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

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▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014**Open to Public Inspection****For calendar year 2014, or tax year beginning , 2014, and ending**

Name of foundation Wilson Family Foundation, Inc.		A Employer identification number 39-1656189
Number and street (or P O box number if mail is not delivered to street address) 19160 Still Point Trail	Room/suite	B Telephone number (see instructions) (262) 617-2640
City or town, state or province, country, and ZIP or foreign postal code Brookfield WI 53045		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 3,857,406.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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. (attach schedule)					
2 <input checked="" type="checkbox"/> If the foundn is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		181,004.	181,000.	181,000.	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			62,252.		
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)					
See Line 11 Stmt		-25,616.	-25,553.	-25,553.	
12 Total Add lines 1 through 11.		155,388.	217,699.	155,447.	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach sch)					
c Other prof fees (attach sch)					
17 Interest					
18 Taxes (attach schedule)(see Instrs) Excise Tax.		959.			
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
State fees		10.			
24 Total operating and administrative expenses. Add lines 13 through 23		969.			
25 Contributions, gifts, grants paid		222,476.			222,476.
26 Total expenses and disbursements Add lines 24 and 25		223,445.			222,476.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-68,057.			
b Net investment income (if negative, enter -0-)			217,699.		
c Adjusted net income (if negative, enter -0-)				155,447.	

BAA For Paperwork Reduction Act Notice, see instructions.

TEEA0301 12/10/14

Form 990-PF (2014)

SCANNED JAN 28 2015

REVENUE

ADMINISTRATIVE
OPERATING AND
EXPENSES

25914

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		
ASSETS	1	Cash — non-interest-bearing	2,236.	0.	0.		
	2	Savings and temporary cash investments	262,329.	348,584.	348,584.		
	3	Accounts receivable ▶					
		Less allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach sch) 747,993.	L-7 Stmt				
		Less: allowance for doubtful accounts 0.	741,055.	747,993.	747,993.		
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule) . L-10b. Stmt . .	1,504,199.	1,530,678.	2,525,829.		
	c	Investments — corporate bonds (attach schedule)					
LIABILITIES	11	Investments — land, buildings, and equipment basis ▶					
		Less accumulated depreciation (attach schedule) ▶					
	12	Investments — mortgage loans					
	13	Investments — other (attach schedule) . . L-13. Stmt . .	-5,230.	-100,372.	235,000.		
	14	Land, buildings, and equipment basis ▶					
		Less accumulated depreciation (attach schedule) ▶					
	15	Other assets (describe)					
	16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	2,504,589.	2,526,883.	3,857,406.		
	17	Accounts payable and accrued expenses					
	18	Grants payable					
NET ASSETS OR FUND BALANCES	19	Deferred revenue	407,299.	414,237.			
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe)					
	23	Total liabilities (add lines 17 through 22)	407,299.	414,237.			
		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. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	2,097,290.	2,112,646.			
	30	Total net assets or fund balances (see instructions)	2,097,290.	2,112,646.			
	31	Total liabilities and net assets/fund balances (see instructions)	2,504,589.	2,526,883.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,097,290.
2	Enter amount from Part I, line 27a	2	-68,057.
3	Other increases not included in line 2 (itemize) ▶ See Other Increases Stmt	3	83,413.
4	Add lines 1, 2, and 3	4	2,112,646.
5	Decreases not included in line 2 (itemize) ▶ Realized Losses on securities sales	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,112,646.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 1000 A J Gallagher	P	01/10/08	01/29/14
b 1000 Sun Communities	P	08/27/08	08/06/14
c 2000 Triangle	P	05/31/12	09/10/14
d 1000 Seadrill	P	09/12/14	12/01/14
e See Columns (a) thru (d)			

(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 46,512.		23,699.	22,813.
b 53,806.		11,760.	42,046.
c 53,852.		40,009.	13,843.
d 14,038.		31,213.	-17,175.
e See Columns (e) thru (h)		130,150.	725.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			22,813.
b			42,046.
c			13,843.
d			-17,175.
e See Columns (i) thru (l)			725.

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	62,252.
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	-17,175.

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 (column (b) divided by column (c))
2013	206,190.	3,286,043.	0.062747
2012	301,031.	3,296,589.	0.091316
2011	209,899.	3,208,106.	0.065428
2010	155,279.	3,069,606.	0.050586
2009	94,268.	2,637,828.	0.035737

2 Total of line 1, column (d)	2	0.305814
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	0.061163
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,445,580.
5 Multiply line 4 by line 3	5	210,742.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,177.
7 Add lines 5 and 6	7	212,919.
8 Enter qualifying distributions from Part XII, line 4	8	222,476.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,177.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2.		3	2,177.
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	2,177.
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	0.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	0.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	21.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,198.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	11	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
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, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WI - Wisconsin		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ DONALD WILSON Telephone no. ▶ (262) 786-0667			
Located at ▶ 19160 Still Point Trail Brookfield WI ZIP + 4 ▶ 53045				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15				
16	At any time during calendar year 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?	16		X
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 ▶				

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
1 a During the year did the foundation (either directly or indirectly).		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?**5 b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7 b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD S WILSON 19160 STILL PT Brookfield WI 53045	PRES 3.00	0.	0.	0.
KATHLEEN WILSON 19160 STILL POINT TRAIL Brookfield WI 50145	VP 1.00	0.	0.	0.
Katharine Otto Lockwood 1120 Indianwood Brookfield WI 53045	DIRECTOR 0.50	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

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

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

None

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		
		None
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	3,496,847.
b	Average of monthly cash balances	1 b	1,204.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	3,498,051.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1 e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,498,051.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	52,471.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,445,580.
6	Minimum investment return. Enter 5% of line 5	6	172,279.

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	172,279.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	2,177.
b	Income tax for 2014. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	2,177.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	170,102.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	170,102.
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	170,102.

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	1 a	222,476.
b	Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	222,476.
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	2,177.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	220,299.

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				170,102.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2014				
a From 2009	0.			
b From 2010	0.			
c From 2011	0.			
d From 2012	71,013.			
e From 2013	43,760.			
f Total of lines 3a through e	114,773.			
4 Qualifying distributions for 2014 from Part XII, line 4: $\$$ 222,476.				
a Applied to 2013, 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 2014 distributable amount				170,102.
e Remaining amount distributed out of corpus	52,374.			
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	167,147.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
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)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	167,147.			
10 Analysis of line 9				
a Excess from 2010	0.			
b Excess from 2011	0.			
c Excess from 2012	71,013.			
d Excess from 2013	43,760.			
e Excess from 2014	52,374.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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) <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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).)

Donald S. Wilson

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

N/A

- c Any submission deadlines:

N/A

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

N/A

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

Recipient 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				
Sharon Lynne Wilson Center for the Arts 19205 Capitol Drove Brookfield WI 53045		501(c)3	General Support	106,126.
Northwestern University 1501 Central St Evanston IL 60208		501(c)3	General Support	13,500.
Florentine Opera Co 700 N. Water St Milwaukee WI 53202		501(c)3	General Support	11,125.
MacIver Institute for Public Policy 44 E Mifflin St Madison WI 53703		501(c)3	General support	1,500.
Marquette University PO Box 1881 Milwaukee WI 53201		501(c)3	Scholarship	5,300.
Rocketship Education 835 W National Milwaukee WI 53204		501(c)3	General Support	10,000.
United Performing Arts Fund 301 W Wisconsin Milwaukee WI 53203		501(c)3	General Support	9,500.
Medical College of Wisconsin 8701 Watertown Plank Rd Milwaukee WI 53226		501(c)3	General Support	1,275.
Marcus Center for the Performing Arts 929 N. Water Milwaukee WI 53202		501(c)3	General Support	3,750.
See Line 3a statement				60,400.
Total			3 a	222,476.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a <u>None</u>					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies . .					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	533100				
4 Dividends and interest from securities	523000	181,004.			
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory . . .			1		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue*					
a <u>Partnership Income-rental</u>	531110				
b <u>K-1 Ordinary income</u>	531110				
c <u>Section 1231</u>	531110				
d <u>Other K-1 Income</u>	531110				
e					
12 Subtotal. Add columns (b), (d), and (e)		181,004.			
13 Total. Add line 12, columns (b), (d), and (e)					181,004.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

Receivables

2014

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

Loan Receivable Type 3

Borrower's Name Bradon Preserve, LLC Borrower's Title na

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

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

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

Original Amount 2,800,000. Beginning Year Balance 741,055. Year End Balance 747,993.

FMV of at Year End 747,993. FMV of Consideration 6,938.

Allowance for Doubtful Accounts (other loans only) 0.

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

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

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

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

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

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

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

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

► Attach to return

Identification No.
89

[illegible]

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

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Partnership Income-rental	-35,150.	-35,150.	-35,150.
K-1 Ordinary income	5,320.	5,320.	5,320.
Section 1231	-63.		
Other K-1 Income	4,277.	4,277.	4,277.
Total	-25,616.	-25,553.	-25,553.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Gain on sale of securities (net)	62,252.
St James Distribution	7,572.
50-Twenty Distribution	13,589.
Total	83,413.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1500 Seadrill	P	05/31/12	12/01/14
100000 FRED-The Franklin	P	10/02/08	06/17/14

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
21,057.		47,769.	-26,712.
109,818.		82,381.	27,437.
Total		130,150.	725.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-26,712.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)

Continued

Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			27,437.
Total			725.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Bradley Wilson 19120 Still Point Trail Brookfield WI 53202	Director 0.50	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> Jennifer Healy 885 Burr Oak Drive Oconomowoc WI 53606	Director 0.50	0.	0.	0.

Total

0. 0. 0.

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

Line 3a statement

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox
Name and address (home or business)				Amount
a Paid during the year Milwaukee Art Museum 700 N. Art Museum Dr Milwaukee WI 53202		501(c)3	General Support	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,100.

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

Continued

Line 3a statement

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	Person or Business Checkbox	Amount
Name and address (home or business)					
a Paid during the year					
Civic Music Association 2625 S Greely Milwaukee WI 53207		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	300.
Ruth Helf Family Center Green Bay WI 5		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	100.
Arts Wisconsin PO Box 1054 Madison WI 53701		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	200.
Life Navigators 7203 West Center Wauwatosa WI 53210		501(c)3	General Support	Person or Business <input type="checkbox"/>	300.
Women and Girls Fd 2727 N Grandview Rd Waukesha WI 53188		501(c)3	General Support	Person or Business <input type="checkbox"/>	200.
American Foreign Policy Council 509 C St. NE Washington DC 20002		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	1,000.
Wisconsin Conservatory of Music 1584 N. Prospect Milwaukee WI 53202		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	250.
First Stage 325 W Walnut Milwaukee WI 53212		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	2,000.
Jewish Family Services 1300 N. Jackson Milwaukee WI 53202		501(c)3	General Support	Person or Business <input checked="" type="checkbox"/>	500.
Junior Achievement 11111 W liberty Milwaukee WI 53224		501(c)3	General Support	Person or Business <input type="checkbox"/>	1,550.
Justinian Society 734 N Wells Milwaukee WI 53202		501(c)3	General Support	Person or Business <input type="checkbox"/>	150.
Milwaukee Public Library Fdn 814 W Wisconsin Milwaukee WI 53233		501(c)3	General Support	Person or Business <input type="checkbox"/>	3,000.
Piano Arts 2642 N. Summit Milwaukee WI 53211		501(c)3	General Support	Person or Business <input type="checkbox"/>	5,000.
Rogers Memorial Hospital 34700 Valley Road Oconomowoc WI 53066		501(c)3	General Support	Person or Business <input type="checkbox"/>	800.
United Way of Greater Milw 225 W Vine Milwaukee WI 53202		501(c)3	General Support	Person or Business <input type="checkbox"/>	43,700.

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

Continued

Line 3a statement

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	Person or Business Checkbox
Name and address (home or business)				Amount
a Paid during the year				
Walk to End Alzheimers				Person or <input type="checkbox"/>
322 Eighth St				Business <input type="checkbox"/>
New York NY 10001		501(c)3	General Support	250.

Total

60,400.

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

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
4000 AON Corts	89,763.	128,109.
6000 Allianzgi Conv & Income Fund	31,818.	53,460.
5000 Associated Estates Realty	30,406.	116,050.
3000 Biomed Realty Trust	24,282.	64,620.
2000 DCP Midstream	15,594.	90,860.
1500 Altria	27,259.	73,905.
3000 B&G Foods	15,283.	89,700.
3000 First Trust Energy & Income	66,047.	109,500.
5000 Capital Product Partner	38,180.	40,000.
2000 Donnelley, RR	18,367.	33,610.
2000 Energy Transfer Partners	40,086.	130,000.
5000 Felcor Lodging Pr A	25,738.	127,700.
15000 Flaherty & Crumrine Pfd	135,813.	285,750.
4000 Medley Capital	50,868.	36,960.
5000 John Hancock Pfd Equ Fd	85,360.	102,050.
2000 American Capital Agency	50,754.	43,660.
5000 Regal Entertainment	60,341.	106,800.
5000 Resource Capital Corp	31,738.	25,200.
2000 National Health Investors	67,155.	139,920.
4000 Sun Communities	78,507.	241,840.
3000 Annaly Capital	43,743.	32,430.
4000 Fifth Street Finance	39,982.	32,040.
5000 PDL Biopharma	28,059.	38,550.
10000 BGC Partners	81,042.	91,500.
1500 Pitney Bowes	30,636.	36,555.
10000 Roundy's	65,876.	48,400.
5000 Windstream	44,305.	41,200.
1500 John Hancock Hedged Fund	24,727.	24,480.
2000 National Cinemedia	27,001.	28,740.

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

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
5000 New York Mortgage Trust	35,762.	38,550.
4000 Prospect Capital	43,008.	33,040.
3000 Gold Resources	41,887.	10,140.
3000 Navios Maritime	41,291.	30,510.
Total	<u>1,530,678.</u>	<u>2,525,829.</u>

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

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
150,000 FRED-St. James Place, LLC	-157,274.	150,000.
FRED-50 Twenty	56,902.	85,000.
Total	<u>-100,372.</u>	<u>235,000.</u>

Supporting Statement of:

Form 990-PF, p2/Line 19(b)

Description	Amount
Deferred Interest on Bradon Loan	414,237.
Total	<u>414,237.</u>

Supporting Statement of:

Receivables/FMV of Year End-1

Description	Amount
Principal	333,756.
Accrued Interest	414,237.
Total	<u>747,993.</u>