

For calendar year 2024, or tax year beginning 01-01-2024 , and ending 12-31-2024

Name of foundation MANITOU FUND		A Employer identification number 41-6055113	
Number and street (or P.O. box number if mail is not delivered to street address) 4801 HIGHWAY 61 310		Room/suite	B Telephone number (see instructions) (651) 370-1258
City or town, state or province, country, and ZIP or foreign postal code WHITE BEAR LAKE, MN 55110		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ <u>846,606,773</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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).)		(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)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	30,540,216	30,645,066		
	5a Gross rents	60,392	60,392		
	b Net rental income or (loss) _____ 60,392				
	6a Net gain or (loss) from sale of assets not on line 10	31,504,289			
	b Gross sales price for all assets on line 6a _____ 170,859,887				
	7 Capital gain net income (from Part IV, line 2)		31,484,485		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,061,579	3,123,838		
	12 Total. Add lines 1 through 11	65,166,476	65,313,781		
	13 Compensation of officers, directors, trustees, etc.	1,450,000	375,000		1,075,000
	14 Other employee salaries and wages	282,750	0		282,750
	15 Pension plans, employee benefits	106,263	20,150		86,113
	16a Legal fees (attach schedule)	347,059	0		347,059
	b Accounting fees (attach schedule)	25,306	12,653		12,653
	c Other professional fees (attach schedule)	1,193,293	838,500		354,793
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	556,475	26,278		155,114
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	298,534	0		296,420
	21 Travel, conferences, and meetings	17,213	0		17,213
	22 Printing and publications				
	23 Other expenses (attach schedule)	899,412	256,077		895,114
	24 Total operating and administrative expenses. Add lines 13 through 23	5,176,305	1,528,658		3,522,229
	25 Contributions, gifts, grants paid	20,100,000			20,100,000
	26 Total expenses and disbursements. Add lines 24 and 25	25,276,305	1,528,658		23,622,229
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	39,890,171			
	b Net investment income (if negative, enter -0-)		63,785,123		
	c Adjusted net income (if negative, enter -0-)				

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		210,959	454,750	454,750
	2	Savings and temporary cash investments		135,906,835	243,952,326	243,952,326
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)		34,255,989	34,478,561	35,447,739
	b	Investments—corporate stock (attach schedule)		203,877,391	197,388,594	201,950,287
	c	Investments—corporate bonds (attach schedule)		65,688,764	68,143,571	64,683,237
	11	Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		263,798,199	190,222,344	256,548,010
	14	Land, buildings, and equipment: basis ▶ 43,570,424 Less: accumulated depreciation (attach schedule) ▶ _____		34,864,192	43,570,424	43,570,424
15	Other assets (describe ▶ _____)					
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		738,602,329	778,210,570	846,606,773	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)		336,800	54,870	
	23	Total liabilities (add lines 17 through 22)		336,800	54,870	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0	0	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0	0	
	28	Retained earnings, accumulated income, endowment, or other funds		738,265,529	778,155,700	
	29	Total net assets or fund balances (see instructions)		738,265,529	778,155,700	
	30	Total liabilities and net assets/fund balances (see instructions) .		738,602,329	778,210,570	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	738,265,529			
2	Enter amount from Part I, line 27a	2	39,890,171			
3	Other increases not included in line 2 (itemize) ▶ _____	3	0			
4	Add lines 1, 2, and 3	4	778,155,700			
5	Decreases not included in line 2 (itemize) ▶ _____	5	0			
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	778,155,700			

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 PUBLICLY TRADED SECURITIES		P		
b PARTNERSHIP GAINS (LOSSES)		P		
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 170,859,887		139,355,598	31,504,289
b			-19,804
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
a			31,504,289
b			-19,804
c			
d			
e			

2 Capital gain net income or (net capital loss)

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

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2 31,484,485

3

Part V

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)	1	886,613
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	886,613
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.	5	886,613
6	Credits/Payments:		
a	2024 estimated tax payments and 2023 overpayment credited to 2024	6a	267,897
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	900,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d	7	1,167,897
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	281,284
11	Enter the amount of line 10 to be: Credited to 2025 estimated tax Refunded	11	0

Part VI-A

Statements Regarding Activities

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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.			No
	<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>			
c	Did the foundation file Form 1120-POL for this year?.			No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
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		No
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		No
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 XIV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶CA, 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 2024 or the taxable year beginning in 2024? See the instructions for Part XIII. <i>If "Yes," complete Part XIII</i>	9		No
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
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)? <i>If "Yes," attach schedule. See instructions.</i>	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? <i>If "Yes," attach statement. See instructions.</i>	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶OLIVER DIN Telephone no. ▶(651) 370-1258 Located at ▶4801 HIGHWAY 61 310 WHITE BEAR LAKE MN ZIP+4 ▶55110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2024, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. <i>If "Yes", enter the name of the foreign country</i> ▶	16	Yes	No

Part VI-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.

- 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?
 - (2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
 - (3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person?
 - (4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
 - (5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
 - (6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
- b** If any answer is "Yes" to 1a(1)–(6); did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
- c** Organizations relying on a current notice regarding disaster assistance check here.  
- d** 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 2024?
- 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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?
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.)
 - 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?
- b** If "Yes," did it have excess business holdings in 2024 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2024.).
- 4a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
- 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 2024?

	Yes	No
1a(1)		No
1a(2)		No
1a(3)	Yes	
1a(4)	Yes	
1a(5)		No
1a(6)		No
1b	Yes	
1d		No
2a		No
2b		
3a		No
3b		
4a		No
4b		No

Part VI-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

5a(1)

Yes

No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

5a(2)

No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

5a(3)

No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

5a(4)

Yes

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

5a(5)

No

b If any answer is "Yes" to 5a(1)–(5); did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

5b

Yes

c Organizations relying on a current notice regarding disaster assistance check

d 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?

5d

Yes

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

6a

No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

7a

No

b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

8

No

Part VII

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
OLIVER DIN 4801 HIGHWAY 61 SUITE 310 WHITE BEAR LAKE, MN 55110	PRESIDENT & CEO 60.00	750,000	40,299	0
GREG MCNEELY 4801 HIGHWAY 61 SUITE 310 WHITE BEAR LAKE, MN 55110	CHIEF PROGRAM OFFICER 40.00	350,000	19,936	0
NORA MCNEELY HURLEY 4801 HIGHWAY 61 SUITE 310 WHITE BEAR LAKE, MN 55110	CHIEF PROGRAM OFFICER 40.00	350,000	40,582	0

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
HEATHER DIN 4801 HIGHWAY 61 SUITE 310 WHITE BEAR LAKE, MN 55110	VP OPERATIONS 40.00	173,750	1,150	0
MICHAEL HURLEY 4801 HIGHWAY 61 SUITE 310 WHITE BEAR LAKE, MN 55110	PROGRAM MANAGER 40.00	85,000	575	0
Total number of other employees paid over \$50,000.				0

Part VII

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
TD AMERITRADE PO BOX 2577 OMAHA,NE 681032577	INVESTMENT MANAGEMENT	838,500
DORSEY & WHITNEY LLP PO BOX 1680 MINNEAPOLIS,MN 55480		
AP SOUND LLC 806 BEVERLY PARKWAY PENSACOLA,FL 32505	LEGAL	346,499
CLEAR AND SIMPLE SERVICES 12862 3RD STREET S AFTON,MN 55001		
BETTISON CONSULTING LLC 14702 EXCELSIOR BLVD 1321 MINNETONKA,MN 55345	PROGRAM CONSULTING	68,319

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

Part VIII- 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	STILL HOPE 2024. MANITOU FUND HOSTED A CHARITABLE HOLIDAY EVENT AT THE MANITOU FUND EDUCATION AND ARTS CENTER THAT WAS ATTENDED BY OVER 500 LOCAL COMMUNITY MEMBERS. THE EVENT SUPPORTED IN EXCESS OF 15 LOCAL NON-PROFIT ORGANIZATIONS ALONG WITH LOCAL ARTISANS, SCHOOL GROUPS, MUSICIANS AND THE GREATER STILLWATER COMMUNITY. A FREE EVENT WAS CREATED TO HIGHLIGHT AND INSPIRE COMMUNITY AWARENESS AND ENGAGEMENT.	7,993
2		
3		
4		

Part VIII- 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		
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0

Part IX

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	555,276,988
b	Average of monthly cash balances.	1b	208,696,231
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	763,973,219
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d.	3	763,973,219
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	11,459,598
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	752,513,621
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	37,625,681

Part X

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 IX, line 6.	1	37,625,681
2a	Tax on investment income for 2024 from Part V, line 5.	2a	886,613
b	Income tax for 2024. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	886,613
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	36,739,068
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	36,739,068
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . .	7	36,739,068

Part XI

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	23,622,229
b	Program-related investments—total from Part VIII-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	8,706,233
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 XII, line 4.. . . .	4	32,328,462

Part XII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				36,739,068
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only.			28,350,624	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2024:				
a From 2019.				
b From 2020.				
c From 2021.				
d From 2022.				
e From 2023.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ \$ 32,328,462				
a Applied to 2023, but not more than line 2a			28,350,624	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2024 distributable amount				3,977,838
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2024. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				32,761,230
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2019 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2020				
b Excess from 2021				
c Excess from 2022.				
d Excess from 2023				
e Excess from 2024				

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2024, 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)

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

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

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

Form 990-PF (2024)						Page 11
Part 1		Supplementary Information (continued)				
3 Grants and Contributions Paid During the Year or Approved for Future Payment						
a	b Recipient Name and address (home or business)	c If recipient is an individual, show any relationship to any foundation manager or substantial contributor	d Foundation status of recipient	e Purpose of grant or contribution	f Amount	
8	Paid during the year					
	18TH STREET ARTS COMPLEX SANTA MONICA, CA 90404	N/A	P/C	UKRAINE FILM & ART PROGRAM	15,000	
	A PURPOSEFUL RESCUE INC 1122 CARMONA AVENUE SUITE 306 LOS ANGELES, CA 90019	N/A	P/C	GENERAL OPERATING	25,000	
	ACADEMY FOUNDATION 6067 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	N/A	P/C	EDUCATION PROGRAM (\$50K) AND ACCESSIBLE PROGRAMS (\$50K)	100,000	
	AHA ATTITUDE HARMONY ACHIEVEMENT 1209 DE LA VINA STREET A SANTA BARBARA, CA 93101	N/A	P/C	GENERAL OPERATING	25,000	
	AIM FOR MENTAL HEALTH INC PO BOX 4235 CARMEL, CA 93921	N/A	P/C	GENERAL OPERATING	80,000	
	ALL NATIONS RISE 34248 250TH AVENUE GOLDEN, MN 55469	N/A	P/C	GENERAL OPERATING	40,000	
	AMERICAN INDIAN COMMUNITY HOUSING ORGANIZATION 202 WEST 2ND STREET DULUTH, MN 55802	N/A	P/C	GENERAL OPERATING	90,000	
	AMERICAN INDIAN FAMILY CENTER 579 WELLS STREET SAINT PAUL, MN 55130	N/A	P/C	GENERAL OPERATING	50,000	
	AMERICAN PUBLIC GARDENS ASSOCIATION 1207 DELAWARE AVENUE 350 WILMINGTON, DE 19806	N/A	P/C	GENERAL OPERATING	25,000	
	ANGELS FOSTER CARE OF SANTA BARBARA 3905 STATE STREET 7-115 SANTA BARBARA, CA 93105	N/A	P/C	UNIVERSITY AVENUE VETERINARY CENTER	50,000	
	ANIMAL HUMANE SOCIETY 845 MEADOW LN N GOLDEN VALLEY, MN 55422	N/A	P/C	HERO DOGS PROGRAM	25,000	
	APOPO US INC 712 H STREET NE WASHINGTON, DC 20002	N/A	P/C	GENERAL OPERATING	25,000	
	ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO, IL 60603	N/A	P/C	DOG PARK CAPITAL PROJECT (\$350K) AND ESALAN TRIBE (\$100K)	450,000	
	BIG SUR LAND TRUST 509 HARTNELL STREET MONTEREY, CA 93940	N/A	P/C	CAPITAL PROJECT (\$70K) AND UTV STATION 1 (\$50K)	100,000	
	BIG SUR VOLUNTEER FIRE BRIGADE PO BOX 520 BIG SUR, CA 93920	N/A	P/C	MARJORIE R. MCNEELY LOW-VISION CLINIC OPTOMETRY EQUIPMENT	50,000	
	BLIND AND VISUALLY IMPAIRED CENTER OF MONTEREY COUNTY INC 225 LAUREL AVENUE PACIFIC GROVE, CA 93950	N/A	P/C	GENERAL OPERATING	30,000	
	BOYS AND GIRLS CLUBS OF THE TWIN CITIES 690 JACKSON STREET SAINT PAUL, MN 55130	N/A	P/C	GENERAL OPERATING	50,000	
	BROADWAY CARESEQUIITY FIGHTS AIDS INC 165 WEST 46TH STREET SUITE 1300 NEW YORK, NY 10036	N/A	P/C	GENERAL OPERATING	25,000	
	BROOKLYN BOTANIC GARDEN CORPORATION 1000 WASHINGTON AVENUE BROOKLYN, NY 11225	N/A	P/C	GENERAL OPERATING	50,000	
	BUFFALO NATIONS GRASSLANDS ALLIANCE 23670 RENCONTRE ROAD RELIANCE, SD 57569	N/A	P/C	GENERAL OPERATING	50,000	
	CARE4PAWS INC PO BOX 60524 SANTA BARBARA, CA 93160	N/A	P/C	READING PROGRAM	50,000	
	CARMEL PUBLIC LIBRARY FOUNDATION PO BOX 2042 CARMEL, CA 93921	N/A	P/C	ADULT TEACHING GARDEN CAPITAL PROJECT	275,000	
	CENTER FOR URBAN AGRICULTURE AT FAIRVIEW GARDENS 598 NORTH FAIRVIEW AVENUE GOLETA, CA 93117	N/A	P/C	START RIGHT PROGRAM	750,000	
	CENTURY COLLEGE FOUNDATION 3300 CENTURY AVENUE NORTH WHITE BEAR LAKE, MN 55110	N/A	P/C	CERENITY RESIDENCE PROJECT MATCH	250,000	
	CERENITY SENIOR CARE-WHITE BEAR LAKE 1900 WEBBER STREET WHITE BEAR LAKE, MN 55110	N/A	P/C	GENERAL OPERATING	100,000	
	CHEYENNE RIVER YOUTH PROJECT 702 4TH STREET PO BOX 410 EAGLE BUTTE, SD 57625	N/A	P/C	MANITOUBO FUND NURSING SCHOLARSHIPS	310,000	
	COLLEGE OF ST SCHOLASTICA INC 1200 KENWOOD AVENUE DULUTH, MN 55813	N/A	P/C	CASA DE NOCHE BUENA	225,000	
	COMMUNITY HUMAN SERVICES PO BOX 3076 MONTEREY, CA 939423076	N/A	P/C	CONSERVATION CREW PROGRAM	300,000	
	CONSERVATION MINNESOTA 1101 WEST RIVER PARKWAY SUITE 250 MINNEAPOLIS, MN 55415	N/A	P/C	BUILDING IMPROVEMENTS CAPITAL PROJECT	350,000	
	DEETJEN'S INC 48865 HIGHWAY ONE BIG SUR, CA 93920	N/A	P/C	LA POSADA CAPITAL PROJECT	100,000	
	DIGNITY MOVES 2406 BUSH STREET SAN FRANCISCO, CA 94115	N/A	P/C	HURRICANE RELIEF FUND PROGRAM	50,000	
	DIRECT RELIEF 6100 WALLACE BECKNELL ROAD SANTA BARBARA, CA 93117	N/A	P/C	GENERAL OPERATING	50,000	
	DIVISION OF INDIAN WORK 1001 EAST LAKE STREET MINNEAPOLIS, MN 55407	N/A	P/C	GENERAL OPERATING	75,000	
	DREAM OF WILD HEALTH 1308 EAST FRANKLIN AVENUE SUITE MINNEAPOLIS, MN 55404	N/A	P/C	GENERAL OPERATING	35,000	
	EASY LIFT TRANSPORTATION 53 CASS PLACE SUITE D GOLETA, CA 93117	N/A	P/C	LONG-TERM CARE OMBUDSMAN PROGRAM	30,000	
	FAMILY SERVICE AGENCY OF SANTA BARBARA COUNTY 123 WEST GUTIERREZ STREET SANTA BARBARA, CA 93101	N/A	P/C	SCHOOL-BASED MENTAL HEALTH (\$25K) AND YOUTH DEVELOPMENT (\$25K)	50,000	
	FAMILYMEANS 1875 NORTHWESTERN AVENUE SOUTH STILLWATER, MN 55082	N/A	P/C	MUSIC WORKSHOP PROGRAMS	50,000	
	FIREWORK FOUNDATION 15260 VENTURA BOULEVARD SUITE 370 SHERMAN OAKS, CA 91436	N/A	P/C	GENERAL OPERATING	50,000	
	FIRST STAR INC 2049 CENTURY PARK EAST SUITE 4320 LOS ANGELES, CA 90067	N/A	P/C	GENERAL OPERATING	25,000	
	FOOD FROM THE HEART INC PO BOX 3908 SANTA BARBARA, CA 93130	N/A	P/C	GENERAL OPERATING	25,000	
	FOODBANK OF SANTA BARBARA COUNTY 4554 HOLLISTER AVENUE SANTA BARBARA, CA 93110	N/A	P/C	GENERAL OPERATING	25,000	
	FREEDOM 4 YOUTH 1837 SOUTH PATTERSON AVENUE SUITE A SANTA BARBARA, CA 93111	N/A	P/C	GENERAL OPERATING	20,000	
	FRIENDS & CO 2550 UNIVERSITY AVENUE W SUITE 260-S SAINT PAUL, MN 55114	N/A	P/C	ACCESSIBILITY INITIATIVE CAPITAL PROJECT	500,000	
	FRIENDS OF FAIR THE ITALIAN ENVIRONMENT FOUNDATION INC 24 WEST 12TH STREET 5TH FLOOR NEW YORK, NY 10011	N/A	P/C	GENERAL OPERATING	25,000	
	FRIENDS OF THE BOUNDARY WATERS WILDERNESS 2550 UNIVERSITY AVENUE WEST SUITE 1905 SAINT PAUL, MN 55114	N/A	P/C	GENERAL OPERATING	50,000	
	FRIENDSHIP ADULT DAY CARE CENTER INC 89 EUCALYPTUS LANE SANTA BARBARA, CA 93108	N/A	P/C	GENERAL OPERATING	25,000	
	PROSTED FACES FOUNDATION INC 1448 PINE STREET RAMONA, CA 92065	N/A	P/C	GENERAL OPERATING	25,000	
	GANNA WALSKA LOTUSLAND 695 WHISKEY ROAD SANTA BARBARA, CA 93109	N/A	P/C	EDUCATION PROGRAM (\$100K) AND LOTUSLAND PRESENTS (\$50K) AND ARTS & CRAFTS RESTORATION (\$150K)	300,000	
	GOOD SAMARITAN SHELTER 400 WEST PARK AVENUE SANTA BARBARA, CA 93458	N/A	P/C	GENERAL OPERATING	25,000	
	GREAT MN SCHOOLS 1339 LAGOON AVENUE 4TH FLOOR MINNEAPOLIS, MN 55408	N/A	P/C	LITERACY PROGRAMS	100,000	
	GUIDE DOG FOUNDATION FOR THE BLIND INC 371 EAST JERICHO TURNPIKE SMITHTOWN, NY 11787	N/A	P/C	GENERAL OPERATING	25,000	
	HEAL THE OCEAN 1430 CHAPALA STREET SANTA BARBARA, CA 93101	N/A	P/C	SUMMERLAND GEOLOGY STUDY MATCH	100,000	
	HOPE DENTAL CLINIC 800 MINNEHAHA AVENUE EAST SUITE 405 SAINT PAUL, MN 55106	N/A	P/C	GENERAL OPERATING	50,000	
	HUMAN RIGHTS WATCH INC 350 FIFTH AVENUE 34TH FLOOR NEW YORK, NY 10118	N/A	P/C	GENERAL OPERATING	25,000	
	INTERNATIONAL ACADEMY OF FINE ARTS AKA THE FLORENCE ACADEMY PO BOX 1832 NEW HAVEN, CT 06508	N/A	P/C	GENERAL OPERATING	25,000	
	INTERNATIONAL TENNIS HALL OF FAME INC 194 BELLEVUE AVENUE NEWPORT, RI 02840	N/A	P/C	HISTORICAL GROUNDS CAPITAL PROJECT (\$750K) AND TEAMFAME & BE LEGENDARY PROGRAMS (\$250K)	1,000,000	
	ISABELLA STEWART GARDENER MUSEUM 25 EVANS WAY BOSTON, MA 02115	N/A	P/C	MUSIC PROGRAM	50,000	
	JANE'S FUND 7804 FAIRVIEW ROAD PO BOX 243 CHARLOTTE, NC 28226	N/A	P/C	GENERAL OPERATING	25,000	
	JAZZ AT LINCOLN CENTER 3 COLUMBUS CIRCLE 12TH FLOOR NEW YORK, NY 10019	N/A	P/C	VARIOUS PROGRAMS	125,000	
	KENYA WATER FOR HEALTH ORGANIZATION (KWAHO) PO BOX 61470-00100 NAIROBI KE	N/A	P/C	GENERAL OPERATING	50,000	
	LAKOTA YOUTH DEVELOPMENT 30132 352ND AVENUE HERRICK, SD 57538	N/A	P/C	BLOOMING HONEY LODGE (\$50K) AND GENERAL OPERATING (\$25K)	75,000	
	LEADING FROM WITHIN PO BOX 806 SANTA BARBARA, CA 93102	N/A	P/C	ADVANCED LEADERSHIP PROGRAM	30,000	
	LIFTING HANDS INTERNATIONAL 1167 WEST BROOKLYN AVENUE SALT LAKE, UT 84104	N/A	P/C	GENERAL OPERATING	25,000	
	LOBERO THEATRE FOUNDATION 33 EAST CANON PERDIDO STREET SANTA BARBARA, CA 93101	N/A	P/C	GENERAL OPERATING	50,000	
	LOS ANGELES UNIFIED SCHOOL DISTRICT EDUCATION FOUNDATION 333 SOUTH BEAUDRY AVENUE 29TH FLOOR LOS ANGELES, CA 90017	N/A	P/C	LAST REPAIR SHOP CAPITAL PROJECT	50,000	
	MARDORIE LUKE THEATRE PO BOX 20146 SANTA BARBARA, CA 93121	N/A	P/C	GENERAL OPERATING	30,000	
	MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905	N/A	P/C	NATIVE AMERICANS PATHWAY PROGRAM (\$100K) AND HEARING LOOP (\$50K)	150,000	
	MEARTH PO BOX 223702 CARMEL, CA 93922	N/A	P/C	GENERAL OPERATING	50,000	
	MENTAL HEALTH ASSOCIATION IN SANTA BARBARA COUNTY 617 GARDEN STREET SANTA BARBARA, CA 93101	N/A	P/C	GENERAL OPERATING	100,000	
	MIGIZI COMMUNICATIONS INC 3017 27TH AVENUE SOUTH MINNEAPOLIS, MN 55406	N/A	P/C	GENERAL OPERATING	25,000	
	MILLS COLLEGE AT NORTHEASTERN UNIVERSITY 5000 MACARTHUR BOULEVARD OAKLAND, CA 94613	N/A	P/C	ALUMNAE OF COLOR ENDOWMENT SCHOLARSHIP FUND	25,000	
	MINNEAPOLIS SOCIETY OF FINE ARTS 2400 THIRD AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A	P/C	GENERAL OPERATING	25,000	
	MINNESOTA CENTER FOR ENVIRONMENTAL ADVOCACY 1919 UNIVERSITY AVENUE WEST SUITE 515 SAINT PAUL, MN 55104	N/A	P/C	MATCH	300,000	
	MINNESOTA HISTORICAL SOCIETY 345 KELLOGG BOULEVARD WEST SAINT PAUL, MN 55102	N/A	P/C	MAKING MN MUSIC HISTORY SERIES	50,000	
	MINNESOTA LAKES AND RIVERS PROTECTION AND EDUCATION PO BOX 22262 SAINT PAUL, MN 55122	N/A	P/C	GENERAL OPERATING	50,000	
	MONTECITO FRIENDS OF THE LIBRARY 1517 OLIVE STREET SANTA BARBARA, CA 93101	N/A	P/C	GENERAL OPERATING	10,000	
	MONTEREY BAY AQUARIUM FOUNDATION 88 CANNERY ROW MONTEREY, CA 93940	N/A	P/C	GENERAL OPERATING	50,000	
	MONTESSORI AMERICAN INDIAN CHILD CARE CENTER 1809 IVY AVENUE EAST SAINT PAUL, MN 55119	N/A	P/C	GENERAL OPERATING	100,000	
	MOUNTAIN PARKS FOUNDATION OF SANTA CRUZ 525 N BIG TREES PARK ROAD FENTON, CA 95018	N/A	P/C	NATURE RX WELLNESS PROGRAM (\$25K) AND BIG BASIN RECOVERY FUND (\$25K)	50,000	
	MUSEUM OF CONTEMPORARY ART LOS ANGELES 250 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	P/C	ENVIRONMENTAL & EDUCATION JUSTICE PROGRAM (\$250K) AND VARIOUS CAPITAL PROJECT (\$50K)	300,000	
	MUSIC ACADEMY OF THE WEST 1070 FAIRWAY ROAD SANTA BARBARA, CA 93108	N/A	P/C	BLOOMING HONEY LODGE (\$50K) AND GENERAL OPERATING (\$25K)	75,000	
	MUSICARES FOUNDATION INC 3030 OLYMPIC BOULEVARD SANTA MONICA, CA 90404	N/A	P/C	PERCUSSION SCHOLARSHIP	50,000	
	NATIONAL PARK FOUNDATION 1500 K STREET NORTHWEST SUITE 700 WASHINGTON, DC 20005	N/A	P/C	VARIOUS PROGRAMS	200,000	
	NATIONAL PUBLIC RADIO INC 1111 NORTH CAPITOL STREET NORTHEAST WASHINGTON, DC 20002	N/A	P/C	TINY DESK PROGRAM (\$100K) AND DEMOCRACY PROGRAM (\$50,000)	150,000	
	NATIONAL TROPICAL BOTANICAL GARDEN 3530 PAPALINA ROAD KALAHEO, HI 96741	N/A	P/C	GENERAL OPERATING	25,000	
	NATIONAL TRUST FOR HISTORIC PRESERVATION IN THE US 600 14TH STREET NW SUITE 500 WASHINGTON, DC 20005	N/A	P/C	SAVING PLACES PROGRAM	50,000	
	NATURETRACK FOUNDATION INC PO BOX 953 LOS OLIVOS, CA 93441	N/A	P/C	GENERAL OPERATING	25,000	
	NEW ORLEANS JAZZ & HERITAGE FOUNDATION 1205 NORTH RAMPART STREET NEW ORLEANS, LA 70116	N/A	P/C	GENERAL OPERATING	50,000	
	NORTH AMERICAN TRADITIONAL INDIGENOUS FOOD SYSTEMS (NATIFS) 920 E LAKE STREET 107 MINNEAPOLIS, MN 55407	N/A	P/C	GENERAL OPERATING	100,000	
	NORTH HOUSE FOLK SCHOOL 500 WEST HWY 61 PO BOX 759 GRAND MARAIS, MN 55604	N/A	P/C	GENERAL OPERATING	250,000	
	NORTHEASTERN MINNESOTANS FOR WILDERNESS PO BOX 625 ELY, MN 55731	N/A	P/C	MATCH	100,000	
	NRDC 20 NORTH WACKER DRIVE SUITE 1600 CHICAGO, IL 60606	N/A	P/C	PROTECTING THE BOREAL FOREST	100,000	
	OLD FRIENDS INC 1841 PAYNES DEPOT ROAD GEORGETOWN, KY 40324	N/A	P/C	GENERAL OPERATING	25,000	
	ORGANIC SOUP KITCHEN 315 WEIGS ROAD SUITE A 369 SANTA BARBARA, CA 93109	N/A	P/C	GENERAL OPERATING	20,000	
	PACIFIC PRIDE FOUNDATION 608 ANACAPA STREET SUITE A SANTA BARBARA, CA 93101	N/A	P/C	GENERAL OPERATING	15,000	
	PEMBROKE HILL SCHOOL 400 W 51ST KANSAS CITY, MO 64112	N/A	P/C	GENERAL OPERATING	25,000	
	PLYMOUTH CHRISTIAN YOUTH CENTER 2210 OLIVER AVE N MINNEAPOLIS, MN 55411	N/A	P/C	THE CAPRI: GENERAL OPERATING	25,000	
	POINT LOBOS FOUNDATION 80 GARDEN COURT SUITE 106 MONTEREY, CA 93940	N/A	P/C	TRAIL MAINTENANCE & CAPITAL PROJECT (\$15K) AND GENERAL OPERATING (\$50K)	100,000	
	POLAR BEARS INTERNATIONAL 810 N WALLACE SUITE E BOZEMAN, MT 59715	N/A	P/C	GENERAL OPERATING	25,000	
	PROJECT STREET VET 516 SOLAR ROAD NW ALBUQUERQUE, NM 87101	N/A	P/C	GENERAL OPERATING	30,000	
	PURCHASE COLLEGE FOUNDATION INC 735 ANDERSON HILL ROAD HASTINGS, NY 10577	N/A	P/C	4 SCHOLARSHIPS FOR JAZZ STUDIES	30,000	
	REDFORD CENTER INC PO BOX 29144 SAN FRANCISCO, CA 94129	N/A	P/C	GIANTS RISING FILM (\$250K) AND VARIOUS PROGRAMS (\$150K)	400,000	
	REEF GUARDIANS HAWAII 3737 KAWEOUNI ROAD PRINCETON, HI 96722	N/A	P/C	GENERAL OPERATING	25,000	
	RESOURCES LEGACY FUND 400 CAPITOL MALL SUITE 2150 SACRAMENTO, CA 95814	N/A	P/C	RIDGES TO RIFLES PROGRAM	50,000	
	RESTLESS LEGS SYNDROME FOUNDATION INC 3006 BEE CAVES ROAD SUITE D206 AUSTIN, TX 78746	N/A	P/C	RLS INVESTIGATORS PROGRAM	50,000	
	RETURN TO FREEDOM INC 4115 YALAMA ROAD LOMPOC, CA 93436	N/A	P/C	GENERAL OPERATING	75,000	
	ROCKHOUSE FOUNDATION 2 CORNELIA STREET PH C NEW YORK, NY 10014	N/A	P/C	SCHOOL EXPANSION	100,000	
	SAINT PAUL URBAN TENNIS 1675 5TH STREET EAST SAINT PAUL, MN 55106	N/A	P/C	LEADERSHIP PROGRAM	135,000	
	SANERGY INC 28 PARK STREET APT 3 BROOKLINE, MA 02446	N/A	P/C	GENERAL OPERATING	50,000	
	SANSUM CLINIC PO BOX 1200 SANTA BARBARA, CA 93102	N/A	P/C	PHYSICIAN HOUSING PROGRAM	150,000	
	SANTA BARBARA ARTS COLLABORATIVE INC PO BOX 1414 SANTA BARBARA, CA 93102	N/A	P/C	GENERAL OPERATING	25,000	
	SANTA BARBARA BICYCLE COALITION PO BOX 92047 SANTA BARBARA, CA 93190	N/A	P/C	CYCLING WITHOUT AGE PROGRAM	25,000	
	SANTA BARBARA BOTANIC GARDEN 1212 MISSION CANYON ROAD SANTA BARBARA, CA 93105	N/A	P/C	GENERAL OPERATING	25,000	
	SANTA BARBARA BOWL FOUNDATION 1122 NORTH MILPAS STREET SANTA BARBARA, CA 93103	N/A	P/C	INSTRUMENT FUND	95,000	
	SANTA BARBARA BUCKET BRIGADE PO BOX 50640 SANTA BARBARA, CA 93150	N/A	P/C	GENERAL OPERATING	25,000	
	SANTA BARBARA COURTHOUSE LEGACY FOUNDATION PO BOX 91459 SANTA BARBARA, CA 93190	N/A	P/C	ARCH RESTORATION CAPITAL PROJECT	40,000	
	SANTA BARBARA EDUCATION FOUNDATION 133 E DE LA GUERRA 366 SANTA BARBARA, CA 93101	N/A	P/C	COLLEGE AFFORDABILITY PROGRAM (\$250K) AND COLLEGE SUCCESS PROGRAM (\$25K)	50,000	
	SANTA BARBARA FIREFIGHTERS ALLIANCE PO BOX 3775 SANTA BARBARA, CA 93130	N/A	P/C	AERIAL IGNITION DRONE CAPITAL PROJECT (\$75K) AND GENERAL OPERATING (\$25K)	100,000	
	SANTA BARBARA FOUNDATION 1111 CHAPALA STREET SUITE 200 SANTA BARBARA, CA 93101	N/A	P/C	COMMUNITY ENGAGEMENT FUND (\$50K) AND CAREGIVER FUND (\$25K)	75,000	
	SANTA BARBARA INTERNATIONAL FILM FESTIVAL INC 1528 CHAPALA STREET SUITE 203 SANTA BARBARA, CA 93101	N/A	P/C	EDUCATIONAL PROGRAMMING (\$200K) AND GENERAL OPERATING (\$100K)	300,000	
	SANTA BARBARA MUSEUM OF ART 1130 STATE STREET SANTA BARBARA, CA 93101	N/A	P/C	EDUCATION PROGRAM (\$25K) AND IMPRESSIONIST SHOW (\$100K)	125,000	
	SANTA BARBARA POLICE FOUNDATION PO BOX 91929 SANTA BARBARA, CA 93190	N/A	P/C	GENERAL OPERATING	25,000	
	SANTA BARBARA PUBLIC LIBRARY FOUNDATION PO BOX 92137 SANTA BARBARA, CA 93190	N/A	P/C	LIBRARY OF THINGS PROGRAM (\$25K) AND GENERAL OPERATING (\$25K)	50,000	
	SANTA BARBARA WILDLIFE CARE NETWORK 1460 NORTH FAIRVIEW AVENUE GOLETA, CA 93117	N/A	P/C	GENERAL OPERATING	25,000	
	SANTA BARBARA ZOOLOGICAL FOUNDATION 500 NINOS DRIVE SANTA BARBARA, CA 93103	N/A	P/C	RED PANDA HABITAT CAPITAL PROJECT (\$15K) AND FOSTER FEEDER (\$25K) AND MEMORIAL PLAQUE (\$10K)	170,000	
	SANTA CATALINA SCHOOL 1500 MARK THOMAS DRIVE MONTEREY, CA 93940	N/A	P/C	HACIENDA PRESERVATION PROGRAM	50,000	
	SAVE VENICE INC 133 EAST 58TH STREET SUITE 501 NEW YORK, NY 10022	N/A	P/C	CAPITAL PROJECTS	540,000	
	SCHWAB CHARITABLE PO BOX 628298 ORLANDO, FL 32862	N/A	P/C	CHARITABLE GIFTS	1,750,000	
	SOLID GROUND 3521 CENTURY AVENUE NORTH WHITE BEAR LAKE, MN 55110	N/A	P/C	CAPITAL CAMPAIGN (\$100K) AND GENERAL OPERATING (\$75K)	175,000	
	SOLOMON R GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128	N/A	P/C	GENERAL OPERATING	25,000	
	ST CATHERINE UNIVERSITY 2004 RANDOLPH AVENUE SAINT PAUL, MN 55105	N/A	P/C	KATIE LEADERSHIP IMPACT PROGRAM	750,000	
	STATE STREET BALLET 2285 LAS POSITAS ROAD SANTA BARBARA, CA 93105	N/A	P/C	LIVE MUSIC FUND	250,000	
	STEWARDS OF THE COAST AND REDWOODS 17000 ARMSTRONG WOODS ROAD GUERNEVILLE, CA 95446	N/A	P/C	GENERAL OPERATING	25,000	
	TENNIS PATRONS ASSOCIATION OF SANTA BARBARA PO BOX 3885 SANTA BARBARA, CA 93130	N/A	P/C	CAPITAL PROJECT (\$225K) AND GENERAL OPERATING (\$50K)	275,000	
	THE ACTORS' FUND OF AMERICA 729 SEVENTH AVENUE 10TH FLOOR NEW YORK, NY 10019	N/A	P/C	GENERAL OPERATING	25,000	
	THE AMERICAN IRLAND FUND 200 PARK AVENUE 17TH FLOOR NEW YORK, NY 10166	N/A	P/C	CAPITAL PROJECT (\$100K) AND HEART OF THE COMMUNITY PROGRAM (\$50K)	150,000	
	THE FOOD GROUP MINNESOTA INC 8501 54TH AVENUE NORTH NEW HOPE, MN 55428	N/A	P/C	MATCH PROGRAM	100,000	
	THE GRANADA THEATRE 1214 STATE STREET 6TH FLOOR SANTA BARBARA, CA 93101	N/A	P/C	MN BAND AND SPECIAL MUSIC PRESENTATIONS PROGRAM	50,000	
	THE GREY MUZZLE ORGANIZATION 14460 FALLS OF NEUSE RD SUITE 149-269 RALEIGH, NC 27514	N/A	P/C	GENERAL OPERATING	25,000	
	THE HARKER SCHOOL 4525 UNION AVE SAN JOSE, CA 95124	N/A	P/C	BIO-INFORMATICS RESEARCH UPPER SCHOOL INSTRUCTOR ENDOWMENT	50,000	
	THE HOUSE INSTITUTE FOUNDATION 1127 WILSHIRE BOULEVARD SUITE 1620 LOS ANGELES, CA 90017	N/A	P/C	MENIERE'S DISEASE PROGRAM	25,000	
	THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A	P/C	GENERAL OPERATING-MATCHING GIFT CHALLENGE	100,000	
	THE NATIONAL MUSEUM OF AFRICAN AMERICAN MUSIC 510 BROADWAY NASHVILLE, TN 37203	N/A	P/C	GENERAL OPERATING	25,000	
	THE NATURE CONSERVANCY 830 S STREET SACRAMENTO, CA 95811	N/A	P/C	DANGERMOND PRESERVE POINT CONCEPTION INSTITUTE & RESTORATION	250,000	
	THE READING CENTER 2010 SCOTT ROAD NW ROCHESTER, MN 55901	N/A	P/C	VARIOUS PROGRAMS AND SCHOLARSHIPS	100,000	
	THE WHOLE SANCTUARY PROJECT 700 PENNSYLVANIA AVE SE SUITE WASHINGTON, DC 20003	N/A	P/C	GENERAL OPERATING	300,000	

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a _____

b _____

C _____

d _____

e _____

f _____

g Fees and contracts from government agencies

2 Membership dues and assessments

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

• • •

5 Net rental income or (loss) from real estate:

a Debt-financed property.

b Not debt-financed property.

6 Net rental income or (loss) from personal property

7 Other investment income

8 Gain or (loss) from sales of assets other than inventory

9 Net income or (loss) from special events:

10 Gross profit or (loss) from sales of inventory

11 Other revenue:

a PARTNERSHIP DISTRIBUTIONS

b ROYALTY INCOME

C _____

d _____

e _____

12 Subtotal. Add columns (b), (d), and (e) . .

13 Total. Add line 12, columns (b), (d), and (e). **13** 65,146,672
(See worksheet in line 13 instructions to verify calculations.)

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

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

[illegible]

Part XVI

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets. . . .

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

	2025-12-19
Signature of officer or trustee	Date

2025-12-19

Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	KAREN A GRIES		2025-12-19		P00078514
	Firm's name ▶ BAKER TILLY ADVISORY GROUP LP				Firm's EIN ▶ 39-085991
	Firm's address ▶ 225 S 6TH ST 2300 MINNEAPOLIS, MN 55402				Phone no. (612) 876-4500

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND
EIN: 41-6055113

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	25,306	12,653		12,653

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

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND
EIN: 41-6055113

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
KHR FAMILY FUND	276 E NAPA STREET SONOMA, CA 95476	2023-06-08	239,615,806	ENDOWMENT SUPPORT FOR THE ESTABLISHMENT OF THE KHR FAMILY FUND - 501(C)(3) PRIVATE NONOPERATING FOUNDATION. THE GRANT FUNDING WILL BE USED FOR FUTURE CHARITABLE AND GRANT MAKING OPERATIONS.	28,297,255	MANITOU FUND IS NOT AWARE OF ANY DIVERSION OF FUNDS FROM THE GRANT PURPOSE	2/2/2024, 3/24/2025	2025-03-24	MANITOU FUND HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM KHR FAMILY FUND. AS SUCH, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE. NOTE: THIS IS YEAR TWO OF THE THREE YEAR EXPENDITURE RESPONSIBILITY REPORTING.

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SCHWAB #0954 FIXED INCOME	8,168,132	7,202,359
SCHWAB #8560 FIXED INCOME	28,443,768	25,671,970
SCHWAB #9328 FIXED INCOME	24,157,110	24,375,359
SCHWAB #8557 FIXED INCOME	4,169,931	4,201,435
US BANK #6302 FIXED INCOME	3,204,630	3,232,114

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB #8557 MUTUAL FUNDS	163,552,864	158,283,738
SCHWAB #8557 STOCKS	2,866,381	2,500,223
SCHWAB #8562 STOCKS	8,657,804	10,989,406
SCHWAB #9132 STOCKS	22,311,545	30,176,920

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

**US Government Securities - End of
Year Book Value:**

34,478,561

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

35,447,739

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

0

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

0

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Schwab #2291 Exchange Traded Funds	AT COST	153,837,754	202,382,305
Schwab #8557 Exchange Traded Funds	AT COST	17,490,031	15,706,811
Schwab #8562 Other Investments	AT COST	8,701,118	10,624,148
Lone Cypress Company LLC	AT COST	9,335,517	26,600,000
Schwab #9132 Other Investments	AT COST	705,768	1,234,746
Space Center Ventures II	AT COST	152,156	0

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND
EIN: 41-6055113

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	347,059	0		347,059

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	5,777	0		5,777
OFFICE EXPENSE	153,204	0		148,904
OFFICE SUPPLIES	15,909	0		15,909
PAYROLL PROCESSING	2,363	0		2,363
SOFTWARE AND APPS	65,147	0		65,147
INSURANCE	234,679	0		234,679
MISCELLANEOUS	105,096	0		105,098
MAINTENANCE	317,237	0		317,237
PARTNERSHIP EXPENSES	0	256,077		0

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND
EIN: 41-6055113

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME		1,132,259	
PARTNERSHIP DISTRIBUTIONS	1,070,000		1,070,000
ROYALTY INCOME	1,991,579	1,991,579	1,991,579

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND
EIN: 41-6055113

Description	Beginning of Year - Book Value	End of Year - Book Value
STOCK OPTIONS	336,800	54,870

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER CONSULTING FEES	6,740	0		6,740
PROGRAM CONSULTING FEES	348,053	0		348,053
INVESTMENT MANAGEMENT FEES	838,500	838,500		0

TY 2024 IRS 990 e-File Render

Name: MANITOU FUND

EIN: 41-6055113

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAX	100,046	0		100,046
EXCISE TAX	375,083	0		0
PAYROLL TAXES	81,346	26,278		55,068