Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending ,

RUPERT DUNKLAU FOUNDATION, INC.
PO BOX 22990
LINCOLN, NE 68542-2990

A Employer identification number: 47-6059030

B Telephone number (see instructions): 402-328-0370

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name 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, column (c), line 16)* ► $ 36,998,018.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1	Contributions, gifts, grants, etc., received (attach schedule)	10,240,419.			
	2	Check ► ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	361,812.	361,812.	361,812.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	395,787.			
	b	Gross sales price for all assets on line 6a 728,271.				
	7	Capital gain net income (from Part IV, line 2)		395,787.		
	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) SEE STATEMENT 1	11,877.			
	12	**Total.** Add lines 1 through 11	11,009,895.	757,599.	361,812.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	84,000.	84,000.	84,000.	
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE ST 2	325.	325.	325.	
	b	Accounting fees (attach sch) SEE ST 3	6,600.	6,600.	6,600.	
	c	Other professional fees (attach sch) SEE ST 4	15,544.	15,544.	15,544.	
	17	Interest				
	18	Taxes (attach schedule)(see instrs) SEE STM 5	927.	774.	774.	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 6	5,924.	5,924.	5,924.	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	113,320.	113,167.	113,167.	
	25	Contributions, gifts, grants paid PART XV	1,674,600.			1,674,600.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,787,920.	113,167.	113,167.	1,674,600.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	9,221,975.			
	b	**Net investment income** (if negative, enter -0-)		644,432.		
	c	**Adjusted net income** (if negative, enter -0-)			248,645.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing	28,701.	11,103.	11,103.
	2	Savings and temporary cash investments	65,598.	814,106.	814,106.
	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 sch) ►			
		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) STATEMENT 7	7,835,812.	16,196,523.	35,902,809.
	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)	139,646.	270,000.	270,000.
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	8,069,757.	17,291,732.	36,998,018.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	8,069,757.	17,291,732.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	8,069,757.	17,291,732.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,069,757.	17,291,732.	

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	8,069,757.
2	Enter amount from Part I, line 27a	2	9,221,975.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	17,291,732.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	17,291,732.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	EDWARD JONES	P	VARIOUS	10/12/16
b	EDWARD JONES	P	VARIOUS	6/01/16
c	FIRST NATIONAL BANK OF FREMONT	P	VARIOUS	1/29/16
d	FIRST NATIONAL BANK OF FREMONT	P	VARIOUS	VARIOUS
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	642,717.		208,746.	433,971.
b	10.		12.	-2.
c	55,289.		99,381.	-44,092.
d	30,255.		24,345.	5,910.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				433,971.
b				-2.
c				-44,092.
d				5,910.
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** 395,787.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 — **3** 0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,494,427.	23,808,417.	0.062769
2014	1,451,537.	27,537,823.	0.052711
2013	1,113,413.	27,389,242.	0.040651
2012	722,500.	23,338,740.	0.030957
2011	614,750.	19,334,760.	0.031795

2	**Total** of line 1, column (d)	2	0.218883
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.043777
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	25,419,588.
5	Multiply line 4 by line 3	5	1,112,793.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,444.
7	Add lines 5 and 6	7	1,119,237.
8	Enter qualifying distributions from Part XII, line 4	8	1,674,600.

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)

1 a 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. ► [X] and enter 1% of Part I, line 27b		1	6,444.
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	6,444.
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	6,444.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6a 14,080.		
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	14,080.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	7,636.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ► 7,636.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ► DUNKLAUFOUNDATION.ORG

14 The books are in care of ► ERICKSON & BROOKS Telephone no. ► 402-721-3454

Located at ► 2195 N BROAD ST FREMONT NE ZIP + 4 ► 68025

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is 'Yes' to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	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**		X
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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		84,000.	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	(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

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 NOT APPLICABLE	
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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	24,937,469.
b	Average of monthly cash balances		1b	599,219.
c	Fair market value of all other assets (see instructions)		1c	270,000.
d	**Total** (add lines 1a, b, and c)		1d	25,806,688.
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	25,806,688.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	387,100.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	25,419,588.
6	**Minimum investment return.** Enter 5% of line 5		6	1,270,979.

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	1,270,979.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 6,444.		
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,444.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,264,535.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,264,535.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,264,535.

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	1,674,600.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,674,600.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	6,444.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,668,156.

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				1,264,535.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			872,313.	
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: ► $ 1,674,600.				
a Applied to 2015, but not more than line 2a			872,313.	
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				802,287.
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				462,248.
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) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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*				
"SEE ATTACHED LIST - CASH"			CURRENT OPERATIONS	1,674,600.
Total			► 3a	1,674,600.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	361,812.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	395,787.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a GAIN ON INSURANCE CSV			14	11,877.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				769,476.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	769,476.

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

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

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

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

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

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

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

2 a 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

Lloyd R. Prolasco 2-11-2017 EXECUTIVE DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN E. PRIBNOW		2-8-2017		P00126578

Firm's name ► ERICKSON & BROOKS — Firm's EIN ► 47-0358808

Firm's address ► P. O. BOX 1270, FREMONT, NE 68026-1270 — Phone no. (402) 721-3454

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, 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2016

Name of the organization	Employer identification number
RUPERT DUNKLAU FOUNDATION, INC.	47-6059030

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).

Name of organization
RUPERT DUNKLAU FOUNDATION, INC.

Employer identification number
47-6059030

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RUPERT DUNKLAU ESTATE 2948 DEAR RUN FREMONT, NE 68025	$ 10,240,419.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
RUPERT DUNKLAU FOUNDATION, INC.	47-6059030

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SECURITIES	$ 8,629,301.	
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
RUPERT DUNKLAU FOUNDATION, INC.	47-6059030

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.) ► $ N/A

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
	N/A		

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GAIN ON INSURANCE CSV	$ 11,877.		
TOTAL	$ 11,877.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 325.	$ 325.	$ 325.	
TOTAL	$ 325.	$ 325.	$ 325.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 6,600.	$ 6,600.	$ 6,600.	
TOTAL	$ 6,600.	$ 6,600.	$ 6,600.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	$ 14,914.	$ 14,914.	$ 14,914.	
LOGO & WEBSITE	630.	630.	630.	
TOTAL	$ 15,544.	$ 15,544.	$ 15,544.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	$ 153.			
FOREIGN TAXES	774.	$ 774.	$ 774.	
TOTAL	$ 927.	$ 774.	$ 774.	$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEETING EXPENSE	$ 1,470.	$ 1,470.	$ 1,470.	
OFFICE EXPENSE	4,144.	4,144.	4,144.	
POSTAGE	310.	310.	310.	
TOTAL	$ 5,924.	$ 5,924.	$ 5,924.	$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	COST	$ 16,196,523.	$ 35,902,809.
	TOTAL	$ 16,196,523.	$ 35,902,809.

STATEMENT 8
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
RUPERT DUNKLAU ESTATE	2948 DEER RUN FREMONT, NE 68025

STATEMENT 9
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
REV PAUL DUNKLAU 1104 CHAPEL DR DENTON, TX 76205	DIRECTOR 0	$ 0.	$ 0.	$ 0.
ALAN HARRE 2172 364TH STAPLEHURST, NE 68439	DIRECTOR 0	0.	0.	0.
LARRY R LARSON 9841 HARNEY PARKWAY SOUTH OMAHA, NE 68144	TREASURER 0	0.	0.	0.
REV. DONALD LEVENHAGEN 2026 N HOWARD ST FREMONT, NE 68025	SECRETARY 0	0.	0.	0.
BRADLEY D HOLTORF 1904 BUENA VISTA PT FREMONT, NE 68025	DIRECTOR 0	0.	0.	0.
LLOYD PROBASCO 7810 KATRINA LANE LINCOLN, NE 68512	EXECUTIVE DIREC 10.00	84,000.	0.	0.
DEL TOEBBEN 1438 NORTH 132ND AVE CIRCLE OMAHA, NE 68154	PRESIDENT 0	0.	0.	0.
LARRY SHEPARD 2431 NORTH NYE AVE FREMONT, NE 68025	VICE PRESIDENT 0	0.	0.	0.
	TOTAL	$ 84,000.	$ 0.	$ 0.

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	LLOYD PROBASCO
CARE OF:	
STREET ADDRESS:	7810 KATRINA LANE
CITY, STATE, ZIP CODE:	LINCOLN, NE 68512
TELEPHONE:	(402) 328-0091
E-MAIL ADDRESS:	
FORM AND CONTENT:	WRITTEN REQUEST
SUBMISSION DEADLINES:	MARCH 31 AND SEPTEMBER 30, ANNUALLY
RESTRICTIONS ON AWARDS:	NONE

EIN: 47-6059030

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF GRANTS MADE - CASH
DECEMBER 31, 2016

	Purpose of Grant or Contribution	Total	Cash
CHILDREN'S SCHOLARSHIP FUND OF OMAHA	General operations	25,000	25,000
DAKOTA BOYS & GIRLS RANCH	General operations	25,000	25,000
DENTON BENEFIT LEAGUE	General operations	2,500	2,500
OMAHA STREET SCHOOL	General operations	30,000	30,000
OUTLOOK NEBRASKA, INC.	General operations	37,500	37,500
FREMONT HABITAT FOR HUMANITY	General operations	20,000	20,000
FREMONT HEALTH FOUNDATION	Building project	750,000	750,000
GRACE PLACE LUTHERAN RETREATS	General operations	35,000	35,000
HELP ADULT SERVICES	General operations	2,000	2,000
HOPE CENTER FOR KIDS, INC.	General operations	50,000	50,000
INTERFAITH HEALTH SERVICES	General operations	10,000	10,000
IRAQ STAR, INC.	General operations	10,000	10,000
LCMS NATIONAL MISSIONS	General operations	15,000	15,000
LUTHERAN FAMILY SERVICES OF NEBRASKA	General operations	50,000	50,000
LUTHERAN HOUR MINISTRIES	General operations	25,000	25,000
MADONNA FOUNDATION	General operations	50,000	50,000
CONCORDIA LUTHERAN SCHOOLS OF OMAHA	General operations	37,100	37,100
CONCORDIA UNIVERSITY AT NEBRASKA	General operations	52,500	52,500
CONCORDIA SEMINARY	General operations	25,000	25,000
NEBRASKA COMMUNITY FOUNDATION	General operations	50,000	50,000
NEBRASKA DISTRICT LCMS	General operations	61,000	61,000
OPEN DOOR MISSION	General operations	30,000	30,000
PACIFIC HILLS LUTHERAN CHURCH	General operations	2,500	2,500
PASTORIAL LEADERSHIP INSTITUTE	General operations	50,000	50,000
RADIO TALKING BOOK SERVICE, INC.	General operations	10,000	10,000
RELEASE MINISTRIES, INC.	General operations	12,500	12,500
REBUILDING TOGETHER, GREATER FREMONT AREA	General operations	30,000	30,000
TRANSFORMING CHURCHES NETWORK	General operations	33,000	33,000
TRINITY LUTHERAN SCHOOL	General operations	17,000	17,000
TRINITY LUTHERAN CHURCH	General operations	14,500	14,500
VALPARAISO UNIVERSITY	General operations	2,500	2,500
YMCA - FREMONT	General operations	50,000	50,000
YOUTH EMERGENCY SERVICES INC	General operations	10,000	10,000
LINCOLN LUTHERAN MIDDLE/HIGH SCHOOL	General operations	50,000	50,000
		$ 1,674,600	1,674,600

See Accountant's Compilation Report

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2016

Broker	Security	No. Of Shares Or Face Value	Cost Basis	Current Value Per Share	Market Value	Unrealized Gain/(Loss)
Edward Jones						
	Stocks that pay dividends:					
	Amgen Inc	800	98,907	146 21	116,968	18,061
	Apple Inc	5,150	503,172	115.82	596,473	93,301
	AT&T Inc	4,950	150,201	42.53	210,524	60,323
	Chevron Corp	1,500	202,715	117 70	176,550	(26,165)
	ConAgra Inc	2,700	66,837	39.55	106,785	39,948
	CSX Corp	2,665.45084	77,654	35.93	95,770	18,116
	Dominion Resources Inc New	1,149.86411	79,396	76 59	88,068	8,672
	Intl Business Mach Corp	1,492.46272	267,431	165.99	247,734	(19,697)
	Kellogg Co	1,245.85513	77,096	73.71	91,832	14,736
	Lamb Weston Holdings Inc	900	18,129	37.85	34,065	15,936
	McDonalds Corp	835.69069	80,046	121.72	101,720	21,674
	Novartis AG ADR	813 52151	69,379	72.84	59,257	(10,122)
	Occidental Pete Corp	939.85703	54,065	71.23	66,946	12,881
	Praxair Co	616.06284	80,503	117.19	72,196	(8,307)
	Southern Co	1,590.72196	67,762	49.19	78,248	10,486
	Valmont Industries	102,019	1,666,134	140.90	14,374,477	12,708,343
	Wells Fargo & Co	1,000	52,530	55 11	55,110	2,580
	United Technologies Corp	667.39946	79,440	109.62	73,160	(6,280)
	Stocks that do not pay dividends:					
	Berkshire Hathaway Inc Cl A	22	1,530,100	244,121.00	5,370,662	3,840,562
			5,221,497		22,016,545	16,795,048

SCHEDULE II

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2016

Broker	Security	No. Of Shares Or Face Value	Cost Basis	Current Value Per Share	Market Value	Unrealized Gain/(Loss)
First National Bank Fremont - Safekeeping						
	Stocks that pay dividends:					
	Abbot Laboratories	1,175	44,362	38.41	45,132	770
	Abbvie Inc	1,175	65,348	62.62	73,578	8,230
	Amgen Inc	1,100	80,212	146.21	160,831	80,619
	Apple Inc Com	2,600	205,115	115.82	301,132	96,017
	AT&T Inc	15,514	563,934	42.53	659,810	95,876
	Bancroft Fd	3,082	51,516	20.24	62,380	10,864
	Boeing Co	640	76,570	155.68	99,635	23,065
	Cardinal Health Inc Com	1,500	101,175	71.97	107,955	6,780
	Chevron Corporation	6,000	429,723	117.70	706,200	276,477
	Cintas Corp	5,000	427,225	115 56	577,800	150,575
	Cisco Sys Inc	1,500	34,320	30.22	45,330	11,010
	Citigroup Inc	1,000	39,373	59.43	59,430	20,057
	Comcast Corp Cl A	13,290	597,091	69.05	917,675	320,584
	Conagra Brands Inc	5,000	157,571	39.55	197,750	40,179
	Corning Inc	10,000	182,200	24 27	242,700	60,500
	CVS Health Corp	4,000	235,814	78.91	315,640	79,826
	Exxon Mobil Corp Com	1,800	152,638	90.26	162,468	9,830
	General Electric Co	6,500	198,390	31 60	205,400	7,010
	Goldman Sachs Group Inc	410	61,674	239.45	98,175	36,501
	Guggenheim Municipal Income Fund Class A	10,090 357	128,854	12.35	124,616	(4,238)
	Home Depot Inc	6,590	556,861	134.08	883,587	326,726
	International Business Machs Corp	280	34,684	165.99	46,477	11,793
	Johnson & Johnson	5,400	484,585	115.21	622,134	137,549
	JP Morgan Chase & Co	3,500	146,320	86.29	302,015	155,695
	Kinder Morgan Inc	8,105	121,413	20.71	167,854	46,441
	Lamb Weston Hidgs Inc	1,666	46,386	37.85	63,058	16,672
	Lockheed Martin Corp Com	600	93,101	249.94	149,964	56,863
	Microsoft Corp	11,000	407,691	62.14	683,540	275,849
	Oracle Corp	1,370	48,450	38.45	52,677	4,227
	PNC Finl Svcs Group Inc	4,000	331,280	116.96	467,840	136,560
	Pepsico	2,340	173,722	104.63	244,834	71,112
	Proctor & Gamble Co	3,200	245,271	84.08	269,056	23,785
	Qualcomm Inc Com	1,700	106,087	65.20	110,840	4,753
	Royce Total Return Fund #267	4,814.846	54,167	13.68	65,867	11,700

SCHEDULE II

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS
MODIFIED CASH BASIS
DECEMBER 31, 2016

Broker	Security	No. Of Shares Or Face Value	Cost Basis	Current Value Per Share	Market Value	Unrealized Gain/(Loss)
	Schlumberger LTD	1,625	95,806	83.95	136,419	40,613
	Simon Ppty Group Inc	4,185	780,837	177.67	743,549	(37,288)
	3M Co	1,550	146,967	178.57	276,784	129,817
	United Parcel Service Inc CL B	1,300	102,583	114.64	149,032	46,449
	Vanguard Growth & Income Fd Adm #593	1,765.730	106,509	67.62	119,399	12,890
	Verizon Communications Inc	2,470	123,549	53.38	131,849	8,300
	Vodafone Group PLC New Spnsr ADR No Par	5,123	160,683	24.43	125,155	(35,528)
	Walt Disney Co	5,820	378,149	104.22	606,560	228,411
	Wal Mart Stores Inc	4,100	258,484	69.12	283,392	24,908
	Walgreens Boots Alliance Inc	2,575	199,241	82.76	213,107	13,866
	Western Un Co	8,000	137,240	21.72	173,760	36,520
	Zimmer	1,990	193,738	103.20	205,368	11,630
	Pfizer Inc	5,980	139,155	32.48	194,230	55,075
	Stocks that do not pay dividends:					
	Commercehub Inc Ser A	290	3,585	15.01	4,353	768
	Commercehub Inc Ser C	580	4,637	15 03	8,717	4,080
	Dell Technologies Inc	1114	242,519	54.97	61,237	(181,282)
	KBS Real Estate Invt Tr Inc	53,191.494	243,604	3.65	194,149	(49,455)
	Liberty Broadband Corp Ser C	422	19,839	74 07	31,258	11,419
	Liberty Expedia Holdings Ser A	1,160	46,067	39.67	46,017	(50)
	Liberty Interactive Corporation Qvc Group Ser A	11,981	296,983	19.98	239,380	(57,603)
	Liberty Interactive Corp Lbr Ven A NE	1,740	59,736	36.87	64,154	4,418
	Liberty Media Corp Delaware A Siriusxm	844	23,302	34.52	29,135	5,833
	Liberty Media Corp Delaware C Siriusxm	1,688	45,457	33 92	57,257	11,800
	Liberty Media Corp Delaware A Braves Grp	84	2,090	20.49	1,721	(369)
	Liberty Media Corp Delaware C Media Grp	422	8,660	31.33	13,221	4,561
	Liberty Media Corp Delaware C Media Grp	211	6,292	31.35	6,615	323
	Liberty Medica Corp Delaware C Braves Grp	168	3,427	20.59	3,459	32
	Liberty Tripadvisor Hidge Inc Ser A	1,198	25,080	15.05	18,030	(7,050)
	Lions Gate Entmnt Corp CL B Non Vig	572.57	15,001	24.54	14,051	(950)
	Sequoia Fund #51	651.745	127,840	161.29	105,120	(22,720)
	Waters Corp	670	78,591	134.39	90,041	11,450
	Weitz Partners Value Fund #331	8,530.662	216,252	28.88	246,365	30,113
			10,975,026		13,886,264	2,911,238
	Total all securities.		$ 16,196,523		$ 35,902,809	$ 19,706,286

See Accountant's Compilation Report

EIN. 47-6059030

RUPERT DUNKLAU FOUNDATION, INC.
FREMONT, NEBRASKA
SCHEDULE OF INVESTMENTS - OTHER
DECEMBER 31, 2015

	Amount
Impact Investment	$270,000