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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning 10/01/13, and ending 09/30/14

Name of foundation FRANK G. & FRIEDA K. BROTZ FAMILY FOUNDATION, INC.		A Employer identification number 39-6060552
Number and street (or P O box number if mail is not delivered to street address) 3518 LAKESHORE ROAD		B Telephone number (see instructions) 920-458-2121
City or town, state or province, country, and ZIP or foreign postal code SHEBOYGAN WI 53083		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 23,149,007	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F 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)
1 Contributions, gifts, grants, etc., received (attach schedule)	495,185			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	482	482		
4 Dividends and interest from securities	351,316	351,316		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 STMT 1	1,610,403			
b Gross sales price for all assets on line 6a 11,400,461				
7 Capital gain net income (from Part IV, line 2)		1,610,403		
8 Net short-term capital gain			0	
9 Income modifications				
10a 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	2,457,386	1,962,201	0	
13 Compensation of officers, directors, trustees, etc	0			
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) STMT 2	34,253	34,253		
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att. sch) STMT 3	2,022			
24 Total operating and administrative expenses. Add lines 13 through 23	36,275	34,253	0	0
25 Contributions, gifts, grants paid	2,653,000			2,653,000
26 Total expenses and disbursements. Add lines 24 and 25	2,689,275	34,253	0	2,653,000
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-231,889			
b Net investment income (if negative, enter -0-)		1,927,948		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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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 Savings and temporary cash investments			2,376,015	2,233,186	2,233,186
	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 ▶		0			
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			30,792	21,321	21,321
	10a 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 sch) ▶					
	12 Investments – mortgage loans					
	13 Investments – other (attach schedule) SEE STATEMENT 4			17,789,837	17,710,248	20,894,500
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)			20,196,644	19,964,755	23,149,007
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	0	
Net Assets or Fund Balances	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. ▶ ☒					
	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			20,196,644	19,964,755	
	30 Total net assets or fund balances (see instructions)			20,196,644	19,964,755	
	31 Total liabilities and net assets/fund balances (see instructions)			20,196,644	19,964,755	

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	20,196,644
2 Enter amount from Part I, line 27a	2	-231,889
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	19,964,755
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	19,964,755

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 STATEMENT 1				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
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	1,610,403
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 If (loss), enter -0- in Part I, line 8			3	

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))
2012	1,900,119	22,057,213	0.086145
2011	1,618,981	21,369,554	0.075761
2010	1,926,973	21,976,912	0.087682
2009	1,623,637	20,915,852	0.077627
2008	1,340,034	18,453,101	0.072618
2 Total of line 1, column (d)			2 0.399833
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 0.079967
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 22,619,556
5 Multiply line 4 by line 3			5 1,808,818
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 19,279
7 Add lines 5 and 6			7 1,828,097
8 Enter qualifying distributions from Part XII, line 4			8 2,653,000

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	19,279
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	0
3	Add lines 1 and 2	3	19,279
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	19,279
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	21,231
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	21,231
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,952
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 1,952 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) WI		
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

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? Website address ► N/A	13	X	

14 The books are in care of ► **FOUNDATION SECRETARY** Telephone no ► **920-458-2121**
3518 LAKESHORE ROAD

Located at ► **SHEBOYGAN**

WI

ZIP+4 ► **53083**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year
 ► 15

16 At any time during calendar year 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
		X

See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

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.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
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? N/A	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
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) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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?	4b	X

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)?		N/A	5b	
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?		N/A ☐ 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?			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?		N/A	7b	

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
STUART W BROTZ 3518 LAKESHORE ROAD	SHEBOYGAN WI 53083 PRESIDENT 5.00	0	0	0
JESSE R BROTZ 3518 LAKESHORE ROAD	SHEBOYGAN WI 53083 SECRETARY 1.00	0	0	0
ADAM T BROTZ 3518 LAKESHORE ROAD	SHEBOYGAN WI 53083 TRUSTEE 1.00	0	0	0
ROLAND M NEUMANN 607 N 8TH STREET	SHEBOYGAN WI 53081 TRUSTEE 0.00	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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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 ▶**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 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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	19,875,261
b	Average of monthly cash balances	1b	3,088,755
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	22,964,016
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	22,964,016
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	344,460
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,619,556
6	Minimum investment return. Enter 5% of line 5	6	1,130,978

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	1,130,978
2a	Tax on investment income for 2013 from Part VI, line 5	2a	19,279
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	19,279
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,111,699
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,111,699
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	1,111,699

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	2,653,000
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	2,653,000
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	19,279
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,633,721

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,111,699
2 Undistributed income, if any, as of the end of 2013.				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008	426,811			
b From 2009	604,330			
c From 2010	887,059			
d From 2011	600,141			
e From 2012	816,380			
f Total of lines 3a through e	3,334,721			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 2,653,000				
a Applied to 2012, 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 2013 distributable amount				1,111,699
e Remaining amount distributed out of corpus	1,541,301			
5 Excess distributions carryover applied to 2013 (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	4,876,022			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
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 2008 not applied on line 5 or line 7 (see instructions)	426,811			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,449,211			
10 Analysis of line 9.				
a Excess from 2009	604,330			
b Excess from 2010	887,059			
c Excess from 2011	600,141			
d Excess from 2012	816,380			
e Excess from 2013	1,541,301			

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 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)					
2a 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					
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 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)(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))	
N/A	
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 address of the person to whom applications should be addressed.	
SEE STATEMENT 6	
b The form in which applications should be submitted and information and materials they should include.	
SEE STATEMENT 6	
c Any submission deadlines:	
SEE STATEMENT 6	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	
SEE STATEMENT 6	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year GRANTS PAID SEE STATEMENT 5				2,653,000
Total			▶ 3a	2,653,000
b Approved for future payment N/A				
Total			▶ 3b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

**FRANK G. & FRIEDA K. BROTZ
FAMILY FOUNDATION, INC.**

Employer identification number

39-6060552

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

FRANK G. & FRIEDA K. BROTZ

Employer identification number

39-6060552**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PLASTICS ENGINEERING COMPANY P.O. BOX 758 SHEBOYGAN WI 53082	\$ 495,185	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

FRANK G. & FRIEDA K. BROTZ

Employer identification number

39-6060552**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	EXXON MOBIL CORPORATION STOCK	\$ 495,185	05/02/14
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received	Whom Sold	Date Acquired
Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
1607.693SH VANGUARD EMERGING MARKETS			PURCHASE		1/06/12
10/22/13 \$	56,230 \$	50,490 \$		\$	5,740
1692.307SH VANGUARD EMERGING MARKETS			PURCHASE		VARIOUS
10/22/13	72,768	70,174			2,594
3000SH VANGUARD EMERGING MARKETS			PURCHASE		VARIOUS
4/01/24	122,766	117,344			5,422
3500SH VANGUARD EMERGING MARKETS			PURCHASE		5/08/12
5/23/14	150,462	142,625			7,837
5050SH VANGUARD EMERGING MARKETS			PURCHASE		VARIOUS
7/16/24	224,720	209,712			15,008
1951.491SH VANGUARD EMERGING MARKETS			PURCHASE		VARIOUS
9/03/24	90,547	83,347			7,200
548.509SH VANGUARD EMERGING MARKETS			PURCHASE		1/02/14
9/03/14	25,450	21,785			3,665
2250SH VANGUARD GROWTH			PURCHASE		8/05/11
7/01/14	224,770	133,458			91,312
2200SH VANGUARD GROWTH			PURCHASE		VARIOUS
9/03/14	225,275	143,616			81,659
4000SH VANGUARD VALUE			PURCHASE		1/06/12
10/17/13	288,203	212,945			75,258
2000SH VANGUARD VALUE			PURCHASE		1/06/12
10/30/13	147,211	106,473			40,738
2506.162SH VANGUARD VALUE			PURCHASE		VARIOUS
11/15/13	187,818	134,658			53,160
333.686SH VANGUARD VALUE			PURCHASE		VARIOUS
11/15/13	25,007	21,214			3,793
2100SH VANGUARD SMALL CAP			PURCHASE		9/07/11
10/18/13	222,596	141,372			81,224
2700SH VANGUARD SMALL CAP			PURCHASE		VARIOUS
12/06/13	292,918	183,720			109,198
2510.24SH VANGUARD SMALL CAP			PURCHASE		VARIOUS
12/20/13	274,867	178,789			96,078
89.76SH VANGUARD SMALL CAP			PURCHASE		1/06/12
12/20/13	9,829	6,365			3,464
2500SH VANGUARD SMALL CAP			PURCHASE		1/06/12
1/15/14	277,495	177,291			100,204
2100SH VANGUARD SMALL CAP			PURCHASE		VARIOUS
3/04/14	241,496	149,743			91,753
2050SH VANGUARD SMALL CAP			PURCHASE		VARIOUS
6/09/14	236,408	149,026			87,382
1300SH VANGUARD LARGE CAP			PURCHASE		9/07/11
11/15/13	107,232	71,426			35,806
5000SH VANGUARD LARGE CAP			PURCHASE		VARIOUS
12/06/13	414,993	270,229			144,764
3500SH VANGUARD LARGE CAP			PURCHASE		10/07/11
12/31/13	296,632	185,675			110,957
2650SH VANGUARD LARGE CAP			PURCHASE		10/01/77
2/18/14	224,925	140,583			84,342
4355.318SH VANGUARD MORTGAGE BACKED			PURCHASE		VARIOUS
10/17/13	224,930	220,254			4,676
2500SH VANGUARD EXTENDED DURATION TR			PURCHASE		VARIOUS
1/17/14	233,688	228,887			4,801

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received	Whom Sold	Date Acquired
Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
2555.136SH VANGUARD EXTENDED DURATIO			PURCHASE		12/30/13
1/23/14 \$	241,507 \$	228,137 \$		\$	13,370
4883SH EXXON MOBIL			DONATION		5/02/14
5/05/14	502,599	495,185			7,414
37704.918SH MAINSTAY HIGH YIELD CORP			PURCHASE		VARIOUS
10/25/13	230,000	221,946			8,054
41118.421SH MAINSTAY HIGH YIELD CORP			PURCHASE		VARIOUS
10/31/13	250,000	242,044			7,956
40849.673SH MAINSTAY HIGH YIELD CORP			PURCHASE		VARIOUS
3/10/14	250,000	240,707			9,293
36052.048SH MAINSTAY HIGH YIELD CORP			PURCHASE		VARIOUS
4/02/14	221,000	212,480			8,520
2300SH VANGUARD MID CAP			PURCHASE		VARIOUS
12/02/13	248,861	173,410			75,451
2100SH VANGUARD MID CAP			PURCHASE		VARIOUS
6/05/14	244,645	160,679			83,966
396.559SH VANGUARD MID CAP			PURCHASE		VARIOUS
8/21/14	47,586	30,530			17,056
653.441SH VANGUARD MID CAP			PURCHASE		8/05/11
8/21/14	78,411	45,459			32,952
3500SH VANGUARD EUROPE			PURCHASE		VARIOUS
11/21/13	197,855	167,537			30,318
4021.204SH VANGUARD EUROPE			PURCHASE		VARIOUS
1/10/14	234,513	209,969			24,544
1065.12SH VANGUARD TOTAL BOND			PURCHASE		1/06/12
4/15/14	86,965	88,810			-1,845
3000SH VANGUARD TOTAL BOND			PURCHASE		VARIOUS
5/01/14	245,035	249,981			-4,946
2700SH VANGUARD TOTAL BOND			PURCHASE		4/02/12
5/13/14	220,786	223,965			-3,179
2680SH VANGUARD TOTAL BOND			PURCHASE		4/02/12
5/14/14	219,818	222,306			-2,488
3050SH VANGUARD TOTAL BOND			PURCHASE		VARIOUS
5/15/14	250,840	254,426			-3,586
3100SH VANGUARD TOTAL BOND			PURCHASE		11/08/11
4/11/14	252,937	259,405			-6,468
3000SH VANGUARD TOTAL BOND			PURCHASE		11/08/11
4/11/14	244,735	251,037			-6,302
1934.88SH VANGUARD TOTAL BOND			PURCHASE		VARIOUS
4/15/14	157,979	161,868			-3,889
5113.777SH VANGUARD TIPS			PURCHASE		3/20/12
10/17/13	134,441	140,532			-6,091
9455.371SH VANGUARD TIPS			PURCHASE		VARIOUS
10/22/13	250,000	259,944			-9,944
9437.524SH VANGUARD TIPS			PURCHASE		VARIOUS
10/25/13	250,000	259,453			-9,453
10101.134SH VANGUARD TIPS			PURCHASE		VARIOUS
10/17/13	265,559	253,933			11,626
6822.421SH VANGUARD TIPS			PURCHASE		6/20/13
4/11/14	178,884	183,384			-4,500
12246.992SH VANGUARD TIPS			PURCHASE		VARIOUS
4/11/14	321,116	329,195			-8,079

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Whom Sold		Date Acquired
Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss	
14924.267SH VANGUARD TIPS			PURCHASE			VARIOUS
6/26/14	\$ 398,627	\$ 401,159	\$	\$	-2,532	
1548.964SH VANGUARD TIPS			PURCHASE			6/20/13
6/26/14	41,373	41,636			-263	
8032.196SH VANGUARD TIPS			PURCHASE			VARIOUS
8/07/14	216,146	215,902			244	
514.813SH VANGUARD TIPS			PURCHASE			8/07/14
9/26/13	13,854	13,838			16	
CAPITAL GAIN DISTRIBUTIONS			PURCHASE			VARIOUS
VARIOUS	5,153				5,153	
TOTAL	\$ 11,400,461	\$ 9,790,058	\$ 0	\$ 0	\$ 1,610,403	

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES NYLIM	\$ 34,253	\$ 34,253	\$	\$
TOTAL	\$ 34,253	\$ 34,253	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
FEES AND MISCELLANEOUS	2,022			
TOTAL	\$ 2,022	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MAINSTAY INDEXED BOND FUND	\$ 1,585,429	\$ 718,789		\$ 713,655
VANGUARD TOTAL BOND MARKET ETF	1,925,837	226,475		227,783

Federal Statements**Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments (continued)**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
VANGUARD MORTGAGE BACKED SEC	\$ 219,980	\$		\$
VANGUARD EUROPE ETF	377,506			
VANGUARD PACIFIC ETF	967,490	1,472,438		1,558,068
VANGUARD EMERGING MARKETS ETF	673,692	458,919		472,970
VANGUARD FTSE ALL WORLD EX US SMALL		224,677		215,289
VANGUARD SMALL CAP ETF	1,458,708	1,244,812		1,456,125
VANGUARD MID CAP ETF	920,136	831,169		1,216,249
VANGUARD LARGE CAP ETF	4,334,451	3,977,971		6,010,893
VANGUARD GROWTH ETF	1,246,930	969,856		1,400,136
VANGUARD INFORMATION TECH	220,577	235,561		306,745
VANGUARD FINANCIALS		394,901		417,160
VANGUARD INDUSTRIALS		138,262		141,785
VANGUARD VALUE ETF	475,289			
VANGUARD SHORT TERM CORP	951,611	2,192,489		2,181,045
VANGUARD INFLATION PROTECTED SEC	2,432,201	4,623,929		4,576,597
TOTAL	\$ 17,789,837	\$ 17,710,248		\$ 20,894,500

Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

SEE STATEMENT 6

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

SEE STATEMENT 6

Frank G. & Frieda K. Brotz Family Foundation, Inc.

Grants made FYE 9/30/2014

NAME	Address	AMOUNT	DATE	PURPOSE
Friends of St. Nicholas Hospital	Sheboygan, WI	\$5,000.00	10/17/2013	16th Annual St. Nicholas Eve
Children's Hospital Foundation	Milwaukee, WI	\$50,000.00	10/18/2013	Pledge 1 of 7-Neonatal Intensive Care Unit
Concordia University Wisconsin	Mequon, WI	\$25,000.00	10/18/2013	Pledge 4 of 4-New School of Pharmacy
Froedtert Hospital Foundation, Inc.	Milwaukee, WI	\$15,000.00	10/18/2013	Pledge 4 of 5-Rehab transportation services
Great Marnages for Sheboygan County	Sheboygan, WI	\$30,000.00	10/18/2013	Pledge 4 of 4-Marriage Education Center
Holy Name of Jesus Parish	Sheboygan, WI	\$50,000.00	10/18/2013	Pledge 1 of 3-School renovations
John Michael Kohler Arts Center, Inc.	Sheboygan, WI	\$50,000.00	10/18/2013	Pledge 3 of 5-Continued annual support
Lakeland College	Sheboygan, WI	\$100,000.00	10/18/2013	Pledge 5 of 5-Looking Forward/Giving Back Campaign
Manan University	Fond du Lac, WI	\$25,000.00	10/18/2013	Pledge 1 of 4-New science facility
Marquette University Law School	Milwaukee, WI	\$200,000.00	10/18/2013	Pledge 1 of 6-Scholarship Fund
Meals on Wheels of Sheboygan County	Sheboygan, WI	\$100,000.00	10/18/2013	Pledge 2 of 3-2012 Kitchen Campaign
Medical College of Wisconsin, Inc.	Milwaukee, WI	\$25,000.00	10/18/2013	Pledge 5 of 5-Annual Fund of Excellence
RCS Empowers, Inc.	Sheboygan, WI	\$250,000.00	10/18/2013	Pledge 5 of 5-Improvements to RCS Campus
Saint Norbert College	DePere, WI	\$50,000.00	10/18/2013	Pledge 1 of 3-Renovation of science center
Sheboygan County YMCA	Sheboygan, WI	\$300,000.00	10/18/2013	Pledge 2 of 4-Additions and remodeling campaign
Sheboygan Senior Community	Sheboygan, WI	\$30,000.00	10/18/2013	Pledge 1 of 2-Purchase 2nd transportation bus
St. Mary's Springs Academy	Fond du Lac, WI	\$25,000.00	10/18/2013	Pledge 1 of 2-School renovations
			10/18/2013	
			reissued 2/7/14	
Silver Lake College	Manitowoc, WI	\$25,000.00		Pledge 2 of 4-Capital campaign
Weill Center Foundation, Inc	Sheboygan, WI	\$25,000.00	10/18/2013	Pledge 4 of 5-Operations and improvements
Society of Saint Vincent DePaul	Sheboygan, WI	\$25,000.00	11/6/2013	Pledge 1 of 2-School Tuition Assistance Program
Aviation Heritage Center of Wisconsin	Sheboygan Falls, WI	\$10,000.00	11/19/2013	Pledge 6 of 6-Educational Programs
Lakeland College	Sheboygan, WI	\$20,000.00	11/19/2013	In memory of Peter F. Bemis
Plymouth Intergenerational Coalition Ltd	Plymouth, WI	\$5,000.00	11/19/2013	In memory of Peter F. Bemis
Catholic Relief Services	Baltimore, MD	\$25,000.00	11/20/2013	Typhoon Haiyan disaster relief fund
Great Lakes Aerospace Science & Ed. Ctr	Sheboygan, WI	\$100,000.00	12/10/2013	Pledge 1 of 5-Building lease & exhibit upgrades
Big Brothers & Big Sisters of Sheb. Cty.	Sheboygan, WI	\$10,000.00	12/12/2013	Continued support
Boys & Girls Club of Sheboygan County	Sheboygan Falls, WI	\$10,000.00	12/12/2013	Continued support
Catholic Stewardship Appeal	Milwaukee, WI	\$25,000.00	12/12/2013	2013 Catholic Stewardship Appeal
Edgewood College	Madison, WI	\$10,000.00	12/12/2013	Support annual scholarships
Lakeland College	Sheboygan, WI	\$25,000.00	12/12/2013	2014 Movers & Shakers Dinner Sponsorship
Lakeshore Chorale	Sheboygan Falls, WI	\$1,000.00	12/12/2013	Continued support
Meals on Wheels of Sheboygan County	Sheboygan, WI	\$10,000.00	12/12/2013	Continued support
Milwaukee School of Engineering	Milwaukee, WI	\$10,000.00	12/12/2013	2013-14 Annual Scholarship Fund
Safe Harbor of Sheboygan County, Inc.	Sheboygan, WI	\$10,000.00	12/12/2013	Continued support
Saint Josaphat Basilica Foundation	Milwaukee, WI	\$550.00	12/12/2013	Preservation of Basilica
Sheboygan County Humane Society	Sheboygan, WI	\$1,500.00	12/12/2013	Continued support
Sheboygan County YMCA	Sheboygan, WI	\$10,000.00	12/12/2013	2013 Partner With Youth Program
Sheboygan Food Pantry	Sheboygan, WI	\$5,000.00	12/12/2013	Continued support

NAME	Address	AMOUNT	DATE	PURPOSE
The Salvation Army	Sheboygan, WI	\$10,000.00	12/12/2013	Continued support
The Sheboygan Theatre Company	Sheboygan, WI	\$2,500.00	12/12/2013	Continued support
Wisconsin Public Television	Milwaukee, WI	\$500.00	12/12/2013	Continued support
Muscular Dystrophy Association	Green Bay, WI	\$1,600.00	12/13/2013	Summer Camp
Catholic Charities of Sheboygan	Milwaukee, WI	\$25,000.00	12/18/2013	Pledge 2 of 4 - Support services in Sheboygan Cty.
Children's Hospital and Health Systems Fdn.	Milwaukee, WI	\$3,000.00	12/18/2013	Pledge 1 of 5 - Children's Literacy Council of Sheb.
Roncalli High School	Manitowoc, WI	\$25,000.00	12/18/2013	Pledge 2 of 4 - 2012 Capital Campaign
Saint Norbert College	DePere, WI	\$10,000.00	12/18/2013	Pledge 4 of 5 - Support St. Norbert Fund
Friends of St. Nicholas Hospital	Sheboygan, WI	\$25,000.00	2/7/2014	Endowment Charity Care
Friends of St. Nicholas Hospital	Sheboygan, WI	\$25,000.00	2/7/2014	Colleague Campaign dollar-for-dollar match
Sheboygan County Christian High School	Sheboygan, WI	\$3,800.00	2/7/2014	Purchase additional Mac computers
Sheboygan County Christian High School	Sheboygan, WI	\$25,000.00	2/7/2014	Physic Tree Project
UW - Sheboygan Fdn., Inc.	Sheboygan, WI	\$3,750.00	2/20/2014	2014 Spring Brotz Family Science Scholarships
Safe Harbor of Sheboygan County, Inc.	Sheboygan, WI	\$10,000.00	2/21/2014	Men Who Cook event
Safe Harbor of Sheboygan County, Inc.	Sheboygan, WI	\$5,000.00	2/28/2014	Men Who Cook event
Great Lakes Spaceport Ed. Fdn.	Sheboygan, WI	\$10,000.00	4/1/2014	2014-18th Annual Rocket Launch
Rawhide, Inc.	New London, WI	\$10,000.00	4/3/2014	Bart & Cherry Starr Family Museum
Aviation Heritage Center of Wisconsin	Sheboygan Falls, WI	\$10,000.00	5/8/2014	2014 Fall Semester High School Program
Camp Anokijig	Plymouth, WI	\$15,000.00	5/8/2014	Replacement of 2 piers
Circle of Friends	Kohler, WI	\$10,000.00	5/8/2014	Continued support
Dismas	Milwaukee, WI	\$500.00	5/8/2014	Continued support
Herreshoff Marine Museum	Bristol, RI	\$500.00	5/8/2014	Matching grant challenge
Holy Resurrection Monastery	St. Nazianz, WI	\$1,000.00	5/8/2014	Continued support
Howards Grove Education Foundation, Inc.	Howards Grove, WI	\$10,000.00	5/8/2014	Purchase Mobile Computer Laboratory
				Support the Mwereni Integrated School for the Blind's tractor shed
K2 Adventure Foundation	Scottsdale, AZ	\$10,000.00	5/8/2014	
Love, Inc.	Sheboygan Falls, WI	\$50,000.00	5/8/2014	Pledge 1 of 2 - Clearinghouse and challenge grant
Making Spirits Bright	Sheboygan, WI	\$5,000.00	5/8/2014	Continued support
Rainbow Kids	Sheboygan, WI	\$1,000.00	5/8/2014	Continued support
REINS, Inc.	Sheboygan, WI	\$500.00	5/8/2014	Continued support
Sharon S. Richardson Hospice Home	Sheboygan Falls, WI	\$15,000.00	5/8/2014	Dinner sponsorship
Sheboygan County Interfaith Organization	Sheboygan, WI	\$10,000.00	5/8/2014	Continued support
Silver Lake College	Manitowoc, WI	\$20,000.00	5/8/2014	Silver Lake Fund & Brotz Endowment Fund
Weill Center Foundation, Inc.	Sheboygan, WI	\$10,000.00	5/8/2014	Pledge 1 of 2 - Season sponsorship
Sheboygan Athletic Club	Sheboygan, WI	\$25,000.00	5/16/2014	Pledge 2 of 2 - new scoreboard & lighting system
The Salvation Army	Sheboygan, WI	\$50,000.00	5/16/2014	Pledge 5 of 6 - new addition and renovation
UW - Sheboygan Fdn., Inc.	Sheboygan, WI	\$250,000.00	5/16/2014	Pledge 1 of 3 - Engineering Lab Building
Lakeland College	Sheboygan, WI	\$10,000.00	6/3/2014	2014 Movers & Shakers Gala
Sheboygan Youth Sailing Club, Inc.	Sheboygan, WI	\$38,050.00	6/9/2014	Equipment, ground and facility improvements
Camp Evergreen	Sheboygan, WI	\$5,000.00	6/11/2014	2014 Summer Camp
I.D.E.A.S. Academy/SASD	Sheboygan, WI	\$3,500.00	6/16/2014	Deposits for 10 student's Nicaragua trip
Sheboygan County Conservation Assoc.	Sheboygan, WI	\$5,000.00	6/16/2014	Little Elkhart Lake fish restocking
Sheboygan County Historical Society	Sheboygan, WI	\$5,000.00	6/20/2014	Kenneth Conger Education Endowment Fund
UW - Sheboygan Fdn., Inc.	Sheboygan, WI	\$3,750.00	7/2/2014	2014 Fall Brotz Family Science Scholarships

NAME	Address	AMOUNT	DATE	PURPOSE
Sailing Education Association Sheboygan	Sheboygan, WI	\$25,000.00	7/18/2014	Support Sheboygan Youth Sailing Club
St. Peter Claver Catholic Church	Sheboygan, WI	\$25,000.00	8/4/2014	Pledge 4 of 4 - Building expansion
Theater for Young Audiences	Sheboygan, WI	\$2,500.00	8/4/2014	Sponsor Peter Pan Jr Mainstage show
Above & Beyond Children's Museum	Sheboygan, WI	\$10,000.00	9/9/2014	Continued support
Children's Hospital Foundation	Milwaukee, WI	\$10,000.00	9/9/2014	2014 Louie's 16th Last Regatta
Elkhart Lake-Glenbeulah Educ. Fdn.	Elkhart Lake, WI	\$10,000.00	9/9/2014	Build greenhouse project
Foundation for Religious Retirement	St. Francis, WI	\$1,000.00	9/9/2014	Continued support
Friends of St. Nicholas Hospital	Sheboygan, WI	\$5,000.00	9/9/2014	17th Annual St. Nicholas Eve
Kohler Civic Club	Kohler, WI	\$25,000.00	9/9/2014	Woodland Cemetery Veteran's Memorial
Kohler School District Foundation	Kohler, WI	\$5,000.00	9/9/2014	8th Annual Fall Follies Fundraiser
New Hope Pregnancy Center of Sheboygan, Inc	Sheboygan, WI	\$25,000.00	9/9/2014	Memorial in honor of Patricia G. Brotz
Sheboygan North High School	Sheboygan, WI	\$10,000.00	9/9/2014	Reconditioning of auditorium seating
Sheboygan Service Club	Sheboygan, WI	\$15,000.00	9/9/2014	Support annual Charity Ball
Sheboygan Symphony Orchestra	Sheboygan, WI	\$25,000.00	9/9/2014	Pledge 1 of 4-Continuing operating support
Wisconsin Right to Life/Veritas Society	Milwaukee, WI	\$5,000.00	9/9/2014	Veritas Society event
Rawhide, Inc.	New London, WI	\$2,500.00	9/11/2014	Support Youth Education Program
TOTAL		\$2,653,000.00		

**FRANK G. & FRIEDA K. BROTZ
FAMILY FOUNDATION, INC.
2013 FORM 990-PF
EIN: 39-6060552**

STATEMENT 6

Page 10, Part XV, Item 2

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

- a.) The name, address, and telephone number of the person to whom applications should be addressed:

*Frank G. & Frieda K. Brotz Family Foundation, Inc.
Attention: Grants Committee
3518 Lakeshore Road
Sheboygan, Wisconsin 53083
Telephone: 920-458-2121*

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

A written letter giving details of the applicant, its purpose, its intended use of any grant, evidence that shows the applicant is qualified under Section 170(c) of the Internal Revenue Code.

- c.) Any submission deadlines:

None, the grants committee of this private foundation meets periodically.

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

This private foundation's grants are made to public supported Section 170(c) Internal Revenue Code qualified organizations; primarily in Wisconsin. No grants to individuals or organizations that require "expenditure responsibility under Treasury Regulations".

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
U.S. BANK CHECKING	\$ 39		14		
U.S. BANK MONEY MARKET	160		14		
MAINSTAY CASH RESERVE	75		14		
VANGUARD MONEY MARKET	208		14		
TOTAL	\$ 482				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
MAINSTAY HIGH YIELD BOND	\$ 16,057		14		
MAINSTAY SHORT DURATION	34,478		14		
VANGUARD EUROPE	953		14		
VANGUARD PACIFIC	37,579		14		
VANGUARD EMERGING MARKETS	14,482		14		
VANGUARD SMALL CAP	18,096		14		
VANGUARD MID CAP	14,743		14		
VANGUARD INDEXED BOND	33,194		14		
VANGUARD SHORT TERM CORP	23,722		14		
VANGUARD MORTGAGE BACKED SEC	274		14		
VANGUARD TIPS	18,487		14		
VANGUARD INFORMATION TECH	2,738		14		
VANGUARD GROWTH	20,864		14		
VANGUARD LARGE CAP	108,047		14		
VANGUARD OTHER	7,602		14		
TOTAL	\$ 351,316				

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions FRANK G. & FRIEDA K. BROTZ FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 39-6060552
	Number, street, and room or suite no. If a P.O. box, see instructions 3518 LAKESHORE ROAD	Social security number (SSN)
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions SHEBOYGAN WI 53083	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **FOUNDATION SECRETARY**

Telephone No ► **920-458-2121**FAX No ► **920-451-3805**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **05/16/15**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year _____ or► ☒ tax year beginning **10/01/13**, and ending **09/30/14**

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	13,805
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	21,252
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions