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Return of Private Foundation

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

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

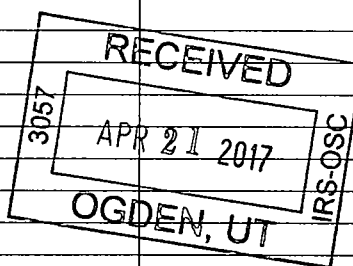
, and ending

Name of foundation NICK AND JUDITH TOPITZES FAMILY FOUNDATION INC		A Employer identification number 47-5039443
Number and street (or P.O. box number if mail is not delivered to street address) 1750 CAMELOT DRIVE	Room/suite	B Telephone number (608) 231-1250
City or town, state or province, country, and ZIP or foreign postal code MADISON, WI 53705		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,658,440.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	177,178.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	7,116.	7,116.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-3,959.			
b Gross sales price for all assets on line 6a	50,168.			
7 Capital gain net income (from Part IV, line 2)		0.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	180,335.	7,116.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	167.	0.		167.
24 Total operating and administrative expenses. Add lines 13 through 23	167.	0.		167.
25 Contributions, gifts, grants paid	124,500.			124,500.
26 Total expenses and disbursements. Add lines 24 and 25	124,667.	0.		124,667.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	55,668.			
b Net investment income (if negative, enter -0-)		7,116.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	887,951.	276,386.	276,386.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 4	299,849.	399,669.	399,669.
	b Investments - corporate stock STMT 5	173,796.	434,530.	434,530.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6		200,000.	547,855.	547,855.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,561,596.	1,658,440.	1,658,440.
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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 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	1,561,596.	1,658,440.	
30 Total net assets or fund balances	1,561,596.	1,658,440.		
31 Total liabilities and net assets/fund balances	1,561,596.	1,658,440.		

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)	1,561,596.
2 Enter amount from Part I, line 27a	55,668.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 3	41,176.
4 Add lines 1, 2, and 3	1,658,440.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,658,440.

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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 PUBLICLY TRADED STOCK					
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 50,168.		54,127.	-3,959.		
b					
c					
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			-3,959.		
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	-3,959.	
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). If (loss), enter -0- in Part I, line 8			3	N/A	

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	192,300.	1,446,600.	.132932
2014			
2013			
2012			
2011			
2 Total of line 1, column (d)			2 .132932
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 .132932
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 1,509,900.
5 Multiply line 4 by line 3			5 200,714.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 71.
7 Add lines 5 and 6			7 200,785.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			8 124,667.

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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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	142.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	142.
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	142.
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 <input type="checkbox"/> 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		142.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of NICK TOPITZES Telephone no 608-231-1250		
Located at 1750 CAMELOT DR, MADISON, WI ZIP+4 53705-1006		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
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?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		X

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	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 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years N/A		
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.)	N/A	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.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	3b
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

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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)?

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?

N/A

☐

Yes

☐

No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐

Yes

☒

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

☒

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐

Yes

☒

No

b

If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

☐

7b

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.

(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 STATEMENT 7		0.	0.	0.

2

Compensation of five highest-paid employees (other than those included on line 1). 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

0

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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	1,243,206.
b	Average of monthly cash balances	1b	289,687.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,532,893.
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	1,532,893.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,993.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,509,900.
6	Minimum investment return. Enter 5% of line 5	6	75,495.

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	75,495.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	142.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	142.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,353.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,353.
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	75,353.

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	124,667.
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	124,667.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	124,667.

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

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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				75,353.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015	169,908.			
f Total of lines 3a through e	169,908.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	124,667.			
a Applied to 2015, but not more than line 2a			0.	
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				75,353.
e Remaining amount distributed out of corpus	49,314.			
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	219,222.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	219,222.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	169,908.			
e Excess from 2016	49,314.			

N/A

-

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

2016.03020 NICK AND JUDITH TOPITZES FA 17696301

NICK AND JUDITH TOPITZES FAMILY

Form 990-PF (2016)

FOUNDATION INC

47-5039443 Page 11

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				
INTERNATIONAL ORTHODOX CHRISTIAN CHARITIES 100 WEST ROAD BALTIMORE, MD 21204	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	7,500.
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE. MADISON, WI 53726	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	4,500.
ASSUMPTION CHURCH 11 N 7TH ST. MADISON, WI 53704	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
AMERICAN HELLENIC EDUCATIONAL PROGRESSIVE ASSOCIATION 1909 Q STREET WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	SCHOLARSHIP FUND	25,000.
MADISON OPERA 335 W MIFFLIN ST. MADISON, WI 53703	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
Total	SEE CONTINUATION SHEET(S)			124,500.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2016)

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

- | 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes No | |
|---|---|--------|----|
| | | Yes | No |
| 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. | | | |

[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
N/A		

**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.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

KEITH H.
BAUMGARTNER, CPA

Preparer's signature

Kent Burton, CPA

Date _____

4/11/17

Check ☐ if
self-employed

PTIN

P00187845

Firm's name ► **SMITH & GESTELAND, LLP**

Firm's EIN ► 39-0857178

Firm's address ► P.O. BOX 1764
MADISON, WI 53701

Phone no (608) 836-7500

Form **990-PF** (2016)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2016

Name of the organization

NICK AND JUDITH TOPITZES FAMILY
FOUNDATION INC

Employer identification number

47-5039443

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

NICK AND JUDITH TOPITZES FAMILY
FOUNDATION INC

Employer identification number

47-5039443

Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	NICK AND JUDITH TOPITZES 1750 CAMELOT DR MADISON, WI 53705	\$ 177,178.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

47-5039443

[illegible]

Name of organization

Employer identification number

NICK AND JUDITH TOPITZES FAMILY
FOUNDATION INC

47-5039443

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 info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

**NICK AND JUDITH TOPITZES FAMILY
FOUNDATION INC**

47-5039443

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
OVERTURE CENTER FOR THE ARTS 201 STATE ST. MADISON, WI 53703	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	20,000.
MILWAUKEE PUBLIC MUSEUM 800 W WELLS ST. MILWAUKEE, WI 53233	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
UNIVERSITY OF WISCONSIN: SCHOOL OF SOCIAL WORK 1350 UNIVERSITY AVE. MADISON, WI 53706	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	50,000.
MADISON SYMPHONY ORCHESTRA 222 W WASHINGTON AVE MADISON, WI 53703	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	2,500.
Total from continuation sheets				77,500.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB	7,116.	0.	7,116.	7,116.	
TO PART I, LINE 4	7,116.	0.	7,116.	7,116.	

FORM 990-PF	OTHER EXPENSES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	167.	0.		167.
TO FORM 990-PF, PG 1, LN 23	167.	0.		167.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	3
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DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAINS ON INVESTMENTS	41,176.
TOTAL TO FORM 990-PF, PART III, LINE 3	41,176.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	4
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILLS	X		399,669.	399,669.
TOTAL U.S. GOVERNMENT OBLIGATIONS			399,669.	399,669.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			399,669.	399,669.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
EQUITIES	434,530.	434,530.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	434,530.	434,530.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT	COST	510,225.	510,225.
MUTUAL FUNDS AND ETF'S	COST	37,630.	37,630.
TOTAL TO FORM 990-PF, PART II, LINE 13		547,855.	547,855.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 7
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NICK TOPITZES 1750 CAMELOT DR. MADISON, WI 53705	PRESIDENT 1.00	0.	0.	0.
JUDITH TOPITZES 1750 CAMELOT DR. MADISON, WI 53705	VICE PRESIDENT 1.00	0.	0.	0.
JAMES NICHOLAS TOPITZES 1347 NORTHEAST SUMNER ST. PORTLAND, OR 97211	TREASURER 1.00	0.	0.	0.
KENT C.N. TOPITZES 1750 CAMELOT DR. MADISON, WI 53705	SECRETARY 1.00	0.	0.	0.
WILLIAM BOYLE 17920 REDVERE DR. BROOKFIELD, WI 53045	DIRECTOR 1.00	0.	0.	0.
JAMES PAPAGEORGE 2508 WEST NORWAY DR. MEQUON, WI 53092	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 8
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

NICK TOPITZES
 JUDITH TOPITZES



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Fixed Income

U.S. Treasuries		Units Purchased	Par	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
US TREASURY	BILL17	100,000.0000		99.9725	99,972.50	99,785.14	6%	187.36	N/A
U S T BILL	DUE 01/26/17	100,000.0000		99.7851	99,785.14	99,785.14	07/25/16	187.36	0.42%
CUSIP: 912796KE8									Accrued Interest: 0.00
US TREASURY	BILL17	100,000.0000		99.9327	99,932.70	99,880.00	6%	52.70	N/A
U S T BILL	DUE 02/23/17	100,000.0000		99.8800	99,880.00	99,880.00	11/21/16	52.70	0.48%
CUSIP: 912796KJ7									Accrued Interest: 0.00

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Fixed Income (continued)

U.S. Treasuries (continued)	Units Purchased	Par	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
US TREASURY BILL17	200,000.0000		99.8818	199,763.60	199,719.42	12%	44.18	N/A
U S T BILL DUE 03/30/17	200,000.0000		99.8597	199,719.42	199,719.42	12/27/16	44.18	0.56%
CUSIP: 912796JJ9								Accrued Interest: 0.00

Total Accrued Interest for U.S. Treasuries: 0.00

CDs & BAs	Units Purchased	Par	Market Price Cost Per Unit	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
ENERBANK USA 0.8%17	200,000.0000		100.0179	200,035.80	200,000.00	12%	35.80	N/A
CD FDIC INS DUE 01/27/17	200,000.0000		100.0000	200,000.00	200,000.00	01/20/16	35.80	0.80%
SALT LAKE CITY UT CUSIP: 29266NX85 MOODY'S: NR S&P: NR								Accrued Interest: 1,486.03
TCF NATIONAL BAN 0.75%17	10,000.0000		100.0173	10,001.73	10,000.00	<1%	1.73	N/A
CD FDIC INS DUE 02/10/17 PLYMOUTH MN CUSIP: 872278SD9 MOODY'S: NR S&P: NR	10,000.0000		100.0000	10,000.00	10,000.00	02/04/16	1.73	0.75%
								Accrued Interest: 66.99



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Fixed Income (continued)

CDs & BAs (continued)		Par	Market Price	Market Value	Adjusted Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Annual Income
Units Purchased	Cost Per Unit	Cost Basis						Yield to Maturity
BANK OF BARODA								
100,000.0000	100.0124	100,012.40	100,000.00	6%	12.40	N/A		
0.75%17								
100,000.0000	100.0000	100,000.00	06/02/16	12.40	0.75%			
CD FDIC INS DUE 06/09/17								
NEW YORK NY								
CUSIP: 06062QQT4								
MOODY'S: NR S&P: NR								
Accrued Interest: 423.29								
BANK OF CHINA NEW								
100,000.0000	99.9984	99,998.40	100,000.00	6%	(1.60)	N/A		
0.8%17								
100,000.0000	100.0000	100,000.00	07/19/16	(1.60)	0.80%			
CD FDIC INS DUE 07/27/17								
BEIJING								
CUSIP: 06426TUZ0								
MOODY'S: NR S&P: NR								
Accrued Interest: 346.30								
AMER EXPRESS CNTRN								
100,000.0000	100.1764	100,176.40	100,000.00	6%	176.40	1,200.00		
1.2%17								
100,000.0000	100.0000	100,000.00	10/21/15	176.40	1.20%			
CD FDIC INS DUE 10/30/17								
MIDVALE UT								
CUSIP: 02587DE79								
MOODY'S: NR S&P: NR								
Accrued Interest: 213.70								
Total Fixed Income								
Total Accrued Interest for CDs & BAs: 2,536.31								

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment.

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Fixed Income (continued)

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
ALPHABET INC. ☒ CLASS C SYMBOL: GOOG	20,0000	771.8200	15,436.40	<1%	1,598.13	N/A	N/A
	20,0000	691.9135	13,838.27	02/09/16	1,598.13	326	Short-Term
AMAZON COM INC ☒ SYMBOL: AMZN	125,0000	749.8700	93,733.75	6%	13,930.97	N/A	N/A
	50,0000	516.7090	25,835.45	10/02/15	11,658.05	456	Long-Term
	20,0000	634.6875	12,693.75	11/04/15	2,303.65	423	Long-Term
	10,0000	675.7140	6,757.14	11/11/15	741.56	416	Long-Term
	25,0000	784.3872	19,609.68	09/08/16	(862.93)	114	Short-Term
	10,0000	731.3600	7,313.60	11/14/16	185.10	47	Short-Term
	10,0000	759.3160	7,593.16	12/16/16	(94.46)	15	Short-Term
Cost Basis			79,802.78				
APPLE INC ☒ SYMBOL: AAPL	102,2561	115.8200	11,843.30	<1%	(109.63)	1.96%	233.14
	2,2561	99.7207	224.98		36.32		Short-Term
Cost Basis	100,0000	117.2795	11,727.95	11/11/15	(145.95)	416	Long-Term
			11,952.93				
CATERPILLAR INC SYMBOL: CAT	200,0000	92.7400	18,548.00	1%	2,635.05	3.32%	616.00
	200,0000	79.5647	15,912.95	07/22/16	2,635.05	162	Short-Term

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
CISCO SYSTEMS INC	306.1389	30.2200	9,251.52	<1%	771.01	3.44%	318.38
SYMBOL: CSCO	6.1389	29.8750	183.40		2.12		Short-Term
	200.0000	25.9927	5,198.55	01/06/16	845.45	360	Short-Term
	100.0000	30.9856	3,098.56	08/23/16	(76.56)	130	Short-Term
<i>Cost Basis</i>			<i>8,480.51</i>				
COSTCO WHOLESALE CO	116.2789	160.1100	18,617.41	1%	(153.77)	1.12%	209.30
SYMBOL: COST	0.1854	161.8122	30.00		(0.32)		Long-Term
	1.0935	153.8088	168.19		6.89		Short-Term
	75.0000	158.1984	11,864.88	11/04/15	143.37	423	Long-Term
	40.0000	167.7027	6,708.11	08/01/16	(303.71)	152	Short-Term
<i>Cost Basis</i>			<i>18,771.18</i>				
DEERE & CO	100.0000	103.0400	10,304.00	<1%	1,719.15	2.32%	240.00
SYMBOL: DE	100.0000	85.8485	8,584.85	03/04/16	1,719.15	302	Short-Term
FACEBOOK INC	50.0000	115.0500	5,752.50	<1%	(467.45)	N/A	N/A
CLASS A	50.0000	124.3990	6,219.95	08/22/16	(467.45)	131	Short-Term
SYMBOL: FB							
GENERAL ELECTRIC CO	707.7893	31.6000	22,366.14	1%	44.45	2.91%	651.17
SYMBOL: GE	7.7893	29.5918	230.50		15.64		Short-Term
	100.0000	31.9348	3,193.48	03/31/16	(33.48)	275	Short-Term
	200.0000	31.9368	6,387.37	03/31/16	(67.37)	275	Short-Term
	200.0000	31.2708	6,254.17	08/31/16	65.83	122	Short-Term
	200.0000	31.2808	6,256.17	08/31/16	63.83	122	Short-Term
<i>Cost Basis</i>			<i>22,321.69</i>				<i>Accrued Dividend: 169.87</i>

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
IBM CORP ☐ SYMBOL: IBM	104.6221 0.9644 3.6577 100.0000	165.9900 134.7988 153.9574 141.9694	17,366.22 130.00 563.13 14,196.94 14,890.07	1%	2,476.15 30.08 44.01 2,402.06	3.37%	585.88 Long-Term Short-Term Long-Term
<i>Cost Basis</i>							
JPMORGAN CHASE & CO ☐ SYMBOL: JPM	201.3832 1.3832 200.0000	86.2900 69.4042 64.0847	17,377.36 96.00 12,816.95 12,912.95	1%	4,464.41 23.36 4,441.05	2.22%	386.66 Short-Term Short-Term
<i>Cost Basis</i>							
MGE ENERGY INC ☐ SYMBOL: MGEE	639.4472 3.2987 11.1485 425.0000 200.0000	65.3000 44.7145 56.2425 42.5068 60.6897	41,755.90 147.50 627.02 18,065.43 12,137.95 30,977.90	3%	10,778.00 67.91 100.98 9,687.07 922.05	1.88%	786.52 Long-Term Short-Term Long-Term Short-Term
<i>Cost Basis</i>							
MICROSOFT CORP ☐ SYMBOL: MSFT	303.9317 3.9317 100.0000 100.0000 100.0000	62.1400 56.9168 54.4965 56.3355 59.0895	18,886.32 223.78 5,449.65 5,633.55 5,908.95 17,215.93	1%	1,670.39 20.54 764.35 580.45 305.05	2.51%	474.13 Short-Term Short-Term Short-Term Short-Term
<i>Cost Basis</i>							
NETFLIX INC ☐ SYMBOL: NFLX	200.0000 200.0000	123.8000 86.6397	24,760.00 17,327.95	1%	7,432.05 7,432.05	N/A 326	N/A Short-Term

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield Holding Days	Estimated Annual Income Holding Period
NIKE INC ☒	403.4441	50.8300	20,507.06	1%	(4,294.42)	1.25%	258.20
CLASS B	3.4441	55.9013	192.53		(17.47)		Short-Term
SYMBOL: NKE	400.0000	61.5223	24,608.95	10/02/15	(4,276.95)	456	Long-Term
Cost Basis			24,801.48			Accrued Dividend: 72.62	
NVIDIA CORP ☒	100.3097	106.7400	10,707.06	<1%	4,434.39	0.52%	56.17
SYMBOL: NVDA	0.3097	82.4023	25.52		7.54		Short-Term
Cost Basis	100.0000	62.4715	6,247.15	08/22/16	4,426.85	131	Short-Term
			6,272.67				
PANERA BREAD COMPANY ☒	135.0000	205.0900	27,687.15	2%	2,671.26	N/A	N/A
CLASS A	100.0000	178.4594	17,845.94	11/04/15	2,663.06	423	Long-Term
SYMBOL: PNRA	35.0000	204.8557	7,169.95	09/15/16	8.20	107	Short-Term
Cost Basis			25,015.89				
STARBUCKS CORP ☒	303.2211	55.5200	16,834.84	1%	(514.19)	1.80%	303.22
SYMBOL: SBUX	0.3234	61.8429	20.00		(2.04)		Long-Term
	2.8977	56.5551	163.88		(3.00)		Short-Term
	100.0000	62.2295	6,222.95	11/04/15	(670.95)	423	Long-Term
	100.0000	54.8585	5,485.85	05/31/16	66.15	214	Short-Term
	40.0000	55.0200	2,200.80	06/10/16	20.00	204	Short-Term
	60.0000	54.2591	3,255.55	09/15/16	75.65	107	Short-Term
Cost Basis			17,349.03				
TESLA MOTORS INC	50.0000	213.6900	10,684.50	<1%	(1,031.58)	N/A	N/A
SYMBOL: TSLA	50.0000	234.3216	11,716.08	08/01/16	(1,031.58)	152	Short-Term

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Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
7974-1705

Statement Period
December 1-31, 2016

Investment Detail - Equities (continued)

Equities (continued)	Quantity Units Purchased	Market Price Cost Per Share	Market Value Cost Basis	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income Holding Period
ZIMMER BIOMET HLDGS	140.4130	103.2000	14,490.62	<1%	(2,747.43)	0.93%	134.80
SYMBOL: ZBH	0.4130	110.4600	45.62		(3.00)		Short-Term
	50.0000	116.8610	5,843.05	06/14/16	(683.05)	200	Short-Term
	40.0000	120.2357	4,809.43	09/30/16	(681.43)	184	Short-Term
	50.0000	130.7990	6,539.95	08/01/16	(1,379.95)	152	Short-Term
Cost Basis			17,238.05				

Total Accrued Dividend for Equities: 242.49



Schwab One® Account of
NICK AND JUDITH TOPITZES FAMIL

Account Number
8519-7551

Statement Period
December 15-31, 2016

Investment Detail - Deposit Accounts

Deposit Accounts	Market Value	% of Account Assets
Deposit Accounts x.z	7,800.00	51%

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value	% of Account Assets Acquired	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income	Holding Days	Holding Period
DULUTH HOLDINGS INC	300.0000	25.4000	7,620.00	49%	(1,365.31)	N/A	N/A		N/A
CLASS B	300.0000	29.9510	8,985.31	08/31/16	(1,365.31)	122		122	Short-Term
SYMBOL: DLTH									

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.