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

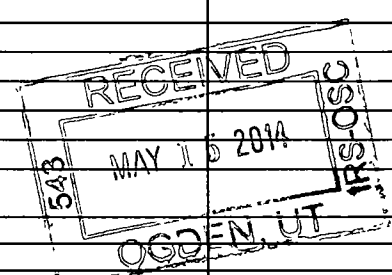
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2013

For calendar year 2013, or tax year beginning , 2013, and ending

|  |  |  |
|--|--|--|
| Name of foundation<br>Wilson Family Foundation, Inc.   |  | A Employer identification number<br>39-1656189   |
| Number and street (or P O box number if mail is not delivered to street address)<br>19160 Still Point Trail  | Room/suite   | B Telephone number (see the instructions)<br>(262) 617-2640  |
| City or town, state or province, country, and ZIP or foreign postal code<br>Brookfield WI 53045  |  | C If exemption application is pending, check here. ▶ <input type="checkbox"/>  |
| G Check all that apply<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Initial Return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |  | D 1 Foreign organizations, check here . . . . . ▶ <input type="checkbox"/><br>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<br><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, column (c), line 16)<br>\$ 3,697,239.  | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . ▶ <input type="checkbox"/>   |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| REVENUE  | 1 Contributions, gifts, grants, etc., received (att sch) . . . . .               |                                    |                           |                         |   |
|  | 2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B   |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments. . . . .                    |                                    |                           |                         |   |
|  | 4 Dividends and interest from securities. . . . .                                | 181,779.                           | 181,779.                  | 181,779.                |   |
|  | 5a Gross rents. . . . .  |                                    |                           |                         |   |
|  | b Net rental income or (loss). . . . .   |                                    |                           |                         |   |
|  | 6a Net gain/(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) . . . . .                       |                                    | 0.                        |                         | 0.  |
|  | 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/(loss) (att sch) . . . . .  |  |                                    |                           |                         |   |
| 11 Other income (attach schedule) . . . . .  |  |                                    |                           |                         |   |
| See Line 11 Stmt   | -87,984.   | -88,199.                           | -90,168.                  |                         |   |
| 12 Total. Add lines 1 through 11. . . . .  | 93,795.  | 93,580.                            | 91,611.                   |                         |   |
| ADMINISTRATIVE AND 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 sch). . . . .  |                                    |                           |                         |   |
|  | c Other prof fees (attach sch) . . . . .   |                                    |                           |                         |   |
|  | 17 Interest. . . . .   |                                    |                           |                         |   |
|  | 18 Taxes (attach schedule)(see Instrs) Excise Tax. . . . .                       | 1,703.                             |                           |                         |   |
|  | 19 Depreciation (attach sch) and depletion. . . . .                              |                                    |                           |                         |   |
|  | 20 Occupancy. . . . .  |                                    |                           |                         |   |
|  | 21 Travel, conferences, and meetings. . . . .                                    |                                    |                           |                         |   |
|  | 22 Printing and publications. . . . .  |                                    |                           |                         |   |
|  | 23 Other expenses (attach schedule)  |                                    |                           |                         |   |
|  | State fees   | 10.                                |                           |                         |   |
|  | 24 Total operating and administrative expenses. Add lines 13 through 23. . . . . | 1,713.                             |                           |                         |   |
| 25 Contributions, gifts, grants paid. . . . .  | 207,126.   |                                    |                           | 207,126.                |   |
| 26 Total expenses and disbursements. Add lines 24 and 25. . . . .  | 208,839.   |                                    |                           | 207,126.                |   |
| 27 Subtract line 26 from line 12:  |  |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements. . . . .   | -115,044.  |                                    |                           |                         |   |
| b Net Investment Income (if negative, enter -0-). . . . .  |  | 93,580.                            |                           |                         |   |
| c Adjusted net Income (if negative, enter -0-). . . . .  |  |                                    | 91,611.                   |                         |   |



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| 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 . . . . .   |   | 2,246.                | 2,236.      | 2,236.     |
|                        | 2   | Savings and temporary cash investments . . . . .  |   | 125,078.              | 262,329.    | 262,329.   |
|                        | 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 sch) . . . . .   | 741,055.  | L-7 Stmt              |             |            |
|                        |   | Less: allowance for doubtful accounts . . . . .   | 0.  | 923,350.              | 741,055.    | 741,055.   |
|                        | 8   | Inventories for sale or use . . . . .   |   |                       |             |            |
|                        | 9   | Prepaid expenses and deferred charges . . . . .   |   |                       |             |            |
|                        | 10a   | Investments — U.S. and state government obligations (attach schedule) . . . . .   |   |                       |             |            |
|                        | b   | Investments — corporate stock (attach schedule) . . . . .   | L-10b. Stmt   | 1,506,245.            | 1,504,199.  | 2,481,619. |
|                        | c   | Investments — corporate bonds (attach schedule) . . . . .   |   | 0.                    |             |            |
|                        | LIABILITIES   | 11  | Investments — land, buildings, and equipment: basis . . . . . |                       |             |            |
|                        |   | Less: accumulated depreciation (attach schedule) . . . . .  |   |                       |             |            |
| 12                     |   | Investments — mortgage loans . . . . .  |   |                       |             |            |
| 13                     |   | Investments — other (attach schedule) . . . . .   | L-13 Stmt   | 54,571.               | -5,230.     | 210,000.   |
| 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). . . . .                            |   | 2,611,490.            | 2,504,589.  | 3,697,239. |
| 17                     |   | Accounts payable and accrued expenses . . . . .   |   |                       |             |            |
| 18                     |   | Grants payable . . . . .  |   |                       |             |            |
| FUND ASSETS            | 19  | Deferred revenue . . . . .  |   | 399,156.              | 407,299.    |            |
|                        | 20  | Loans from officers, directors, trustees, & other disqualified persons . . . . .  |   |                       |             |            |
|                        | 21  | Mortgages and other notes payable (attach schedule) . . . . .   |   |                       |             |            |
|                        | 22  | Other liabilities (describe . . . . .)  |   |                       |             |            |
|                        | 23  | Total liabilities (add lines 17 through 22) . . . . .   |   | 399,156.              | 407,299.    |            |
|                        |   | Foundations that follow SFAS 117, check here . . . . . 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.                                   | X   |                       |             |            |
| 27                     | Capital stock, trust principal, or current funds . . . . .                  |   |   |                       |             |            |
| 28                     | Paid-in or capital surplus, or land, building, and equipment fund . . . . . |   |   |                       |             |            |
| 29                     | Retained earnings, accumulated income, endowment, or other funds . . . . .  |   | 2,212,334.  | 2,097,290.            |             |            |
| 30                     | Total net assets or fund balances (see instructions) . . . . .              |   | 2,212,334.  | 2,097,290.            |             |            |
| 31                     | Total liabilities and net assets/fund balances (see instructions) . . . . . |   | 2,611,490.  | 2,504,589.            |             |            |

## 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 | 2,212,334.                          |
| 2 | Enter amount from Part I, line 27a . . . . .   | 2 | -115,044.                           |
| 3 | Other increases not included in line 2 (itemize) . . . . .   | 3 |                                     |
| 4 | Add lines 1, 2, and 3 . . . . .  | 4 | 2,097,290.                          |
| 5 | Decreases not included in line 2 (itemize) . . . . .   | 5 | Realized Losses on securities sales |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .  | 6 | 2,097,290.                          |

**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 shares MLC Company) | (b) How acquired<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|--|--|---|-------------------------------------|
| 1a 2000 Sandridge Mississippi Trust  | P  | 11/16/12                                | 08/01/13                            |
| b 2000 Alpine Global Dynamic Div   | P  | 11/19/12                                | 08/02/13                            |
| c 5000 Alpine Global Dynamic Div   | P  | 09/29/10                                | 08/02/13                            |
| d  |  |   |                                     |
| e  |  |   |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 30,597.             |  | 30,809.   | -212.  |
| b 9,521.              |  | 10,016.   | -495.  |
| c 23,799.             |  | 34,818.   | -11,019.                                     |
| d                     |  |   |  |
| e                     |  |   |  |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |   | (j) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---|--------------------------------------|---|---|
| (i) Fair Market Value<br>as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |   |
| a   |                                      |   | -212.   |
| b   |                                      |   | -495.   |
| c   |                                      |   | -11,019.  |
| d   |                                      |   |   |
| e   |                                      |   |   |

|  |   |          |
|--|---|----------|
| 2 Capital gain net income or (net capital loss). <span style="float: right;">[ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 ]</span>   | 2 | -11,726. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0-<br>in Part I, line 8 . . . . . [ ] | 3 | -707.    |

**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<br>Calendar year (or tax year<br>beginning in)  | (b) Adjusted qualifying distributions | (c) Net value of<br>noncharitable-use assets | (d) Distribution ratio<br>(column (b) divided by column (c)) |
| 2012  | 301,031.                              | 3,296,589.                                   | 0.091316   |
| 2011  | 209,899.                              | 3,208,106.                                   | 0.065428   |
| 2010  | 155,279.                              | 3,069,606.                                   | 0.050586   |
| 2009  | 94,268.                               | 2,637,828.                                   | 0.035737   |
| 2008  | 50,000.                               | 2,843,439.                                   | 0.017584   |

|   |   |            |
|---|---|------------|
| 2 Total of line 1, column (d) . . . . .   | 2 | 0.260651   |
| 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years . . . . . | 3 | 0.052130   |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .   | 4 | 3,286,043. |
| 5 Multiply line 4 by line 3 . . . . .   | 5 | 171,301.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .  | 6 | 936.       |
| 7 Add lines 5 and 6. . . . .  | 7 | 172,237.   |
| 8 Enter qualifying distributions from Part XII, line 4 . . . . .  | 8 | 207,126.   |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

|  |     |   |      |
|--|-----|---|------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1<br>Date of ruling or determination letter. _____ (attach copy of letter if necessary – see Instrs) |     |   |      |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b   |     | 1 | 936. |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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 | 936. |
| 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 | 936. |
| 6 Credits/Payments:  |     |   |      |
| a 2013 estimated tax pmts and 2012 overpayment credited to 2013  | 6 a |   |      |
| b Exempt foreign organizations – tax withheld at source  | 6 b |   |      |
| c Tax paid with application for extension of time to file (Form 8868)  | 6 c |   |      |
| d Backup withholding erroneously withheld  | 6 d |   |      |
| 7 Total credits and payments. Add lines 6a through 6d  | 7   |   |      |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached   | 8   |   | 23.  |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  | 9   |   | 959. |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid   | 10  |   | 0.   |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax  | 11  |   |      |
| Refunded   |     |   |      |

**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 the instructions for definition)?  |     | X  |
| 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  |     |    |
| 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:<br>(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?<br>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?  |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>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<br>• By language in the governing instrument, or<br>• 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, column (c), and Part XIV.   | X   |    |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions)<br>WI – Wisconsin  |     |    |
| 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 2013 or the taxable year beginning in 2013 (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  |

BAA

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**Part VII-A Statements Regarding Activities (continued)**

|                               |   |    |     |                          |
|-------------------------------|---|----|-----|--------------------------|
| 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 . . . . . N/A |   |    |     |                          |
| 14                            | The books are in care of <u>DONALD WILSON</u> Telephone no. <u>(262) 786-0667</u>   |    |     |                          |
|                               | Located at <u>19160 Still Point Trail Brookfield WI</u> ZIP + 4 <u>53045</u>  |    |     |                          |
| 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 2013, 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 ▶   |    |     | X                        |

**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.

**1 a** During the year did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . ☐ Yes ☒ No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . ☐ Yes ☒ No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . ☐ Yes ☒ No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . ☐ Yes ☒ No
- (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)? . . . . . ☐ Yes ☒ No
- (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.) . . . . . ☐ Yes ☒ No

- 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)? . . . . . **1 b**
- Organizations relying on a current notice regarding disaster assistance check here . . . . . ☐

- 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 2013? . . . . . **1 c**

**2** Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).

- a** At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . ☐ Yes ☒ No
- If 'Yes,' list the years ▶ 20 \_\_ , 20 \_\_ , 20 \_\_ , 20 \_\_

- b** Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.) . . . . . **2 b**

- c** If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 \_\_ , 20 \_\_ , 20 \_\_ , 20 \_\_

- 3 a** Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ☐ Yes ☒ No

- b** If 'Yes,' did it have excess business holdings in 2013 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 2013) . . . . . **3 b**

- 4 a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . **4 a**

- 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 2013? . . . . . **4 b**

BAA

Form 990-PF (2013)

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5 a** 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)? . . . . .

5 b

Organizations 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).

**6 a** 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? . . . . .

6 b

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

X

**7 a** 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? . . . . .

7 b

**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 |
|---|---|---|---|---------------------------------------|
| DONALD S WILSON<br>19160 STILL PT<br>Brookfield WI 53045          | PRES<br>3.00  | 0.  | 0.  | 0.                                    |
| KATHLEEN WILSON<br>19160 STILL PT<br>Brookfield WI 50145          | VP<br>1.00  | 0.  | 0.  | 0.                                    |
| Katharine Otto Lockwood<br>1120 Indianwood<br>Brookfield WI 53045 | DIRECTOR<br>0.50  | 0.  | 0.  | 0.                                    |
|   |   |   |   |                                       |
|   |   |   |   |                                       |

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

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

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

None

|                  |  |
|------------------|--|
| <b>Part VIII</b> | <b>Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors</b> <i>(continued)</i> |
|------------------|--|

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

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

**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  |  |          |
| 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 |
|---|--------|
| <b>1</b> _____<br>_____<br>_____<br>_____   |        |
| <b>2</b> _____<br>_____<br>_____<br>_____   |        |
| All other program-related investments. See instructions<br><b>3</b> _____<br>_____<br>_____                       |        |
| <b>Total.</b> Add lines 1 through 3 . . . . . ▶   |        |

**BAA**



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

|          |  |            |            |
|----------|--|------------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes             |            |            |
| <b>a</b> | Average monthly fair market value of securities . . . . .  | <b>1 a</b> | 3,333,847. |
| <b>b</b> | Average of monthly cash balances . . . . .   | <b>1 b</b> | 2,237.     |
| <b>c</b> | Fair market value of all other assets (see instructions) . . . . .   | <b>1 c</b> |            |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .  | <b>1 d</b> | 3,336,084. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c<br>(attach detailed explanation) . . . . . | <b>1 e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .   | <b>2</b>   |            |
| <b>3</b> | Subtract line 2 from line 1d . . . . .   | <b>3</b>   | 3,336,084. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1-1/2% of line 3<br>(for greater amount, see instructions) . . . . . | <b>4</b>   | 50,041.    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .  | <b>5</b>   | 3,286,043. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .   | <b>6</b>   | 164,302.   |

**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.)

|            |   |            |          |
|------------|---|------------|----------|
| <b>1</b>   | Minimum investment return from Part X, line 6 . . . . .   | <b>1</b>   | 164,302. |
| <b>2 a</b> | Tax on investment income for 2013 from Part VI, line 5 . . . . .  | <b>2 a</b> | 936.     |
| <b>b</b>   | Income tax for 2013. (This does not include the tax from Part VI.) . . . . .  | <b>2 b</b> |          |
| <b>c</b>   | Add lines 2a and 2b . . . . .   | <b>2 c</b> | 936.     |
| <b>3</b>   | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                     | <b>3</b>   | 163,366. |
| <b>4</b>   | Recoveries of amounts treated as qualifying distributions . . . . .   | <b>4</b>   |          |
| <b>5</b>   | Add lines 3 and 4 . . . . .   | <b>5</b>   | 163,366. |
| <b>6</b>   | Deduction from distributable amount (see instructions) . . . . .  | <b>6</b>   |          |
| <b>7</b>   | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>   | 163,366. |

**Part XII Qualifying Distributions** (see instructions)

|          |   |            |          |
|----------|---|------------|----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:  |            |          |
| <b>a</b> | Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26 . . . . .   | <b>1 a</b> | 207,126. |
| <b>b</b> | Program-related investments — total from Part IX-B. . . . .   | <b>1 b</b> |          |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .   | <b>2</b>   |          |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:  |            |          |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .  | <b>3 a</b> |          |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .   | <b>3 b</b> |          |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                       | <b>4</b>   | 207,126. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.<br>Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b>   | 936.     |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .   | <b>6</b>   | 206,190. |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|---|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .   |               |                            |             | 163,366.    |
| <b>2</b> Undistributed income, if any, as of the end of 2013  |               |                            |             |             |
| <b>a</b> Enter amount for 2012 only . . . . .   |               |                            | 0.          |             |
| <b>b</b> Total for prior years 20 __, 20 __, 20 __  |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2013  |               |                            |             |             |
| <b>a</b> From 2008 . . . . .  | 0.            |                            |             |             |
| <b>b</b> From 2009 . . . . .  | 0.            |                            |             |             |
| <b>c</b> From 2010 . . . . .  | 0.            |                            |             |             |
| <b>d</b> From 2011 . . . . .  | 0.            |                            |             |             |
| <b>e</b> From 2012 . . . . .  | 71,013.       |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .  | 71,013.       |                            |             |             |
| <b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 207,126.  |               |                            |             |             |
| <b>a</b> Applied to 2012, but not more than line 2a . . . . .   |               |                            |             |             |
| <b>b</b> Applied to undistributed income of prior years (Election required — see instructions) . . . . .  |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required — see instructions) . . . . .  |               |                            |             |             |
| <b>d</b> Applied to 2013 distributable amount . . . . .   |               |                            |             | 163,366.    |
| <b>e</b> Remaining amount distributed out of corpus . . . . .   | 43,760.       |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2013 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                     |               |                            |             |             |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .  | 114,773.      |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .   |               | 0.                         |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount — see instructions . . . . .   |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions . . . . .  |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .   |               |                            |             | 0.          |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .  | 0.            |                            |             |             |
| <b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .  | 114,773.      |                            |             |             |
| <b>10</b> Analysis of line 9  |               |                            |             |             |
| <b>a</b> Excess from 2009 . . . . .   | 0.            |                            |             |             |
| <b>b</b> Excess from 2010 . . . . .   | 0.            |                            |             |             |
| <b>c</b> Excess from 2011 . . . . .   | 0.            |                            |             |             |
| <b>d</b> Excess from 2012 . . . . .   | 71,013.       |                            |             |             |
| <b>e</b> Excess from 2013 . . . . .   | 43,760.       |                            |             |             |

**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 2013, 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)

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

| Tax year  | Prior 3 years |          |          | (e) Total |
|---|---------------|----------|----------|-----------|
| (a) 2013  | (b) 2012      | (c) 2011 | (d) 2010 |           |
| 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 . . . . .                                   |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:   |               |          |          |           |
| a 'Assets' alternative test — enter:  |               |          |          |           |
| (1) Value of all assets . . . . .   |               |          |          |           |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .   |               |          |          |           |
| b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                              |               |          |          |           |
| c 'Support' alternative test — enter:   |               |          |          |           |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |               |          |          |           |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .                                       |               |          |          |           |
| (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).)

Donald S. Wilson

**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.

N/A

**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

N/A

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

N/A

**c** Any submission deadlines:

N/A

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

N/A

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

| Recipient<br>Name and address (home or business)                                      | If recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount          |
|---|--|--------------------------------------|-------------------------------------|-----------------|
| <b>a Paid during the year</b>   |  |                                      |                                     |                 |
| Sharon Lynne Wilson Center for the Arts<br>19205 Capitol Drove<br>Brookfield WI 53045 |  | 501(c)3                              | General Support                     | 75,720.         |
| Divine Savior Holy Angel<br>4257 N 100th St<br>Milwaukee WI 53222                     |  | 501(c)3                              | Scholarship                         | 17,500.         |
| Northwestern University<br>1501 Central St<br>Evanston IL 60208                       |  | 501(c)3                              | General Support                     | 12,500.         |
| Florentine Opera Co<br>700 N. Water St<br>Milwaukee WI 53202                          |  | 501(c)3                              | General Support                     | 57,056.         |
| MacIver Institute for Public Policy<br>44 E Mifflin St<br>Madison WI 53703            |  | 501(c)3                              | General support                     | 2,000.          |
| Marquette University<br>PO Box 1881<br>Milwaukee WI 53201                             |  | 501(c)3                              | Scholarship                         | 3,300.          |
| Rocketship Education<br>835 W National<br>Milwaukee WI 53204                          |  | 501(c)3                              | General Support                     | 10,000.         |
| Creative Alliance Milwaukee<br>2215 N. Palmer St<br>Milwaukee WI 53212                |  | 501(c)3                              | Capital Campaign                    | 700.            |
| Danceworks<br>1661 N. Water<br>Milwaukee WI 53202                                     |  | 501(c)3                              | General Support                     | 300.            |
| See Line 3a statement   |  |                                      |                                     | 28,050.         |
| <b>Total</b>  |  |                                      | <b>3a</b>                           | <b>207,126.</b> |
| <b>b Approved for future payment</b>  |  |                                      |                                     |                 |
|   |  |                                      |                                     |                 |
| <b>Total</b>  |  |                                      | <b>3b</b>                           |                 |

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. |  | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions ) |
|---|--|---------------------------|---------------|--------------------------------------|---------------|--|
|   |  | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |  |
| 1   | Program service revenue:                                       |                           |               |                                      |               |  |
| a   | None   |                           |               |                                      |               |  |
| b   |  |                           |               |                                      |               |  |
| c   |  |                           |               |                                      |               |  |
| d   |  |                           |               |                                      |               |  |
| e   |  |                           |               |                                      |               |  |
| f   |  |                           |               |                                      |               |  |
| g   | Fees and contracts from government agencies . .                |                           |               |                                      |               |  |
| 2   | Membership dues and assessments . . . . .                      |                           |               |                                      |               |  |
| 3   | Interest on savings and temporary cash investments . . . .     | 533100                    |               |                                      |               |  |
| 4   | Dividends and interest from securities . . . . .               | 523000                    | 181,779.      |                                      |               |  |
| 5   | Net rental income or (loss) from real estate                   |                           |               |                                      |               |  |
| a   | Debt-financed property . . . . .                               |                           |               |                                      |               |  |
| b   | Not debt-financed property . . . . .                           |                           |               |                                      |               |  |
| 6   | Net rental income or (loss) from personal property . . . . .   |                           |               |                                      |               |  |
| 7   | Other investment income . . . . .                              |                           |               |                                      |               |  |
| 8   | Gain or (loss) from sales of assets other than inventory . . . |                           |               | 1                                    |               |  |
| 9   | Net income or (loss) from special events . . . . .             |                           |               |                                      |               |  |
| 10  | Gross profit or (loss) from sales of inventory . . .           |                           |               |                                      |               |  |
| 11  | Other revenue  |                           |               |                                      |               |  |
| a   | Partnership Income-rental                                      | 531110                    | -88,016.      |                                      |               |  |
| b   | K-1 Ordinary income  | 531110                    | -2,152.       |                                      |               |  |
| c   | Section 1231   | 531110                    | 215.          |                                      |               |  |
| d   | Other K-1 Income   | 531110                    | 1,969.        |                                      |               |  |
| e   |  |                           |               |                                      |               |  |
| 12  | Subtotal Add columns (b), (d), and (e) . . . . .               |                           | 93,795.       |                                      |               |  |
| 13  | Total. Add line 12, columns (b), (d), and (e) . . . . .        |                           |               |                                      |               | 93,795.  |

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

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]

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

|          |   | Yes            | No |
|----------|---|----------------|----|
| <b>1</b> | 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? |                |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:  |                |    |
|          | (1) Cash . . . . .  | <b>1 a (1)</b> | X  |
|          | (2) Other assets . . . . .  | <b>1 a (2)</b> | X  |
| <b>b</b> | Other transactions  |                |    |
|          | (1) Sales of assets to a noncharitable exempt organization . . . . .  | <b>1 b (1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization . . . . .  | <b>1 b (2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets . . . . .  | <b>1 b (3)</b> | X  |
|          | (4) Reimbursement arrangements . . . . .  | <b>1 b (4)</b> | X  |
|          | (5) Loans or loan guarantees . . . . .  | <b>1 b (5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations . . . . .  | <b>1 b (6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .  | <b>1 c</b>     | X  |

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

[illegible]

**2 a** 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? . . . . .

**b** If 'Yes,' complete the following schedule.

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

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.

**Sign  
Here**

Ronald L. Usher  
Signature of officer or trustee

5/10/14  
Date

PRESIDENT  
Title

May the IRS discuss this return with the preparer shown below (see instructions)?

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

|      |  |
|------|--|
| Date |  |
|------|--|

|                                   |  |
|-----------------------------------|--|
| Check <input type="checkbox"/> if |  |
| self-employed                     |  |

Firm's name

Firm's address

# Self-Prepared

Firm's EIN

Phone no. \_\_\_\_\_

**Form 990-PF Part II,  
Lines 6 and 7**

**Receivables**

**2013**

|   |   |
|---|---|
| Name<br><u>Wilson Family Foundation, Inc.</u> | Employer Identification Number<br><u>39-1656189</u> |
|---|---|

**Lender Information**

Loan Receivable Type 3

Borrower's Name Bradon Preserve Borrower's Title na

Check Box, if Borrower is a Business ☒ Relationship of Borrower (other loans only) none

Repayment Terms as properties are sold Borrower's Security First Mortgage

Purpose of Loan carry lots Description of Consideration 2.08% annual interest

Original Amount 2,800,000. Beginning Year Balance 923,350. Year End Balance 741,055.

FMV of at Year End 741,055. FMV of Consideration 8,143.

Allowance for Doubtful Accounts (other loans only) 0.

Date of Note 06/17/05 Maturity Date none Interest Rate 2.08

Loan Receivable Type \_\_\_\_\_

Borrower's Name \_\_\_\_\_ Borrower's Title \_\_\_\_\_

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) \_\_\_\_\_

Repayment Terms \_\_\_\_\_ Borrower's Security \_\_\_\_\_

Purpose of Loan \_\_\_\_\_ Description of Consideration \_\_\_\_\_

Original Amount \_\_\_\_\_ Beginning Year Balance \_\_\_\_\_ Year End Balance \_\_\_\_\_

FMV of at Year End \_\_\_\_\_ FMV of Consideration \_\_\_\_\_

Allowance for Doubtful Accounts (other loans only) \_\_\_\_\_

Date of Note \_\_\_\_\_ Maturity Date \_\_\_\_\_ Interest Rate \_\_\_\_\_

Loan Receivable Type \_\_\_\_\_

Borrower's Name \_\_\_\_\_ Borrower's Title \_\_\_\_\_

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) \_\_\_\_\_

Repayment Terms \_\_\_\_\_ Borrower's Security \_\_\_\_\_

Purpose of Loan \_\_\_\_\_ Description of Consideration \_\_\_\_\_

Original Amount \_\_\_\_\_ Beginning Year Balance \_\_\_\_\_ Year End Balance \_\_\_\_\_

FMV of at Year End \_\_\_\_\_ FMV of Consideration \_\_\_\_\_

Allowance for Doubtful Accounts (other loans only) \_\_\_\_\_

Date of Note \_\_\_\_\_ Maturity Date \_\_\_\_\_ Interest Rate \_\_\_\_\_

Loan Receivable Type \_\_\_\_\_

Borrower's Name \_\_\_\_\_ Borrower's Title \_\_\_\_\_

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) \_\_\_\_\_

Repayment Terms \_\_\_\_\_ Borrower's Security \_\_\_\_\_

Purpose of Loan \_\_\_\_\_ Description of Consideration \_\_\_\_\_

Original Amount \_\_\_\_\_ Beginning Year Balance \_\_\_\_\_ Year End Balance \_\_\_\_\_

FMV of at Year End \_\_\_\_\_ FMV of Consideration \_\_\_\_\_

Allowance for Doubtful Accounts (other loans only) \_\_\_\_\_

Date of Note \_\_\_\_\_ Maturity Date \_\_\_\_\_ Interest Rate \_\_\_\_\_

## Form 990-PF, Page 1, Part I, Line 11

## Line 11 Stmt

| Other income:             | Rev/Exp Book    | Net Inv Inc     | Adj Net Inc     |
|---------------------------|-----------------|-----------------|-----------------|
| Partnership Income-rental | -88,016.        | -88,016.        | -88,016.        |
| K-1 Ordinary income       | -2,152.         | -2,152.         | -2,152.         |
| Section 1231              | 215.            |                 |                 |
| Other K-1 Income          | 1,969.          | 1,969.          |                 |
| <b>Total</b>              | <b>-87,984.</b> | <b>-88,199.</b> | <b>-90,168.</b> |

## Form 990-PF, Page 11, Part XV, line 3a

## Line 3a statement

| Recipient<br>Name and address<br>(home or business)                           | If recipient is<br>an individual,<br>show any<br>relationship to<br>any foundation<br>manager or<br>substantial<br>contributor | Founda-<br>tion<br>status<br>of re-<br>cipient | Purpose of<br>grant or contribution | Person or<br>Business<br>Checkbox<br><br>Amount               |
|---|--|--|-------------------------------------|---|
| <b>a Paid during the year</b>   |  |  |                                     |   |
| Acacia Fraternity Foundation<br>8777 Purdue Rd<br>Indianapolis IN 46268       |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 100.   |
| United Performing Arts Fund<br>301 W Wisconsin<br>Milwaukee WI 53203          |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 1,000. |
| Community United Meth Ch<br>14700 Watertown Plank Rd<br>Elm Grove WI 53122    |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 8,000. |
| Medical College of Wisconsin<br>8701 Watertown Plank Rd<br>Milwaukee WI 53226 |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 1,000. |
| Ten Chimneys Foundation<br>S43W31575 Depot Road<br>Genesee Depot WI 53127     |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 3,000. |
| Make a Difference Wisconsin<br>710 N Plankinton<br>Milwaukee WI 53202         |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 500.   |
| Marcus Center for the Performing Arts<br>929 N. Water<br>Milwaukee WI 53202   |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 3,750. |
| Milwaukee Art Museum<br>700 N. Art Museum Dr<br>Milwaukee WI 53202            |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 100.   |
| Elmbrook Rotary Foundation<br>PO Box 1720<br>Brookfield WI 53045              |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 1,000. |
| Civic Music Association<br>2625 S Greely<br>Milwaukee WI 53207                |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 500.   |
| Ruth Helf Family Center<br>Green Bay WI 5                                     |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 100.   |



Form 990-PF, Page 11, Part XV, line 3a

Continued

**Line 3a statement**

| Recipient<br>Name and address<br>(home or business)                       | If recipient is<br>an individual,<br>show any<br>relationship to<br>any foundation<br>manager or<br>substantial<br>contributor | Founda-<br>tion<br>status<br>of re-<br>cipient | Purpose of<br>grant or contribution | Person or<br>Business<br>Checkbox<br><br>Amount             |
|---|--|--|-------------------------------------|---|
| <b>a Paid during the year</b>   |  |  |                                     |   |
| Arts Wisconsin<br>PO Box 1054<br>Madison WI 53701                         |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 200. |
| Independence First<br>540 S. First St<br>Milwaukee WI 53204               |  | 501(c)3  | General Support                     | Person or Business <input checked="" type="checkbox"/> 250. |
| Elm Grove Golken K Foundation<br>1813 Norhardt Dr.<br>Brookfield WI 53045 |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 100.            |
| Frankly Music<br>PO Box 13733<br>Milwaukee WI 53213                       |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 1,700.          |
| Life Navigators<br>7203 West Center<br>Wauwatosa WI 53210                 |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 3,500.          |
| Town of Kentland<br>300 N Third St<br>Kentland IN 47951                   |  | 501(c)3  | Swimming Pool                       | Person or Business <input type="checkbox"/> 1,000.          |
| U.S. Capitol Page Alumni<br>PO Box 15112<br>Washington DC 20003           |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 500.            |
| Women and Girls Fd<br>2727 N Grandview Rd<br>Waukesha WI 53188            |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 250.            |
| Women for MACC<br>10000 W Innovation Dr<br>Wauwatosa WI 53226             |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 500.            |
| World Orphan Fund<br>N7130 North Lost Lake Rd<br>Randolph WI 53956        |  | 501(c)3  | General Support                     | Person or Business <input type="checkbox"/> 1,000.          |

Total

28,050.

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

| Line 10b - Investments - Corporate Stock: | End of Year |                   |
|---|-------------|-------------------|
|   | Book Value  | Fair Market Value |
| 4000 AON Corts                            | 89,763.     | 115,204.          |
| 6000 Allianzgi Conv & Income Fund         | 31,818.     | 53,880.           |

Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

| Line 10b - Investments - Corporate Stock: | End of Year |                   |
|---|-------------|-------------------|
|   | Book Value  | Fair Market Value |
| 5000 Associated Estates Realty            | 30,406.     | 80,250.           |
| 3000 Biomed Realty Trust                  | 21,835.     | 54,360.           |
| 2000 DCP Midstream                        | 25,060.     | 100,700.          |
| 1500 Altria                               | 27,259.     | 57,585.           |
| 3000 B&G Foods                            | 10,917.     | 101,730.          |
| 3000 First TrustEnergy & Income           | 53,702.     | 96,840.           |
| 5000 Capital Product Partner              | 29,858.     | 52,350.           |
| 2000 Donnelley, RR                        | 18,367.     | 40,560.           |
| 2000 Energy Transfer Partners             | 92,730.     | 114,500.          |
| 5000 Felcor Lodging Pr A                  | 12,248.     | 121,250.          |
| 15000 Flaherty & Crumrine Pfd Trust       | 135,545.    | 262,500.          |
| 1000 Arthur Gallagher                     | 23,699.     | 46,930.           |
| 5000 John Hancock Pfd Equ Fd              | 84,591.     | 89,250.           |
| 1000 American Capital Agency              | 28,096.     | 19,290.           |
| 2000 Regal Entertainment                  | 59,133.     | 97,250.           |
| 5000 Resource Capital Corp                | 28,845.     | 29,650.           |
| 2000 National Health Investors            | 66,810.     | 112,200.          |
| 5000 Sun Communities                      | 56,174.     | 213,200.          |
| 1500 Annaly Capital                       | 26,830.     | 14,955.           |
| 3000Fifth Street Finance                  | 31,636.     | 27,750.           |
| 5000 PDL Biopharma                        | 28,059.     | 42,200.           |
| 10000 BGC Partners                        | 78,356.     | 60,500.           |
| 1500Pitney Bowes                          | 30,636.     | 34,950.           |
| 1500 Seadrill                             | 47,769.     | 61,620.           |
| 10000 Roundy's                            | 65,876.     | 98,600.           |
| 2000 Triangle Capital                     | 40,009.     | 55,300.           |
| 3000 Windstream                           | 29,484.     | 23,940.           |
| 1500 John Hancock Hedged Fund             | 24,727.     | 25,605.           |
| 2000 National Cinemedia                   | 27,001.     | 39,920.           |
| 3000 New York Mortgage Trust              | 20,774.     | 20,970.           |
| 4000 Prospect Capital                     | 43,008.     | 44,880.           |
| 3000 Gold Resources                       | 41,887.     | 13,590.           |
| 3000 Navios Maritime                      | 41,291.     | 57,360.           |
| Total                                     | 1,504,199.  | 2,481,619.        |

Form 990-PF, Page 2, Part II, Line 13  
L-13 Stmt

| Line 13 - Investments - Other:    | End of Year |                   |
|-----------------------------------|-------------|-------------------|
|                                   | Book Value  | Fair Market Value |
| 150,000 FRED-St. James Place, LLC | -129,024.   | 150,000.          |
| 100,000 FRED-Franklin             | 73,794.     | 10,000.           |
| FRED-50 Twenty                    | 50,000.     | 50,000.           |
| Total                             | -5,230.     | 210,000.          |

**Supporting Statement of:**

Form 990-PF, p12/Line 4 Column (b)

| Description     | Amount          |
|-----------------|-----------------|
| Dividend Income | 173,574.        |
| Bond Interest   | 8,205.          |
| Total           | <u>181,779.</u> |

**Supporting Statement of:**

Receivables/Year End Balance-1

| Description      | Amount          |
|------------------|-----------------|
| Principal        | 333,756.        |
| Accrued Interest | 407,299.        |
| Total            | <u>741,055.</u> |