a Applied to 2017, but not more than line 2a			54,698	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				260,380
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				33,973
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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> See Additional Data Table				
Total ▶ 3a				
b <i>Approved for future payment</i> DULUTH PLAYHOUSE 506 W MICHIGAN ST DULUTH, MN 55802			NEW PLAYHOUSE SEATS	125,000
Total ▶ 3b				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 ALLERGAN PLC	P		2019-05-02
1 CONSTELLATION BRANDS INC	P	2019-03-25	2019-05-02
OREILLY AUTOMOTIVE INC	P		2018-10-12
SPDR DOW JONES REIT ETF	P	2012-09-14	2019-05-01
ALPHABET INC CL C	P	2015-09-15	2019-05-02
CONSTELLATION BRANDS INC	P	2016-11-16	2019-05-02
PALO ALTO NETWORKS INC	P		2018-07-20
TRANSDIGM GROUP INC	P	2015-12-21	2019-03-01
AMAZON COM INC	P	2009-12-22	2018-07-17
CRM SMALL CAP VALUE FD	P		2019-05-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,371		9,238	-4,867
2,539		2,017	522
11,669		9,533	2,136
24,454		19,196	5,258
5,946		3,182	2,764
635		460	175
6,274		4,823	1,451
6,449		3,041	3,408
3,618		268	3,350
50,000		53,840	-3,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4,867
			522
			2,136
			5,258
			2,764
			175
			1,451
			3,408
			3,350
			-3,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PALO ALTO NETWORKS INC	P		2019-05-02
1 ULTA BEAUTY INC	P	2017-06-23	2019-03-27
AMAZON COM INC	P	2019-02-27	2019-05-02
DANAHER CORP	P	2017-08-23	2019-05-02
POOL CORPORATION	P	2018-11-27	2019-05-02
ULTA BEAUTY INC	P	2017-06-23	2019-05-02
AMAZON COM INC	P	2009-12-22	2019-05-02
ESTEE LAUDER COMPANIES INC	P		2018-07-20
PPG INDUSTRIES INC	P		2018-11-29
ULTIMATE SOFTWARE GROUP INC	P	2017-11-30	2019-05-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,473		1,509	964
5,700		4,848	852
3,835		3,257	578
2,643		1,638	1,005
2,734		2,337	397
3,490		2,852	638
5,751		402	5,349
6,460		2,879	3,581
10,403		9,930	473
3,309		2,104	1,205

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			964
			852
			578
			1,005
			397
			638
			5,349
			3,581
			473
			1,205

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
APPLE INC	P	2019-02-27	2019-05-02
1 FACEBOOK INC	P	2014-05-22	2019-05-02
PRINCIPAL PREFERRED SEC	P	2017-12-20	2018-11-07
ULTIMATE SOFTWARE GROUP INC	P	2017-11-30	2019-05-06
ARISTA NETWORKS INC	P	2018-10-10	2019-03-27
FORTIVE CORP	P	2018-05-08	2019-05-02
PRINCIPAL PREFERRED SEC	P		2018-11-07
VISA INC	P	2013-11-04	2018-11-29
BANK OF NY MELLON 2 100% 11519	P	2014-12-19	2019-01-15
HALLIBURTON CORP	P		2018-09-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,008		4,350	658
2,927		916	2,011
68		73	-5
19,890		12,624	7,266
5,972		4,582	1,390
2,580		2,221	359
41,853		39,907	1,946
7,183		2,615	4,568
50,000		50,000	
10,014		13,280	-3,266

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			658
			2,011
			-5
			7,266
			1,390
			359
			1,946
			4,568
			-3,266

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
S&P GLOBAL INC	P	2019-02-27	2019-05-02
1 VISA INC	P		2019-05-02
BOSTON SCIENTIFIC CORP	P	2015-04-14	2018-10-05
HOME DEPOT INC	P		2018-10-12
S&P GLOBAL INC	P	2014-12-24	2019-05-02
WABCO HOLDINGS INC	P		2018-12-27
BOSTON SCIENTIFIC CORP	P	2015-04-14	2019-05-02
HOME DEPOT INC	P	2013-02-20	2019-05-02
SALESFORCE COM INC	P	2016-12-12	2018-07-20
WABCO HOLDINGS INC	P	2016-06-01	2019-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,417		2,211	206
2,474		720	1,754
7,023		3,261	3,762
4,508		1,555	2,953
879		362	517
6,848		7,454	-606
2,212		1,075	1,137
3,044		997	2,047
4,845		2,318	2,527
12,285		9,371	2,914

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			206
			1,754
			3,762
			2,953
			517
			-606
			1,137
			2,047
			2,527
			2,914

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BROADCOM INC	P		2019-03-01
1 MICROSOFT CORP	P	2018-11-27	2019-05-02
SALESFORCE COM INC	P		2019-05-02
WALT DISNEY CO	P	2018-03-13	2018-11-29
BROADCOM INC	P	2018-02-09	2019-05-02
MIDDLEBY CORP	P	2018-03-13	2019-05-02
SM ENERGY CO	D	1973-01-28	2018-10-16
CELGENE CORP	P		2018-09-14
MONSTER BEVERAGE CORP	P	2013-03-26	2019-03-27
SMITH A O CORP CL B	P	2017-08-23	2018-11-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
17,927		15,994	1,933
4,553		3,743	810
2,476		925	1,551
17,182		15,666	1,516
3,153		2,318	835
2,665		2,661	4
2,476			2,476
13,845		4,948	8,897
3,596		1,073	2,523
10,994		12,906	-1,912

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,933
			810
			1,551
			1,516
			835
			4
			2,476
			8,897
			2,523
			-1,912

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
CENTENE CORP	P	2016-06-01	2018-12-27
1 NETFLIX INC	P	2017-06-05	2018-07-17
SPDR DJ WILSHIRE INTL RE	P	2010-11-17	2019-05-01
COCA COLA CO	P	2019-03-25	2019-05-02
OREILLY AUTOMOTIVE INC	P	2016-08-12	2018-08-23
SPDR DOW JONES REIT ETF	P	2012-09-14	2018-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,383		3,102	2,281
3,999		1,650	2,349
25,129		25,513	-384
2,449		2,307	142
4,279		3,727	552
45,855		38,392	7,463

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,281
			2,349
			-384
			142
			552
			7,463

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BILL GRAVELLE 230 W SUPERIOR ST 432 DULUTH, MN 55802	PRESIDENT 000 00	0	0	0
RENEE MATTSO 230 W SUPERIOR ST 432 DULUTH, MN 55802	VICE-CHAIR 000 00	0	0	0
KAROL SOWERS 230 W SUPERIOR ST 432 DULUTH, MN 55802	SECRETARY 000 00	0	0	0
PAT CUTSHALL 230 W SUPERIOR ST 432 DULUTH, MN 55802	TREASURER 000 00	0	0	0
MISSY FRANCISCO CARLSON 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
AMY HIETAPELTO 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
ELISSA HUSBY 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
KRIS KAPSNER 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
DENNIS LAMKIN 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
ROB HOFFMANN 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0
RICK LUBBERS 230 W SUPERIOR ST 432 DULUTH, MN 55802	DIRECTOR 000 00	0	0	0

Form 990PF Part XV Line 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
<i>a Paid during the year</i>				
ARROWHEAD CHORALE 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	9,635
DULUTH ART INSTITUTE 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	33,519
DULUTH ART INSTITUTE 506 W MICHIIIGAN ST DULUTH, MN 55802			STEFFL GALLERY CARPETING	5,000
Total ▶ 3a				303,385

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>				
DULUTH CHILDRENS MUSEUM 115 S 29TH AVE W DULUTH, MN 55806			PROGRAMMATIC	790
DULUTH PLAYHOUSE 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	95,581
DULUTH SUPERIOR SYMPHONY ASSOCIATIO 130 W SUPERIOR ST STE LL2 DULUTH, MN 55802			PROGRAMMATIC	423
Total ▶ 3a				303,385

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>				
HISTORIC UNION DEPOT CORPORATION 506 W MICHIGAN ST DULUTH, MN 55802			TOYS THE INSIDE STORY EXHIBIT	25,000
HISTORIC UNION DEPOT CORPORATION 506 W MICHIGAN ST DULUTH, MN 55802			REUPHOLSTER BOARD ROOM CHAIRS	5,235
LAKE SUPERIOR RAILROAD MUSEUM 506 W MICHIGAN ST DULUTH, MN 55802			STORAGE OF SEACREST EXHIBIT	42,418
Total				303,385

▶ **3a**

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>				
LAKE SUPERIOR RAILROAD MUSEUM 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	3,307
LAKE SUPERIOR RAILROAD MUSEUM 506 W MICHIGAN ST DULUTH, MN 55802			REPAIR PONY CAR LOCO 28	7,582
MATINEE MUSICALE 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	1,561
Total ▶ 3a				303,385

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>				
MINNESOTA BALLET 230 W SUPERIOR ST DULUTH, MN 55802			PROGRAMMATIC	3,930
MINNESOTA BALLET 230 W SUPERIOR ST DULUTH, MN 55802			REPLACE BLACK TUTUS	1,960
ST LOUIS COUNTY HISTORICAL SOCIETY 506 W MICHIGAN ST DULUTH, MN 55802			PROGRAMMATIC	19,244
Total ▶ 3a				303,385

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>				
ST LOUIS COUNTY HISTORICAL SOCIETY 506 W MICHIGAN ST DULUTH, MN 55802			DULUTH BELL RESTORATION	2,000
ST LOUIS COUNTY HISTORICAL SOCIETY 506 W MIICHIGAN ST DULUTH, MN 55802			EXHIBIT DESIGN	46,200
Total				303,385

▶ **3a**

TY 2018 Accounting Fees Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	5,740			

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

TY 2018 Depreciation Schedule

Name: THE DEPOT FOUNDATION

EIN: 41-1356072

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FILE CABINET & CONSOLE TABLE	2001-09-05	150	150	S/L	5 0000				
EXECUTIVE CHAIRS (2)	2001-11-15	374	374	S/L	5 0000				
TELEPHONES	2003-09-17	400	400	S/L	5 0000				
OFFICE FURNITURE (DESK/CHAIR/CABINETS)	2004-08-06	1,715	1,715	S/L	5 0000				
MICROWAVE/REFRIGERATOR	2004-02-01	182	182	S/L	5 0000				
PHOTOCOPIER	2004-09-29	520	520	S/L	5 0000				
FILE CABINETS	2006-01-06	715	715	S/L	7 0000				
ONLINE DONATION WEBPAGE	2006-06-30	650	650		3 0000				
D'AUTREMONT BOAT HOUSE PRINT	2006-05-24	421		200DB	7 0000				
IN-KIND WORKSTATIONS (FURNITURE)	2006-07-01	23,256	23,256	S/L	7 0000				
IN-KIND CONFERENCE TABLE	2006-07-01	750	750	S/L	7 0000				
ARCHITECTURAL FEES	2007-08-01	1,002	305	S/L	39 0000	26			
IN-KIND ARCHITECTURAL FEES	2007-08-01	930	283	S/L	39 0000	24			
BELKNAP ELECTRIC ELECTRICAL WORK	2007-09-01	395	119	S/L	39 0000	10			
JOHNSON-WILSON CONSTRUCTORS	2007-08-01	9,498	2,892	S/L	39 0000	244			
JOHNSON-WILSON CONSTRUCTORS	2007-08-01	1,200	365	S/L	39 0000	31			

TY 2018 Investments Corporate Bonds Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF NY MELON 2.100 01/15/2019		
INTEL CORP 2.700 12/15/2022	50,873	50,873
MICROSOFT CORP 2.000 11/03/2020	49,980	49,980
PEPSICO INC 2.150 10/14/2020	50,052	50,052
PFIZER INC 3.000 06/15/2023	51,412	51,412
US BANCORP 2.350 01/29/2021	50,149	50,149

TY 2018 Investments Corporate Stock Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON.COM INC	70,064	70,064
BOOKING HOLDINGS INC	26,246	26,246
HOME DEPOT INC	23,917	23,917
NETFLIX INC	25,712	25,712
O'REILLY AUTOMOTIVE INC		
POOL CORPORATION	20,628	20,628
TRACTOR SUPPLY CO	23,936	23,936
ULTA BEAUTY INC	20,813	20,813
WALT DISNEY CO		
COCA COLA CO	22,507	22,507
CONSTELLATION BRANDS INC	23,633	23,633
ESTEE LAUDER COMPANIES INC	17,212	17,212
MONSTER BEVERAGE CORP	13,468	13,468
CONCHO RESOURCES INC	11,040	11,040
HALLIBURTON CO		
INTERCONTINENTAL EXCHANGE INC	23,634	23,634
MORGAN STANLEY	10,427	10,427
S&P GLOBAL INC	16,401	16,401
ALEXION PHARMACEUTICALS INC	22,398	22,398
ALIGN TECHNOLOGY INC	13,138	13,138
BOSTON SCIENTIFIC CORP	24,971	24,971
CELGENE CORP		
CENTENE CORP	13,215	13,215
DANAHER CORP	22,010	22,010
DEXCOM INC	18,430	18,430
PRA HEALTH SCIENCES INC	16,756	16,756
VERTEX PHARMACEUTICALS INC	17,421	17,421
BOEING CO	16,380	16,380
FORTIVE CORP	16,549	16,549
FORTUNE BRANDS HOME & SECURITY	15,939	15,939

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MIDDLEBY CORP	21,034	21,034
SMITH A O CORP		
TRANSDIGM GROUP INC	24,674	24,674
WABCO HOLDINGS INC		
XPO LOGISTICS INC	9,250	9,250
ACTIVISION BLIZZARD INC	15,198	15,198
ALPHABET INC CL C	55,126	55,126
APPLE INC	62,939	62,939
ARISTA NETWORKS INC	19,991	19,991
BROADCOM INC	26,195	26,195
FACEBOOK INC	53,075	53,075
MICROSOFT CORP	73,276	73,276
NVIDIA CORP	19,215	19,215
PALO ALTO NETWORKS INC	16,912	16,912
SALESFORCE.COM INC	25,946	25,946
ULTIMATE SOFTWARE GROUP INC		
VISA INC	35,057	35,057
WORLDPAY INC	24,878	24,878
ECOLAB INC	16,190	16,190
PPG INDUSTRIES INC		
ACCENTURE PLC	18,292	18,292
ALLERGAN PLC	11,553	11,553
JAZZ PHARMACEUTICALS PLC	19,673	19,673
NORWEGIAN CRUISE LINE HOLDINGS LTD	18,395	18,395

TY 2018 Investments Government Obligations Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**US Government Securities - End
of Year Book Value:**

125,990

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

125,990

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

TY 2018 Investments - Other Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN EUROPACIFIC GROWTH FD	FMV	173,234	173,234
AQR MANAGED FUTURE STRATEGY FD	FMV	90,815	90,815
ARBITRAGE FUND	FMV	124,625	124,625
ARTISAN INTERNATIONAL FUND	FMV	107,811	107,811
BOSTON PTNRS LONG/SHORT RESEARCH	FMV	169,992	169,992
CRM SMALL CAP VALUE FUND	FMV	224,422	224,422
DODGE & COX INTERNATIONAL STOCK FD	FMV	321,255	321,255
DRIEHAUS ACTIVE INCOME FD	FMV	117,114	117,114
INVESCO OPPENHEIMER DEV MKTS FD	FMV	274,157	274,157
ISHARES CORE TOTAL US AGG BOND EFT	FMV	112,464	112,464
ISHARES RUSSELL 1000 VALUE ETF	FMV	739,530	739,530
ISHARES RUSSELL 2000 EFT	FMV	150,058	150,058
ISHARES RUSSELL MIDCAP GROWTH	FMV	84,128	84,128
JP MORGAN MIDCAP VALUE FUND	FMV	329,057	329,057
JPMORGAN HI YIELD FD	FMV	96,658	96,658
PIMCO FOREIGN BOND FD	FMV		
PIMCO INTL BOND FD	FMV	94,917	94,917
PRINCIPAL PFD SECURITIES FD	FMV		
SPDR DJ WILSHIRE INTL REAL ESTATE	FMV	170,500	170,500
SPDR DOW JONES REIT ETF	FMV	229,710	229,710
SPDR S&P 500 ETF TRUST	FMV	58,600	58,600
STONE HARBOR LOCAL MKT FD	FMV	142,220	142,220
TEMPLETON GLOBAL BOND FD	FMV	142,041	142,041
THE MERGER FUND	FMV	101,759	101,759
VANGUARD FTSE EMERGING MKTS	FMV	331,734	331,734
VANGUARD REAL ESTATE ETF	FMV	115,805	115,805

**TY 2018 Land, Etc.
Schedule****Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	42,158	33,012	9,146	9,146

TY 2018 Legal Fees Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	641			616

TY 2018 Other Assets Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INVESTMENT INCOME	3,174	4,501	4,501
DEPOT MARKETING FD HELD IN TRUST		57,259	57,259

TY 2018 Other Decreases Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Description	Amount
FEDERAL EXCISE TAX FYE 06/30/2019	5,083
DONATED FACILITIES & SERVICES	27,129

TY 2018 Other Expenses Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK & CREDIT CARD FEES	448			
DEVELOPMENT	9,578			
ARTS & CULTURAL AWARDS	750			750
INSURANCE	2,355			
OFFICE SUPPLIES	822			
TELECOMMUNICATIONS	900			720
POSTAGE	601			
WEBSITE	395			
FOREIGN TAX WITHHELD	111	111		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	391			
DUES & SUBSCRIPTIONS	287			

TY 2018 Other Income Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SLC PAYMENT FACILITATOR FEES	1,800		1,800
CIRCLE OF FRIENDS	4,490		4,490
SUNDRY INCOME	12		12

TY 2018 Other Increases Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Description	Amount
DONATED FACILITIES & SERVICES	27,129
UNREALIZED GAINS ON SECURITIES	67,777

TY 2018 Other Liabilities Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Description	Beginning of Year - Book Value	End of Year - Book Value
DEPOT MARKETING FD TRUST ACCT		57,259

TY 2018 Other Professional Fees Schedule**Name:** THE DEPOT FOUNDATION**EIN:** 41-1356072

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT AGENCY FEES	27,721	27,721		

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Go to www.irs.gov/Form990 for the latest information

OMB No 1545-0047
2018

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. 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. . . . ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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
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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	CAROL KENNETH KIDDER 1126 MESABA AVE 224 DULUTH, MN 55811	\$ 6,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
2	WHITESIDE CHARITABLE TRUST 130 W SUPERIOR ST DULUTH, MN 558021918	\$ 121,324	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

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Part II **Noncash Property**

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

Name of organization THE DEPOT FOUNDATION	Employer identification number 41-1356072
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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
_____	_____
_____	_____