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Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation THE THOM FAMILY FOUNDATION, INC.		A Employer identification number 20-0374684
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
FOUNDATION SOURCE 501 SILVERSIDE RD		
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 4,716,317.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ 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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	450,000.			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	74.	74.		
	4 Dividends and interest from securities	73,209.	73,209.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	157,490.			
	b Gross sales price for all assets on line 6a 844,076.				
	7 Capital gain net income (from Part IV, line 2)		172,551.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH. 1	15,727.	649.		
	12 Total Add lines 1 through 11	696,500.	246,483.		
	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) [2]	31,208.	31,208.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	5,006.	47.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 4	24,168.	302.		23,861.
	24 Total operating and administrative expenses. Add lines 13 through 23.	60,382.	31,557.		23,861.
	25 Contributions, gifts, grants paid	157,386.			157,386.
	26 Total expenses and disbursements Add lines 24 and 25	217,768.	31,557.		181,247.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	478,732.			
	b Net investment income (if negative, enter -0-)		214,926.		
	c Adjusted net income (if negative, enter -0-)				

9A1 5

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	62,571.	62,975.	62,975.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule) ATCH 5	3,160,351.	3,447,172.	4,145,657.	
	c	Investments - corporate bonds (attach schedule) ATCH 6		51,261.	50,924.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 7	317,414.	457,660.	456,761.		
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)	3,540,336.	4,019,068.	4,716,317.		
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 . .	3,540,336.	4,019,068.		
	30	Total net assets or fund balances (see instructions)	3,540,336.	4,019,068.		
	31	Total liabilities and net assets/fund balances (see instructions)	3,540,336.	4,019,068.		

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	3,540,336.
2	Enter amount from Part I, line 27a	2	478,732.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,019,068.
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	4,019,068.

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 SEE PART IV SCHEDULE					
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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
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	172,551.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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.

(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))
2013	166,120.	3,632,043.	0.045737
2012	152,187.	2,979,785.	0.051073
2011	118,351.	2,821,248.	0.041950
2010	106,749.	2,395,443.	0.044563
2009	97,599.	1,837,716.	0.053109
2 Total of line 1, column (d)			2 0.236432
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 0.047286
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 4,359,263.
5 Multiply line 4 by line 3			5 206,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,149.
7 Add lines 5 and 6			7 208,281.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 181,247.

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)	1	4,299.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	4,299.
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	4,299.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,200.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,364.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,564.
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	265.
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 265. Refunded ☐ 11	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) ☐ MN, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (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?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ FOUNDATION SOURCE Telephone no ☐ 800-839-1754			
Located at ☐ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ☐ 19809-1377				
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 2014, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ☐	16	Yes	No 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.

		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 ☐	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 2014?	1c	X
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ☐		
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)	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 ☐		
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 2014 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 2014)	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 2014?	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 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 8		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. ☐

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

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

Part IX-B Summary of Program-Related Investments (see instructions)Form **990-PF** (2014)

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	4,012,862.
b	Average of monthly cash balances	1b	72,440.
c	Fair market value of all other assets (see instructions)	1c	340,346.
d	Total (add lines 1a, b, and c)	1d	4,425,648.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,425,648.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	66,385.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,359,263.
6	Minimum investment return. Enter 5% of line 5	6	217,963.

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	217,963.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4,299.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,299.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	213,664.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	213,664.
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	213,664.

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	181,247.
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	181,247.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	181,247.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				213,664.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			22,236.	
b Total for prior years 20 12 , 20 11 , 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 181,247.				
a Applied to 2013, but not more than line 2a			22,236.	
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 2014 distributable amount				159,011.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 . (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				
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 2013 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				54,653.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum 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))

ATTACHMENT 9

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 10				
Total			▶ 3a	157,386.
b Approved for future payment				
Total			▶ 3b	

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) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
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				14	74.	
4 Dividends and interest from securities				14	73,209.	
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		525990	3.	18	157,487.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 11 _____					15,727.	
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)			3.		246,497.	
13 Total. Add line 12, columns (b), (d), and (e)						246,500.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2014

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

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

Name of the organization

THE THOM FAMILY FOUNDATION, INC.

Employer identification number

20-0374684

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 foundationCheck 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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 THE THOM FAMILY FOUNDATION, INC.

Employer identification number
20-0374684**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	THOM, JEFF A. 43023 520TH STREET NORTH MANKATO, MN 56003	\$ 450,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE THOM FAMILY FOUNDATION, INC.

Employer identification number

20-0374684

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
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization THE THOM FAMILY FOUNDATION, INC.

Employer identification number

20-0374684

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
[Publicly-traded Securities] Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 844,076	\$ 686,615	\$ 157,461
						\$ 26
Total included in Part IV				\$ 844,076	\$ 686,615	\$ 157,487
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ 3
Part I, Line 6a Total						\$ 157,490

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS GPB HOLDINGS LP CLASS A	667.	667.
K-1 INC/LOSS HPI REAL ESTATE OPPORTUNITY	-91.	-91.
K-1 INC/LOSS LAZARD LTD	49.	49.
K-1 INC/LOSS THE BLACKSTONE GROUP LP	24.	24.
LIFE INSURANCE POLICY INCOME	15,078.	
TOTALS	<u>15,727.</u>	<u>649.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT SERVICES	31,208.	31,208.
TOTALS	<u>31,208.</u>	<u>31,208.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAX FOR 2014	2,200.	
990-PF EXCISE TAX FOR 2013	2,759.	
FOREIGN TAX PAID	47.	47.
TOTALS	<u>5,006.</u>	<u>47.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES			
K-1 EXP GPB HOLDINGS LP CLASS	23,836.	302.	23,836.
K-1 EXP HPI REAL ESTATE OPPORT	305.		
STATE OR LOCAL FILING FEES	2.		25.
	25.		
TOTALS	<u>24,168.</u>	<u>302.</u>	<u>23,861.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACE LTD	5,037.	5,974.
ADT LTD.	5,542.	5,435.
AES CORP	5,865.	5,508.
AETNA INC.	3,617.	3,553.
AGILENT TECHNOLOGIES INC	3,407.	3,848.
ALBEMARLE CP	2,347.	2,465.
ALLERGAN INC.	3,222.	7,015.
AMC NETWORKS INC	2,219.	2,870.
AMDOCS LIMITED	6,248.	6,066.
AMEC FOSTER WHEELER PLC	1,083.	1,087.
AMERICAN BALANCED FUND CL A	198,876.	249,879.
AMERICAN ELECTRIC POWER INC.	2,227.	2,429.
AMERICAN FDS NEW WORLD FUND A	79,055.	84,181.
AMERICAN FUNDS CAP INCOME BUIL	206,667.	233,998.
AMERICAN FUNDS INCOME FD OF AM	199,356.	243,497.
AMERICAN FUNDS NEW PERSPECTIVE	150,435.	197,013.
AMERIPRISE FINANCIAL INC	5,296.	6,613.
AMGEN INC	4,395.	5,575.
ANADARKO PETROLEUM CORP	3,187.	2,888.
APPLE INC.	15,581.	20,200.
APPLIED MICRO CIRCUITS CORP	1,766.	1,095.
ARCHER DANIELS MDLND	5,685.	6,760.
ARRAY BIOPHARMA INC	985.	752.
ARRIS GROUP INC	2,341.	4,951.
ATMEL CORPORATION	2,623.	4,469.
AVNET INC.	2,396.	3,183.
BARD C R INC.	5,288.	6,165.
BED BATH & BEYOND INC.	2,452.	3,047.
BELMOND LTD	2,743.	3,315.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BLACKROCK GLOBAL ALLOC A	195,053.	194,499.
BLACKROCK INTERNTL VALUE FD CL	128,096.	145,238.
BOYD GAMING CORP	1,025.	1,265.
BROADCOM CORPORATION	5,509.	6,326.
CABLEVISION SYSTEMS CORP CL A	2,428.	2,952.
CAE INC	1,900.	3,200.
CAMECO CORPORATION	4,003.	3,446.
CAMERON INTERNATIONAL CORP	5,571.	3,846.
CAPITAL ONE FINANCIAL CORP	7,965.	8,172.
CAPITAL WORLD GROWTH & INCOME	144,115.	194,979.
CAREFUSION CORP	3,592.	6,824.
CARTER'S INC	3,597.	5,762.
CBRE GROUP INC	2,091.	2,946.
CHART INDUSTRIES, INC.	1,789.	855.
CHIPOTLE MEX GRILL	2,960.	3,423.
CINCINNATI BELL INC	1,687.	1,866.
CINTAS CRP	2,392.	2,353.
CISCO SYSTEMS INC	2,976.	3,895.
CIT GROUP INC	3,845.	4,544.
COGNEX CORPORATION	502.	3,058.
COMCAST CORP CL A	5,873.	6,961.
COMPUTER SCIENCES CORP	4,319.	5,359.
COVANTA HOLDING CORP	4,320.	5,238.
CUMMINS INC	1,248.	6,343.
CVS CAREMARK CORP.	11,095.	13,387.
DELPHI AUTOMOTIVE PLC	5,163.	6,545.
DISCOVER FINL SVCS COM	5,222.	6,549.
DISCOVERY COMMUNICATIONS, INC	2,859.	6,609.
DODGE & COX INCOME FUND	96,577.	95,753.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DOW CHEMICAL PV	5,404.	5,154.
DR PEPPER SNAPPLE GROUP, INC	7,839.	9,892.
DYAX CORP	1,133.	1,800.
EDISION INTL	5,527.	6,352.
EDWARDS LIFESCIENCES	1,469.	1,911.
ENDOCYTE INC	1,407.	522.
EOG RESOURCES INC	5,673.	4,604.
EURONET WORLDWIDE INC	1,778.	4,447.
EVEREST RE GROUP LTD	6,452.	6,812.
EXELON CORPORATION	4,836.	4,820.
EXXON MOBIL CORP	3,808.	3,698.
FIFTH THIRD BANCORP	3,573.	3,567.
FIRST EAGLE SOGEN GLOBAL FUND	203,939.	219,602.
FIRST REPUBLIC BANK	2,598.	3,961.
FOOT LOCKER INC N.Y. COM	2,240.	2,247.
FOSTER WHEELER AG	2,965.	3,990.
FRANKLIN FLOATING RATE DAILY A	48,452.	46,893.
GANNETT CO INC	4,644.	8,270.
GARMIN LTD	4,922.	5,336.
GATEWAY FUND CLASS Y	67,406.	67,554.
GEN DYNAMICS CP	9,969.	9,909.
GILEAD SCIENCES INC	9,995.	10,651.
GOLDMAN SACHS GROUP	5,585.	5,815.
HALLIBURTON COMPANY	5,313.	3,933.
HANESBRANDS INC	5,660.	5,804.
HARBOR CAPITAL APPRECIATION FU	45,011.	61,729.
HARBOR FDS INTL FD	84,161.	84,987.
HARMONIC INC.	1,386.	1,675.
HCA INC	2,995.	2,936.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HCC INS HLDGS INC.	3,319.	5,138.
HELMERICH PAYNE	1,256.	3,641.
HEWLETT PACKARD CO	2,697.	3,210.
HEXCEL CP DELAWARE	4,042.	8,962.
HOME DEPOT INC.	8,615.	9,447.
HONEYWELL INTERNATIONAL INC.	2,828.	4,596.
HOST HOTELS & RESORTS INC	4,151.	6,180.
HUNTINGTON INGALLS INDUSTRIES	2,531.	2,812.
IAC/INTERACTIVE CORP	549.	2,067.
IDEX CP	1,997.	3,736.
IMMUNOGEN, INC	1,361.	817.
INTEL CORP	5,624.	6,024.
INTERXION HOLDING N.V.	2,393.	3,144.
IRIDIUM COMMUNICATIONS INC	1,531.	1,814.
ISIS PHARMACEUTICALS, INC.	1,643.	7,224.
JACOBS ENGINEERING GP	3,922.	3,933.
JANUS CAPITAL GROUP INC.	982.	2,129.
JDS UNIPHASE CORP	2,597.	2,717.
JOHNSON & JOHNSON	9,874.	10,457.
KANSAS CITY SOUTHERN	1,374.	5,979.
KEYSIGHT TECHNOLOGIES INC	4,146.	4,728.
KINDER MORGAN INC	2,457.	3,554.
KROGER CO	10,081.	20,611.
LAM RESEARCH CORP	2,822.	10,473.
LAS VEGAS SANDS CORP	1,751.	6,863.
LEVEL 3 COMMUNICATIONS, INC	3,264.	8,395.
LIBERTY BROADBAND CORP	225.	301.
LIBERTY BROADBAND CORP K	593.	598.
LIBERTY MEDIA CORPORATION	1,734.	1,681.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LIBERTY MEDIA CORPORATION COM	686.	846.
LINCOLN NATIONAL CORP	5,315.	6,171.
LYONDELLBASELL INDUSTRIES NV	5,344.	4,366.
MACY'S INC	6,247.	7,890.
MADISON SQUARE GARDEN CO.	1,450.	3,462.
MAGNA INTERNATIONAL INC.	1,633.	2,174.
MARATHON PETROLEUM CORP	3,105.	3,610.
MARSHALL SMALL-CAP GROWTH FD C	46,468.	50,419.
MEDICINES COMPANY	240.	249.
MEDTRONIC INC	3,690.	4,332.
MERCK & CO INC.	2,901.	2,840.
MFS GLOBAL TOTAL RETURN FUND C	199,228.	228,759.
MICRON TECHNOLOGY	2,895.	6,652.
MICROSOFT CORPORATION	3,159.	3,716.
MOHAWK INDS INC	5,314.	6,059.
MONSTER BEVERAGE CORP	5,610.	5,526.
MYLAN INC.	3,805.	5,073.
MYRIAD GENETICS, INC	2,297.	2,589.
NETAPP, INC.	2,852.	2,902.
NIKE INC-CL B	5,663.	6,057.
NORDSTROM INC	2,730.	3,811.
NORTHROP GRUMMAN CORP	5,557.	7,370.
NUVEEN EQUITY INCOMECLASS I	73,806.	82,771.
O'REILLY AUTOMOTIVE INC.	2,497.	3,852.
ORACLE CORP	5,929.	7,645.
PALL CP	1,612.	6,174.
PARKER HANNIFIN CP	5,467.	5,416.
PARTNERRE LTD. COM	3,429.	5,136.
PG & E CORP	5,562.	5,910.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO UNCONSTRAINED BOND FUND	87,076.	86,873.
PIONEER NAT RES CO	2,454.	3,424.
POLYCOM, INC.	797.	837.
PRECISION CASTPARTS	2,469.	6,986.
PVH CORP	2,561.	3,461.
QUANTA SVCS INC.	5,883.	5,224.
R F MICRO DEVICES INC	2,044.	7,333.
RAYMOND JAMES FINANCIAL INC	910.	2,807.
REGENERON PHARMACEUTICALS, INC	4,853.	13,949.
RELIANCE STL & ALMN	4,102.	4,595.
REYNOLDS AMERICAN INC	5,581.	5,784.
ROBERT HALF INTL INC.	959.	2,802.
ROPER INDUSTRIES	2,298.	3,283.
ROSS STORES, INC.	4,361.	6,315.
ROWAN CO PLC	2,063.	1,632.
ROYAL CARRIBEAN CRUISE	5,644.	12,282.
SANDISK CORP	2,978.	2,939.
SEACHANGE INTERNATIONAL, INC	1,273.	1,123.
SEATTLE GENETICS, INC.	1,796.	2,795.
SEI INVESTMENTS	2,399.	3,964.
SINCLARI BROADCAST GROUP INC	1,103.	4,460.
SKYWORKS SOLUTIONS, INC	2,913.	3,999.
SOTHEBYS	2,836.	3,411.
SOUTHWEST AIRLINES	8,716.	13,542.
STARZ	2,177.	2,168.
STILLWATER MINING CO	1,400.	3,125.
T. ROWE PRICE GROWTH STOCK FD	37,505.	51,960.
TELEPHONE & DATA SYS INC.	1,149.	1,263.
TESORO CORP	5,682.	5,799.

ATTACHMENT 5 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
THE MOSAIC CO	1,372.	1,506.
TRAVELERS COMPANIES INC	11,994.	13,337.
TRIMBLE NAV LTD	4,456.	4,830.
TRIQUINT SEMICONDUCTOR, INC.	654.	6,557.
TYSON FOODS INC CL A	2,626.	3,207.
U G I CP	2,634.	2,659.
UMB SCOUT INTERNATIONAL	51,735.	62,824.
UNIFI INC.	1,189.	2,111.
UNION PACIFIC	3,951.	5,957.
UNITED STATES CELLULAR CORP	1,193.	1,275.
USD CYRUSONE INC	792.	992.
VALERO ENERGY CORP	5,664.	5,445.
VALSPAR CORP	1,483.	5,362.
VANGUARD EQUITY INCOME - ADMIR	124,913.	150,505.
VANGUARD EQUITY INCOME PT	65,140.	82,748.
VANGUARD INDEX TR MID-CAP INDE	22,057.	50,705.
VANGUARD INSTITUTIONAL INDEX	121,461.	181,974.
VERIZON COMMUNICATIONS	2,377.	2,339.
VISHAY INTERTECH	460.	1,939.
WABTEC	2,775.	5,735.
WADDELL&REED FIN INC	3,286.	6,178.
WAL-MART STORES INC.	1,583.	1,718.
WEATHERFORD INTL	3,493.	2,508.
WELLS FARGO & CO.	8,545.	10,416.
WFA EMERGING MARKETS EQUITY FU	78,043.	72,003.
WORLD WRESTLING ENT	2,189.	2,147.
XEROX CP	1,781.	1,940.
YACHTMAN FOCUSED FUND	64,641.	80,702.
TOTALS	<u>3,447,172.</u>	<u>4,145,657.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUKE ENERGY - 2.15% - 11/15/16	51,261.	50,924.
TOTALS	<u>51,261.</u>	<u>50,924.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GPB HOLDINGS LP CLASS A	62,812.	62,450.
HPI REAL ESTATE OPPORTUNITY FU	62,357.	61,245.
LAZARD LTD	1,476.	2,051.
NW MUTUAL LIFE INS POL#12-368-	331,015.	331,015.
TOTALS	<u>457,660.</u>	<u>456,761.</u>

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
844,076.		PUBLICLY-TRADED SECURITIES 671,551.					172,525.	
		PASSTHROUGH K1 CAPITAL GAIN					26.	
TOTAL GAIN (LOSS)							<u>172,551.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITIONNAME AND ADDRESS

KEVIN J OLSON FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR	1.00
PAUL TANIS FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR	1.00
ANDREW J THOM FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR	1.00
CYNTHIA L THOM FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIR	1.00
JEFF A THOM FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	PRES / DIR	1.00

THE THOM FAMILY FOUNDATION, INC.

20-0374684

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

JOSEPH A THOM DIR

FOUNDATION SOURCE 501 SILVERSIDE RD 1.00
123

WILMINGTON, DE 19809-1377

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

CYNTHIA L THOM
JEFF A THOM

THE THOM FAMILY FOUNDATION, INC

20-0374684

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ALZHEIMERS DISEASE & RELATED DISORDERS ASSOCIATION 7900 W 78TH ST MINNEAPOLIS, MN 55439	N/A	PC	GENERAL & UNRESTRICTED	4,000
AMERICAN HEART ASSOCIATION INC 4701 W 77TH ST MINNEAPOLIS, MN 55435	N/A	PC	GENERAL & UNRESTRICTED	4,000
AMERICAN LUNG ASSOCIATION OF THE UPPER MIDWEST 3000 KELLY LN SPRINGFIELD, IL 62711	N/A	PC	GENERAL & UNRESTRICTED	4,000
AMERICAN RED CROSS - SOUTH CENTRAL MN CHAPTER 105 HOMESTEAD DR MANKATO, MN 56001	N/A	PC	GENERAL & UNRESTRICTED	4,000
ARTHRITIS FOUNDATION INC 1330 W PEACHTREE ST NW STE 100 ATLANTA, GA 30309	N/A	PC	GENERAL & UNRESTRICTED	4,000
EMERGENCY COMMUNITY HELP ORGANIZATION ECHO PO BOX 3212 MANKATO, MN 56002	N/A	PC	GENERAL & UNRESTRICTED	4,000

ATTACHMENT 10

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433	N/A PC	GENERAL & UNRESTRICTED	4,000
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE, STE 420 ROCKVILLE, MD 20850	N/A PC	GENERAL & UNRESTRICTED	4,000
HABITAT FOR HUMANITY INTERNATIONAL INC 1751 BASSETT DR MANKATO, MN 56001	N/A PC	GENERAL & UNRESTRICTED	4,000
HOUSE OF HOPE INC PO BOX 291 MANKATO, MN 56002	N/A PC	TO PURCHASE ONE AED DEFIBRILLATOR	1,600
JUNIOR ACHIEVEMENT OF THE UPPER MIDWEST 1800 WHITE BEAR AVE N MAPLEWOOD, MN 55109	N/A PC	MANKATO, MN AREA JUNIOR ACHIEVEMENT DONATION	39,286.
KIDS AGAINST HUNGER INC 13702 B ST OMAHA, NE 68144	N/A PC	GENERAL & UNRESTRICTED	4,000.

THE THOM FAMILY FOUNDATION, INC.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAKE-A-WISH FOUNDATION OF MINNESOTA 615 1ST AVE NE STE 415 MINNEAPOLIS, MN 55413	N/A PC	GENERAL & UNRESTRICTED	4,000
MARCH OF DIMES - SOUTHWEST DIVISION 107 N 2ND ST MANKATO, MN 56001	N/A PC	GENERAL & UNRESTRICTED	5,000
MINNESOTA HISTORICAL SOCIETY 345 KELLOGG BLVD W SAINT PAUL, MN 55102	N/A PC	GENERAL & UNRESTRICTED	2,500
SALVATION ARMY 700 S RIVERFRONT DR MANKATO, MN 56001	N/A PC	GENERAL & UNRESTRICTED	5,000
SHARING AND CARING HANDS INC 525 N 7TH ST MINNEAPOLIS, MN 55405	N/A PC	GENERAL & UNRESTRICTED	5,000
ST THOMAS MORE NEWMAN CENTER 1331 WARREN ST MANKATO, MN 56001	N/A PC	MANKATO CAMPUS BUILDING CONSTRUCTION FUND	50,000

FORM 990PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SUSAN G KOMEN BREAST CANCER FOUNDATION INC 5005 LBJ FWY STE 250 DALLAS, TX 75244	N/A PC	GENERAL & UNRESTRICTED	5,000
			TOTAL CONTRIBUTIONS PAID
			<u>157,386</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 11

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
K-1 INC/LOSS LIFE INSURANCE POLICY INCOME			14	649.	
			01	15,078.	
TOTALS				<u>15,727.</u>	