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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ 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 May 01, 2016, and ending April 30, 20 17

Name of foundation: Wisconsin DeMolay Foundation

A Employer identification number: 39-6081170

Number and street (or P.O. box number if mail is not delivered to street address): 9212 Wilson Boulevard — Room/suite:

B Telephone number (see instructions): 414-258-6481

City or town, state or province, country, and ZIP or foreign postal code: Wauwatosa, WI 53226-1729

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☑ Initial return ☑ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,950,610

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)	2,617			
2	Check ▶ ☑ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	-0-	-0-	-0-	
4	Dividends and interest from securities	50,180	49,387	50,180	
5a	Gross rents	1,253			
b	Net rental income or (loss) (22,658)				
6a	Net gain or (loss) from sale of assets not on line 10	108,113			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		108,113		
8	Net short-term capital gain			-0-	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	122,163	157,500	50,180	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,600		1,600	1,600
c	Other professional fees (attach schedule)	6,044	6,044	6,044	6,044
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,711	-0-	3,711	3,711
19	Depreciation (attach schedule) and depletion	4,948	-0-	4,948	
20	Occupancy				
21	Travel, conferences, and meetings	398	-0-	398	398
22	Printing and publications				
23	Other expenses (attach schedule)	21,198	-0-	21,198	21,198
24	**Total operating and administrative expenses.** Add lines 13 through 23	37,899	6,044	37,899	37,899
25	Contributions, gifts, grants paid	180,000			180,000
26	**Total expenses and disbursements.** Add lines 24 and 25	217,899	6,044	37,899	217,899
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-0-			
b	**Net investment income** (if negative, enter -0-)		151456		
c	**Adjusted net income** (if negative, enter -0-)			12,281	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	25,303	22,266	22,266
2	Savings and temporary cash investments	68,316	128,193	128,193
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U.S. and state government obligations (attach schedule)	59,047	104,223	104,223
b	Investments—corporate stock (attach schedule)	1,754,536	1,761,176	1,761,176
c	Investments—corporate bonds (attach schedule)	332,174	221,037	221037
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	228,390	316,484	316,484
14	Land, buildings, and equipment: basis ▶ 310,555			
	Less. accumulated depreciation (attach schedule) ▶ 213,324	102,179	97231	397231
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,569,945	2,650,610	2,950,610
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	-0-	-0-	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	2,569,945	2,650,610	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	2,569,945	2,650,610	
31	**Total liabilities and net assets/fund balances** (see instructions)	2,569,945	2,650,610	

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	2,569,945
2	Enter amount from Part I, line 27a	2	-0-
3	Other increases not included in line 2 (itemize) ▶ Unrealized Gains on Investments $244,178, Misc $336	3	244,514
4	Add lines 1, 2, and 3	4	2,814,459
5	Decreases not included in line 2 (itemize) ▶ Operating Loss	5	163,849
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,650,610

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	SEE ATTACHED SCHEDULE			
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				
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
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	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			
2014			
2013			
2012			
2011			

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

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,029
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	3,029
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	3,029
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	-0-
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached	8	87
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	3,116
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		✓
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Wisconsin			
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	✓	
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	✓	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶			
14	The books are in care of ▶ Douglas Winter Telephone no. ▶ 414-282-1676 Located at ▶ 4760 South 82nd Street, Milwaukee, Wisconsin ZIP+4 ▶ 53220			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	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

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

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**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

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

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 . . . . ▶		

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 Contributions to the United Masonic Board For DeMolay - The Wisconsin DeMolay Foundation provides the financial support so the UMB can provide programs and activities geared to DeMolay members (boys age 12-21) including the annual meeting, winter social, various eduactional and youth-leadership oriented activities.	150,000
2 Scholarship Grants - The Wisconsin DeMolay Foundation offers scholarships to eligible high school boys & girls that submit an application for post-secondary eduation assitance. The applications are reviewed by a committee of Foundation Directors and amount are awarded up to $1,500 per person.	30,000
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 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,388,534
b	Average of monthly cash balances	1b	122,039
c	Fair market value of all other assets (see instructions)	1c	397,231
d	**Total** (add lines 1a, b, and c)	1d	2,907,804
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,907,804
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	43,617
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,864,187
6	**Minimum investment return.** Enter 5% of line 5	6	143,209

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

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	217,899
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	217,899
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	217,899

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1	Distributable amount for 2016 from Part XI, line 7				
2	Undistributed income, if any, as of the end of 2016:				
a	Enter amount for 2015 only				
b	Total for prior years: 20___,20___,20___				
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				
4	Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 217,899				
a	Applied to 2015, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2016 distributable amount				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions				
f	Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
a	Excess from 2012				
b	Excess from 2013				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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

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

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

	Tax year (a) 2016	Prior 3 years (b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	12,281				
b 85% of line 2a	10,439				
c Qualifying distributions from Part XII, line 4 for each year listed	217,899				
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	217,899				
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	95,950				
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient 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 Schedule re: Scholarship Recipients	No Relationship	POF	Help Reduce Tuition Expense	30,000
Total . . . . . . ▶ **3a**				30,000
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					50,180
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					(22,658)
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					108,113
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					135,635

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 135,635

(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.)
	The Wisconsin DeMolay Foundation (WDF) was established in 1947 for the purpose of providing financial support to the Order of DeMolay, a fraternal organization for boys aged 12-21, within the State of Wisconsin. WDF historically raised revenue through
4	charitable donations from the public. Today, the majority of its revenue - Dividend & Interest Income - is derived from its investment portfolio. Through active management, the investment portfolio also generates positive cash flow through the
5b	liquidation of investment positions. While this active management attempts to target appreciated positions to realize long-term gains, it is sometimes necessary to liquidate positions that have not appreciated or have slightly decreased in market value in order to purchase other investments that have a greater potential for appreciation and income generation.
8	In addtion to its invetment portfolio, WDF operates a rental property in Northern Wisconsin -The Butler Retreat Center. The Butler Retreat Center is rented out to primarily DeMolay youth groups (aka Chapters) located within the State of Wisconsin as well as other Masonic-sponsored youth groups (e.g., Job's Daughers & Rainbow for Girls). The facility offers opportunity to experience the rustic nature of the Northern Wisconsin outdoors as well as an opportunity to "get away" from their traditional home environment. The Butler Retreat Center, while charging groups a nominal usage fee, historically incurs the normal and recurring operating expenses typically associated with such a facility (e.g., electricity, telephone, custodial & maintenance, supplies, equipment, security, etc.). Sometimes, required mainenance and equipment expenditures are needed of a sufficent amount as to capitalize the costs and recognize the expenses over time through depreciation charges.

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

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

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	N/A	N/A	N/A

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 3/3/2018 Title: President & Director

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
Matthew M. Hughey	[signature]	3/3/2018	✓	P01947994

Firm's name ► A&M Financial Services, LLC — Firm's EIN ►

Firm's address ► 421 Southing Grange, Cottage Grove, Wisconsin 53527-9336 — Phone no 608-839-0134

Wisconsin DeMolay Foundation
Form 990-PF Part I Schedule — Tax ID #: 39-6081170
FYE 04/30/2017

Description	Amount	
Line 16b - Accounting Fees		1,600
Line 16c - Investment Advisory Fees		6,044
Line 18 - Butler Retreat Center Property Taxes		3,711
Line 19 - Butler Retreat Center Depreciation (Note 1)		
Buildings	4,883	
Equipment	65	
Total Depreciation		4,948
Line 21 - Meeting & Travel Expenses		398
Line 23 - Other Expenses		
Electricity & Heat	829	
Telephone	555	
Custodial & Maintenance	13,016	
Security & Protection	517	
Supplies	53	
Insurance	6,068	
Other Program Expenses	160	
Total Other Expenses		21,198
Line 24 - Total Operating & Administrative Expenses		37,899
Line 25 - Contributions, Gifts, Grants:		
Donation - United Masonic Board for DeMolay	150,000	
Scholarships Granted	30,000	
Total Contributions, Gifts, Grants		180,000
Line 26 - Total Expenses & Distbursements		217,899

Note (1) - Butler Retreat Center
A Youth Retreat Center in Wisconsin on Oatmeal Lake
Date Acquired: 1978
Cost Basis of Building & Equipment:

Building	174,068
Equipment	62,017

Accumulated Depreciation - Building & Equipment

Building	151,436
Equipment	61,888

Depreciation Method:
Buildings - 30 year Straight Line
Equipment - 5 year Straight Line

Wisconsin DeMolay Foundation
Form 990-PF Part II Investments
FYE 04/30/2017

Tax ID: 39-6081170

Line	Description	Fiscal Year Ended April 30, 2016	2017
10a	US & State Government Obligations		
	UST Notes TIPS 1.375 01/15/20	$59,046.89	$59,294.15
	UST Notes TIPS 0.125 07/15/26	$0.00	$44,928.88
		$59,046.89	$104,223.03
10b	Corporate Stocks		
	ISHARES MSCI ACWI EX US ETF	$123,059.20	$135,462.40
	ISHARES TR MSCI EAFE IDX	$52,587.00	$57,420.00
	ISHARES TR MSCI EMRGE MKT	$90,789.60	$105,758.40
	ISHARES TR RUSSELL 1000	$839,728.41	$820,325.46
	ISHARES TR RUSSELL 2000	$373,433.60	$428,304.80
	TECHNOLOGY SELECT SPDR	$79,457.18	$0.00
	VANGUARD FTSE DEV ETF	$195,480.75	$213,905.25
		$1,754,535.74	$1,761,176.31
10c	Corporate Bonds		
	SPDR Barclays ST Corp Bond ETF	$332,174.00	$221,036.96
13	Other		
	ALERIAN MLP ETF	$141,269.70	$145,782.00
	ISHARES SILVER TRUST	$40,752.00	$80,244.90
	SPDR GOLD TRUST GOLD SHS	$46,368.75	$90,456.73
		$228,390.45	$316,483.63
	TOTAL INVESTMENTS	$2,374,147.08	$2,402,919.93

Wisconsin DeMolay Foundation
Form 990-PF - Part IV
FYE 04/30/2017

Tax ID: 39-6081170

Line 1	(a) Property Sold	(b) Acquired	(c) Date Acq	(d) Date Sold	(e) Total Proceeds	(f) Depreciation	(g) Cost Basis	(h) Gain (Loss)
1a	SPDR Barclays ST Corp ETF 300 sh	P	multiple	5/5/2016	$9,192.55	N/A	$9,240.15	($47.60)
1b	SPDR Barclays ST Corp ETF	P	2/4/2013	5/5/2016	$93,151.24	N/A	$93,521.20	($369.96)
1c	SPDR Barclays ST Corp ETF 266 sh	P	4/17/2013	5/5/2016	$8,150.62	N/A	$8,182.72	($32.10)
1d	Technology Select Sector SPDR ETF 1,886 sh	P	multiple	5/5/2016	$79,239.04	N/A	$43,327.23	$35,911.81
					$189,733.45		$154,271.30	$35,462.15
1e	ISHARES Russell 1000 ETF 807 sh	P	8/19/2008	8/4/2016	$97,089.39		$56,798.84	$40,290.55
1f	ISHARES Russell 1000 ETF 570 sh	P	8/19/2008	1/17/2017	$71,878.79		$39,518.95	$32,359.84
	TOTALS				$358,701.63		$250,589.09	$108,112.54
Line 2	Capital Gain Net Income (Loss)							$108,112.54

Wisconsin DeMolay Foundation   Tax ID: 39-6081170
Form 990-PF Part VIII
FYE 04/30/2017

(a) Name & Address	(b) Title & Average Hours/ Week Devoted to Position	(c) Compensation	(d) Contributions - Deferred Comp & Employee Benefit Plans	(e) Expense Accounts Other Allowances
Kevin Breitzmann	Director, 0.20	$0.00	$0.00	$0.00
Craig Campbell	Director, 0.20	$0.00	$0.00	$0.00
Charles S. Crouse	Director, 0.20	$0.00	$0.00	$0.00
Michael A. DeWolf	Director, 0.20	$0.00	$0.00	$0.00
Joseph Harker	Director, 0.20	$0.00	$0.00	$0.00
Matthew M. Hughey	Director, 0.20	$0.00	$0.00	$0.00
Allan E. Iding	Director, 0.20	$0.00	$0.00	$0.00
	President, 2.0	$0.00	$0.00	$0.00
Scott Kazor	Director, 0.20	$0.00	$0.00	$0.00
Robert W. Luewski	Director, 0.20	$0.00	$0.00	$0.00
	Vice-President	$0.00	$0.00	$0.00
J. Patrick Storrs	Director, 0.20	$0.00	$0.00	$0.00
David West	Director, 0.20	$0.00	$0.00	$0.00
Douglass N. Winter	Director, 0.20	$0.00	$0.00	$0.00
	Treasurer, 1.0	$0.00	$0.00	$0.00
Carl J. Wussow	Director, 0.20	$0.00	$0.00	$0.00
	Secretary, 1.0	$0.00	$0.00	$0.00

Preferred Contact Address
For All Directors & Officers:
9212 Wilson Blvd.
Wauwatosa, WI 53226-1729

WISCONSIN DEMOLAY FOUNDATION
FORM 990-PF PART XV
FYE 4/30/2017

TAX ID: 39-6081170

PAGE 1 of 2

WISCONSIN DeMOLAY FOUNDATION
2016-2017 SCHOLARSHIP APPLICATIONS

No.	Name	DeMolay Qualifications	School	Mail Address	Email Address	2015 Grant	2016 Grant
1.	**Anderson, Ross J.**	La Crosse Area Chapter, Past Master Councilor, Scribe	La Crosse, Western Technical College	Ross J. Anderson 1622 Wood Street La Crosse WI 54603	Anderson_Family@Centurytel.net	2,100	$2300 #2123
2.	**Arndt, Amy Jo**	Past State Sweetheart; State Staff. Special Events Coordinator - Current	MATC	Ms. Amy Jo Arndt 3429 Elm Tree Ct. Elmwood Park, WI 53405	Aarndt1979@gmail.com 4300	None	$2000 #2124
3.	**Burrows, Britni Marie**	Past Chapter Sweetheart – Racine; Past State Sweetheart; Pink Honor Key	University of Wisconsin - Milwaukee	Ms. Britni Marie Burrows 585 Riverwood Dr. Oak Creek, WI 53154	Lilshep1995@gmail.com 6300	1,800	$2000 #2125
4.	**Campagna, Miranda Katherine**	Past Chapter Sweetheart	Columbia College Chicago	Ms. Miranda Campagna 2961 South 48th Street Milwaukee, WI 53219	mkcampagna3@gmail.com 8100	None	$1800 #212
5.	**Campagna, Samantha Mary**	Past Chapter Sweetheart	Cardinal Stritch University	Ms Samantha Campagna 1825 W. Timber Ridge Lane Apt #9208 Oak Creek, WI 53154	volleyballstar6@gmail.com 9900	1,600	$1800 #212
6.	**Graeven, Paul**	Doric Chapter PDMC, PMC, State Councilor	MSOE	Paul Graeven 9380 S. Carol Court Oak Creek, WI, 53154	pgraeven2015@wi.rr com 12,400	2,100	$2500 #212
7.	**Harycki, Ethan**	Doric Chapter, PMC, Also: National Honor, Eagle Scout	Beloit College	Ethan Harycki 5624 South 113th Street Hales Corners, WI 53130	haryckiegi@beloit.edu 14,700	2,100	$2300 #2129
8.	**Inman, Amber**	Past Chapter Sweetheart Past State Sweetheart	University of Wisconsin – Platteville	Ms. Amber Inman 1728 S. 69th Street West Allis, WI 53214	inmana@uwplatt.edu 16,700	1,800	$2000 #2130
9.	**Llwitzke, Aliza**	Past Godfrey De Boullion and Doric Chapters Sweethearts, State Sweetheart - Current	University of Wisconsin - Milwaukee	Ms. Aliza Lewitzke 2733 S 53rd St. Milwaukee, WI 53219	alizalewitzke@yahoo.com 18,700	1,600	$2000 #213

WISCONSIN DEMOLAY FOUNDATION
FORM 990-PF PART XV
FYE 4/30/2017

TAX ID: 39-6081170

PAGE 2 of 2

No.	Name	DeMolay Qualifications	School	Mail Address	Email Address	2015 Grant	2016 Grant	
10.	**Matson, Kyle Joseph**	Kenosha Chapter PMC	University of Wisconsin – Madison	Kyle Matson 6414 99th Ave. Kenosha, WI 53142	Kmatson94@gmail com ~~20,200~~ 21,200	2,500	$ 2500	#213
11	**Mattox, Michael**	Sir Galahad Chapter Past Senior Councilor	University of Colorado – COLORADO SPRINGS	Michael C. Mattox 217 Christie Lane Twin Lakes, WI 53181	mcm2015@yahoo.com ~~22,900~~ 23,900	2,500	$ 2700	#213
12.	**Nerone, McKenna**	Past Brookfield Chapter Sweetheart – 3 years	Drake University	Ms. McKenna Nerone 2154 North 73rd Street Wauwatosa, WI 53213	neronemckenna@gmail.com 25,700	None	$ 1800	#2134
13.	**Oakes, Deborah**	Past Brookfield Chapter and West Bend Chapter Sweethearts, Past State Sweetheart	UW - Milwaukee	Ms. Deborah Oakes 215 W. Maple St. #310 Milwaukee, WI 53204	doakes@uwalumni com ~~26,700~~ 27,700	None	$ 2000	# 2135
14.	**Sorensen, Jeffrey Lee**	Kenosha Chapter: PMC	UW - Parkside	Jeffrey Lee Sorensen 24412 78th Street Paddock Lake, WI 53168	xc4life1021@gmail.com # ~~31,000~~ 30,000	2,100	$ 2300	# 2136

Applications: 2015: 21 - 13 Male, 8 Female

2016: 14 – 6 Male, 8 Female