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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 , and ending

Name of foundation
Wisconsin Eastern Star Foundation

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1361 Mockingbird Drive

City or town | State | ZIP code
Oconomowoc | WI | 53066-2381

Foreign country name | Foreign province/state/county | Foreign postal code

A Employer identification number
39-6059144

B Telephone number (see instructions)
262-567-6468

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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 ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 367,285

J Accounting method: ☒ Cash ☐ Accrual ☐ 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., received (attach schedule)	27,443			
2	Check ▶☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	2	2		
4	Dividends and interest from securities	12,103	12,103		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	10,240			
b	Gross sales price for all assets on line 6a 115,596				
7	Capital gain net income (from Part IV, line 2)		12,187		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	49,788	24,292	0	
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	2,175	1,650		525
c	Other professional fees (attach schedule)	3,067	3,067		
17	Interest				
18	Taxes (attach schedule) (see instructions)	169			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,396	698		698
22	Printing and publications	3,071			3,071
23	Other expenses (attach schedule)	3,038	825		2,213
24	**Total operating and administrative expenses.** Add lines 13 through 23	12,916	6,240	0	6,507
25	Contributions, gifts, grants paid	7,893			7,893
26	**Total expenses and disbursements.** Add lines 24 and 25	20,809	6,240	0	14,400
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	28,979			
b	**Net investment income** (if negative, enter -0-)		18,052		
c	**Adjusted net income** (if negative, enter -0-)			0	

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HTA

Form **990-PF** (2014)

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	27,973	29,360	29,360
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 142			
	Less: allowance for doubtful accounts ▶	15	142	142
	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)	208,061	315,243	311,818
	c Investments—corporate bonds (attach schedule)	103,889	27,157	25,965
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less. accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	339,938	371,902	367,285
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 ▶ Loan Payable)		2,985	
	23 **Total liabilities** (add lines 17 through 22)	0	2,985	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	339,938	368,917	
	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			
	30 **Total net assets or fund balances** (see instructions)	339,938	368,917	
	31 **Total liabilities and net assets/fund balances** (see instructions)	339,938	371,902	

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	339,938
2	Enter amount from Part I, line 27a	2	28,979
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	368,917
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	368,917

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 Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				0
b				0
c				0
d				0
e				0

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	12,187
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	1,947

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	17,084	321,754	0 053096
2012	23,997	317,326	0 075623
2011	27,353	333,711	0.081966
2010	23,430	356,716	0.065683
2009	16,236	296,032	0.054845

2	**Total** of line 1, column (d)	2	0 331213
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 066243
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	365,163
5	Multiply line 4 by line 3	5	24,189
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	181
7	Add lines 5 and 6	7	24,370
8	Enter qualifying distributions from Part XII, line 4	8	14,400

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	361	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	361	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	361	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a			
b	Exempt foreign organizations—tax withheld at source — 6b			
c	Tax paid with application for extension of time to file (Form 8868) — 6c			
d	Backup withholding erroneously withheld — 6d			
7	Total credits and payments. Add lines 6a through 6d	7	0	
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	361	
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** ▶ **Refunded** ▶	11	0	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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 ▶ Ruthann Watts Telephone no. ▶ (262) 567-6468			
	Located at ▶ 1361 Mockingbird Drive Oconomowoc WI ZIP+4 ▶ 53066-2381			
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?	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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	N/A	
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 ▶ 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.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	N/A	
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)?	5b	N/A	
	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).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? .	6b		
	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?	7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	.00	0		
	.00	0		
	.00	0		
	00	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 . . . . . ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Provide financial assistance to persons showing need	7,893
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 ▶	0

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	342,292
b	Average of monthly cash balances	1b	28,408
c	Fair market value of all other assets (see instructions)	1c	24
d	**Total** (add lines 1a, b, and c)	1d	370,724
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	370,724
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	5,561
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	365,163
6	**Minimum investment return.** Enter 5% of line 5	6	18,258

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	18,258
2a	Tax on investment income for 2014 from Part VI, line 5	2a	361		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	361
3	Distributable amount before adjustments Subtract line 2c from line 1			3	17,897
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	17,897
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	17,897

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	14,400
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	14,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	14,400

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				17,897
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 1,585				
b From 2010 5,700				
c From 2011 10,854				
d From 2012 8,304				
e From 2013 1,165				
f **Total** of lines 3a through e	27,608			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 14,400				
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				14,400
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).)*	3,497			3,497
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	24,111			
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				
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)				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	24,111			
10 Analysis of line 9:				
a Excess from 2010 3,788				
b Excess from 2011 10,854				
c Excess from 2012 8,304				
d Excess from 2013 1,165				
e Excess from 2014				

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

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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

Karen Carpenter 908 Hillpoint Ct Poynette, WI 53955 608-635-88101

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

Application form completed

c Any submission deadlines:

None

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

Grants are awarded to persons showing financial need

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*				
Bobbie Mueller Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Bonnie Walderson Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Bruce Christensen Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Carl Decknagel Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Carla Badgley Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Charlotte Roggenback Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Colleen Haberl N4293 Cty Rd CC Shawano, WI 54166	None		Assistance	3,638
Don Badgley Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Donna Winters Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Dorene Krueger Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Doris Angelroth Compass Point 365 Sunset Dr Dousman, WI 53118	None		Assistance	50
Total . . See Attached Statement			▶ **3a**	7,893
b *Approved for future payment*				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	2	
4 Dividends and interest from securities			14	12,103	
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			18	10,240	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		22,345	0
13 **Total.** Add line 12, columns (b), (d), and (e)				13	22,345

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
Grand Chapter Order of the Eastern Star of Wis	501(c)(10)	Appoints Foundation Board

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

X Ruthann Wells — Signature of officer or trustee

4/27/15 — Date

Grand Secretary — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Barbra R Lasky	Barbra R Lasky	4/20/15		P00090499

Firm's name ▶ Hafner Lasky & Loewen SC — Firm's EIN ▶ 39-1172767

Firm's address ▶ 11575 W Theo Trecker Way, Milwaukee, WI 53214-1139 — Phone no (414) 258-1007

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

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

OMB No 1545-0047

2014

Name of the organization	Employer identification number
Wisconsin Eastern Star Foundation	39-6059144

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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 331/3 % 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 for 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	Employer identification number
Wisconsin Eastern Star Foundation	39-6059144

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	Mark Nelson 590 Scott Street Oregon WI 53575 Foreign State or Province Foreign Country	$ 17,279	Person [X] 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	Employer identification number
Wisconsin Eastern Star Foundation	39-6059144

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
		$	

Name of organization	Employer identification number
Wisconsin Eastern Star Foundation	39-6059144

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) ▶ $ 10,164

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
1	Assist persons showing financial nee	Invested	Marketable Securities

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(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
For Prov Country	

(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
For Prov Country	

(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
For Prov Country	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
Dorothy Capen
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	50

Name
Edwina Koth
Street
114 Alpine Terrace

City	State	Zip Code	Foreign Country
Shawano	WI	54166	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	1,820

Name
Etta Richardson
Street
1100 Baker Ave Apt 121

City	State	Zip Code	Foreign Country
Ladysmith	WI	54848	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	815

Name
Gerald Beier
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	50

Name
Gini Brown
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	50

Name
Hazel Leque
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status
None	

Purpose of grant/contribution	Amount
Assistance	50

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name Jerl Fluke				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 50

Name Keith Mueller				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 50

Name Laverne Michels				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 50

Name Mary Elizabeth Church				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 83

Name Mylo Dean				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 50

Name Nina Rode				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status**			
Purpose of grant/contribution Assistance				**Amount** 50

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
Rachael Hasterman
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		50

Name
Richard Black
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		50

Name
Robert Cervay
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		50

Name
Rosie Ruck
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		50

Name
Ruth Secosh
Street
Compass Point 365 Sunset Dr

City	State	Zip Code	Foreign Country
Dousman	WI	53118	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		50

Name
Sharon Sweetwood
Street
525 S Perry Pkwy #3

City	State	Zip Code	Foreign Country
Oregon	WI	53525	

Relationship	Foundation Status	Amount
None		
Purpose of grant/contribution		
Assistance		137

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Shirley Chatfield			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** 50

Name	Steve Agne			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** 50

Name	Tom Winters			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** 50

Name	Virginia Galloway			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** 50

Name	Norm Soergel			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** -50

Name	Ruth Cervay			
Street	Compass Point 365 Sunset Dr			
City	Dousman	**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship	None	**Foundation Status**		
Purpose of grant/contribution	Assistance			**Amount** 50

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	8,293
Short Term CG Distributions	

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
	Capital Gains/Losses	115,596	105,356	10,240
	Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	Russell Emerging Market 12 07				8/3/2012	P	6/27/2014	232	206					26
2	X	Russell Global Real Estate 1 02				8/3/2012	P	3/27/2014	38	39					-1
3	X	Russell Global Real Estate 5 06				8/3/2012	P	6/27/2014	204	194					10
4	X	Russell Global Equity 18 125 Sh				8/3/2012	P	6/27/2014	215	153					62
5	X	Russell Global Infra 58 504 Shs				8/3/2012	P	3/27/2014	729	632					97
6	X	Russell Global Infra 17 765				8/3/2012	P	6/27/2014	238	192					46
7	X	Russell Commodity Strat 225 76				8/3/2012	P	1/3/2014	1,885	2,149					-264
8	X	Russell Commodity Strat 44 096				8/3/2012	P	3/27/2014	387	420					-33
9	X	Russell Commodity Strat 24 686				8/3/2012	P	6/27/2014	221	235					-14
10	X	Russell Global Opport 25 118 S				8/2/2012	P	3/27/2014	263	273					-10
11	X	Russell Global Opport 17 126 S				8/2/2012	P	6/27/2014	176	179					-3
12	X	Russell US Sm Cap Equity 6 32				8/3/2012	P	3/27/2014	194	147					47
13	X	Russell US Sm Cap Equity 6 80				8/3/2012	P	6/27/2014	215	158					57
14	X	Russell Intl Developed Markets				8/3/2012	P	1/3/2014	10,735	8,257					2,478
15	X	Russell Intl Developed Markets				8/3/2012	P	6/27/2014	165	121					44
16	X	Russell Strategic Bond 805 609				8/3/2012	P	1/3/2014	8,765	9,128					-363
17	X	Russell Strategic Bond 31 941 S				8/3/2012	P	3/27/2014	353	362					-9
18	X	Russell Strategic Bond 27 062 S				8/3/2012	P	6/27/2014	303	307					-4
19	X	Russell Strategic Bond 10 028 S				8/3/2012	P	9/26/2014	112	114					-2
20	X	Russell Multi-Str Alt 11 548 Shs				8/7/2012	P	1/3/2014	119	115					4
21	X	Russell Multi-Str Alt 8 29 Shs				8/7/2012	P	6/27/2014	84	83					1
22	X	Russell US Str Equity 59 038 Sh				8/7/2012	P	3/27/2014	736	590					146
23	X	Russell US Str Equity 49 301 Sh				8/7/2012	P	6/27/2014	646	493					153
24	X	Russell US Str Equity 195 143 S				8/7/2012	P	9/26/2014	2,588	1,951					637
25	X	Russell US Str Equity 212 598 S				8/7/2012	P	12/26/2014	2,700	2,126					574
26	X	Telecom Italia Capital Note				8/15/2012	P	6/18/2014	20,000	20,683					-683
27	X	Morgan Stanley Sub Global Not				8/17/2012	P	4/1/2014	25,000	25,762					-762
28	X	Abbey Natl Treasury Ser Bank N				8/24/2012	P	4/25/2014	30,000	30,287					-287

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Part I, Line 16b (990-PF) - Accounting Fees

		2,175	1,650	0	525
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Tax Preparation	2,175	1,650		525

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Part I, Line 16c (990-PF) - Other Professional Fees

		3,067	3,067	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Investment Advisor	3,067	3,067		

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Part I, Line 18 (990-PF) - Taxes

		169	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Excise Tax	169			

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Part I, Line 23 (990-PF) - Other Expenses

		3,038	825	0	2,213
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Postage	1,478			1,478
2	Insurance	1,450	725		725
3	Bond	100	100		
4	Office Expense	10			10

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Part II, Line 10b (990-PF) - Investments - Corporate Stock

			208,061	315,243	217,693	306,399
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Russell Emerging Markets	1,363	8,802	24,260	8,939	23,128
2	Russell Global Real Estate	303	7,483	11,770	6,976	11,628
3	Russell Global Equity	3,315	19,940	34,699	23,305	37,160
4	Steelpath MLP	839	10,006	10,054	9,706	10,367
5	Russell Global Infrastructure	1,386	6,934	16,534	7,216	16,511
6	Russell Commodity Strategies	1,571	11,177	13,524	10,798	10,701
7	Russell Global Opportunitistic	1,720	7,337	17,353	7,125	10,813
8	Russell US Small Cap Equity	869	10,073	26,106	10,813	25,970
9	Russell Intl Developing Markets	902	27,986	31,646	32,403	30,905
10	Oppenheimer Sr Floating Rate	3,603	30,138	31,301	29,201	29,220
11	Russell Strategic Bond	2,586	27,387	28,819	26,466	28,674
12	Russell Multi-Strategy Alternative	1,140	7,083	11,529	7,247	11,145
13	Russell US Strategic Equity	4,799	33,715	57,648	37,498	60,177
14						
15						

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Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				103,889	27,157	102,737	25,965
	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Bank of America	5 25%	12/1/2015	27,157	27,157	26,861	25,965
2	Telecom Italia Capital	6 18%	6/18/2014	20,683	0	20,424	0
3	Morgan Stanlet Sub Global	7.50%	4/1/2014	25,762	0	25,245	0
4	Abbey Natl Treasury	2.88%	4/25/2014	30,287	0	30,207	0

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	8,293
Short Term CG Distributions	0

						214,608	0	0	210,714	3,894	0	0	0		3,894
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	Russell Emerging Market 12 077 Shs		P	8/3/2012	6/27/2014	232			206	26	0	0	0		26
2	Russell Global Real Estate 1 026 Shs		P	8/3/2012	3/27/2014	38			39	-1	0	0	0		-1
3	Russell Global Real Estate 5 06 Shs		P	8/3/2012	6/27/2014	204			194	10	0	0	0		10
4	Russell Global Equity 18 125 Shs		P	8/3/2012	6/27/2014	215			153	62	0	0	0		62
5	Russell Global Infra 58 504 Shs		P	8/3/2012	3/27/2014	729			632	97	0	0	0		97
6	Russell Global Infra 17 765		P	8/3/2012	6/27/2014	238			192	46	0	0	0		46
7	Russell Commodity Strat 225 768 Shs		P	8/3/2012	1/3/2014	1,885			2,149	-264	0	0	0		-264
8	Russell Commodity Strat 44 096 Shs		P	8/3/2012	3/27/2014	387			420	-33	0	0	0		-33
9	Russell Commodity Strat 24 686 Shs		P	8/3/2012	6/27/2014	221			235	-14	0	0	0		-14
10	Russell Global Opport 25 118 Shs		P	8/2/2012	3/27/2014	263			273	-10	0	0	0		-10
11	Russell Global Opport 17 126 Shs		P	8/2/2012	6/27/2014	176			179	-3	0	0	0		-3
12	Russell US Sm Cap Equity 6 327 Shs		P	8/3/2012	3/27/2014	194			147	47	0	0	0		47
13	Russell US Sm Cap Equity 6 802 Shs		P	8/3/2012	6/27/2014	215			158	57	0	0	0		57
14	Russell Intl Developed Markets 293 950 Shs		P	8/3/2012	1/3/2014	10,735			8,257	2,478	0	0	0		2,478
15	Russell Intl Developed Markets 4 305 Shs		P	8/3/2012	6/27/2014	165			121	44	0	0	0		44
16	Russell Strategic Bond 805 609 Shs		P	8/3/2012	1/3/2014	8,765			9,128	-363	0	0	0		-363
17	Russell Strategic Bond 31 941 Shs		P	8/3/2012	3/27/2014	353			362	-9	0	0	0		-9
18	Russell Strategic Bond 27 062 Shs		P	8/3/2012	6/27/2014	303			307	-4	0	0	0		-4
19	Russell Strategic Bond 10 028 Shs		P	8/3/2012	9/26/2014	112			114	-2	0	0	0		-2
20	Russell Multi-Str Alt 11 548 Shs		P	8/7/2012	1/3/2014	119			115	4	0	0	0		4
21	Russell Multi-Str Alt 8 29 Shs		P	8/7/2012	6/27/2014	84			83	1	0	0	0		1
22	Russell US Str Equity 59 038 Shs		P	8/7/2012	3/27/2014	736			590	146	0	0	0		146
23	Russell US Str Equity 49 301 Shs		P	8/7/2012	6/27/2014	646			493	153	0	0	0		153
24	Russell US Str Equity 195 143 Shs		P	8/7/2012	9/26/2014	2,588			1,951	637	0	0	0		637
25	Russell US Str Equity 212 598 Shs		P	8/7/2012	12/26/2014	2,700			2,126	574	0	0	0		574
26	Telecom Italia Capital Note		P	8/15/2012	6/18/2014	20,000			20,683	-683	0	0	0		-683
27	Morgan Stanley Sub Global Note		P	8/17/2012	4/1/2014	25,000			25,762	-762	0	0	0		-762
28	Abbey Natl Treasury Ser Bank Note		P	8/24/2012	4/25/2014	30,000			30,287	-287	0	0	0		-287

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Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	Kristin Schoville		409 Mountainview St	Cobb	WI	53526		Past WGM	1 00	0	0	0
2	Craig Wepprecht		3621 16th Ave	Kenosha	WI	53140		Past WGP	1 00	0	0	0
3	Jane Blackwood		937 Euclid Ave	Beloit	WI	53511		WGM	1 00	0	0	0
4	Don Jensen		S63 W35554 Piper Rd	Eagle	WI	53119		WGP	1 00	0	0	0
5	Joanne Freiman		1885 Smart Rd	Gordon	WI	54838		AGM	1 00	0	0	0
6	Doris Schultz		W63 N986 Holly Lane	Cedarburg	WI	53012		GC	1 00	0	0	0
7	John Dorsey		1324 School Ave	Sheboygan	WI	53083		AGP	1 00	0	0	0
8	Karen Carpenter		908 Hillpoint Ct	Poynette	WI	53955		Secretary	2 00	0	0	0
9	Ruthann Watts		1361 Mockingbird Dr	Oconomowoc	WI	53066		Treasurer	2 00	0	0	0
10	Jim Sedall		2530 Branwood Dr	Wisconsin Rapids	WI	54494		Board	1 00	0	0	0
11	Roberta Sindelar		PO Box 587	Friendship	WI	53934		Board	1 00	0	0	0
12	Mark Nelson		590 Scott Street	Oregon	WI	53575		Board	1 00	0	0	0
13	Bob Barnett		1225 Lincoln Ave	Stoughton	WI	53589		Board	1 00	0	0	0

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Part II, Line 3 (990-PF) - Accounts Receivable

			Accounts Receivable	Allowance for Doubtful Accounts	Fair Market Value
1	Beginning	1	15		
	Ending		142		142
2	Beginning	2			
	Ending				
3	Beginning	3			
	Ending				
4	Beginning	4			
	Ending				
5	Beginning	5			
	Ending				
6	Beginning	6			
	Ending				
7	Beginning	7			
	Ending				
8	Beginning	8			
	Ending				
9	Beginning	9			
	Ending				
10	Beginning	10			
	Ending				
11 Total beginning year amounts		11	15	0	
12 Total end of year amounts		12	142	0	
13 Total fair market value					13 142