

**Form ADV Part 2B Brochure Supplement: William B. Frels**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about William B. Frels that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1939	
Formal Education:	Attended Superior State College in Superior, WI Graduated from University of Wisconsin in Madison, WI - 1962	
Credentials:	CFA Charterholder - 1968 Chartered Investment Counselor - 1992	
Business Background:	Mairs and Power, Inc.	
	Chairman of the Board and Director	2007-present
	President, Treasurer and Director	2006-2007

The Chartered Financial Analyst (CFA) charter is an investment credential awarded by the CFA Institute. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join the CFA Institute; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Frels. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Frels is actively engaged. Mr. Frels is President and Director of the Mairs and Power Growth Fund, Inc. and Mairs and Power Balanced Fund, Inc.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Frels receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Frels is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Frels is supervised by Mairs and Power, Inc.'s Board of Directors. To reach Mairs and Power, Inc.'s Board of Directors, contact Jon Theobald at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: Peter G. Robb**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Peter G. Robb that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1948
Formal Education:	Graduated from University of California in Los Angeles, CA - 1971 MBA Finance from University of St. Thomas in St. Paul, MN - 1979
Credentials:	CFA Charterholder -1982 Chartered Investment Counselor -1994
Business Background:	Mairs and Power, Inc. Sr. Vice President, Secretary, Director & Investment Manager 2009-present Vice President, Secretary, Director & Investment Manager 2006-2009

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The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Robb. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Robb is actively engaged. No information is responsive to this Item.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Robb receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Robb is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Robb is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: John K. Butler**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about John K. Butler that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1959
Formal Education:	Graduated Washington and Lee University in Lexington, VA - 1983 MBA Finance from University of Minnesota in Minneapolis, MN - 1988
Credentials:	CFA Charterholder - 1991 Chartered Investment Counselor - 2000
Business Background:	Mairs and Power, Inc. Vice President, Director & Investment Manager 2006-present

The Chartered Financial Analyst (CFA) charter is an investment credential awarded by the CFA Institute. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join the CFA Institute; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Butler. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Butler is actively engaged. No information is responsive to this Item.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Butler receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Butler is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Butler is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: Ronald L. Kaliebe**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Ronald L. Kaliebe that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1952
Formal Education:	Graduated University of Wisconsin in Oshkosh, WI - 1976 & 1978 MBA Finance from University of Wisconsin in Madison, WI - 1980
Credentials:	CFA Charterholder - 1985 Chartered Investment Counselor - 2003
Business Background:	Mairs and Power, Inc. Vice President, Director & Investment Manager 2006-present

The Chartered Financial Analyst (CFA) charter is an investment credential awarded by the CFA Institute. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join the CFA Institute; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Kaliebe. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Kaliebe is actively engaged. Mr. Kaliebe is Vice President of the Mairs and Power Balanced Fund, Inc.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Kaliebe receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Kaliebe is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Kaliebe is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: Jon A. Theobald**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Jon A. Theobald that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1945	
Formal Education:	Graduated St. John's University in Collegeville, MN - 1967	
	Graduated St. Louis University Law School in St. Louis, MO - 1970	
Credentials:	Admitted to the MN Bar Association - 1970	
Business Background:	Mairs and Power, Inc.	
	President, Chief Operating Officer,	
	Chief Compliance Officer & Director	2007- present
	Executive V.P., Chief Compliance Officer,	
	Chief Administrative Officer & Director	2006 – 2007

Admission to the Minnesota State Bar requires an individual graduate from a law school with a J.D. or LL.B. degree, pass the Bar exam and pass the Multistate Professional Responsibility Examination.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Theobald. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Theobald is actively engaged. Mr. Theobald is Secretary and Chief Compliance Officer of Mairs and Power Growth Fund, Inc. and Mairs and Power Balanced Fund, Inc.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Theobald receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Theobald is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Theobald is supervised by the firm's Chief Executive Officer, William B. Frels. Mr. Frels can be reached at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: Mark L. Henneman**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Mark L. Henneman that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1961
Formal Education:	Graduated from Gustavus Adolphus College in St. Peter, MN -1983 MBA Finance from University of Minnesota in Minneapolis, MN - 1990
Credentials:	CFA Charterholder - 1995 Chartered Investment Counselor - 2005
Business Background:	Mairs and Power, Inc. Vice President, Director & Investment Manager 2006 – present

The Chartered Financial Analyst (CFA) charter is an investment credential awarded by the CFA Institute. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join the CFA Institute; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Henneman. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Henneman is actively engaged. Mr. Henneman is Vice President of the Mairs and Power Growth Fund, Inc.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Henneman receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Henneman is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Henneman is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.

**Form ADV Part 2B Brochure Supplement: Andrew R. Adams**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Andrew R. Adams that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1972	
Formal Education:	Graduated University of Wisconsin in Madison, B.B.A., WI - 1994 Graduated University of Wisconsin in Madison, M.S., WI - 1997	
Credentials:	CFA Charterholder - 1999 Chartered Investment Counselor – 2007	
Business Background:	Mairs and Power, Inc.	
	Vice President, Director & Investment Manager	2008-present
	Vice President & Investment Manager	2006-2008
	US Bancorp Asset Management in Minneapolis, MN	
	Portfolio Manager	2006

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The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Adams. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Adams is actively engaged. No information is responsive to this Item.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Adams receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Adams is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Adams is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.



**Form ADV Part 2B Brochure Supplement: Glenn E. Johnson**  
**Mairs and Power, Inc.**  
**332 Minnesota Street, Suite W1520**  
**St. Paul, Minnesota 55101**  
**651-222-8478**  
**April 20, 2011**

**This brochure supplement provides information about Glenn E. Johnson that supplements the Mairs and Power, Inc. brochure. Please contact us at (651) 222-8478 if you have any questions about the contents of this supplement.**

**Item 2 Educational Background and Business Experience for previous five years**

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Year of Birth:	1959	
Formal Education:	Graduated from University of Minnesota in Minneapolis, MN - 1982 MBA Finance from University of Minnesota in Minneapolis, MN - 1986	
Credentials:	CFA Charterholder – 1988 Chartered Investment Counselor – 2011	
Business Background:	Mairs and Power, Inc.	
	Vice President and Investment Manager	2010-present
	Wells Fargo Wealth Management Group in St. Paul, MN	
	Senior Investment Manager	2006-2010

The Chartered Financial Analyst (CFA) charter is an investment credential awarded by the CFA Institute. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join the CFA Institute; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

The Chartered Investment Counselor designation is offered by the Investment Adviser Association (IAA) to a CFA Charterholder who is employed by an IAA member firm for at least one year and has at least five years of work experience. The candidate must also provide work and character references.

**Item 3 Disciplinary Information**

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We are required to disclose all material facts regarding legal or disciplinary events that would be material to your evaluation of Mr. Johnson. No information is responsive to this Item.

**Item 4 Other Business Activities**

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We are required to disclose other investment-related businesses or other business activities in which Mr. Johnson is actively engaged. No information is responsive to this Item.

**Item 5 Additional Compensation**

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We are required to disclose information regarding certain types of economic benefits Mr. Johnson receives from third parties for providing advisory services. No information is responsive to this Item.

**Item 6 Supervision**

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Mr. Johnson is subject to the firm's written compliance and supervisory procedures and the related ongoing compliance monitoring and testing. Such procedures address, among other things, the provision of investment advice. Purchase and sales of securities are reviewed at semi-monthly Investment Committee meetings. Security transactions not in compliance with the internal recommendations are reviewed at that time. In addition, Mairs and Power performs a review of an account for each portfolio manager on a quarterly basis to ensure the selected account is managed in accordance with the client's objectives. Mr. Johnson is supervised by the firm's President, Jon A. Theobald. Mr. Theobald can be reached at (651) 222-8478.