

Return of Private Foundation

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

2020

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

▶ 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.

For calendar year 2020 or tax year beginning , and ending

Name of foundation THE ELIZABETH C QUINLAN FOUNDATION, INC.		A Employer identification number 41-0706125
Number and street (or P.O. box number if mail is not delivered to street address) 801 TWELVE OAKS CENTER DR	Room/suite 805 B	B Telephone number (952) 475-1550
City or town, state or province, country, and ZIP or foreign postal code WAYZATA, MN 55391		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 6,447,614.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>
(Part I, 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).)</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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	112,947.	112,947.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	972.			
	b Gross sales price for all assets on line 6a	31,642.			
	7 Capital gain net income (from Part IV, line 2)		972.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	113,919.	113,919.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	52,503.	525.		35,177.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2 1,895.	0.		1,895.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 3 5,636.	41.		5,595.
	19 Depreciation and depletion				
	20 Occupancy	8,326.	833.		7,493.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4 9,268.	928.		8,860.
	24 Total operating and administrative expenses. Add lines 13 through 23	77,628.	2,327.		59,020.
	25 Contributions, gifts, grants paid	205,000.			205,000.
26 Total expenses and disbursements. Add lines 24 and 25	282,628.	2,327.		264,020.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-168,709.				
b Net investment income (if negative, enter -0-)		111,592.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		100.	107.	107.	
	2	Savings and temporary cash investments		268,852.	130,943.	130,943.	
	3	Accounts receivable	3,192.				
		Less: allowance for doubtful accounts		3,603.	3,192.	3,192.	
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges			3,569.	3,569.	
	10a	Investments - U.S. and state government obligations	STMT 5		226,297.	226,297.	226,297.
	b	Investments - corporate stock	STMT 6		100,082.	100,082.	121,078.
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	STMT 7		3,502,342.	3,465,905.	5,961,813.	
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe) SECURITY DEPOSIT			615.	615.	615.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			4,101,891.	3,930,710.	6,447,614.	
Liabilities	17	Accounts payable and accrued expenses		1,970.	1,970.		
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe) STATEMENT 8			13,372.	10,900.	
	23	Total liabilities (add lines 17 through 22)			15,342.	12,870.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.						
	24	Net assets without donor restrictions		3,274,360.	3,105,651.		
	25	Net assets with donor restrictions		812,189.	812,189.		
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.						
	26	Capital stock, trust principal, or current funds					
	27	Paid-in or capital surplus, or land, bldg., and equipment fund					
	28	Retained earnings, accumulated income, endowment, or other funds					
	29	Total net assets or fund balances			4,086,549.	3,917,840.	
30	Total liabilities and net assets/fund balances			4,101,891.	3,930,710.		

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	4,086,549.
2	Enter amount from Part I, line 27a	2	-168,709.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	3,917,840.
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	3,917,840.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a AT&T INC NTS B/E 3.800%	P	11/07/16	07/23/20
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 31,642.		30,670.	972.
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			972.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	972.
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	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE.

1 Reserved

(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
Reserved			
Reserved			
Reserved			
Reserved			
Reserved			

2 Reserved	2	
3 Reserved	3	
4 Reserved	4	
5 Reserved	5	
6 Reserved	6	
7 Reserved	7	
8 Reserved	8	

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Reserved		1	1,551.
c All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	1,551.
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	1,551.
6 Credits/Payments:			
a 2020 estimated tax payments and 2019 overpayment credited to 2020	6a		5,120.
b Exempt foreign organizations - tax withheld at source	6b		0.
c Tax paid with application for extension of time to file (Form 8868)	6c		0.
d Backup withholding erroneously withheld	6d		0.
7 Total credits and payments. Add lines 6a through 6d		7	5,120.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	3,569.
11 Enter the amount of line 10 to be: Credited to 2021 estimated tax <input type="checkbox"/> 3,569. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the tax year beginning in 2020? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

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

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

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

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

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

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

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		52,503.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,530,332.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,530,332.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,530,332.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	82,955.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,447,377.
6	Minimum investment return. Enter 5% of line 5	6	272,369.

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	272,369.
2a	Tax on investment income for 2020 from Part VI, line 5	2a	1,551.
b	Income tax for 2020. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,551.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	270,818.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	270,818.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	270,818.

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	264,020.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	264,020.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	264,020.

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				270,818.
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2020:				
a From 2015	6,590.			
b From 2016				
c From 2017	38.			
d From 2018				
e From 2019				
f Total of lines 3a through e	6,628.			
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ \$	264,020.			
a Applied to 2019, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2020 distributable amount				264,020.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2020 (If an amount appears in column (d), the same amount must be shown in column (a).)	6,628.			6,628.
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 2019. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021				170.
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 2015 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2016				
b Excess from 2017				
c Excess from 2018				
d Excess from 2019				
e Excess from 2020				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling

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

Table with 5 columns: (a) 2020, (b) 2019, (c) 2018, (d) 2017, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE BASILICA LANDMARK 88 N 17TH ST MINNEAPOLIS, MN 55403-1201	NONE	PC	ARTS AND HUMANITIES - OPERATING	5,000.
CHARITIES REVIEW COUNCIL 700 RAYMOND AVE, SUITE 160 ST PAUL, MN 55114	NONE	PC	ARTS AND HUMANITIES - OPERATING	1,000.
CHILDREN'S THEATRE COMPANY 2400 THIRD AVE S MINNEAPOLIS, MN 55404	NONE	PC	ARTS AND HUMANITIES - OPERATING	3,000.
GREYWOLF PRESS 250 THIRD AVE N, #600 MINNEAPOLIS, MN 55401	NONE	PC	ARTS AND HUMANITIES - OPERATING	2,000.
GUTHRIE THEATER 818 SOUTH 2ND STREET MINNEAPOLIS, MN 55415	NONE	PC	ARTS AND HUMANITIES - OPERATING	4,000.
Total	SEE CONTINUATION SHEET(S)			205,000.
b Approved for future payment				
NONE				
Total				0.

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

Table with 3 columns: Question, Yes, No. Rows include: 1 Did the organization directly or indirectly engage in any of the following... a Transfers from the reporting foundation... b Other transactions... c Sharing of facilities... d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content: N/A

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content: N/A

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. Signature of officer or trustee: [] Date: [] Title: PRESIDENT [X] Yes [] No

Table for Paid Preparer Use Only. Columns: Print/Type preparer's name (DOUGLAS J. FAUST, C.P.A.), Preparer's signature, Date, Check self-employed, Firm's name (CASEY, MENDEN, FAUST & NELSON, P.A.), Firm's EIN (41-1535741), Firm's address (7900 WEST 78TH STREET, STE 450 EDINA, MN 55439-2586), PTIN (P00167292), Phone no. ((952)946-7900)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HILL MUSEUM AND MANUSCRIPT LIBRARY ST JOHNS' UNIVERSITY PO BOX 73000 COLLEGEVILLE, MN 56321	NONE	PC	ARTS AND HUMANITIES - OPERATING	4,000.
THE LOFT LITERARY CENTER 1011 WASHINGTON AVE, STE 200 MINNEAPOLIS, MN 55415	NONE	PC	ARTS AND HUMANITIES - OPERATING	2,000.
MACPHAIL CENTER FOR MUSIC 501 SECOND STREET SOUTH MINNEAPOLIS, MN 55401	NONE	PC	ARTS AND HUMANITIES - OPERATING	3,000.
MINNEAPOLIS INSTITUTE OF ARTS 2400 THIRD AVE S MINNEAPOLIS, MN 55404	NONE	PC	ARTS AND HUMANITIES - OPERATING	4,000.
MINNESOTA CHILDRENS MUSEUM 10 WEST 7TH ST ST PAUL, MN 55102	NONE	PC	ARTS AND HUMANITIES - PROGRAM	3,000.
MINNESOTA HISTORICAL SOCIETY 345 KELLOGG BLVD ST PAUL, MN 55102	NONE	PC	ARTS AND HUMANITIES - OPERATING	2,000.
MINNESOTA OPERA 620 N FIRST STREET MINNEAPOLIS, MN 55401	NONE	PC	ARTS AND HUMANITIES - OPERATING	4,000.
MINNESOTA ORCHESTRAL SOCIETY 1111 NICOLLET MALL MINNEAPOLIS, MN 55403	NONE	PC	ARTS AND HUMANITIES - OPERATING	4,000.
MINNESOTA PUBLIC RADIO 480 CEDAR STREET ST PAUL, MN 55101	NONE	PC	ARTS AND HUMANITIES - OPERATING	3,000.
PENUMBRA THEATRE COMPANY 270 NORTH KENT STREET ST PAUL, MN 55102	NONE	PC	ARTS AND HUMANITIES - OPERATING	2,000.
Total from continuation sheets				190,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST PAUL CHAMBER ORCHESTRA 408 ST PETER STREET ST PAUL, MN 55102	NONE	PC	ARTS AND HUMANITIES - PROGRAM	4,000.
THEATRE LATTE' DA 345 13TH AVE NE MINNEAPOLIS, MN 55413	NONE	PC	ARTS AND HUMANITIES - OPERATING	2,000.
TWIN CITIES PUBLIC TELEVISION 172 E 4TH ST ST PAUL, MN 55101	NONE	PC	ARTS AND HUMANITIES - OPERATING	3,000.
AMPERSAND FAMILIES 2515 WABASH AVENUE, #150 ST PAUL, MN 55114	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
ASSISTANCE LEAGUE MINNEAPOLIS/ ST PAUL 6416 PENN AVE RICHFIELD, MN 55423	NONE	PC	SPCIAL HEALTH AND WELFARE - OPERATING	2,000.
THE BRIDGE FOR YOUTH 1111 WEST 22ND STREET MINNEAPOLIS, MN 55405	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF ST PAUL MPLS 1200 2ND AVE S MINNEAPOLIS, MN 55403-2500	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	15,000.
CENTRO GUADALUPANO 2424 18TH AVE S MINNEAPOLIS, MN 55404	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	1,000.
CHILDRENS LAW CENTER 450 SYNDICATE ST ST PAUL, MN 55104	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
ENGLISH LEARNING CENTER 2315 CHICAGO AVE MINNEAPOLIS, MN 55404	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE FAMILY PARTNERSHIP 414 SOUTH 8TH STREET MINNEAPOLIS, MN 55404	NONE	PC	SOCIAL HEALTH AND WELFARE - PROGRAM	3,000.
GIRLS SCOUTS MINNESOTA & WISCONSIN RIVER VALLEYS 400 RIOBERT ST ST PAUL, MN 55107	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
GREATER TWIN CITIES UNITED WAY 404 SOUTH 8TH STREET MINNEAPOLIS, MN 55404	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	15,000.
GUILD INCORPORATED 130 S WABASHA ST ST PAUL, MN 55107	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	5,000.
HOSPITALITY HOUSE YOUTH DEVELOPMENT PO BOX 11008,1200 LOGAN AVE N MINNEAPOLIS, MN 55411	NONE	PC	SOCIAL HEALTH AND WELFARE - PROGRAM	3,000.
THE JEREMIAH PROGRAM 1510 LAUREL ST MINNEAPOLIS, MN 55403	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
LITTLE BROTHERS - FRIENDS OF THE ELDERLY 1845 EAST LAKE STREET MINNEAPOLIS, MN 55407	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
NATIONAL ALLIANCE ON MENTAL ILLNESS MN 1910 UNIVERSITY AVE W STE 400 ST PAUL, MN 55104	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	4,000.
OUR LADY OF PEACE 2076 ST ANTHONY AVE ST PAUL, MN 55104	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	4,000.
PEOPLE INCORPORATED 2060 CENTRE POINTE BLVD, #3 ST PAUL, MN 55120	NONE	PC	SOCIAL HEALTH AND WELFARE - PROGRAM	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PROJECT FOR PRIDE IN LIVING INC 1035 E FRANKLIN AVE MINNEAPOLIS, MN 55404	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	5,000.
ST DAVID'S CENTER FOR CHILD & FAMILY DEVELOPMENT 3395 PLYMOUTH RD MINNETONKA, MN 55305		PC	SOCIAL HEALTH AND WELFARE - PROGRAM	5,000.
ST MARYS HEALTH CLINICS 184 RANDOLPH AVE ST PAUL, MN 55105		PC	SOCIAL HEALTH AND WELFARE - OPERATING	5,000.
ST STEPHENS HUMAN SERVICES 2309 NICOLLET AVE S MINNEAPOLIS, MN 55404		PC	SOCIAL HEALTH AND WELFARE - OPERATING	5,000.
TUBMAN 3111 FIRST AVE S MINNEAPOLIS, MN 55404		PC	SOCIAL HEALTH AND WELFARE - OPERATING	4,000.
WASHBURN CENTER FOR CHILDREN 1100 GLENWOOD AVE MINNEAPOLIS, MN 55405		PC	SOCIAL HEALTH AND WELFARE - \$5,000 OPERATING AND \$25,000 CAPITAL	30,000.
WILDERNESS INQUIRY 808 14TH AVE SE MINNEAPOLIS, MN 55414-1516		PC	SOCIAL HEALTH AND WELFARE - OPERATING	2,000.
YOUTH FRONTIERS INC 5215 EDINA INDUSTRIAL BLVD, STE 400 MINNEAPOLIS, MN 55439		PC	SOCIAL HEALTH AND WELFARE - OPERATING	4,000.
CRISTO RAY JESUIT HIGH SCHOOL 2924 4TH AVE S MINNEAPOLIS, MN 55408		PC	EDUCATION - OPERATING	10,000.
GREATER MINNEAPOLIS CRISIS NURSERY 4544 4TH AVE S MINNEAPOLIS, MN 55419	NONE	PC	SOCIAL HEALTH AND WELFARE - OPERATING	3,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
BOND INTEREST	10,048.	0.	10,048.	10,048.		
DIVIDEND INCOME	102,899.	0.	102,899.	102,899.		
TO PART I, LINE 4	112,947.	0.	112,947.	112,947.		

FORM 990-PF	ACCOUNTING FEES				STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	1,895.	0.		1,895.		
TO FORM 990-PF, PG 1, LN 16B	1,895.	0.		1,895.		

FORM 990-PF	TAXES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
PAYROLL TAXES	4,085.	41.		4,044.		
EXCISE TAX	1,551.	0.		1,551.		
TO FORM 990-PF, PG 1, LN 18	5,636.	41.		5,595.		

FORM 990-PF	OTHER EXPENSES				STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
TELEPHONE	1,477.	148.		1,329.		
INSURANCE	1,416.	142.		1,274.		
SUPPLIES	410.	41.		369.		
MISCELLANEOUS	200.	20.		180.		
MISCELLANEOUS	5,765.	577.		5,708.		
TO FORM 990-PF, PG 1, LN 23	9,268.	928.		8,860.		

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

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. AND STATE GOVERNMENT OBLIGATIONS	X		226,297.	226,297.
TOTAL U.S. GOVERNMENT OBLIGATIONS			226,297.	226,297.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			226,297.	226,297.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	100,082.	121,078.
TOTAL TO FORM 990-PF, PART II, LINE 10B	100,082.	121,078.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - MUTUAL FUNDS	COST	3,465,905.	5,961,813.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,465,905.	5,961,813.

FORM 990-PF OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX	10,900.	10,900.
EXCISE TAX PAYABLE	2,472.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	13,372.	10,900.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

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

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LUCIA LAHIFF CRANE - THE ELIZABETH C QUINLAN FOUNDATION
801 TWELVE OAKS CENTER DRIVE, SUITE 805B
WAYZATA, MN 55391

TELEPHONE NUMBER NAME OF GRANT PROGRAM
952-475-1550 GENERAL GRANTS

EMAIL ADDRESS

KIVERSON@ELIZABETHCQUINLANFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

APPLICATION LETTER STATING NEED, CHARITABLE PURPOSE AND PROOF OF TAX EXEMPTION. THE FOUNDATION WILL ALSO ACCEPT THE MINNESOTA UNIFORM APPLICATION. APPLICATIONS CAN ALSO BE SUBMITTED BY EMAIL: KIVERSON@ELIZABETHCQUINLANFOUNDATION.ORG

A LETTER OF INQUIRY PRIOR TO JUNE 30 FOR AN ORGANIZATION NOT FUNDED WITHIN THE LAST 5 YEARS.

ANY SUBMISSION DEADLINES

SEPTEMBER 1 FULL REQUEST JUNE 30 LETTER OF INQUIRY

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE LOCATED IN MINNESOTA, NO GRANTS AWARDED TO INDIVIDUALS