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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

Number and street (or P O box number if mail is not delivered to street address)
10309 N RIVER ROAD

City or town, state or province, country, and ZIP or foreign postal code
MEQUON, WI 530924561

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 56,149,562

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number
39-6589261

B Telephone number (see instructions)
(262) 242-3040

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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)	114,137			
	2 Check if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,524	3,524		
	4 Dividends and interest from securities	695,564	695,564		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,582,316			
	b Gross sales price for all assets on line 6a	1,562,596			
	7 Capital gain net income (from Part IV, line 2)		1,582,316		
	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)	-178,354	-40,610	0		
12 Total. Add lines 1 through 11	2,217,187	2,240,794	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	120,000	96,000	0	24,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	9,087	7,270	0	1,817
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,195	5,576	0	619
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	30,639	9,414	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	100	0	0	100
	24 Total operating and administrative expenses. Add lines 13 through 23	166,021	118,260	0	26,536
25 Contributions, gifts, grants paid	2,861,450			2,861,450	
26 Total expenses and disbursements. Add lines 24 and 25	3,027,471	118,260	0	2,887,986	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-810,284			
	b Net investment income (if negative, enter -0-)		2,122,534		
c Adjusted net income(if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	13,878,632	8,220,823	8,220,823
	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)	2,838,049	2,838,049	2,697,680
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	30,721,355	35,662,918	45,221,533
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	103,471	9,526	9,526	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	47,541,507	46,731,316	56,149,562	
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 ▶ _____)	15,045	15,138	
	23	Total liabilities (add lines 17 through 22)	15,045	15,138	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	47,526,462	46,716,178	
	30	Total net assets or fund balances (see instructions)	47,526,462	46,716,178	
31	Total liabilities and net assets/fund balances (see instructions) .	47,541,507	46,731,316		

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	47,526,462
2	Enter amount from Part I, line 27a	2	-810,284
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	46,716,178
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	46,716,178

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 PLAINS ALL AMERICAN PIPELINE LP			
b ENTERPRISE PRODUCTS PARTNERS LP			
c CAPITAL GAINS 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			19,893
b			-173
c 1,562,596			1,562,596
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			19,893
b			-173
c			1,562,596
d			
e			

2 Capital gain net income or (net capital loss)	2	1,582,316
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	2,520,448	58,288,619	0 043241
2014	2,223,410	51,157,798	0 043462
2013	1,987,186	46,092,877	0 043113
2012	1,914,482	41,144,076	0 046531
2011	1,569,888	37,296,123	0 042093
2 Total of line 1, column (d)			0 218440
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			0 043688
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			53,547,589
5 Multiply line 4 by line 3			2,339,387
6 Enter 1% of net investment income (1% of Part I, line 27b)			21,225
7 Add lines 5 and 6			2,360,612
8 Enter qualifying distributions from Part XII, line 4			2,887,986

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	21,225
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	21,225
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	21,225
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	30,751
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	30,751
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	9,526
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 9,526 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

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?		Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1a		No
c	Did the foundation file Form 1120-POL for this year?	1b		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ 0 (2) On foundation managers ▶ \$ _____ 0	1c		No
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 ► N/A	13	Yes	
14	The books are in care of ► LYNN NICHOLAS Telephone no ► (414) 272-4650			

Located at **►** 700 N WATER STREET MILWAUKEE WI ZIP+4 **►** 53202

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? 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 ►	16	Yes	No

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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		
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		
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

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐ c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No <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 <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	5b 6b 7b	No
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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	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
NANCY J NICHOLAS 6002 N HIGHWAY 83 CHENEQUA, WI 53029	TRUSTEE 0 00	0	0	0
LYNN S NICHOLAS 10309 N RIVER ROAD MEQUON, WI 53092	PRESIDENT - TRUSTEE 25 00	120,000	0	0
SUSAN N FASCIANO 2533 INDIAN RIDGE DRIVE GLENVIEW, IL 60025	TRUSTEE 0 00	0	0	0
DAVID O NICHOLAS 2401 W RANGE LINE TERRACE MEQUON, WI 53092	TRUSTEE 0 00	0	0	0

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

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

Total number of other employees paid over \$50,000. ▶ 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

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

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 N/A	0
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	44,660,309
b	Average of monthly cash balances.	1b	9,702,726
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	54,363,035
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	54,363,035
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	815,446
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	53,547,589
6	Minimum investment return. Enter 5% of line 5.	6	2,677,379

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	2,677,379
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	21,225
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,225
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,656,154
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,656,154
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,656,154

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	2,887,986
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	
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	2,887,986
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	21,225
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,866,761

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) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,656,154
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			2,834,958	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 2,887,986				
a Applied to 2015, but not more than line 2a			2,834,958	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				53,028
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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.		0		
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				2,603,126
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).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
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)

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))	
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	
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 LYNN NICHOLAS NICHOLAS FAMILY FOUND 10309 NORTH RIVER ROAD MEQUON, WI 53092 (262) 242-3040 LNICHOLAS23@ATT.NET	
b The form in which applications should be submitted and information and materials they should include TYPE WRITTEN LETTER WITH HISTORY AND PURPOSE OF ORGANIZATION	
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 TO 501 (C)(3) EXEMPT ORGANIZATIONS	

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	2,861,450
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

(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

**Sign
Here**

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

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

**Paid
Preparer
Use Only**

Print/Type preparer's name JEFFREY KNORRCPA	Preparer's Signature	Date 2017-05-23	Check if self-employed ☐	PTIN P00706566
Firm's name ► ANDERSON TACKMAN & CO PLC				Firm's EIN ► 38-1977929
Firm's address ► 1249 W LIEBAU RD STE 200 MEQUON, WI 53092				Phone no (262) 243-9610

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 Paid during the year				
MILWAUKEE CENTER FOR INDEPENDENCE 2020 W WELLS STREET MILWAUKEE, WI 53233	NONE	501(C)(3)	ANNUAL CAMPAIGN TO ASSIST INDIVIDUALS AND FAMILIES WITH SPECIAL NEEDS TO BETTER LIVE AND WORK IN THE COMMUNITY	10,000
ALS ASSOCIATION SE WI CHAPTER 2421 N MAYFAIR ROAD STE 212 WAUWATOSA, WI 53226	NONE	501(C)(3)	BOUGHT TABLE AT BALL DEDICATED TO FIGHT AGAINST ALS THROUGH RESEARCH, PATIENT SUPPORT AND INFORMATION AWARENESS	25,000
AMERICAN CANCER SOCIETY 520 E WELLS STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	RELAY FOR LIFE ELIMINATING CANCER AS A MAJOR HEALTH PROBLEM BY PREVENTING CANCER, SAVING LIVES AND DIMINISHING SUFFERING THROUGH RESEARCH, EDUCATION, ADVOCAY AND SERVICE	5,000
AMERICAN CANCER SOCIETY 520 E WELLS STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	BREAST CANCER LUNCHEON SPONSOR - DECICATED TO ELIMINATING CANCER THROUGH RESEARCH, EDUCATION, ADVOCACY AND SERVICE	15,000
AMERICAN CANCER SOCIETY 8317 ELDERBERRY RD MADISON, WI 53717	NONE	501(C)(3)	COACHES VS CANCER - DEDICATED TO ELIMINATING CANCER AS A MAJOR HEALH PROBLEM BY PREVENTING CANCER, SAVING LIVES AND DIMISHING SUFFERING THROUGH RESEARCH, EDUCATION, ADVOCACY AND SERVICE	25,000
AMERICAN HEART ASSOCIATION PO BOX 4002902 DES MOINES, IA 50340	NONE	501(C)(3)	WEST BEND HEART WALK & TEACHING GARDEN - DEDICATED TO FIGHTING HEART DISEASE AND STROKE THROUGH EDUCATION	50,000
AMERICAN RED CROSS GREATER MILW CHAPTER 2600 W WISCONSIN AVE MILWAUKEE, WI 53233	NONE	501(C)(3)	ANNUAL CAMPAIGN TO PROVIDE RELIEF TO VICTIMS OF DISASTER, AND HELP PEOPLE PREVENT, PREPARE AND RESPOND TO EMERGENCIES	75,000
ANXIETY DISORDERS FOUNDATION PO BOX 560 OCONOMOWOC, WI 53066	NONE	501(C)(3)	ANNUAL CAMPAIGN DEDICATED TO IMPROVING THE LIVES AFFECTED BY ANXIETY DISORDER WITH TREATMENT, TRAINING AND AWARENESS	20,000
BIG BROTHERS BIG SISTERS OF METRO MILWAUKEE 8415 W GREENFIELD AVE MILWAUKEE, WI 53214	NONE	501(C)(3)	ANNUAL CAMPAIGN TO PROVIDE A MENTOR TO THOUSANDS OF CHILDREN IN ORDER TO IMPROVE THEIR LIVES AND OUR ENTIRE COMMUNITY	10,000
BIRCH CREEK MUSIC PERFORMANCE CENTER INC 3821 COUNTY E PO 230 EGG HARBOR, WI 54209	NONE	501(C)(3)	ANNUAL CAMPAIGN SUMMER MUSIC ACADEMY IN DOOR CTY WI FOR ADVANCED YOUNG MUSICANS	10,000
BLOOD CENTER OF WISCONSIN 638 NORTH 18TH STREET MILWAUKEE, WI 53233	NONE	501(C)(3)	SUPPORT A RESEARCH DOCTOR SCIENTISTS MAKE DISCOVERIES WHICH IMPROVE DIAGNOSIS, ADVANCE TREATMENTS AND ULTIMATELY LEAD TO CURES	75,000
BOYS & GIRLS CLUBS OF GREATER MILWAUKEE 1437 NORTH PROSPECT AVENUE MILWAUKEE, WI 53210	NONE	501(C)(3)	FUND THE LITTLE DRIBBLERS PROGRAM PROMOTE HEALTH, SOCIAL, EDUCATIONAL, VOCATIONAL AND CHARACTER DEVELOPEMENT BY BUILDING SELF ESTEEM, VALUES AND SKILLS	75,000
CHILDREN'S HOSPITAL & HEALTH SYSTEM FOUNDATION MS 3050 PO BOX 1997 MILWAUKEE, WI 53201	NONE	501(C)(3)	ANNUAL CAMPAIGN ADVANCE THE WORK OF PEDIATRIC PATIENT CARE, REASEARCH AND TEACHING	150,000
COA YOUTH AND FAMILY CENTERS 909 EAST NORTH AVE MILWAUKEE, WI 53212	NONE	501(C)(3)	ANNUAL CAMPAIGN TO HELP MILW CHILDREN, TEENS AND FAMILIES REACH THEIR GREATEST POTENTIAL THROUGH A CONTINUUM OF RECREATIONAL AND SOCIAL WORK	10,000
COLUMBIA ST MARY'S FOUNDATION 13111 N PORT WASHINGTON ROAD MEQUON, WI 53097	NONE	501(C)(3)	CAPITAL CAMPAIGN SUPPORT A NEW ADDITION, WHICH WILL ALLOW EXPANSION OF CURRENT PROGRAMS AND SERVICES WILL ALSO ENHANCE THE HEALTH AND WELL BEING OF OUR COMMUNITY	75,000
Total ► 3a				2,861,450

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 Paid during the year				
COPE SERVICES 885 BADGER CIRCLE GRAFTON, WI 53024	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE EMOTIONAL SUPPORT,CRISIS INTERVENTION AND REFERRAL SERVICES	5,000
DELTA GAMMA FOUNDATION PO BOX 26017 MADISON, WI 53726	NONE	501(C)(3)	CAPITAL CAMPAIGN OFFERS WOMEN OF ALL AGES A RICH HERITAGE BASED ON PRINCIPLES OF PERSONAL INTEGRITY, PERSONAL RESPONSIBILITY AND INTELLECTUAL HONESTY	80,000
DOOR COUNTY YMCA 3866 GIBRALTAR ROAD FISH CREEK, WI 54212	NONE	501(C)(3)	CAPITAL CAMPAIGN DEDICATED TO BUILDING STRONG KIDS, FAMILIES AND COMMUNITIES THROUGH CHRISTIAN PRINCIPLES	60,000
EXCEPTIONAL CHILDREN'S FOUNDATION 8740 WASHINGTON BLVD CULVER CITY, CA 90232	NONE	501(C)(3)	ANNUAL CAMPAIGN OFFERS SPECIALIZED EDUCATIONAL AND THERAPEUTIC PROGRAMS AND SERVICES TO CHILDREN, YOUTH AND YOUNG ADULTS CHALLENGED BY LEARNING, DEVELOPMENTAL, EMOTIONAL OR MEDICAL DISABILITIES	20,000
FAMILY PROMISE OF OZAUKEE COUNTY PO BOX 499 PORT WASHINGTON, WI 53074	NONE	501(C)(3)	ANNUAL CAMPAIGN - TO PROVIDE EMERGENCY SHELTER, MEALS & EXPERT MGMT TO HOMELESS CHILDREN AND THEIR FAMILIES	10,000
FIRST STAGE CHILDREN'S THEATER 929 NORTH WATER STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL/CAPITAL CAMPAIGN PROVIDE THEATER EXPERIENCES AND SERVE AS THEATER ARTS-IN-EDUCATION RESOURCE FOR EDUCATORS	50,000
FROEDERT HOSPITAL FOUNDATION 9200 W WISCONSIN AVE MILWAUKEE, WI 53226	NONE	501(C)(3)	FUND CANCER RESEARCH PROVIDES SUPPORT FOR THE HIGHLY SPECIALIZED CARE, RESEARCH AND TRAINING OF FROEDERT HOSPITAL AND THE MEDICAL COLLEGE OF WI	200,000
GATHERING ON THE GREEN INC PO BOX 524 THIENSVILLE, WI 53092	NONE	501(C)(3)	ANNUAL CAMPAIGN DELIVERING THE PERFORMING ARTS TO NEW AUDIENCES AND THE NEXT GENERATION	10,000
INNOVATION CAMPUS UNIVERSITY OF WI- MILWAUKEE 3271 N LAKE DRIVE MILWAUKEE, WI 53211	NONE	501(C)(3)	CAPITAL CAMPAIGN DEVELOPE A WORLD-CLASS, PUBLIC, PRIVATE RESEARCH PARK THAT SPURS STRONG PARTNERSHIPS BETWEEN ACADEMIA AND INDUSTRY LEADING TO NEW PRODUCTS, BUSINESSES AND JOBS	150,000
JEWISH FAMILY SERVICES 1300 N JACKSON STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	SUPPORT BREAKFAST CLUB DEVELOPMENT OF SERVICES FOR INDIVIDUALS WHO HAVE SEVERE AND PERSISTENT MENTAL ILLNESS	10,000
JUDITH ANN GRIESE FOUNDATION 7400 E CRESTLINE CIRCLE GREENWOOD VILLAGE, CO 80111	NONE	501(C)(3)	ANNUAL CAMPAIGN TO HELP CHILDREN AND FAMILIES WHO ARE GRIEVING THE DEATH OF A LOVED ONE FIND HOPE AND HEALING WITHIN THEMSELVES	15,000
LAD LAKEST ROSE CENTER 3801 NORTH 88TH STREET MILWAUKEE, WI 53222	NONE	501(C)(3)	ANNUAL CAMPAIGN CHANGING HEARTACHE TO HOPE FOR WOMEN, GIRLS AND FAMILIES IN NEED BY PROVIDING RESIDENTIAL CARE, STABILIZATION PLACEMENT AND RESPITE CARE	75,000
LITERACY SERVICES OF WISCONSIN INC 2724 WEST WELLS STREET MILWAUKEE, WI 53208	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDES LITERACY EDUCATION TO MOTIVATED ADULTS THROUGH THE EFFORTS OF DEDICATED VOLUNTEERS	15,000
MACC FUND 1200 N MAYFAIR ROAD SUITE 265 MILWAUKEE, WI 53226	NONE	501(C)(3)	ANNUAL CAMPAIGN AND HOPE TEAM SUPPORTS RESEARCH, EFFECIVE TREATMENT AND CURE FOR CHILDHOOD CANCER	162,000
MADISON AREA MUSIC ASSOCIATION 3921 ANCHOR DR MADISON, WI 53714	NONE	501(C)(3)	"LAUNCHPAD AND ALTERNATIVE STATEWIDE MUSIC COMPETITION TO PROVIDE LEADERSHIP AND SUPPORT FOR SCHOOL MUSIC PROGRAMS THAT ENCOURAGE LIFELONG INVOLVEMENT IN MUSIC	50,000
Total ► 3a				2,861,450

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>				
MAKE A DIFFERENCE - WISCONSIN 710 N PLANKINTON AVE STE 310 MILWAUKEE, WI 53203	NONE	501(C)(3)	ANNUAL CAMPAIGN SUPPORTS MONEY SMART AND LIFE SMART EDUCATION	7,000
MAKE-A-WISH FOUNDATION OF WISCONSIN 13195 WEST HAMPTON AVENUE BUTLER, WI 53007	NONE	501(C)(3)	ANNUAL CAMPAIGN GRANTS THE WISHES OF CHILDREN WITH LIFE-THREATENING ILLNESSES TO ENRICH THE HUMAN EXPERIENCE WITH HOPE, STRENGTH AND JOY	10,000
MEQUON-THIENSVILLE EDUCATION FOUNDATION PO BOX 514 MEQUON, WI 53092	NONE	501(C)(3)	UNDERWRITE TARTAN BALL MUSIC ENRICHING THE EDUCATION OF MEQUON THIENSVILLE SCHOOL DISTRICT	10,000
MILWAUKEE ART MUSEUM 700 N ART MUSEUM DRIVE MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN COLLECT & PRESERVE ART AND PRESENT TO THE COMMUNITY AS A VITAL SOURCE OF INSPIRATION AND EDUCATION	15,000
MILWAUKEE FILM 2290 E WISCONSIN AVE STE200 MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN A WORLD OF MOVING IDEAS SUPPORTING CINEMATIC PROGRAMMING AND EDUCATIONAL OPPORTUNITIES TO THE MILWAUKEE COMMUNITY	20,000
MILWAUKEE PUBLIC MUSEUM 800 WEST WELLS STREET MILWAUKEE, WI 53233	NONE	501(C)(3)	ANNUAL CAMPAIGN SUPPORT EXHIBITS AND EDUCATION PROGRAMS	25,000
NEIGHBORHOOD HOUSE OF MILWAUKEE INC 2819 W RICHARDSON PLACE MILWAUKEE, WI 53208	NONE	501(C)(3)	ANNUAL CAMPAIGN SERVING CHILDREN AND FAMILIES ON THE NEAR WEST SIDE OF MILWAUKEE THROUGH PROGRAMS THAT STRIVE TO SUPPORT PERSONAL GROWTH, ENRICHMENT, KNOWLEDGE EDUCATION AND SELF-SUFFICIENCY	15,000
NEXT DOOR FOUNDATION 2545 NORTH 29TH STREET MILWAUKEE, WI 53210	NONE	501(C)(3)	ANNUAL CAMPAIGN TO PROMOTE LITERACY AND LEADERSHIP	15,000
OUR NEXT GENERATION INC 804 E JUNEAU AVENUE MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN ENHANCING EDUCATION & LIFE SKILLS OF CHILDREN THROUGH PROGRAMS	25,000
PEARLS FOR TEEN GIRLSINC 2100 N PALMER STREET MILWAUKEE, WI 53212	NONE	501(C)(3)	ANNUAL CAMPAIGN PROGRAMS FOR MAXIMIZING GIRLS' SELF-DEVELOPMENT	10,000
PENFIELD CHILDREN'S CENTER 833 NORTH 26TH STREET MILWAUKEE, WI 53223	NONE	501(C)(3)	ANNUAL CAMPAIGN TO HELP INFANTS AND YOUNG CHILDREN WITH AND WITHOUT DISABILITIES TO REACH THEIR FULL POTENTIAL	15,000
PREVENT BLINDNESS WISCONSIN 759 NORTH MILWAUKEE STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	NIGHT FOR SIGHT EVENT PROMOTE HEALTH VISION AND EYE SAFETY	55,000
RAWHIDE BOYS RANCH E7475 RAWHIDE ROAD NEW LONDON, WI 54961	NONE	501(C)(3)	SUPPORT AND COUNSELING SERVICES SERVICES DEDICATED TO CHANGING THE LIVES OF AT RISK YOUTH AND THEIR FAMILIES ANNUAL CAMPAIGN SUPPORT COUNSELING SERVICES FOR AT RISK YOUTH AND THEIR FAMILIES	50,000
ROCKFORD PARK DISTRICT FOUNDATION 1401 N 2ND STREET ROCKFORD, IL 61107	NONE	501(C)(3)	ANNUAL ENDOWMENT SUPPORTS ENHANCEMENTS AND PROGRAMMING AT THE NICHOLAS CONSERVATORY AND GARDENS	500,000
RONALD MCDONALD HOUSE CHARITIES 8948 W WATERTOWN PLANK ROAD WAUWATOSA, WI 53226	NONE	501(C)(3)	CAPTIAL CAMPAIGN PROVIDES A "HOME AWAY FROM HOME" FOR FAMILIES WHOSE LIVES HAVE BEEN DISRUPTED AS A RESULT OF THEIR CHILD'S ILLNESS OR INJURY	15,000
Total ► 3a				2,861,450

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>				
SAMARITAN FOUNDATION FOR CHURCH AND FAMILY WELLNESS INC 500 W SILVER SPRINGS DR SUITE K270 GLENDALE, WI 53217	NONE	501(C)(3)	UNDERWRITE BOOKLETS FOR MPS SCHOOLS SERVING INDIVIDUALS, FAMILIES AND ORGANIZATIONS THROUGH WHOLE PERSON WELLNESS AND SERVICES	75,000
SIXTEENTH STREET COMMUNITY HEALTH CENTER INC 1337 S CESAR E CHAVEZ DRIVE MILWAUKEE, WI 532042714	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE QUALITY, ACCESSIBLE AND AFFORDABLE HEALTH CARE SERVICES TO FAMILIES AND INDIVIDUALS IN OUR COMMUNITY	15,000
SOJOURNER FAMILY PEACE CENTER 619 W WALNUT STREET MILWAUKEE, WI 53212	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE SHELTER FOR BATTERED AND WOMEN AND CHILDREN	20,000
THE GATHERING OF SOUTHEASTERN WISCONSIN 804 EAST JUNEAU AVENUE MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE FOOD FOR THE HUNGRY	20,000
THE SALVATION ARMY 4757 NORTH 76TH STREET MILWAUKEE, WI 53218	NONE	501(C)(3)	ANNUAL CAMPAIGN PREACHING THE GOSPEL OF JESUS AND MEET THE HUMAN NEEDS IN HIS NAME WITHOUT DISCRIMINATION	25,000
UNITED COMMUNITY CENTER 1028 SOUTH 9TH STREET MILWAUKEE, WI 53204	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE PROGRAMS TO HISPANICS AND NEAR SOUTH SIDE RESIDENTS OF ALL AGES IN THE AREAS OF EDUCATION, CULTURAL ARTS, RECREATION, COMMUNITY DEVELOPMENT AND HEALTH AND HUMAN SERVICES	10,000
UPAF 929 NORTH WATER STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN SUPPORTS THE PERFORMING ARTS IN MILWAUKEE	25,000
WALKER'S POINT YOUTH & FAMILY CENTER INC 2030 W NATIONAL AVENUE MILWAUKEE, WI 53204	NONE	501(C)(3)	ANNUAL CAMPAIGN MEET THE NEEDS OF RUNAWAY, HOMELESS AND OTHER TROUBLED YOUTH AND THEIR FAMILIES FROM MILWAUKEE'S DIVERSE COMMUNITIES	15,000
WI ALLIANCE FOR FIRE SAFETY 17750 WEST LIBERTY LANE NEW BERLIN, WI 53146	NONE	501(C)(3)	GOLF OUTING - BENEFITS ST MARY'S BURN CENTER AND THE WI CAMP FOR BURNED AND INJURED YOUTH	5,400
WISCONSIN HUMANE SOCIETY 4500 W WISCONSIN AVE MILWAUKEE, WI 53208	NONE	501(C)(3)	ANNUAL CAMPAIGN TO SUPPORT ABUSED, NEGLECTED AND FORGOTTEN ANIMALS	30,000
ZOOLOGICAL SOCIETY OF MILWAUKEE 1421 NORTH WATER STREET MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN SUPPORT, EDUCATE & CONSERVE PROGRAMS FOR ANIMALS AT THE ZOO	17,000
PAVE 1841 NORTH MARTIN LUTHER KING DRIVE MILWAUKEE, WI 53212	NONE	501(C)(3)	ANNUAL CAMPAIGN SUPPORT EXPANDING EDUCATIONAL OPPORTUNITIES FOR LOW-INCOME FAMILIES THROUGH SCHOLARSHIP ASSISTANCE	15,000
FRIENDS OF PENINSULA STATE PARK PO BOX 353 EGG HARBOR, WI 54209	NONE	501(C)(3)	CAPITAL CAMPAIGN TO PRESERVE THE EXPERIENCE AT THE TOP OF EAGLE TOWER FOR NOW AND THE FUTURE	50,000
ST COLETTA DAY SCHOOL OF MILWAUKEE 1740 NORTH 55TH STREET MILWAUKEE, WI 53208	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE AN ACADEMIC CURRICULUM DESIGNED TO MEET THE SPECIAL LEARNING NEEDS OF EACH STUDENT TO HELP PREPARE THEM TO REACH FULL LEARNING POTENTIAL	15,000
BEL CANTO CHORUS 158 NORTH BROADWAY MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN PRESENTS THE BEST OF CHORAL MUSIC TO IT'S AUDIENCES THAT CANT BE HEARD IN ANY OTHER VENUE IN THE MILWAUKEE AREA	10,000
Total ► 3a				2,861,450

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 Paid during the year				
COLLEGE POSSIBLE MILWAUKEE 1515 W RIVERCENTER DRIVE 105 MILWAUKEE, WI 53212	NONE	501(C)(3)	ANNUAL CAMPAIGN MAKES COLLEGE ADMISSION AND SUCCESS POSSIBLE FOR LOW-INCOME STUDENTS THROUGH AN INTENSIVE CURRICULUM OF COACHING AND SUPPORT	10,000
JUNIOR ACHIEVEMENT - WISCONSIN 11111 W LIBERTY DRIVE MILWAUKEE, WI 53224	NONE	501(C)(3)	ANNUAL CAMPAIGN TO INSPIRE AND PREPARE YOUNG PEOPLE TO SUCCEED	50,000
PENINSULA PLAYERS THEATER FOUNDATION 4351 PENINSULA PLAYERS ROAD FISH CREEK, WI 54212	NONE	501(C)(3)	ANNUAL CAMPAIGN TO SUPPORT A TRADITION OF THEATRICAL EXCELLENCE AND NATURAL BEAUTY ON SHOREFRONT PROPERTY IN DOOR COUNTY	5,000
ECONOMICS WISCONSIN 7635 W BLUEMOUND ROAD 106 MILWAUKEE, WI 54213	NONE	501(C)(3)	ANNUAL CAMPAIGN HELPS INDIVIDUALS TO UNDERSTAND OUR HISTORY, GOVERNMENTS AND CULTURE AND TEACHES FINANCIAL LITERACY	20,000
DISCOVERY WORLD 500 N HARBOR DRIVE MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN IS A SCIENCE AND TECHNOLOGY CENTER IN MILWAUKEE, WI THAT FOCUSES ON INNOVATION AND TECHNOLOGY AS WELL AS GREAT LAKES EDUCATION AND CONSERVATION	15,000
ST ANN CENTER FOR INTERGENERATIONAL CARE 2801 E MORGAN AVENUE MILWAUKEE, WI 53207	NONE	501(C)(3)	ANNUAL CAMPAIGN MEETS THE SPIRITUAL, SOCIAL AND PHYSICAL NEEDS OF CHILDREN, ADULTS AND THE COMMUNITY	10,000
MILWAUKEE COLLEGE PREP 1350 W NORTH AVENUE MILWAUKEE, WI 53205	NONE	501(C)(3)	ANNUAL CAMPAIGN FOUR CAMPUS NETWORK, OF K-8 SCHOOLS, COMMITTED TO ELIMINATING THE ACHIEVEMENT GAP SO ALL CHILDREN GAIN THE KNOWLEDGE AND CHARACTER TO DETERMINE THEIR OWN DESTINIES	10,000
THE WOMEN'S CENTER 505 N EAST AVENUE WAUKESHA, WI 53186	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE SAFETY, SHELTER AND SUPPORT TO WOMEN AND FAMILIES AFFECTED BY DOMESTIC VIOLENCE, SEXUAL ASSAULT AND ABUSE AND TO FACILITATE THEIR DEVELOPMENT	10,000
ST JOHN'S ON THE LAKE 1840 N PROSPECT AVENUE MILWAUKEE, WI 53202	NONE	501(C)(3)	ANNUAL CAMPAIGN RETIREMENT COMMUNITY PROVIDING INDEPENDENT, ASSISTED AND SUPPORTIVE LIVING	50
UW FOUNDATION 1848 UNIVERSITY AVENUE MADISON, WI 53726	NONE	501(C)(3)	SCHOLARSHIP SUPPORT RAISES, INVESTS AND DISTRIBUTES FUNDS FOR THE BENEFIT OF THE UNIVERSITY OF WISCONSIN - MADISON	5,000
VISION FORWARD ASSOCIATION 912 N HAWLEY ROAD MILWAUKEE, WI 53213	NONE	501(C)(3)	ANNUAL CAMPAIGN PROVIDE DEVELOPMENTAL, EMOTIONAL AND SOCIAL NEEDS FOR YOUNG CHILDREN AND YOUTH, AGES NEWBORN TO 21 YEARS, WHO ARE BLIND OR VISUALLY IMPAIRED	25,000
RECOLLECTION WISCONSIN - WILS 1360 REGENT STREET 121 MADISON, WI 53715	NONE	501(C)(3)	ANNUAL CAMPAIGN FACILITATE COLLABORATIVE PROJECTS AND SERVICES TO SAVE OUR MEMBERS TIME AND MONEY AND TO ADVANCE LIBRARY SERVICES	25,000
Total ► 3a				2,861,450

TY 2016 Accounting Fees Schedule

Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

EIN: 39-6589261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANDERSON TACKMAN & CO, PLC - FOR TAX PREPARATION	6,195	5,576	0	619

TY 2016 Investments Corporate Stock Schedule**Name:** NICHOLAS FAMILY FOUNDATION TRUST

C/O LYNN S NICHOLAS

EIN: 39-6589261

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	2,838,049	2,697,680

TY 2016 Investments - Other Schedule

Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

EIN: 39-6589261

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	33,596,510	38,882,088
PARTNERSHIP INTERESTS	AT COST	2,066,408	6,339,445

TY 2016 Other Assets Schedule**Name:** NICHOLAS FAMILY FOUNDATION TRUST

C/O LYNN S NICHOLAS

EIN: 39-6589261**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SUSPENSE	400	0	0
DIVIDENDS RECEIVABLE	78,451	0	0
PREPAID EXCISE TAX	24,620	9,526	9,526

TY 2016 Other Expenses Schedule

Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

EIN: 39-6589261

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	90	0	0	90
FILING FEES	10	0	0	10

TY 2016 Other Income Schedule**Name:** NICHOLAS FAMILY FOUNDATION TRUST

C/O LYNN S NICHOLAS

EIN: 39-6589261**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DORCHESTER MINERALS LP - PASSTHROUGH ENTITY	54,185	54,185	
LOSS FROM PARTNERSHIPS	-137,744		0
LOSS FROM PARTNERSHIPS	-94,795	-94,795	0

TY 2016 Other Liabilities Schedule

Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

EIN: 39-6589261

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED PAYROLL TAXES	15,045	14,952
SUSPENSE	0	186

TY 2016 Taxes Schedule

Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

EIN: 39-6589261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX (FORM 990-PF)	21,225	0	0	0
FOREIGN TAXES PAID BY PASSTHROUGH ENTITIES	9,414	9,414	0	0

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 www.irs.gov/form990	OMB No 1545-0047 2016
	Name of the organization NICHOLAS FAMILY FOUNDATION TRUST C/O LYNN S NICHOLAS	Employer identification number 39-6589261

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 NICHOLAS FAMILY FOUNDATION TRUST C/O LYNN S NICHOLAS	Employer identification number 39-6589261
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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
—	See Additional Data Table _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization NICHOLAS FAMILY FOUNDATION TRUST C/O LYNN S NICHOLAS	Employer identification number 39-6589261
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Part II	Noncash Property
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	600 UNITS DORCHESTER MINERALS LP	\$ 10,242	2016-10-13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____	\$ _____	_____

Name of organizationNICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS**Employer identification number**

39-6589261

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
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(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	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Additional Data

Software ID:
Software Version:
EIN: 39-6589261
Name: NICHOLAS FAMILY FOUNDATION TRUST
C/O LYNN S NICHOLAS

Form 990 Schedule B, 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
<u>1</u>	DANIEL FMCKEITHAN JR	\$ 10,000	Person ☒
	777 EAST WISCONSIN AVENUE SUITE 302		Payroll ☐
	MILWAKEE, WI53202		Noncash ☐ (Complete Part II for noncash contribution)
<u>2</u>	ROBERT B BRUCE	\$ 5,000	Person ☒
	1340 ASBURY AVENUE		Payroll ☐
	WINNETKA, IL60093		Noncash ☐ (Complete Part II for noncash contribution)
<u>3</u>	AUGUST U PABST	\$ 5,000	Person ☒
	35303 PABST ROAD		Payroll ☐
	OCONOMOWOC, WI53066		Noncash ☐ (Complete Part II for noncash contribution)
<u>4</u>	JOHN TASHA MORGRIDGE	\$ 5,000	Person ☒
	107 MAPACHE DRIVE		Payroll ☐
	PORTOLA VALLEY, CA94028		Noncash ☐ (Complete Part II for noncash contribution)
<u>5</u>	JACK KAREN KELLNER	\$ 25,000	Person ☒
	10271 ANN MARIE DRIVE		Payroll ☐
	CEDARBURG, WI53012		Noncash ☐ (Complete Part II for noncash contribution)
<u>6</u>	TED MARY KELLNER	\$ 15,000	Person ☒
	5112 W HIGHLAND ROAD		Payroll ☐
	MEQUON, WI53092		Noncash ☐ (Complete Part II for noncash contribution)

Form 990 Schedule B, 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
7	TOM KAREN BERG	<u>\$ 10,242</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contribution)
	206 N MAIN STREET		
	OSHKOSH, WI54901		