Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ 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.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation Wisconsin Eastern Star Foundation	**A Employer identification number** 39-6059144
Number and street (or P O box number if mail is not delivered to street address) 1361 Mockingbird Drive — Room/suite	**B** Telephone number (see instructions) 262-567-6468
City or town, state or province, country, and ZIP or foreign postal code Oconomowoc WI 53066-1237	
Foreign country name / Foreign province/state/county / Foreign postal code	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶ $ 361,327 **J** Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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)	2,851			
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	4	4		
	4	Dividends and interest from securities	7,724	7,724		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-25,254			
	b	Gross sales price for all assets on line 6a 332,564				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	-14,675	7,728	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,325	1,800		525
	c	Other professional fees (attach schedule)	3,510	3,510		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	303	90		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,731	866		865
	22	Printing and publications				
	23	Other expenses (attach schedule)	194	100		94
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,063	6,366	0	1,484
	25	Contributions, gifts, grants paid	6,277			6,277
	26	**Total expenses and disbursements.** Add lines 24 and 25	14,340	6,366	0	7,761
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-29,015			
	b	**Net investment income** (if negative, enter -0-)		1,362		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	36,392	20,996	20,996
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 114			
		Less: allowance for doubtful accounts ▶	152	114	114
	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)	322,914	309,588	335,205
	c	Investments—corporate bonds (attach schedule)	4,863	4,863	5,012
	11	Investments—land, buildings, and equipment. basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	364,321	335,561	361,327
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ Loan From Heyl Trust)		255	
	23	**Total liabilities** (add lines 17 through 22)	0	255	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	364,321	335,306	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	364,321	335,306	
	31	**Total liabilities and net assets/fund balances** (see instructions)	364,321	335,561	

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	364,321
2	Enter amount from Part I, line 27a	2	-29,015
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	335,306
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	335,306

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	Schedule Attached	P	various	
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	332,564		357,818	-25,254
b				
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				-25,254
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-25,254
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	-18,522

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))
2015	16,329	353,248	0 046225
2014	14,400	365,163	0 039434
2013	17,084	321,754	0 053096
2012	23,997	317,326	0 075623
2011	27,353	333,711	0 081966

2	**Total** of line 1, column (d)	2	0 296344
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 059269
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	343,636
5	Multiply line 4 by line 3	5	20,367
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14
7	Add lines 5 and 6	7	20,381
8	Enter qualifying distributions from Part XII, line 4	8	7,761

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	27
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	27
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	27
6	Credits/Payments.		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	27
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be. **Credited to 2017 estimated tax** ▶ **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Ruthann Watts Telephone no. ▶ 262-567-6468

Located at ▶ 1361 Mockingbird Drive Oconomowoc WI ZIP+4 ▶ 53066

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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	N/A	
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		**5b** N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No	
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		**6b**
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b** N/A

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

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

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Provide financial assistance to persons showing need.	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	320,719
b	Average of monthly cash balances	1b	28,017
c	Fair market value of all other assets (see instructions)	1c	133
d	**Total** (add lines 1a, b, and c)	1d	348,869
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	348,869
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	5,233
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	343,636
6	**Minimum investment return.** Enter 5% of line 5	6	17,182

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	17,182
2a	Tax on investment income for 2016 from Part VI, line 5	2a	27		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	27
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	17,155
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	17,155
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	17,155

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	7,761
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	7,761
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,761

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) 2014	(d) 2015
1	Distributable amount for 2016 from Part XI, line 7				17,155
2	Undistributed income, if any, as of the end of 2016:				
a	Enter amount for 2015 only			0	
b	Total for prior years: 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2016:				
a	From 2011 10,854				
b	From 2012 8,304				
c	From 2013 1,165				
d	From 2014				
e	From 2015				
f	**Total** of lines 3a through e	20,323			
4	Qualifying distributions for 2016 from Part XII, line 4: ► $ 7,761				
a	Applied to 2015, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2016 distributable amount				7,761
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2016. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	9,394			9,394
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,929			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 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)	1,460			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	9,469			
10	Analysis of line 9:				
a	Excess from 2012 8,304				
b	Excess from 2013 1,165				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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 2016, enter the date of the ruling . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

Mary Olson 293 State Rd 138 Stoughton, WI 53589 608-873-9705

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

Application form completed

c Any submission deadlines.

None

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

Grants are awarded to persons showing financial need

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Agnes Kadeng Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	25
Bev Mudlitz Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	50
Bobbi Mueller Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	100
Bobbie Jo Clark Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	3,766
Bonnie Walderson Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	50
Charlotte Roggenbach Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	50
Carla Badgley Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	100
Donna Winters Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	50
Donna Krueger Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	25
George Walters Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	25
Gini Brown Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	50
Total . See Attached Statement ▶ 3a				6,277
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			14	4	
4 Dividends and interest from securities			14	7,724	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-25,254	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		-17,526	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 -17,526

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ X Ruthann Watts | 3/30/17 ▶ Treasurer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Barbra R Lasky	Barb R Lasky CPA	3/15/17		P00090499
Firm's name ▶ Hafner Lasky & Loewen, S.C.			Firm's EIN ▶ 39-1172767	
Firm's address ▶ 11575 W Theo Trecker Way, Milwaukee, WI 53214-1139			Phone no 414-258-1007	

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
Hazel Leque	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	50
Jane Tidyman	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	25
Jeri Fluche	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	50
Judi Wright	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	25
Kathy Johnson	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	887
Laverne Michelz	Compass Point 365 Sunset Dr	Dousman	WI	53118		None	I	Assistance	50

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

Recipient(s) paid during the year

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

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

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

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

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

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

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

Recipient(s) paid during the year

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

Name Ruth Cervay				
Street Compass Point 365 Sunset Dr				
City Dousman		**State** WI	**Zip Code** 53118	**Foreign Country**
Relationship None	**Foundation Status** I			
Purpose of grant/contribution Assistance				**Amount** 75

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

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

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

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

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

Recipient(s) paid during the year

Name
Catrina Nelson

Street
2241 West Southland Drive

City	State	Zip Code	Foreign Country
Oak Creek	WI	53154	

Relationship	Foundation Status
None	I

Purpose of grant/contribution	Amount
Assistance	274

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Name

Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status

Purpose of grant/contribution	Amount

Wisconsin Eastern Star Foundation
Gain/Loss from Sale pf Assets Other Than Inventory
Part I, Line 6 (990-PF)
12/31/2016

Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Net Gain or Loss
Bristol Myers Squibb	112.000	P	6/28/2016	8/8/2016	6,811.19	7,982.24	(1,171 05)
Broadview Fds Opportunity Fund	734 286	P	8/20/15	6/13/16	23,732.11	26,683.97	(2,951.86)
Broadview Fds Opportunity Fund	3 067	P	12/29/15	6/13/16	99 12	96 78	2 34
Broadview Fds Opportunity Fund	63 803	P	12/29/15	6/13/16	2,062 11	2,013 61	48 50
Broadview Fds Opportunity Fund	78 376	P	4/6/16	6/13/16	2,533 13	2,409.27	123 86
Ddodge & Cox Stock Fund	153.057	P	8/20/15	6/13/16	24,564.11	26,683 96	(2,119.85)
Ddodge & Cox Stock Fund	0.480	P	9/29/15	6/13/16	77.03	78.06	(1 03)
Ddodge & Cox Stock Fund	5.947	P	12/23/15	6/13/16	954.43	953.46	0 97
Ddodge & Cox Stock Fund	0.469	P	12/23/15	6/13/16	75 27	75.23	0.04
Ddodge & Cox Stock Fund	2 740	P	3/28/16	6/13/16	439.74	428 03	11 71
Ddodge & Cox Stock Fund	1 331	P	3/28/16	6/13/16	213.61	207 94	5 67
Ddodge & Cox Stock Fund	8.790	P	4/6/16	6/13/16	1,410.73	1,384 14	26 59
First Eagle Funds Sogen Overseas Fund	1,161.222	P	8/20/15	6/13/16	27,138.01	26,683.96	454 05
First Eagle Funds Sogen Overseas Fund	9.636	P	12/18/15	6/13/16	224.61	213.05	11.56
First Eagle Funds Sogen Overseas Fund	5.582	P	12/18/15	6/13/16	130.11	123.41	6 70
First Eagle Funds Sogen Overseas Fund	3.370	P	12/18/15	6/13/16	78.56	74.51	4.05
First Eagle Funds Sogen Overseas Fund	2 907	P	4/6/16	6/13/16	67.77	66.08	1.69
Harbor Fund Cap Appreciation Fund	422 616	P	8/20/15	6/13/16	24,160.96	26,683 96	(2,523.00)
Harbor Fund Cap Appreciation Fund	0.337	P	12/18/15	6/13/16	19.26	20 58	(1.32)
Harbor Fund Cap Appreciation Fund	28.440	P	12/18/15	6/13/16	1,625.91	1,735.68	(109.77)
Harbor Fund Cap Appreciation Fund	17.520	P	4/6/16	6/13/16	1,001.63	1,021.79	(20.16)
Hartford Mutual Funds Capital Appreciation	712.142	P	8/20/15	6/13/16	23,984.94	26,683 96	(2,699 02)
Hartford Mutual Funds Capital Appreciation	11.357	P	12/14/15	6/13/16	382.50	385 00	(2.50)
Hartford Mutual Funds Capital Appreciation	53.738	P	12/14/15	6/13/16	1,809.89	1,821.72	(11.83)
Hartford Mutual Funds Capital Appreciation	5 178	P	12/30/15	6/13/16	174.39	180 77	(6 38)
Hartford Mutual Funds Capital Appreciation	29 917	P	4/6/16	6/13/16	1,007.62	1,001.91	5.71
Lamb Weston Holdings	48.000	P	6/28/16	11/15/16	1,459.81	1,536.36	(76.55)
Lord Abbett Sec Tr Value Opportunity	1,324.266	P	8/20/15	6/13/16	24,882 96	26,683.96	(1,801.00)
Lord Abbett Sec Tr Value Opportunity	100.225	P	11/25/15	6/13/16	1,883.22	1,855.16	28.06
Lord Abbett Sec Tr Value Opportunity	52.156	P	4/6/16	6/13/16	980.02	957.06	22.96
Mainstay Fds Convertible Fund	1,605.533	P	8/20/15	6/13/16	24,709.15	26,683.96	(1,974 81)
Mainstay Fds Convertible Fund	3.731	P	10/1/15	6/13/16	57.42	58.92	(1 50)
Mainstay Fds Convertible Fund	15.784	P	12/11/15	6/13/16	242.91	239 60	3.31
Mainstay Fds Convertible Fund	52.443	P	12/11/15	6/13/16	807.10	796.09	11.01
Mainstay Fds Convertible Fund	58.391	P	12/11/15	6/13/16	898.63	886 37	12.26

Wisconsin Eastern Star Foundation
Gain/Loss from Sale pf Assets Other Than Inventory
Part I, Line 6 (990-PF)
12/31/2016

Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Net Gain or Loss
Mainstay Fds Convertible Fund	7 517	P	4/1/16	6/13/16	115 68	112 31	3 37
Mainstay Fds Convertible Fund	65 315	P	4/6/16	6/13/16	1,005 22	979 07	26.15
Oppenheimer Intl Growth Fund	733 076	P	8/20/15	6/13/16	25,635 67	26,683 96	(1,048 29)
Oppenheimer Intl Growth Fund	8.082	P	12/17/15	6/13/16	282.62	290.00	(7.38)
Oppenheimer Intl Growth Fund	17.823	P	4/6/16	6/13/16	623 28	638 97	(15 69)
Oppenheimer Sr Floating Rate Fund	12.577	P	4/1/15	3/15/16	94.55	102.50	(7 95)
Oppenheimer Sr Floating Rate Fund	12.807	P	5/1/15	3/15/16	96.28	104.76	(8 48)
Oppenheimer Sr Floating Rate Fund	12 444	P	6/1/15	3/15/16	93.56	101.67	(8.11)
Oppenheimer Sr Floating Rate Fund	12.818	P	7/1/15	3/15/16	96.37	103.70	(7 33)
Oppenheimer Sr Floating Rate Fund	13 928	P	8/3/15	3/15/16	104 71	112.54	(7.83)
Oppenheimer Sr Floating Rate Fund	13 036	P	9/1/15	3/15/16	98 01	104.29	(6.28)
Oppenheimer Sr Floating Rate Fund	13 649	P	10/1/15	3/15/16	102 62	107.96	(5.34)
Oppenheimer Sr Floating Rate Fund	15 019	P	11/2/15	3/15/16	112.92	118.20	(5.28)
Oppenheimer Sr Floating Rate Fund	14 178	P	12/1/15	3/15/16	106.60	109.74	(3.14)
Oppenheimer Sr Floating Rate Fund	17.529	P	1/4/16	3/15/16	131 79	133.22	(1.43)
Oppenheimer Sr Floating Rate Fund	16 874	P	2/1/16	3/15/16	126.87	125.88	0.99
Oppenheimer Sr Floating Rate Fund	16 196	P	3/1/16	3/15/16	121.79	119.53	2.26
Royal Dutch Shell	82.000	P	6/28/16	9/2/16	4,075.50	4,259.07	(183.57)
Spectra Energy	207.000	P	6/28/16	9/6/16	8,556.76	7,199.49	1,357.27
Steelpath MLP Funds	14.250	P	8/10/15	6/17/16	129.71	148.63	(18.92)
Steelpath MLP Funds	15.528	P	11/9/15	6/17/16	141.35	151.09	(9.74)
Steelpath MLP Funds	6 558	P	1/11/16	6/17/16	59.69	51.22	8 47
Steelpath MLP Funds	7 403	P	2/8/16	6/17/16	67.39	51.60	15 79
Steelpath MLP Funds	6.662	P	3/7/16	6/17/16	60.64	52.03	8.61
Steelpath MLP Funds	6.754	P	4/11/16	6/17/16	61.48	52 41	9.07
Steelpath MLP Funds	5.919	P	5/9/16	6/17/16	53.88	52.80	1.08
Steelpath MLP Funds	5.782	P	6/13/16	6/17/16	52 65	53.14	(0 49)
Thornburg Invt Tr Invt Income Builder Fund	2,576 915	P	8/20/15	6/13/16	49,425 23	53,367.92	(3,942 69)
Thornburg Invt Tr Invt Income Builder Fund	11 298	P	9/25/15	6/13/16	216 69	217.93	(1 24)
Thornburg Invt Tr Invt Income Builder Fund	36.351	P	12/28/15	6/13/16	697.21	699.03	(1 82)
Thornburg Invt Tr Invt Income Builder Fund	25.668	P	3/28/16	6/13/16	492.31	486.41	5.90
Thornburg Invt Tr Invt Income Builder Fund	185.722	P	4/6/16	6/13/16	3,562.16	3,541.71	20.45
Total Short-term					297,301.15	315,823.33	(18,522.18)
Oppenheimer Sr Floating Rate Fund	3,448 276	P	11/19/13	3/15/16	25,924.71	30,006.00	(4,081.29)

Wisconsin Eastern Star Foundation
Gain/Loss from Sale pf Assets Other Than Inventory
Part I, Line 6 (990-PF)
12/31/2016

Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Net Gain or Loss
Oppenheimer Sr Floating Rate Fund	2 864	P	12/2/13	3/15/16	21 53	24 09	(2 56)
Oppenheimer Sr Floating Rate Fund	12 819	P	12/31/13	3/15/16	96 37	108 06	(11.69)
Oppenheimer Sr Floating Rate Fund	15 049	P	2/3/14	3/15/16	113.14	126 86	(13 72)
Oppenheimer Sr Floating Rate Fund	11 569	P	3/3/14	3/15/16	86 97	97 41	(10.44)
Oppenheimer Sr Floating Rate Fund	11.685	P	4/1/14	3/15/16	87 85	98.39	(10 54)
Oppenheimer Sr Floating Rate Fund	12.180	P	5/1/14	3/15/16	91.57	102.19	(10 62)
Oppenheimer Sr Floating Rate Fund	13 008	P	6/2/14	3/15/16	97 79	109 27	(11 48)
Oppenheimer Sr Floating Rate Fund	11.407	P	7/1/14	3/15/16	85 76	96.05	(10 29)
Oppenheimer Sr Floating Rate Fund	12.340	P	8/1/14	3/15/16	92.77	103 66	(10 89)
Oppenheimer Sr Floating Rate Fund	13 014	P	9/2/14	3/15/16	97.84	108 80	(10 96)
Oppenheimer Sr Floating Rate Fund	12.577	P	10/1/14	3/15/16	94.55	104 14	(9 59)
Oppenheimer Sr Floating Rate Fund	13.926	P	11/3/14	3/15/16	104.70	115.03	(10 33)
Oppenheimer Sr Floating Rate Fund	12.223	P	12/1/14	3/15/16	91.89	100 96	(9.07)
Oppenheimer Sr Floating Rate Fund	17.555	P	1/2/15	3/15/16	131.98	142.37	(10.39)
Oppenheimer Sr Floating Rate Fund	13.428	P	2/2/15	3/15/16	100.95	108.50	(7.55)
Oppenheimer Sr Floating Rate Fund	12.042	P	3/2/15	3/15/16	90.53	98.26	(7.73)
Steelpath MLP Funds	794.913	P	12/20/13	6/17/16	7,235 68	9,494.22	(2,258.54)
Steelpath MLP Funds	11.263	P	2/7/14	6/17/16	102.52	136 96	(34.44)
Steelpath MLP Funds	10.767	P	5/7/14	6/17/16	98.00	138.90	(40.90)
Steelpath MLP Funds	10 753	P	8/8/14	6/17/16	97.88	140.76	(42 88)
Steelpath MLP Funds	11.038	P	11/7/14	6/17/16	100.47	142.61	(42.14)
Steelpath MLP Funds	11.826	P	2/9/15	6/17/16	107.64	144 51	(36.87)
Steelpath MLP Funds	12.082	P	5/7/15	6/17/16	109.97	146.55	(36.58)
Total Long-term					35,263 06	41,994.55	(6,731.49)
Total					332,564 21	357,817 88	(25,253.67)

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		2,325	1,800	0	525
1	Accounting	2,325	1,800		525

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		3,510	3,510	0	0
1	Investment Advisor	3,510	3,510		0

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		303	90	0	0
1	Excise	213			
2	Foreign Withholding Tax	90	90		

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		194	100	0	94
1	Office Expense	94	0		94
2	Bond	100	100		

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

#	Description		Line	Accounts Receivable	Allowance for Doubtful Accounts	Fair Market Value
1	Due from Broker	Beginning	1	133		
		Ending		114		114
2	Due from Heyl Trust	Beginning	2	19		
		Ending		0		0
3		Beginning	3			
		Ending				
4		Beginning	4			
		Ending				
5		Beginning	5			
		Ending				
6		Beginning	6			
		Ending				
7		Beginning	7			
		Ending				
8		Beginning	8			
		Ending				
9		Beginning	9			
		Ending				
10		Beginning	10			
		Ending				
11	Total beginning year amounts		11	152	0	
12	Total end of year amounts		12	114	0	
13	Total fair market value		13			114

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

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
			0	309,588	0	335,205
1	Abbvie	103	0	6,144	0	6,450
2	AT&T	185	0	7,715	0	7,868
3	Altria Group	139	0	9,323	0	9,399
4	American Electric Power	81	0	5,492	0	5,100
5	Cisco Systems	201	0	5,575	0	6,074
6	Conagra Foods	144	0	5,217	0	5,695
7	Diageo PLC	31	0	3,256	0	3,222
8	Dominion Res Inc	68	0	5,115	0	5,208
9	Dover Corp	85	0	5,568	0	6,369
10	Du Pont E I DeNemours	121	0	7,631	0	8,881
11	Exxon Mobil	69	0	6,143	0	6,228
12	General Dynamics	53	0	7,097	0	9,151
13	General Electric	247	0	7,402	0	7,805
14	Genuine Parts	44	0	4,263	0	4,204
15	Glaxosmithkline	119	0	4,892	0	4,583
16	Hasbro	65	0	5,381	0	5,056
17	Home Depot	87	0	11,050	0	11,665
18	Illinois Tool	68	0	6,796	0	8,327
19	Intel	243	0	7,560	0	8,814
20	International Business Machine	47	0	7,477	0	7,802
21	International Paper	113	0	4,493	0	5,996
22	Johnson & Johnson	70	0	8,203	0	8,065
23	Kimberly Clark	57	0	7,521	0	6,505
24	Lockheed Martin	48	0	11,447	0	11,997
25	M&T Bank	35	0	3,877	0	5,475
26	Maxim Integrated Products	123	0	4,249	0	4,744
27	McDonalds	45	0	5,320	0	5,477
28	Microchip Technology	108	0	5,323	0	6,928
29	Microsoft	121	0	5,976	0	7,519
30	JP Morgan Chase	98	0	5,772	0	8,456
31	Nextera Energy	52	0	6,596	0	6,212
32	Nucor	86	0	4,035	0	5,119
33	Peoples United Financial	393	0	5,591	0	7,608
34	Pepsico	55	0	5,600	0	5,755
35	Pfizer	217	0	7,442	0	7,048
36	Phillips 66	71	0	5,488	0	6,135
37	Procter & Gamble	80	0	6,549	0	6,726
38	Sonoco Products	98	0	4,526	0	5,165
39	The Southern Company	146	0	7,577	0	7,182
40	United Parcel	54	0	5,646	0	6,191
41	US Bancorp	163	0	6,358	0	8,373
42	Verizon Communications	143	0	7,708	0	7,633
43	Walgreens Boots Alliance	74	0	5,902	0	6,124
44	Waste Management	82	0	5,220	0	5,815
45	Weltower	60	0	4,443	0	4,016
46	Lord Abbett Inv Tr	3,359	0	29,629	0	31,040

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

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
				4,863	4,863	4,431	5,012
1	Plains All American Pipeline Sr Note	2 60%	12/15/2019	4,863	4,863	4,431	5,012

Part II, Line 22 (990-PF) - Other Liabilities

		0	255
	Description	Beginning Balance	Ending Balance
1	Loan From Heyl Trust	0	255

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Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Gain or Loss	Gains Minus Excess FMV over Adj Basis or Losses
Bristol Myers Squibb	112 000	P	6/28/2016	8/8/2016	6,811.19	7,982.24	(1,171.05)	(1,171.05)
Broadview Fds Opportunity Fund	734.286	P	8/20/15	6/13/16	23,732 11	26,683.97	(2,951.86)	(2,951.86)
Broadview Fds Opportunity Fund	3 067	P	12/29/15	6/13/16	99.12	96.78	2.34	2.34
Broadview Fds Opportunity Fund	63.803	P	12/29/15	6/13/16	2,062.11	2,013.61	48.50	48.50
Broadview Fds Opportunity Fund	78.376	P	4/6/16	6/13/16	2,533.13	2,409.27	123.86	123.86
Ddodge & Cox Stock Fund	153.057	P	8/20/15	6/13/16	24,564.11	26,683.96	(2,119.85)	(2,119.85)
Ddodge & Cox Stock Fund	0.480	P	9/29/15	6/13/16	77.03	78.06	(1.03)	(1.03)
Ddodge & Cox Stock Fund	5.947	P	12/23/15	6/13/16	954.43	953.46	0.97	0.97
Ddodge & Cox Stock Fund	0.469	P	12/23/15	6/13/16	75.27	75.23	0.04	0.04
Ddodge & Cox Stock Fund	2.740	P	3/28/16	6/13/16	439.74	428.03	11.71	11.71
Ddodge & Cox Stock Fund	1.331	P	3/28/16	6/13/16	213.61	207.94	5.67	5.67
Ddodge & Cox Stock Fund	8.790	P	4/6/16	6/13/16	1,410.73	1,384.14	26.59	26.59
First Eagle Funds Sogen Overseas Fund	1,161.222	P	8/20/15	6/13/16	27,138.01	26,683.96	454.05	454.05
First Eagle Funds Sogen Overseas Fund	9.636	P	12/18/15	6/13/16	224 61	213.05	11.56	11.56
First Eagle Funds Sogen Overseas Fund	5.582	P	12/18/15	6/13/16	130.11	123.41	6.70	6.70
First Eagle Funds Sogen Overseas Fund	3.370	P	12/18/15	6/13/16	78.56	74.51	4.05	4.05
First Eagle Funds Sogen Overseas Fund	2.907	P	4/6/16	6/13/16	67.77	66.08	1.69	1.69
Harbor Fund Cap Appreciation Fund	422.616	P	8/20/15	6/13/16	24,160.96	26,683.96	(2,523 00)	(2,523.00)
Harbor Fund Cap Appreciation Fund	0.337	P	12/18/15	6/13/16	19.26	20.58	(1.32)	(1.32)
Harbor Fund Cap Appreciation Fund	28.440	P	12/18/15	6/13/16	1,625.91	1,735.68	(109.77)	(109.77)
Harbor Fund Cap Appreciation Fund	17.520	P	4/6/16	6/13/16	1,001.63	1,021.79	(20.16)	(20.16)
Hartford Mutual Funds Capital Appreciation	712.142	P	8/20/15	6/13/16	23,984.94	26,683.96	(2,699.02)	(2,699.02)
Hartford Mutual Funds Capital Appreciation	11.357	P	12/14/15	6/13/16	382.50	385.00	(2.50)	(2.50)
Hartford Mutual Funds Capital Appreciation	53.738	P	12/14/15	6/13/16	1,809.89	1,821.72	(11.83)	(11.83)
Hartford Mutual Funds Capital Appreciation	5.178	P	12/30/15	6/13/16	174.39	180.77	(6.38)	(6.38)
Hartford Mutual Funds Capital Appreciation	29.917	P	4/6/16	6/13/16	1,007.62	1,001.91	5.71	5.71
Lamb Weston Holdings	48.000	P	6/28/16	11/15/16	1,459.81	1,536.36	(76.55)	(76.55)
Lord Abbett Sec Tr Value Opportunity	1,324.266	P	8/20/15	6/13/16	24,882.96	26,683.96	(1,801.00)	(1,801 00)
Lord Abbett Sec Tr Value Opportunity	100.225	P	11/25/15	6/13/16	1,883 22	1,855.16	28 06	28.06
Lord Abbett Sec Tr Value Opportunity	52 156	P	4/6/16	6/13/16	980.02	957.06	22.96	22.96
Mainstay Fds Convertible Fund	1,605.533	P	8/20/15	6/13/16	24,709.15	26,683.96	(1,974.81)	(1,974.81)
Mainstay Fds Convertible Fund	3.731	P	10/1/15	6/13/16	57.42	58.92	(1.50)	(1.50)
Mainstay Fds Convertible Fund	15.784	P	12/11/15	6/13/16	242.91	239.60	3.31	3.31
Mainstay Fds Convertible Fund	52.443	P	12/11/15	6/13/16	807.10	796.09	11.01	11.01
Mainstay Fds Convertible Fund	58 391	P	12/11/15	6/13/16	898.63	886.37	12.26	12.26
Mainstay Fds Convertible Fund	7.517	P	4/1/16	6/13/16	115.68	112.31	3.37	3.37
Mainstay Fds Convertible Fund	65.315	P	4/6/16	6/13/16	1,005.22	979.07	26.15	26.15
Oppenheimer Intl Growth Fund	733.076	P	8/20/15	6/13/16	25,635.67	26,683.96	(1,048.29)	(1,048.29)
Oppenheimer Intl Growth Fund	8.082	P	12/17/15	6/13/16	282.62	290.00	(7.38)	(7.38)

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Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Gain or Loss	Gains Minus Excess FMV over Adj Basis or Losses
Oppenheimer Intl Growth Fund	17.823	P	4/6/16	6/13/16	623.28	638.97	(15.69)	(15.69)
Oppenheimer Sr Floating Rate Fund	12 577	P	4/1/15	3/15/16	94.55	102.50	(7.95)	(7.95)
Oppenheimer Sr Floating Rate Fund	12.807	P	5/1/15	3/15/16	96.28	104.76	(8.48)	(8.48)
Oppenheimer Sr Floating Rate Fund	12 444	P	6/1/15	3/15/16	93.56	101.67	(8.11)	(8.11)
Oppenheimer Sr Floating Rate Fund	12.818	P	7/1/15	3/15/16	96.37	103.70	(7.33)	(7.33)
Oppenheimer Sr Floating Rate Fund	13.928	P	8/3/15	3/15/16	104.71	112.54	(7.83)	(7.83)
Oppenheimer Sr Floating Rate Fund	13.036	P	9/1/15	3/15/16	98.01	104.29	(6.28)	(6.28)
Oppenheimer Sr Floating Rate Fund	13.649	P	10/1/15	3/15/16	102.62	107.96	(5.34)	(5.34)
Oppenheimer Sr Floating Rate Fund	15.019	P	11/2/15	3/15/16	112.92	118.20	(5.28)	(5.28)
Oppenheimer Sr Floating Rate Fund	14.178	P	12/1/15	3/15/16	106.60	109.74	(3.14)	(3.14)
Oppenheimer Sr Floating Rate Fund	17.529	P	1/4/16	3/15/16	131.79	133.22	(1.43)	(1.43)
Oppenheimer Sr Floating Rate Fund	16.874	P	2/1/16	3/15/16	126.87	125.88	0.99	0 99
Oppenheimer Sr Floating Rate Fund	16.196	P	3/1/16	3/15/16	121.79	119.53	2.26	2.26
Royal Dutch Shell	82.000	P	6/28/16	9/2/16	4,075.50	4,259.07	(183.57)	(183.57)
Spectra Energy	207.000	P	6/28/16	9/6/16	8,556.76	7,199.49	1,357.27	1,357.27
Steelpath MLP Funds	14.250	P	8/10/15	6/17/16	129.71	148.63	(18.92)	(18.92)
Steelpath MLP Funds	15.528	P	11/9/15	6/17/16	141.35	151.09	(9.74)	(9.74)
Steelpath MLP Funds	6.558	P	1/11/16	6/17/16	59.69	51.22	8.47	8.47
Steelpath MLP Funds	7.403	P	2/8/16	6/17/16	67.39	51.60	15.79	15.79
Steelpath MLP Funds	6.662	P	3/7/16	6/17/16	60.64	52.03	8.61	8.61
Steelpath MLP Funds	6.754	P	4/11/16	6/17/16	61.48	52.41	9.07	9.07
Steelpath MLP Funds	5.919	P	5/9/16	6/17/16	53.88	52.80	1.08	1.08
Steelpath MLP Funds	5.782	P	6/13/16	6/17/16	52.65	53.14	(0.49)	(0.49)
Thornburg Invt Tr Invt Income Builder Fund	2,576.915	P	8/20/15	6/13/16	49,425.23	53,367.92	(3,942.69)	(3,942.69)
Thornburg Invt Tr Invt Income Builder Fund	11.298	P	9/25/15	6/13/16	216.69	217.93	(1.24)	(1.24)
Thornburg Invt Tr Invt Income Builder Fund	36.351	P	12/28/15	6/13/16	697.21	699.03	(1.82)	(1.82)
Thornburg Invt Tr Invt Income Builder Fund	25.668	P	3/28/16	6/13/16	492.31	486.41	5.90	5.90
Thornburg Invt Tr Invt Income Builder Fund	185.722	P	4/6/16	6/13/16	3,562.16	3,541.71	20 45	20.45
Total Short-term					297,301.15	315,823.33	(18,522.18)	(18,522.18)
Oppenheimer Sr Floating Rate Fund	3,448.276	P	11/19/13	3/15/16	25,924.71	30,006 00	(4,081.29)	(4,081.29)
Oppenheimer Sr Floating Rate Fund	2.864	P	12/2/13	3/15/16	21.53	24 09	(2.56)	(2.56)
Oppenheimer Sr Floating Rate Fund	12.819	P	12/31/13	3/15/16	96.37	108.06	(11.69)	(11.69)
Oppenheimer Sr Floating Rate Fund	15.049	P	2/3/14	3/15/16	113.14	126.86	(13.72)	(13.72)
Oppenheimer Sr Floating Rate Fund	11 569	P	3/3/14	3/15/16	86.97	97.41	(10.44)	(10.44)
Oppenheimer Sr Floating Rate Fund	11.685	P	4/1/14	3/15/16	87.85	98.39	(10.54)	(10.54)
Oppenheimer Sr Floating Rate Fund	12.180	P	5/1/14	3/15/16	91.57	102.19	(10.62)	(10.62)
Oppenheimer Sr Floating Rate Fund	13.008	P	6/2/14	3/15/16	97.79	109 27	(11.48)	(11.48)
Oppenheimer Sr Floating Rate Fund	11.407	P	7/1/14	3/15/16	85.76	96.05	(10.29)	(10.29)

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Investment	Shares	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost	Gain or Loss	Gains Minus Excess FMV over Adj Basis or Losses
Oppenheimer Sr Floating Rate Fund	12.340	P	8/1/14	3/15/16	92.77	103 66	(10.89)	(10.89)
Oppenheimer Sr Floating Rate Fund	13 014	P	9/2/14	3/15/16	97.84	108.80	(10.96)	(10.96)
Oppenheimer Sr Floating Rate Fund	12.577	P	10/1/14	3/15/16	94.55	104.14	(9.59)	(9.59)
Oppenheimer Sr Floating Rate Fund	13.926	P	11/3/14	3/15/16	104.70	115.03	(10.33)	(10.33)
Oppenheimer Sr Floating Rate Fund	12.223	P	12/1/14	3/15/16	91.89	100.96	(9.07)	(9.07)
Oppenheimer Sr Floating Rate Fund	17.555	P	1/2/15	3/15/16	131.98	142.37	(10.39)	(10.39)
Oppenheimer Sr Floating Rate Fund	13.428	P	2/2/15	3/15/16	100.95	108.50	(7.55)	(7.55)
Oppenheimer Sr Floating Rate Fund	12.042	P	3/2/15	3/15/16	90.53	98.26	(7.73)	(7.73)
Steelpath MLP Funds	794.913	P	12/20/13	6/17/16	7,235.68	9,494.22	(2,258.54)	(2,258.54)
Steelpath MLP Funds	11.263	P	2/7/14	6/17/16	102.52	136.96	(34.44)	(34.44)
Steelpath MLP Funds	10.767	P	5/7/14	6/17/16	98.00	138.90	(40.90)	(40.90)
Steelpath MLP Funds	10 753	P	8/8/14	6/17/16	97.88	140.76	(42.88)	(42.88)
Steelpath MLP Funds	11.038	P	11/7/14	6/17/16	100.47	142.61	(42.14)	(42.14)
Steelpath MLP Funds	11.826	P	2/9/15	6/17/16	107.64	144.51	(36.87)	(36.87)
Steelpath MLP Funds	12.082	P	5/7/15	6/17/16	109.97	146.55	(36.58)	(36.58)
Total Long-term					35,263.06	41,994.55	(6,731.49)	(6,731.49)
Total					332,564 21	357,817.88	(25,253.67)	(25,253.67)

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	Paul Tngleth		S7559 Hwy 12 N-13	North Freedom	WI	53951		President	2 00	0	0	0
2	Dave Schreier		2530 Branwood Dnve	Wisconsin Rapids	WI	54494		Vice President	2.00	0	0	0
3	Mary Olson		293 State Rd 138	Stoughton	WI	53589		Secretary	2 00	0	0	0
4	Ruthann Watts		1361 Mockingbird Dr	Oconomowoc	WI	53066		Treasurer	2 00	0	0	0
5	Mary Bamett		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1 00	0	0	0
6	Brenda Gaulke		221 W Hamilton Dr	River Falls	WI	54022		Board Member	1 00	0	0	0
7	Laramie Reisner		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1 00	0	0	0
8	Ian Watts		1361 Mockingbird Dr	Oconomowoc	WI	53066		Board Member	1 00	0	0	0
9	Marv Engelke		400 North Main Street	Blanchardville	WI	53516		Board Member	1 00	0	0	0
10	Dons Schultz		W63 N986 Holly Lane	Cedarburg	WI	53012		Board Member	1 00	0	0	0
11	John Dorsey		1324 School Ave	Sheboygan	WI	53083		Board Member	1 00	0	0	0
12	Barb Irish		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1 00	0	0	0
13	Don Jensen		PO Box 587	Friendship	WI	53934		Board Member	1 00	0	0	0
14										0		