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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

FK Bemis Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

300 Mill Street

City or town, state, and ZIP code

Sheboygan Falls, WI 53085-0901

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) ▶ \$ 705,519.00

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

39-6067930

B Telephone number (see instructions)

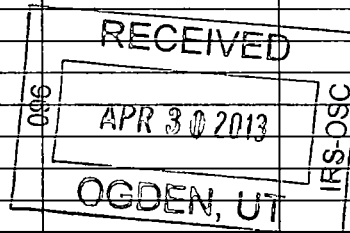
920-467-4621

C If exemption application is
pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the
85% test, check here and attach
computationE If private foundation status was terminated
under section 507(b)(1)(A), check hereF If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

	(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)	553,771.00			
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	93.00	93.00		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	553,864.00	93.00	0.00	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	2.00			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	2.00	0.00	0.00	0.00
25 Contributions, gifts, grants paid	375,822.00			375,822.00
26 Total expenses and disbursements. Add lines 24 and 25	375,824.00	0.00	0.00	375,822.00
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	178,040.00			
b Net investment income (if negative, enter -0-)		93.00		
c Adjusted net income (if negative, enter -0-)			0.00	



For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

SCANNED MAY 16 2013

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		12,111.00	14,611.00	14,611.00
	2	Savings and temporary cash investments		515,368.00	690,908.00	690,908.00
	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				
	10 a	Investments - U S and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			527,479.00	705,519.00	705,519.00
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 ▶)				
23	Total liabilities (add lines 17 through 22)			0.00	0.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .			527,479.00	705,519.00
	30	Total net assets or fund balances (see instructions)			527,479.00	705,519.00
31	Total liabilities and net assets/fund balances (see instructions)			527,479.00	705,519.00	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	527,479.00
2	Enter amount from Part I, line 27a	2	178,040.00
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	705,519.00
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	705,519.00

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a None					
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					
b					
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					
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	0.00	
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	0.00	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	325,070.00	650,543.00	0.4997
2010	346,519.00	643,863.00	0.5382
2009	328,884.00	988,740.00	0.3326
2008	367,475.00	1,142,919.00	0.3215
2007	336,861.00	110,949.00	3.0362
2 Total of line 1, column (d)			2 4.7282
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.9456
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 804,186.50
5 Multiply line 4 by line 3			5 760,438.75
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.93
7 Add lines 5 and 6			7 760,439.68
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 375,822.00

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

1 a 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)		1	2.00
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2.00
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2.00
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		2.00
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0.00
11 Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11		0.00

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>WI</u>		
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 2012 or the taxable year beginning in 2012 (see 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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> None				
14	The books are in care of <input type="checkbox"/> Peter Bemis c/o Bemis Manufacturing Company Telephone no. <input type="checkbox"/> 920-467-4621			
Located at <input type="checkbox"/> 300 Mill Street Sheboygan Falls, WI ZIP+4 <input type="checkbox"/> 53085-0901				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year		15		
16	At any time during calendar year 2012, 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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				X

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

<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> 1b N/A</p> <p>c 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 2012? <input type="checkbox"/> 1c X</p>		
<p>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))</p> <p>a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years <input type="checkbox"/> _____</p> <p>b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> 2b N/A</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/> _____</p>		
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2012 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 2012) <input type="checkbox"/> 3b N/A</p>		
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> 4a X</p> <p>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 2012? <input type="checkbox"/> 4b X</p>		

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ 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? ☐ Yes ☒ 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)? ☐ Yes ☒ No**5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**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? ☐ Yes ☐ 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? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No**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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**7b** N/A**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Peter F. Bemis 300 Mill St Sheboygan Falls, WI 53085-0901	President	0.00	0.00	0.00
Erin E. Bemis 300 Mill St Sheboygan Falls, WI 53085-0901	Vice President	0.00	0.00	0.00
Frank J. Poja 300 Mill St. Sheboygan Falls, WI 53085-0901	Treasurer	0.00	0.00	0.00
Karen E. Hoefler 300 Mill St Sheboygan Falls, WI 53085-0901	Secretary	0.00	0.00	0.00

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

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

Total number of other employees paid over \$50,000 ☐ 0Form **990-PF** (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.00
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	0.00
2	
3	
4	

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

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

	Amount
1 NONE	0.00
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.00

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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	816,433.00
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	816,433.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	816,433.00
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	12,246.50
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	804,186.50
6	Minimum investment return. Enter 5% of line 5	6	40,209.33

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	40,209.33
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2.00
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,207.33
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	40,207.33
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	40,207.33

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	375,822.00
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	375,822.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	375,822.00

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				40,207.33
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007 331,548.00				
b From 2008 310,883.00				
c From 2009 279,496.00				
d From 2010 314,327.00				
e From 2011 292,545.00				
f Total of lines 3a through e	1,528,799.00			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 375,822.00				
a Applied to 2011, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions),				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				40,207.33
e Remaining amount distributed out of corpus . .	335,614.67			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,864,413.67			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions		0.00		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			0.00	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	331,548.00			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,532,865.67			
10 Analysis of line 9				
a Excess from 2008 310,883.00				
b Excess from 2009 279,496.00				
c Excess from 2010 314,327.00				
d Excess from 2011 292,545.00				
e Excess from 2012 335,614.67				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(5)

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

b 85% of line 2a

C Qualifying distributions from Part XII, line 4 for each year listed .

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section

4942(j)(3)(B)(i). . . .

b "Endowment" alternative test-
enter 2/3 of minimum invest-
ment return shown in Part X,
line 6 for each year listed

C "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (1)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

FK Bemis Family Foundation c/o Karen Hoefler 300 Mill Street Sheboygan Falls, WI 53085-0901 (920)467-4621

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

Formal application required, Purpose of request, tax exempt number & other information are required.

c Any submission deadlines.

Applications must be received by December 1 for awards made during the following calendar year.

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

Most awards are given to recipients in Sheboygan County.

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a Paid during the year See attached.				375,822.00
Total			3a	375,822.00
b Approved for future payment NONE				
Total			3b	0.00

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
▼	

[illegible]

<p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Form **990-PF** (2012)

FK Bemis Family Foundation
FEIN 39-6067930
990-PF Support - Part I
2012

990-PF Return of Private Foundation: Part 1 LINE 1

Line 1	Contributions, gifts, grants, etc	
	Bemis Manufacturing Company	553,771
	300 Mill Street	
	Sheboygan Falls, WI 53085-0901	

Line 1	Contributions, gifts, grants, etc.	<u>553,771</u>
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990-PF Return of Private Foundation: Part 1 LINE 18

Line 18	Taxes	
	Excise Tax based on Investment Income	2
	for 2011 calendar year	

Line 18	Taxes	<u>2</u>
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FK Bemis Family Foundation
FEIN 39-6067930
990-PF Support - Part VII-A Line 5 Contraction Statement
2012

There is no plan to liquidate, terminate or dissolve the FK Bemis Family Foundation

The contraction of assets was caused by contributions to qualified organizations totaling an amount greater than 25% of the market value of assets at the beginning of the tax year.

All payments were consistent with the stated purpose of the Foundation.

All contributions were made by check. Each distribution represented a transfer of value equal to the fair market value.

See attached for names and addresses of recipients of donations.

2012
F.K. BEMIS FAMILY FOUNDATION
TAX INFORMATION
39-6067930 PART XV 3A.

<u>Name & Address</u>	<u>If individual show any relationship to any foundation manager or contributor</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
John Michael Kohler Arts Center 608 New York Avenue Sheboygan, WI 53082		N/A	Community	7,500
YMCA-Annual Combined 812 Broughton Drive Sheboygan, WI 53082		N/A	Family Memberships/ Partner for Youth Campaign Building Pool Lifts	5,000 75,000 12,000
Sheboygan Symphony 921 N. 8 th Street Sheboygan, WI 53081		N/A	Arts/Culture	1,000
Rainbow Kids 824 Superior Avenue Sheboygan, WI 53081		N/A	Community/Youth	500
Bay-Lakes Council Boy Scouts of America 2555 Northern Rd. P.O. Box 267 Appleton, WI 54912		N/A	Community/Youth	2,000
Sheboygan Theatre Company 607 S. Water Street Sheboygan, WI 53081		N/A	Arts/Culture	1,000
Junior Achievement of Wisconsin 1441 N. Taylor Drive Sheboygan, WI 53081		N/A	Education/Youth	2,000
Very Special Arts 1709 Aberg Ave, Suite 1 Madison, WI 53704		N/A	Arts/Culture	500
Sheboygan Children's Book Festival P.O. Box 84 Kohler, WI 53044		N/A	Community/Youth	2,500

Sheboygan Falls Schools Foundation, Inc. 220 Amherst Avenue Sheboygan Falls, WI 53085	N/A	Education/Youth	\$2,500
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U.S. Sailing Center Sheboygan P.O. Box 649 Sheboygan, WI 53082-0649	N/A	Communtiy/Youth	5,000
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Milwaukee Public Television/Channel 10/36 12560 W. Townsend St. Brookfield, WI 53005	N/A	Community	1,500
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American Cancer Society N19 W24350 Riverwood Drive Pewaukee, WI 53072-0902	N/A	Community/Research	500
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Sheboygan County Historical Research Center 518 Water Street Sheboygan Falls, WI 53085	N/A	Community/Education	1,000
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Family Connections/Reach, Inc. 2508 S. 8 th Street Sheboygan, WI 53081	N/A	Community	250
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Sheboygan Falls High School Scholarships & G-4 Scholarships:

UW-Madison Bursars Office 333 E. Campus Hall 10501 Madison, WI 53715 Tasha Scott 500 July & 500 Dec Nathan Brown 500 July & 500 Dec Hannah Geise 500 July & 500 Dec Lillian Rotter 500 July & 500 Dec Mitchell Lutzke - G4 Mackenzie Schnell - RAB	N/A N/A	Education/Scholarship	10,250
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Lawrence University 711 E Boldt Way Appleton, WI 54911-5699 Caitlyn Winkler 500 July & 500 Dec	N/A N/A	Education/Scholarship	1,000
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UW Platteville 1 University Plaza Platteville, WI 53818 Joseph Reiter 500 July & 500 Dec Kelsey Tempas 500 July & 500 Dec Tiffany Born -G4 625 July & 625 Dec	N/A N/A	Education/Scholarship	3,250
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UW Oshkosh 800 Algoma Blvd. Oshkosh, WI 54901 Carley Hammer 500 July & 500 Dec	N/A	N/A	Education/Scholarship	1,000
Lakeshore Technical College 1290 North Avenue Cleveland, WI 53015-1414 Kyle Marten 250 July & 250 Dec Brianna Diestler - G4	N/A	N/A	Education/Scholarship	1,750
UW Sheboygan One University Drive Sheboygan, WI 53081 Breanne Burhop - G4	N/A	N/A	Education/Scholarship	1,250
Carthage College 2001 Alford Park Drive Kenosha, WI 53140 Rachel Masse - G4	N/A	N/A	Education/Scholarship	1,250
UW La Crosse 1725 State Street La Crosse, WI 54601 Amanda Lallensack - G4	N/A	N/A	Education/Scholarship	1,250
UW Milwaukee Mellencamp Hall Room 162 P.O. Box 469 Milwaukee, WI 53201-0469 Christopher Probst - G4	N/A	N/A	Education/G4 Scholarship	1,250
UW Green Bay 2420 Nicolet Drive Green Bay, WI 54311 Katie Green - G4	N/A	N/A	Education/G4 Scholarship	1,250
Orlando MMI 9751 Delegates Drive Orlando, FL 32837 Peter Heinen - G4	N/A	N/A	Education/G4 Scholarship	1,250
University of Minnesota Office of Finance, Fiscal Unit 200 Fraser Hall 106 Pleasant St. SE Minneapolis, MN 55455 Alexandrea Spindler - G4	N/A	N/A	Education/G4 Scholarship	1,250
Camp Evergreen Kiddies Camp 712 Riverfront Drive, Suite 301 Sheboygan, WI 53081		N/A	Community/Youth	2,000

Sheboygan and Plymouth Area United Way 2020 Erie Avenue Sheboygan, WI 53081	N/A	Community	22,371.85
Home Depot Foundation 2455 Paces Ferry Road, NW Bldg C-17 Atlanta, GA 30339	N/A	Community	2,000
Lakeland College Annual P.O. Box 359 Sheboygan, WI 53082-0359	N/A	Building Education/Youth	50,000 10,000
Sheboygan Service Club P.O. Box 226 Sheboygan, WI 53082	N/A	Community	1,000
Stefanie H. Weill Center 826 N. 8 th Street Sheboygan, WI 53081	N/A	Community	1,000
Stefanie H. Weill Center 826 N. 8 th Street Sheboygan, WI 53081	N/A	Community/Annual	10,000
Sheboygan Humane Society 3107 N. 20 th Street Sheboygan, WI 53083	N/A	Community	2,500
Girl Scouts of Manitou Council 5212 Windward Court Sheboygan, WI 53083	N/A	Community/Youth	2,000
Camp Y-Koda W3340 Sunset Road Sheboygan Falls, WI 53085	N/A	Youth/Education	2,700
Camp Anokijig W5639 Anokijig Lane Plymouth, WI 53073	N/A	Community/Youth	10,000
Boys & Girls Clubs of Sheboygan County 435 N. Wisconsin Drive Howards Grove, WI 53083	N/A	Community/Youth	8,000
Meals on Wheels 615 South 8 th Street Suite 270 Sheboygan, WI 53081	N/A	Community	1,500

The American Red Cross 2032 Erie Avenue Sheboygan, WI 53081	N/A	Community	2,000
The Salvation Army 710 Pennsylvania P.O. Box 1207 Sheboygan, WI 53082-1207	N/A	Community	50,000
Sheboygan Falls Kiwanis Club P.O. Box 42 Sheboygan Falls, WI 53085	N/A	Community	500
Partners for Community Development, Inc. 1407 South 13 th Street Sheboygan, WI 53081	N/A	Community	2,500
Big Brothers Big Sisters 2020 Erie Avenue Sheboygan, WI 53081	N/A	Community/Youth	5,000
Safe Harbor 929 Niagara Avenue Sheboygan, WI 53081	N/A	Community	13,000
Mead Public Library 710 N. 8 th Street Sheboygan, WI 53081	N/A	Education/Community	7,000
Plymouth Intergenerational Coalition Ltd. 1500 Douglas Drive, Suite D Plymouth, WI 53073	N/A	Community	25,000
TOTAL			\$375,821.85

H\data/word/karen/foundation/12taxes