



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation DALE R & RUTH L MICHELS FAMILY FOUNDATION		A Employer identification number 39-1949453	
Number and street (or P O box number if mail is not delivered to street address) POST OFFICE BOX 414		B Telephone number (see instructions) (920) 583-3132	
City or town, state or province, country, and ZIP or foreign postal code BROWNSVILLE, WI 530060414		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,031,540		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)	4,801,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,092	7,092		
	4 Dividends and interest from securities	209,588	209,377		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	403,543			
	b Gross sales price for all assets on line 6a 1,477,401				
	7 Capital gain net income (from Part IV, line 2)		403,543		
	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)	-24,446	-18		
	12 Total. Add lines 1 through 11	5,396,777	619,994		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	50,000	25,000		25,000
	15 Pension plans, employee benefits	3,475	1,738		1,737
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,162	3,081	0	3,081
	c Other professional fees (attach schedule)				
	17 Interest	1,129	1,129		
	18 Taxes (attach schedule) (see instructions)	15,132	493		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,950	429		958
	24 Total operating and administrative expenses. Add lines 13 through 23	77,848	31,870	0	30,776
	25 Contributions, gifts, grants paid	3,326,500			3,326,500
	26 Total expenses and disbursements. Add lines 24 and 25	3,404,348	31,870	0	3,357,276
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,992,429			
	b Net investment income (if negative, enter -0-)		588,124		
c Adjusted net income(if negative, enter -0-)					

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	23,120	16,907	16,907
	2 Savings and temporary cash investments	617,508	2,276,380	2,276,380
	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)	4,625,559	4,679,336	4,918,973
	c Investments—corporate bonds (attach schedule)	49,305	97,257	87,750
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,273,768	1,516,809	1,731,530
	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)	6,589,260	8,586,689	9,031,540	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	6,589,260	8,586,689	
	30 Total net assets or fund balances (see instructions)	6,589,260	8,586,689	
31 Total liabilities and net assets/fund balances (see instructions) .	6,589,260	8,586,689		

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	6,589,260
2 Enter amount from Part I, line 27a	2	1,992,429
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,000
4 Add lines 1, 2, and 3	4	8,586,689
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	8,586,689

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)
1 a PUBLICLY TRADED SECURITIES			
b ENERGY TRANSFER LP	P		
c CAPITAL GAIN DIVIDENDS	P		
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 1,471,224		1,073,858	397,366
b 0		0	181
c			5,996
d			
e			

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			397,366
b			0
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	403,543
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	

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 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))
2015	571,773	6,640,937	0 086098
2014	2,633,352	7,116,292	0 370046
2013	2,620,437	3,940,761	0 664957
2012	1,473,004	3,812,418	0 38637
2011	2,303,228	5,101,506	0 45148

2 Total of line 1, column (d)	2	1 958951
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 39179
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	6,750,235
5 Multiply line 4 by line 3	5	2,644,675
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,881
7 Add lines 5 and 6	7	2,650,556
8 Enter qualifying distributions from Part XII, line 4	8	3,357,276

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	5,881
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	5,881
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	5,881
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	16,478
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	16,478
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,597
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 10,597 Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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	No
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ WI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	8b	Yes
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>SUSAN KAISER</u> Telephone no ► <u>(920) 924-4300</u>			

Located at ► PO BOX 414 BROWNSVILLE WI ZIP+4 ► 53006

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 2016, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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		
	Organizations relying on a current notice regarding disaster assistance check here.			
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 2016?	1c		No
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?		☐ 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		No
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 2016 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 2016)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2016?	4b		No

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	5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
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	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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	7b	

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

[illegible][illegible]

▶

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
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	
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 ►	

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	6,184,378
b	Average of monthly cash balances.	1b	614,002
c	Fair market value of all other assets (see instructions).	1c	54,650
d	Total (add lines 1a, b, and c).	1d	6,853,030
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	0
3	Subtract line 2 from line 1d.	3	6,853,030
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	102,795
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	6,750,235
6	Minimum investment return. Enter 5% of line 5.	6	337,512

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	337,512
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	5,881
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,881
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	331,631
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	331,631
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	331,631

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	3,357,276
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,357,276
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	5,881
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,351,395

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				331,631
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	2,071,363			
b From 2012.	1,288,698			
c From 2013.	2,429,599			
d From 2014.	2,290,846			
e From 2015.	249,928			
f Total of lines 3a through e.	8,330,434			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,357,276</u>				
a Applied to 2015, but not more than line 2a			0	
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 2016 distributable amount.				331,631
e Remaining amount distributed out of corpus	3,025,645			
5 Excess distributions carryover applied to 2016 (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	11,356,079			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7 (see instructions)	2,071,363			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	9,284,716			
10 Analysis of line 9				
a Excess from 2012.	1,288,698			
b Excess from 2013.	2,429,599			
c Excess from 2014.	2,290,846			
d Excess from 2015.	249,928			
e Excess from 2016.	3,025,645			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

b Check box to indicate whether the organization 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))
RUTH L MICHELS PATRICK D MICHELS

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
NA

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	3,326,500
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) (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	7,092	
4 Dividends and interest from securities. . . .	523000	211	14	209,588	
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.			14	2,229	
8 Gain or (loss) from sales of assets other than inventory			18	403,543	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>ORDINARY INCOME - LIMITED PARTNERSHIP</u>	523000	-26,886			
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .		-26,675		622,452	
13 Total. Add line 12, columns (b), (d), and (e).					595,777

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

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

Print/Type preparer's name Michelle L Weber	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00556798
Firm's name ▶ Grant Thornton LLP				Firm's EIN ▶
Firm's address ▶ PO Box 1097 Appleton, WI 549121097				Phone no (920) 968-6700

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
RUTH L MICHELS	TRUSTEE 1 0	0	0	0
POST OFFICE BOX 128 BROWNSVILLE, WI 53006				
PATRICK D MICHELS	TRUSTEE 1 0	0	0	0
POST OFFICE BOX 128 BROWNSVILLE, WI 53006				
TIMOTHY J MICHELS	TRUSTEE 1 0	0	0	0
POST OFFICE BOX 128 BROWNSVILLE, WI 53006				
STEVEN R MICHELS	TRUSTEE 1 0	0	0	0
POST OFFICE BOX 128 BROWNSVILLE, WI 53006				
KEVIN P MICHELS	TRUSTEE 1 0	0	0	0
POST OFFICE BOX 128 BROWNSVILLE, WI 53006				

Form 990FP Part XV Line 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				
Advocap Inc 19 West First Street Fond du Lac, WI 549361108	NONE	PC	General Support	2,500
ASTOP Sexual Abuse Center 430 E Division Street Fond du Lac, WI 54935	NONE	PC	General Support	500
Boy Scouts of America 2555 Northern Road Appleton, WI 54912	NONE	PC	General Support	500
Boys & Girls Club of Fond du Lac 76 W 2nd Street Fond du Lac, WI 54935	NONE	PC	General Support	3,000
Clothes for Kids Inc 103 East Maple Avenue Beaver Dam, WI 53916	NONE	PC	General Support	500
Family Resource Center of Fond du Lac County Inc 104 S Main Street Suite 302 Fond du Lac, WI 54935	NONE	PC	General Support	500
Fond du Lac Conflict Resolution Center 160 South Macy Street Fond du Lac, WI 54935	NONE	PC	General Support	1,000
Fond du Lac Symphonic Band Ltd po box 1483 Fond du Lac, WI 549361483	NONE	PC	General Support	2,500
Free SPIRIT Riders Inc PO Box 1291 Fond du Lac, WI 549361291	NONE	PC	General Support	1,000
Holy Family Catholic Church 271 4th Street Way Fond du Lac, WI 54937	NONE	PC	General Support	10,000
Michels Corporation Scholarship Fund PO Box 128 Brownsville, WI 530060128	NONE	PC	General Support	12,000
MPTV Fund 1036 North Eighth Street Milwaukee, WI 53233	NONE	PC	General Support	40,000
Our Lady of the Lake 530 Ruth Street Green Lake, WI 54941	NONE	PC	General Support	5,000
Salvation Army PO Box 961 Fond du Lac, WI 549360961	NONE	PC	General Support	8,000
Solutions Center 39 N Sophia Street Fond du Lac, WI 54935	NONE	PC	General Support	2,000
Total ► 3a				3,326,500

Form 990FP Part XV Line 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				
South Shore Chorale PO Box 2252 Fond du Lac, WI 549362252	NONE	PC	General Support	500
St Lawrence Seminary 301 Church Street Mount Calvary, WI 53057	NONE	PC	General Support	5,000
St Mary's Catholic Church 699 Milwaukee Street Lomira, WI 53048	NONE	PC	General Support	55,000
St Mary's Springs Academy 255 County Road K Fond du Lac, WI 54935	NONE	PC	General Support	1,590,000
St Paul's Evangelical 605 Highland Ave Brownsville, WI 53006	NONE	PC	General Support	7,500
The ARC of Dodge County PO Box 173 Beaver Dam, WI 53916	NONE	PC	General Support	500
The ARC of Fond Du Lac Inc 500 North Park Avenue Fond du Lac, WI 54935	NONE	PC	General Support	1,000
Thelma Sadoff Center for the Arts 51 Sheboygan Street Fond du Lac, WI 54935	NONE	PC	General Support	10,000
Waukesha Engineering Scholarship Fund w233n2080 Ridgeview parkway Waukesha, WI 531881020	NONE	PC	General Support	2,000
Winnebago Lutheran Academy 475 E Merrill Avenue Fond du Lac, WI 54935	NONE	PC	General Support	37,500
YMCA 90 W 2nd Street Fond du Lac, WI 54935	NONE	PC	General Support	50,000
AGNESIAN HEALTHCARE FOUNDATION 430 E DIVISION STREET FOND DU LAC, WI 54935	NONE	PC	GENERAL SUPPORT	83,500
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF MILWAUKEE 3501 S LAKE DRIVE PO BOX 070912 MILWAUKEE, WI 532070912	NONE	PC	GENERAL SUPPORT	1,000
CHILDREN'S MUSEUM OF FOND DU LAC 75 W SCOTT STREET FOND DU LAC, WI 54935	NONE	PC	GENERAL SUPPORT	5,000
Fond du Lac STEM Academy 401 S Military Road Fond Du Lac, WI 54935	NONE	PC	General Support	500
Total ► 3a				3,326,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Badgerland Area Youth for Christ 303 E 9th Street Fond Du Lac, WI 54935	None	PC	General Support	1,000
Fond Food Panty PO Box 492 51 W Division Street Fond Du Lac, WI 549360492	NONE	PC	General Support	500
Knowles Fire Department 2166 W South AVE Lomira, WI 53048	NONE	GOV	GENERAL SUPPORT	1,000
St Ann Center for Intergenerational Care 2801 East Morgan Avenue Milwaukee, WI 53207	NONE	PC	GENERAL SUPPORT	2,000
St Norbert College 100 Grant Street De Pere, WI 541152099	NONE	PC	GENERAL SUPPORT	1,367,000
Sons of Zebedee-Ss James & John W5882 Church Road Fond Du Lac, WI 54935	NONE	PC	General Support	10,000
Teen Challenge of Wisconsin Inc 9236 W Appleton Ave Milwaukee, WI 65225	NONE	PC	General Support	5,000
UW Fond du Lac Foundation 400 University Drive Fond du Lac, WI 54935	NONE	PC	General Support	2,000
Total ► 3a				3,326,500

TY 2016 Accounting Fees Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	6,162	3,081		3,081

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: DALE R & RUTH L MICHELS FAMILY FOUNDATION

EIN: 39-1949453

TY 2016 Investments Corporate Bonds Schedule

Name: DALE R & RUTH L MICHELS FAMILY FOUNDATION

EIN: 39-1949453

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100,000 SHS TENET HEALTHCARE	97,257	87,750

TY 2016 Investments Corporate Stock Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,111 SHS ALCOA, INC.	39,715	31,197
3,333 SHS ARCONIC INC	108,790	61,794
20,000 SHS BP PLC SPONS ADR	927,331	747,600
3,300 SHS BRISTOL MYERS SQUIBB	194,509	192,852
4,000 SHS CENTRYLINK INC	97,117	95,120
12,000 SHS ELI LILLY & CO	799,305	882,600
11,000 SHS EXELON CORP	358,593	390,390
30,000 SHS FRONTIER COMMUNICAT	216,859	101,400
22,500 SHS GENERAL ELECTRIC CO	449,503	711,000
12,000 SHS LEVEL 3 COMMUNICATI	714,581	676,320
25,000 SHS OLD REPUBLIC INTL	407,228	475,000
10,000 SHS SYSCO CORPORATION	365,805	553,700

TY 2016 Investments - Other Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LIFE INSURANCE POLICY - CSV		55,776	55,776
25,000 SHS CALAMOS CONV & HIGH		319,919	263,750
19,000 SHS CALAMOS STRATEGIC		128,350	195,130
11,562 SHS MILLER/HOWARD HIGH		134,877	143,247
11,546 SHS TEMPLETON GROWTH FD		151,292	272,029
20,000 SHS TORTOISE POWER		475,182	443,498
ENERGY TRANSFER LP		251,413	358,100

TY 2016 Other Expenses Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	400	400		
INSURANCE EXPENSE	437			
OFFICE EXPENSE	208			208
MEMBERSHIP FEE	750			750
SERVICE CHARGE	30			
INVESTMENT TRAINING	15	15		
DEPLETION - LP	14	14		
CHARITABLE CONTRIBUTION - LP	22			
NONDEDUCTIBLE EXPENSES - LP	74			

TY 2016 Other Income Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Increase in CSV	2,458		
ROYALTIES - LIMITED PARTNERSHIP	17	17	
Ordinary Income - Limited Partnership	-26,886		
Sec 1231 Loss - Limited Partnership	-35	-35	

TY 2016 Other Increases Schedule

Name: DALE R & RUTH L MICHELS FAMILY FOUNDATION
EIN: 39-1949453

Description	Amount
RESTORATION PAYMENT FROM PRIOR YEAR	5,000

TY 2016 Taxes Schedule**Name:** DALE R & RUTH L MICHELS FAMILY FOUNDATION**EIN:** 39-1949453

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	493	493		
FEDERAL TAX PAYMENTS	13,300			
FEDERAL FORM 4720 PAYMENT	1,000			
PENALTY PAYMENTS	339			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2016
	Name of the organization DALE R & RUTH L MICHELS FAMILY FOUNDATION	Employer identification number 39-1949453

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 other 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 990PF, 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 DALE R & RUTH L MICHELS FAMILY FOUNDATION	Employer identification number 39-1949453
--	---

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	MICHELS CORPORATION POST OFFICE BOX 128 BROWNSVILLE, WI53006	\$ 4,800,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

39-1949453

Part II	Noncash Property
----------------	-------------------------

[illegible]

Name of organization DALE R & RUTH L MICHELS FAMILY FOUNDATION	Employer identification number 39-1949453
--	---

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

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