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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

OMB No. 1545-0052

2014

Open to Public Inspection

▶ Do not enter social security numbers on this form as it may be made public.

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

For calendar year 2014 or tax year beginning

MARCH 1, 2014, and ending FEBRUARY 28, 2015

Name of foundation

L.E. PHILLIPS FAMILY FOUNDATION, INC

Number and street (or P.O. box number if mail is not delivered to street address)

1011 CENTER ROAD

Room/suite

310

City or town, state or province, country, and ZIP or foreign postal code

WILMINGTON, DE 19805

A Employer identification number

39-6046126

B Telephone number (see instructions)

715/839-2139

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 changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 114506843
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)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	0			
	2	Check ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	129672	129672	129672	
	4	Dividends and interest from securities	2739019	2739019	2739019	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5041263			
	b	Gross sales price for all assets on line 6a	168469			
	7	Capital gain net income (from Part IV, line 2)		5041263		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	7909954	7909954	2868691	
	13	Compensation of officers, directors, trustees, etc.	54291	43433	43433	10858
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	10752	8602	8602	2150
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	932			932
	c	Other professional fees (attach schedule)	17731	16352	16352	1379
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	79112	785	785	
	19	Depreciation (attach schedule) and depletion	132	132	132	
	20	Occupancy	1608	1286	1286	322
	21	Travel, conferences, and meetings	22			22
	22	Printing and publications				
	23	Other expenses (attach schedule)	7260	6648	6648	477
	24	Total operating and administrative expenses. Add lines 13 through 23	171840	77238	77238	16140
	25	Contributions, gifts, grants paid	5668825			5668825
	26	Total expenses and disbursements. Add lines 24 and 25	5840665	77103	77238	5684965
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	2069289			
	b	Net investment income (if negative, enter -0-)		7832716		
	c	Adjusted net income (if negative, enter -0-)			2791453	

For Paperwork Reduction Act Notice, see instructions.

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P10

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1827	14569	14569
	2	Savings and temporary cash investments	43606370	45770080	45770080
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2540356	2371888	68714054
	c	Investments—corporate bonds (attach schedule)			
	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) ▶	1364 (1220)	276 144	144
15	Other assets (describe ▶ INTEREST RECEIVABLE)	4732	7996	7996	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	46153561	48164677	114506843	
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 ▶ FED EXCISE TAX (78974) FLEX (159)	(20960)	(79133)	
	23	Total liabilities (add lines 17 through 22)	(20960)	(79133)	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	20971251	20971251	
	29	Retained earnings, accumulated income, endowment, or other funds	25203270	27272559	
	30	Total net assets or fund balances (see instructions)	46174521	48243810	
	31	Total liabilities and net assets/fund balances (see instructions)	46153561	48164677	

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	46174521
2	Enter amount from Part I, line 27a	2	2069289
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	48243810
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	48243810

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	28872 SH BEAM INC - SEE ATTACHED LIST	P		6-20-14
b	31370 SH BEAM INC " " "	P		7-1-14
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,410,812		421,455	2,368,667
b 2,798,920		126,324	2,672,596
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,368,667
(3310 SH) b 1,084,033	1,388,433	0	2,672,596
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	504,126.3
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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	555,211.5	11,412,699.0	.0486486
2012	537,804.0	11,225,389.9	.0479096
2011	493,001.0	10,927,644.4	.0451150
2010	389,745.5	1,003,410.32	.0388421
2009	400,696.3	788,809.81	.0507976

2 Total of line 1, column (d)	2	.2313129
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	.0462626
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,454,248.4
5 Multiply line 4 by line 3	5	529,903.3
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	78,327
7 Add lines 5 and 6	7	537,736.0
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	568,496.5

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	78327
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	78327
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	78327
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	157301
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	157301
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	78974
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <u>78974</u> 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?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
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? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes.</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		☒
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?	☒	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>DELAWARE WISCONSIN</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	☒	
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)? <i>If "Yes," complete Part XIV</i>		☒
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		☒

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		✓
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	✓	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ <u>NONE</u>				
14	The books are in care of ▶ <u>PATRICIA ELLENSON</u>	Telephone no. ▶	<u>715/834-2139</u>	
	Located at ▶ <u>3925 N HASTINGS WAY EAU CLAIRE WI</u>	ZIP+4 ▶	<u>54603-3703</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ ☐	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	Yes	No ✓
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
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)? ▶ ☐	1b	✓
c	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
	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	✓
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	
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHEDULE		54291		

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

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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

0

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

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) *N/A*

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

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	67946657
b	Average of monthly cash balances	1b	48339928
c	Fair market value of all other assets (see instructions)	1c	201
d	Total (add lines 1a, b, and c)	1d	116286786
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	116286786
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1744302
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	114542484
6	Minimum investment return. Enter 5% of line 5	6	5727124

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	5727124
2a	Tax on investment income for 2014 from Part VI, line 5	2a	78327
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	78327
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5648797
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5648797
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	5648797

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	5684965
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	5684965
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	78327
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5763292

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				5648797
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			5668042	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ <u>5684965</u>			5668042	
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)				16923
d Applied to 2014 distributable amount				0
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				5631874
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				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 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).)

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:

MARYJO COHEN 3925 N HASTINGS WAY EAU CLAIRE WI 54703 715/839-2139

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

REQUEST APPLICATION GUIDELINES

- c** Any submission deadlines:

JANUARY 1

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

NORTHWESTERN WISCONSIN CHARITIES PREFERRED FROM EAU CLAIRE / CHIPPEWA CNTYS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE	N/A	SCH	SCHEDULE	5668825
Total				3a 5668825
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) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
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				
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)				
13 Total. Add line 12, columns (b), (d), and (e)				

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

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

[illegible]

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

- | 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? | | |
|----------|--|-----|----|
| | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | ✓ |
| | (2) Other assets | | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | | ✓ |
| | (4) Reimbursement arrangements | | ✓ |
| | (5) Loans or loan guarantees | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 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

**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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

PATRICIA ELLENSON

Preparer's signature

Patricia Ellenson

Date _____

7/13/15	Ex
---------	----

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's address ►

Firm's EIN ▶

Phone no.

715/839-2134

FORM 990-PF
February 28, 2015Schedule Part I Line 16(b) Accounting Fees

Belfint, Lyons and Shuman	\$932
Wipfli	0
Corporate filing and accounting services	<u>\$932</u>

Schedule Part I Line 16(c) Other Professional Fees

Investment services - Locating certificate of deposit investments:

FNC	\$238
Money Desk Mangement	10,596
	<u>\$10,834</u>
Secretarial Services	6,897
	<u>\$17,731</u>

Schedule Part I Line 18 Taxes

African tax withheld from dividends	464
Canadian tax withheld from dividends	321
Federal excise (1%) tax - Current year	78,327
	<u>\$79,112</u>

FORM 990-PF
February 28, 2015

Schedule Part I Line 19 Depreciation

<u>Office Equipment</u>	<u>Acquired</u>	<u>Cost</u>	<u>Class Life</u>	<u>Rate</u>	<u>Depreciation</u>
Computer	9-09	675	5 Years	D.D.	36
Laptop Computer	2-12	400	5 Years	D.D.	56
Printer	2-12	289	5 Years	D.D.	40
		<u>\$1,364</u>			<u>\$132</u>

Schedule Part I Line 23 Other Expenses

Telephone	\$110
Insurance	461
Foreign Depositary Fees	4,918
Office and Computer Supplies	99
Bank Service Charges	734
Safe Deposit Box	116
Postage	483
State Filing Fees	135
Subscriptions	0
Web Host - L E Phillips	204
	<u>\$7,260</u>

FORM 990-PF
February 28, 2015

Schedule Part II Line 10b Investments - Corporate Stocks

<u>Shares</u>		<u>End of Year</u>	
		<u>Book Value</u>	<u>Market Value</u>
14,662	ACCO Brands	\$13,812	\$111,578
268,800	Altria Group	94,228	15,130,752
40,656	Chevron Corporation	171,911	4,337,182
62,392	Fortune Brands Home & Security	47,185	2,889,997
420	Goodyear Tire	3,307	11,227
62,005	Kraft Foods Group	33,935	3,972,040
1,948	McKesson Corporation	0	445,508
412	Meritor	1,989	5,887
186,016	Mondelez Int'l.	62,773	6,871,431
100,975	National Presto Industries, Inc.	586,097	6,123,124
43,200	Pfizer	31,078	1,482,624
268,800	Philip Morris Int'l.	214,717	22,299,648
34,772	Procter & Gamble	28,593	2,960,140
2,000	Timken Company	17,950	84,960
1,000	TimkenSteel	7,472	30,060
2,400	Whirlpool Corporation	24,658	508,680
97,368	Anglo American PLC	351,413	911,365
22,429	Anglogold Ashanti Ltd.	352,663	252,775
10,714	Barrick Gold Corp.	230,765	139,496
19,950	Gold Fields Ltd.	83,462	92,768
4,987	Sibanye Gold Ltd.	13,880	52,812
		<u>\$2,371,888</u>	<u>\$68,714,054</u>

FORM 990-PF
February 28, 2015Schedule Part II Line 14 Land, Buildings and Equipment

	End of Year	
	<u>Book Value</u>	<u>Market Value</u>
Office equipment	\$1,364	\$1,364
Less: Accumulated depreciation	1,220	1,220
Net book value	<u>\$144</u>	<u>\$144</u>

Schedule Part II Line 15 Other Assets

	End of Year	
	<u>Book Value</u>	<u>Market Value</u>
Interest receivable on temporary investments	\$7,996	\$7,996

Schedule Part VII-A Statements Regarding ActivitiesLine 12

The Foundation made a distribution to a donor-advised fund (DAF) sponsoring organization that was treated as a qualifying distribution. The DAF sponsoring organization is a 501(c)(3) tax-exempt entity by reason of 509(a)(1) that, pursuant to its organizing documents, is organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes. As required by its organizing and governing documents, all contributions to the DAF sponsoring organization that are part of its donor-advised fund program are used exclusively for religious, charitable, scientific literary, or educational purposes. As a consequence, all distributions by the Foundation to the DAF sponsoring organization are used to accomplish a purpose described in section 170(c)(2)(B).

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification number

L.E. PHILLIPS FAMILY FDN INC**39-6046126**

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term. Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☒ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	28872 BEAM INC		6-20-14	2410812	42145			2368667
	31370 BEAM INC		7-1-14	2798920	126324			2672596
	SEE ATTACHED							
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				5209732	168469			5041263

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

05/12/14

PART IV: FORM 8949

STOCK REPORT BY ACCOUNT (BOOK)

PAGE:

1

FROM ACCOUNT: 10

FROM STOCK: BEAM INC

FROM DATE: 00/00/00

TO ACCOUNT: 10

TO STOCK: BEAM INCZZZZZZZZZZZZZZZZ

TO DATE: 12/31/44

STOCK NUMBER	STOCK INVESTMENT	CERTIFICATE NUMBER	ISSUE DATE	NO OF SHARES	TOTAL COST	COST PER SHARE
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ACCOUNT NAME(BOOK): 10 L.E. PHILLIPS FAMILY FDN.

12	BEAM INC	N 15498	04/12/61	100	2,147.86	21.48
13	BEAM INC	N 15499	04/13/61	100	2,147.86	21.48
14	BEAM INC	N 25863	11/21/61	100	2,147.86	21.48
16	BEAM INC	N 29675	01/19/62	100	2,147.86	21.48
17	BEAM INC	NN 43868	01/19/62	85	1,825.69	21.48
18	BEAM INC	N 119089	04/06/62	100	2,147.86	21.48
19	BEAM INC	N 119090	04/06/62	100	2,147.86	21.48
20	BEAM INC	N 119091	04/06/62	100	2,147.86	21.48
21	BEAM INC	N 119092	04/06/62	100	2,147.86	21.48
22	BEAM INC	N 119093	04/06/62	100	2,147.86	21.48
23	BEAM INC	N 119094	04/06/62	100	2,147.86	21.48
24	BEAM INC	N 119095	04/06/62	100	2,147.86	21.48
25	BEAM INC	N 119096	04/06/62	100	2,147.86	21.48
26	BEAM INC	N 119097	04/06/62	100	2,147.86	21.48
27	BEAM INC	N 119098	04/06/62	100	2,147.86	21.48
28	BEAM INC	N 119099	04/06/62	100	2,147.86	21.48
29	BEAM INC	NN 128710	04/06/62	55	1,181.32	21.48
30	BEAM INC	N 348071	04/27/65	100	1,701.76	17.02
31	BEAM INC	N 348072	04/27/65	100	1,701.76	17.02
32	BEAM INC	N 348073	04/27/65	100	1,701.76	17.02
33	BEAM INC	N 348074	04/27/65	100	1,701.76	17.02
34	BEAM INC	N 348075	04/27/65	100	1,701.76	17.02
35	BEAM INC	N 348076	04/27/65	100	1,701.76	17.02
36	BEAM INC	N 348077	04/27/65	100	1,701.76	17.02
37	BEAM INC	N 348078	04/27/65	100	1,701.76	17.02
38	BEAM INC	N 348079	04/27/65	100	1,701.76	17.02
39	BEAM INC	N 348080	04/27/65	100	1,701.76	17.02
40	BEAM INC	N 348081	04/27/65	100	1,701.76	17.02
41	BEAM INC	N 348082	04/27/65	100	1,701.76	17.02
42	BEAM INC	N 348083	04/27/65	100	1,701.76	17.02
43	BEAM INC	N 348084	04/27/65	100	1,701.76	17.02
44	BEAM INC	N 348085	04/27/65	100	1,701.76	17.02
45	BEAM INC	V 044310	05/25/71	80	1,737.13	21.71
46	BEAM INC	VN 136974	05/25/71	100	2,171.41	21.71
47	BEAM INC	VN 136975	05/25/71	100	2,171.41	21.71
48	BEAM INC	VN 136976	05/25/71	100	2,171.41	21.71
49	BEAM INC	VN 136977	05/25/71	100	2,171.41	21.71
50	BEAM INC	VN 136978	05/25/71	100	2,171.41	21.71
51	BEAM INC	VN 136979	05/25/71	100	2,171.41	21.71
52	BEAM INC	VN 136980	05/25/71	100	2,171.41	21.71
53	BEAM INC	VN 136981	05/25/71	100	2,171.41	21.71
54	BEAM INC	M 236698	05/08/81	4,190	6,116.15	1.46
55	BEAM INC	M 321547	08/24/83	7,218	10,536.12	1.46
56	BEAM INC	M 500512	09/10/86	8,380	12,232.30	1.46
57	BEAM INC	M 500514	09/10/86	7,218	10,536.12	1.46
144	BEAM INC	N 25864	11/21/61	100	2,147.86	21.48
595	BEAM INC	M590080	10/09/90	16,760	24,464.61	1.46
596	BEAM INC	M590097	10/09/90	14,436	21,072.26	1.46
920	BEAM INC	NN25079	04/13/61	70	1,503.51	21.48

FORM 990-PF
February 28, 2015Schedule Part VIII Line 1 Officers, Directors

<u>Name and Address</u>	<u>Title and Time</u>	<u>Employee Plans</u>	<u>Expense Account</u>	<u>Compensation</u>
Maryjo Cohen National Presto Industries Eau Claire, WI	President & Director One-half hour	0	\$22	\$0
Eileen Cohen 1703 Drummond Street Eau Claire, WI	Vice President & Director One-half hour	0	0	0
Randy F. Lieble 5724 McKai Street Eau Claire, WI	Vice President, Treasurer & Director One-half hour	0	0	0
Vernon B. Haas 22695 20th Avenue Cadott, WI	Secretary & Director One-half hour	0	0	0
Amy Alpine 5890 Prill Road Eau Claire, WI	Director	0	0	0
Patricia Ellenson National Presto Industries Eau Claire, WI	Assistant Secretary/ Treasurer 20 hours	0	0	54,291
			<u>\$22</u>	<u>\$54,291</u>

Form 990-PF
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Schedule Part XV Line 3(a) Grants and Contributions Paid

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
American Cancer Society 2519 N Hillcrest Parkway, STE 100 Altoona, WI 54720	PC GROUP	Operating Funds	50
American Friends of Batsheva 1201 Broadway, Suite 802 New York, NY 10001	PC	Operating Funds	500
American Friends of the Israel Museum 500 Fifth Avenue, Suite 2540 New York, NY 10110	PC	Operating Funds	3,000
American Society for Yad Vashem, Inc. 500 Fifth Avenue, 42nd Floor New York, NY 10110	PC	Operating Funds	10,000
Barbershop Harmony Society 1804 Conant Street Stevens Point, WI 54481	PC	Operating Funds	5,000
Bob's House for Dogs PO Box 15 Eau Claire, WI 54702	PC	Operating Funds	500
Boys & Girls Club of the Greater Chippewa Valley, Inc. 201 E Lake Street Eau Claire, WI 54701	PC	Operating Funds	2,000
BRIC 647 Fulton Street Brooklyn, NY 11217	PC	Operating Funds	500
Brooklyn Academy of Music 30 Lafayette Avenue Brooklyn, NY 11217-9985	PC	Operating Funds	500
Brooklyn Botanic Garden 1000 Washington Avenue Brooklyn, NY 11225-9978	PC	Operating Funds	500
Brooklyn Public Library 10 Grand Army Plaza Brooklyn, NY 11238-5619	PC	Operating Funds	1,500

Form 990-PF
February 28, 2015Schedule Part XV Line 3(a) Grants and Contributions Paid

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Capital Research Center 1513 16th Street, NW Washington, DC 20036-1480	PC	Operating Funds	200
Center for Jewish Community Studies 7 Church Lane, Ste. 9 Baltimore, MD 21208	PC	Operating Funds	1,000
Chippewa Area Catholic Schools 1316 Bel Air Boulevard Chippewa Falls, WI 54729	PC	Operating Funds	1,000
Chippewa County Humane Association PO Box 562 Chippewa Falls, WI 54729	PC	Operating Funds	1,000
Chippewa Valley Museum PO Box 1204 Eau Claire, WI 54702	PC	Operating Funds	500
Chippewa Valley Wildlife Rehabilitation 8135 Burnell Drive Eau Claire, WI 54703	PC	Operating Funds	1,000
Christ Church Cathedral 510 S. Farwell Street Eau Claire, WI 54701	PC	Operating Funds	300
City Harvest 6 East 32nd Street 5th Floor New York, NY 10016	PC	Operating Funds	500
CO/LAB Theater Group PO Box 727 New York, NY 10108	PC	Operating Funds	500
Commentary, Inc. 561 Seventh Avenue New York, NY 10018	PC	Operating Funds	10,000
CUFI PO Box 1307 San Antonio, TX 78295	PC	Operating Funds	500

Form 990-PF
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Schedule Part XV Line 3(a) Grants and Contributions Paid

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Dance / NYC 218 East 18th Street, 4th Floor New York, NY 10003	PC	Operating Funds	500
Danspace Project 131 East 10th Street New York, NY 10003	PC	Operating Funds	500
Disabled American Veterans PO Box 14301 Cincinnati, OH 45250-0301	PC	Operating Funds	500
Donor's Trust 1800 Diagonal Road, Suite 280 Alexandria, VA 22314	PC	Operating Funds	4,331,000
Dunn County Humane Society 302 Brickyard Road Menomonie, WI 54751	PC	Operating Funds	1,500
East New York Farms United Community Centers 613 New Lots Avenue Brooklyn, NY 11207	PC	Operating Funds	500
Eau Claire Chamber Orchestra PO Box 1623 Eau Claire, WI 54702	PC	Operating Funds	500
Eau Claire Community Foundation Flying Eagles Ski Club 306 Barstow Street, Suite 104 Eau Claire, WI 54701	PC	Operating Funds	500
Eau Claire County Humane Assn. 3900 Old Town Road Eau Claire, WI 54701	PC	Operating Funds	1,000
Eau Claire Figure Skating Club 448 Gilbert Avenue Eau Claire, WI 54701	PC	Operating Funds	500

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Schedule Part XV Line 3(a) Grants and Contributions Paid

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Eau Claire Parks, Recreation, & Forestry 915 Menomonie Street Eau Claire, WI 54703	PC	Operating Funds	7,000
Eau Claire Regional Arts Center 316 Eau Claire Street Eau Claire, WI 54701	PC	Operating Funds	500
Epilepsy Foundation of W Wisconsin 1812 Brackett Avenue, Suite 5 Eau Claire, WI 54701	PC	Operating Funds	3,600
Fellowship Church of Chippewa Falls PO Box 732 Chippewa Falls, WI 54729	PC	Operating Funds	200
FIRE 601 Walnut Street, Suite 510 Philadelphia, PA 19106	PC	Operating Funds	5,000
Free To Choose Network, Inc. 2002 Filmore Avenue, Suite #1 Erie, PA 16506	PC	Operating Funds	250,000
Friends of Beaver Creek Reserve S1 County Road K Fall Creek, WI 54742	PC	Operating Funds	18,400
Friends of Sacred Heart Hospital 900 West Clairemont Avenue Eau Claire, WI 54701	PC	Operating Funds	100
Friends of the High Line 529 West 20th Street, Suite 8W New York, NY 10011	PC	Operating Funds	150
Friends of the L. E. Phillips Memorial Public Library 400 Eau Claire Street Eau Claire, WI 54701	PC	Operating Funds	200
Friends of the Strum Public Library PO Box 10 Strum, WI 54770	PC	Operating Funds	500

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Schedule Part XV Line 3(a) Grants and Contributions Paid

RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Goldwater Institute 500 East Coronado Road Phoenix, AZ 85004	PC	Operating Funds	5,000
Good Shepherd Services 305 Seventh Avenue, 9th Floor New York, NY 10001	PC	Operating Funds	500
Gorilla Foundation 1733 Woodside Road, Suite 330 Redwood City, CA 94061	PC	Operating Funds	1,000
GrowNYC 51 Chambers Street, Room 228 New York, NY 10007	PC	Operating Funds	500
Guthrie Theater Foundation 818 South 2nd Street Minneapolis, MN 55415	PC	Operating Funds	4,000
Habitat for Humanity PO Box 6439 Americus, GA 31709-6439	PC GROUP	Operating Funds	500
Helping Hands Monkey Helpers for the Disabled 541 Cambridge Street Boston, MA 02134	PC	Operating Funds	1,500
History Theatre 30 East 10th Street St. Paul, MN 55101	PC	Operating Funds	500
Independent Institute 100 Swan Way Oakland, CA 94621-1428	PC	Public Policy Research	1,000
Institute For Justice 901 N. Glebe Road, Suite 900 Arlington, VA 22203	PC	Education	10,000
JINSA 1307 New York Avenue NW NO 200 Washington, DC 20005	PC	Operating Funds	100,000

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RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Joyce Theatre Foundation 175 Eighth Avenue New York, NY 10011	PC	Operating Funds	500
Junior Achievement of Wisconsin, Inc. 505 Dewey Street South Eau Claire, WI 54701	PC	Operating Funds	5,000
Keren Yehoshua V'Yisroel/JWR 135 Farmington Avenue Waterbury, CT 06710	PC	Operating Funds	1,000
Leader Dogs for the Blind 1039 S Rochester Road Rochester Hills, MI 48307-3115	PC	Operating Funds	25,000
L. E. Phillips Career Development Ctr. 1515 Ball Street Eau Claire, WI 54703	PC	Operating Funds	112,500
L. E. Phillips Senior Center 1616 Belinger Street Eau Claire, WI 54703	PC	Operating Funds	7,500
Literacy Volunteers - Chippewa Valley 800 Wisconsin Street, #70 Eau Claire, WI 54703	PC	Operating Funds	15,600
Mabel Tainter Theater 205 Main Street Menomonie, WI 54751	PC	Operating Funds	1,000
Mackinac Center for Public Policy 140 West Main Street PO Box 568 Midland, MI 48640	PC	Operating Funds	1,000
Master Singers PO Box 3194 Eau Claire, WI 54702-3194	PC	Operating Funds	200
Matt & Loni Sisko Foundation 1010 W Clairemont Avenue Eau Claire, WI 54701	PC	Operating Funds	500

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RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Mayo Foundation 200 First Avenue SW Rochester, MN 55905	PC GROUP	Research	10,000
MEMRI 1819L Street NW 5th Floor Washington, DC 20036	PC	Operating Funds	100,000
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028-0198	PC	Operating Funds	100
Minneapolis Institute of Arts 2400 Third Avenue South Minneapolis, MN 55404	PC	Educational	275
Minnesota Public Radio 480 Cedar, Street St Paul, MN 55101	PC	Operating Funds	1,000
New York City Center 130 West 56th Street New York, NY 10019	PC	Operating Funds	500
New York Foundation for the Arts 20 Jay Street, Suite 740 Brooklyn, NY 11021	PC	Operating Funds	500
Pacific Research Institute One Embarcadero Center Suite 350 San Francisco, CA 94111	PC	Public Policy Research	1,000
PEF Israel Endowment Funds, Inc. 317 Madison Avenue Suite 607 New York, NY 10017	PC	Operating Funds	20,000
Pro Musica Hebraica 1225 19th Street NW Ste 620 Washington, DC 20036	PC	Operating Funds	500

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RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Prospect Park Alliance Development Office 95 Prospect Park West Brooklyn, NY 11215	PC	Operating Funds	500
Reason Foundation 5737 Mesmer Avenue Los Angeles, CA 90230-6316	PC	Operating Funds	5,000
Southeastern Guide Dogs 4210 77th Street East Palmetto, FL 34221	PC	Operating Funds	25,000
Special Olympics Wisconsin PO Box 8546 Madison, WI 53708-8546	PC GROUP	Operating Funds	500
St. Ann's Warehouse 55 Washington Street, Suite 458 Brooklyn, NY 11201	PC	Operating Funds	500
Students for Liberty, Inc. PO Box 17321 Arlington, VA 22216	PC	Operating Funds	500
Talmud Torah of St Paul 768 Hamline Avenue S St Paul, MN 55116	PC	Operating Funds	200
Temple Sholom PO Box 1059 Eau Claire, WI 54702-1059	PC	Operating Funds	4,600
The Seeing Eye PO Box 375 Morristown, NJ 07963	PC	Operating Funds	25,000
The Wooster Group PO Box 654 Canal Street Station New York, NY 10013	PC	Operating Funds	500

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RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Trinity Equestrian Center S5300 State Rd 37 Eau Claire, WI 54701	PC	Operating Funds	5,000
Trinity Lutheran Church 1314 E Lexington Boulevard Eau Claire, WI 54701	PC	Operating Funds	300
United Cerebral Palsy 206 Water Street Eau Claire, WI 54703	PC	Operating Funds	1,000
United Lubavitch Yeshiva 632 Montgomery Street Brooklyn, NY 11225	PC	Operating Funds	500
United Way of Eau Claire 3603 N Hastings Way, Suite 200 Eau Claire, WI 54703	PC	Operating Funds	15,000
University of Michigan 906 South University Ann Arbor, MI 48109-1195	PC	Business School 500 Law School 3,000 Martha Cook Bldg 1,500	5,000
University of Minnesota Foundation 200 Oak Street SE, Suite 500 Minneapolis, MN 55455	PC	Bee Fund 4,000 Hillel Fdn 1,000	5,000
University of Wisconsin Foundation 1848 University Avenue Madison, WI 53726	PC	Medical Scholarships 5,000 WCATY 1,500	6,500
University of Wisconsin Eau Claire Foundation Schofield Hall 214 Eau Claire, WI 54702-4004	PC	Internship Program 75,000 Professorship 73,500 Scholarships 45,376 Business College 27,669 Library Adv Fund 231,055 Leap Clinic 2,000	454,600
Washington Legal Foundation 2009 Massachusetts Avenue NW Washington, DC 20036	PC	Operating Funds	1,000

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RECIPIENT NAME & ADDRESS	FOUNDATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Wikimedia Foundation, Inc PO Box 98204 Washington, DC 20090-8204	PC	Operating Funds	5,000
Wisconsin Academic Decathlon Foundation, Inc. 595 Baeten Road Green Bay, WI 54304	PC	Operating Funds	500
Wisconsin Historical Society 816 State Street Madison, WI 53791-9495	PC	Operating Funds	1,500
Wisconsin Public Radio 821 University Avenue Madison, WI 53706	PC	Operating Funds	3,000
Wisconsin Public Television 821 University Avenue Madison, WI 53706	PC	Operating Funds	8,000
Wisconsin Taxpayers Alliance 401 N. Lawn Avenue Madison, WI 53704-5033	PC	Operating Funds	1,000
WNYC Radio 160 Varick Street New York, NY 10013	PC	Operating Funds	750
YMCA 611 Jefferson Avenue Chippewa Falls, WI 54729	PC	Operating Funds	500
YMCA 700 Graham Avenue Eau Claire, WI 54701	PC	Operating Funds	1,000
			<u>\$5,668,825</u>