

Form **990-PF**

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

OMB No 1545-0052

**2016**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf).

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For calendar year 2016 or tax year beginning 11/1/2016, and ending 10/31/2017

Name of foundation  
**THOMPSON, JACK W FOUNDATION TUA**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117**

City or town, state or province, country, and ZIP or foreign postal code  
**Winston Salem NC 27101**

Foreign country name Foreign province/state/county Foreign postal code

**A Employer identification number**  
81-6010360

**B Telephone number (see instructions)**  
(888) 730-4933

**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 **04**  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 300,989**

**J** Accounting method  Cash  Accrual  
 Other (specify) -----

3  
4

6

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	4,797	4,797		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 6a	9,654			
	b Gross sales price for all assets on line 6a	79,656			
	7 Capital gain net income (from Part IV, line 2)		9,654		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 <b>Total.</b> Add lines 1 through 11	14,451	14,451	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	4,220	3,165		1,055
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	796			796
	17 Other professional fees (attach schedule)				
	18 Interest				
	19 Taxes (attach schedule) (see instructions)	93	66		
	20 Depreciation (attach schedule) and depletion				
	21 Occupancy				
22 Travel, conferences, and meetings					
23 Printing and publications					
24 Other expenses (attach schedule)					
24 <b>Total operating and administrative expenses.</b>					
Add lines 13 through 23	5,109	3,231	0	1,851	
25 Contributions, gifts, grants paid	8,000			8,000	
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	13,109	3,231	0	9,851	
27 Subtract line 26 from line 12					
a <b>Excess of revenue over expenses and disbursements</b>	1,342				
b <b>Net investment income</b> (if negative, enter -0-)		11,220			
c <b>Adjusted net income</b> (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	11,259	2,605	2,605
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	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)	229,998	241,487	298,384	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	241,257	244,092	300,989	
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	<b>Total liabilities</b> (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. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	241,257	244,092	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	241,257	244,092		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	241,257	244,092		

**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	241,257
2	Enter amount from Part I, line 27a	2	1,342
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,501
4	Add lines 1, 2, and 3	4	244,100
5	Decreases not included in line 2 (itemize) ▶ Mutual Fund Timing Difference	5	8
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	244,092

**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.)
<b>1a</b>	See Attached Statement			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }		<b>2</b>	9,654
<b>3</b>	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 }		<b>3</b>	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	45,704	281,158	0.162556
2014	37,252	294,885	0.126327
2013	25,306	302,686	0.083605
2012	33,911	292,992	0.115740
2011	31,523	285,143	0.110552
<b>2</b>	<b>Total</b> of line 1, column (d)		<b>2</b> 0.598780
<b>3</b>	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		<b>3</b> 0.119756
<b>4</b>	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		<b>4</b> 288,003
<b>5</b>	Multiply line 4 by line 3		<b>5</b> 34,490
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b)		<b>6</b> 112
<b>7</b>	Add lines 5 and 6		<b>7</b> 34,602
<b>8</b>	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		<b>8</b> 9,851

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	224
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2	<b>3</b>	224
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	224
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2016 estimated tax payments and 2015 overpayment credited to 2016	<b>6a</b>	60
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	60
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	164
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	0
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WELLS FARGO BANK N A</u> Telephone no ▶ <u>888-730-4933</u> Located at ▶ <u>100 N Main St MAC D4001-117 Winston Salem NC</u> ZIP+4 ▶ <u>27101</u>			
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 ▶ <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	TRUSTEE SEE ATTACHED	4,220		
MASONIC SENIOR WARDEN OF MASONIC BLUE LC BOX 416 GLENDIVE, MT 59330	ADMINISTRATIVE 1 00	0		

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

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

Total number of other employees paid over \$50,000 **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 NONE	
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 NONE		
2		
All other program-related investments See instructions		
3 NONE		
Total. Add lines 1 through 3		▶ 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	282,998
<b>b</b>	Average of monthly cash balances	<b>1b</b>	9,391
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	292,389
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	292,389
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	4,386
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	288,003
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	14,400

**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.)

<b>1</b>	Minimum investment return from Part X, line 6		<b>1</b>	14,400
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	224	
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI.)	<b>2b</b>		
<b>c</b>	Add lines 2a and 2b	<b>2c</b>		224
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>		14,176
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>		1,500
<b>5</b>	Add lines 3 and 4	<b>5</b>		15,676
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>		
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>		15,676

**Part XII. Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	9,851
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	9,851
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	9,851

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				15,676
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011	16,850			
<b>b</b> From 2012	19,547			
<b>c</b> From 2013	10,390			
<b>d</b> From 2014	22,694			
<b>e</b> From 2015	31,166			
<b>f</b> <b>Total</b> of lines 3a through e	100,647			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 9,851				
<b>a</b> Applied to 2015, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2016 distributable amount				9,851
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	5,825			5,825
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	94,822			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	11,025			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	83,797			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012	19,547			
<b>b</b> Excess from 2013	10,390			
<b>c</b> Excess from 2014	22,694			
<b>d</b> Excess from 2015	31,166			
<b>e</b> Excess from 2016				

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

N/A

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or  4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JACK W THOMPSON FOUNDATION SCHOLARSHIPS PO BOX 597 HELENA, MT 59624

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

SCHOLARSHIP APPLICATION, SCHOOL TRANSCRIPT, REFERENCES, AND A FINANCIAL AID FORM

**c** Any submission deadlines

APRIL 1ST OF EACH YEAR

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

STUDENTS FROM DAWSON COUNTY MONTANA FOR SCHOLARSHIPS TO ACCREDITED COLLEGES OR UNIVERSITIES

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> <i>Paid during the year</i> See Attached Statement</p>				
<p><b>Total</b></p>			▶ <b>3a</b>	8,000
<p><b>b</b> <i>Approved for future payment</i> NONE</p>				
<p><b>Total</b></p>			▶ <b>3b</b>	0





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

Recipient(s) paid during the year

**Name**

MONTANA STATE UNIVERSITY

**Street**

211 MONTANA HALL

**City**

BOZEMAN

**State**

MT

**Zip Code**

59717

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

SCHOLARSHIPS

**Amount**

6,500

**Name**

MORNINGSIDE COLLEGE

**Street**

1501 Morningside Ave

**City**

Sioux City

**State**

IA

**Zip Code**

51106

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

SCHOLARSHIPS

**Amount**

1,500

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**





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

		796	0	0	796
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	796			796

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

		93	66	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	66	66		
2	ESTIMATED EXCISE TAX PAID	27			

Part II, Line 13 (990-PF) - Investments - Other

		229,998	241,487	298,384
Asset Description		Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	
2	TEMPLETON FOREIGN FD - ADV 604	0	8,044	10,729
3	ARTISAN MID CAP FUND-INSTL 1333	0	12,053	14,045
4	FID ADV EMER MKTS INC- CL I 607	0	17,426	18,389
5	JP MORGAN MID CAP VALUE-I 758	0	8,607	13,818
6	T ROWE PR OVERSEAS STOCK-I #521	0	9,248	10,749
7	T ROWE PR REAL ESTATE-I #432	0	16,497	16,538
8	T ROWE PRICE BLUE CHIP-I #429	0	17,872	34,483
9	ASG GLOBAL ALTERNATIVES-Y 1993	0	6,205	6,173
10	WELLS FARGO ADV TOT RT BD FD-IN 944	0	22,373	22,856
11	WELLS FARGO ADV EMG MKE-INS 4146	0	14,009	18,226
12	WF ADV C & B LARGE CAP VAL-I 1868	0	18,574	33,607
13	VANGUARD REIT VIPER	0	1,815	4,521
14	AQR MANAGED FUTURES STR-I	0	10,324	9,334
15	WELLS FARGO ADV SP S/C VA-IS 4143	0	2,905	4,631
16	VANGUARD INFLAT-PROT SECS-ADM 511	0	1,933	1,912
17	JPMORGAN HIGH YIELD FUND SS 3580	0	3,939	4,262
18	T ROWE PRICE INST FLOAT RATE 170	0	1,862	1,877
19	EATON VANCE GLOB MACRO ADV-I 208	0	9,243	9,208
20	BLACKROCK GL L/S CREDIT-K #1940	0	10,564	10,787
21	JOHN HANCOCK II-CURR STR-I 3643	0	6,161	6,264
22	SPDR DJ WILSHIRE INTERNATIONAL REA	0	7,672	9,156
23	WFA SMALL COMPANY GROWTH-I	0	3,084	4,787
24	NEUBERGER BERMAN LONG SH-INS #183	0	14,739	15,396
25	DODGE & COX INCOME FD COM 147	0	16,338	16,636

**Part III (990-PF) - Changes in Net Assets or Fund Balances**

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**Line 3 - Other increases not included in Part III, Line 2**

1	Recovery of Grants Paid	1	1,500
2	Rounding	2	1
3	Total	3	1,501

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**Line 5 - Decreases not included in Part III, Line 2**

1	Mutual Fund Timing Difference	1	8
2	Total	2	8

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		0		76,982		70,002		6,960		0		0		0		6,960		Gains Minus Excess FMV Over Adj Basis or Losses	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Excess FMV Over Adj Basis or Losses										
1	T ROWE PRICE INST FLOAT	779588402	1/19/2017	1/19/2017	599	0	0	611	-12	0	0	0	-12										
2	T ROWE PRICE INST FLOAT	779588402	4/3/2014	1/19/2017	169	0	0	171	-2	0	0	0	-2										
3	T ROWE PRICE INST FLOAT	779588402	4/22/2016	1/19/2017	844	0	0	828	16	0	0	0	16										
4	TEMPLETON FOREIGN FD - A	880196506	5/11/2012	1/19/2017	192	0	0	162	30	0	0	0	30										
5	TEMPLETON FOREIGN FD - A	880196506	5/11/2012	10/23/2017	238	0	0	180	58	0	0	0	58										
6	WF C & B LARGE CAP VAL-I	94975268	1/22/2015	1/19/2017	584	0	0	550	34	0	0	0	34										
7	WF C & B LARGE CAP VAL-I	94975268	8/26/2016	1/19/2017	1,196	0	0	1,151	45	0	0	0	45										
8	WF C & B LARGE CAP VAL-I	94975268	10/8/2015	1/19/2017	2,006	0	0	1,846	160	0	0	0	160										
9	WF C & B LARGE CAP VAL-I	94975268	9/17/2016	4/21/2017	199	0	0	175	24	0	0	0	24										
10	WF C & B LARGE CAP VAL-I	94975268	9/17/2016	10/23/2017	236	0	0	195	41	0	0	0	41										
11	WF C & B LARGE CAP VAL-I	94975268	10/8/2015	10/23/2017	1,413	0	0	1,124	289	0	0	0	289										
12	WELLS FARGO SP S/C VA-IS	94975P447	8/26/2016	1/19/2017	704	0	0	655	49	0	0	0	49										
13	WELLS FARGO SP S/C VA-IS	94975P447	1/22/2015	5/24/2017	815	0	0	685	130	0	0	0	130										
14	WELLS FARGO SP S/C VA-IS	94975P447	10/9/2015	5/24/2017	270	0	0	228	42	0	0	0	42										
15	WELLS FARGO SP S/C VA-IS	94975P447	1/22/2016	5/24/2017	628	0	0	462	166	0	0	0	166										
16	WELLS FARGO SP S/C VA-IS	94975P447	8/26/2016	5/24/2017	864	0	0	803	61	0	0	0	61										
17	WELLS FARGO SP S/C VA-IS	94975P447	4/21/2017	5/24/2017	266	0	0	269	-3	0	0	0	-3										
18	WELLS FARGO SP S/C VA-IS	94975P447	8/13/2012	5/24/2017	1,417	0	0	964	453	0	0	0	453										
19	WELLS FARGO SP S/C VA-IS	94975P447	8/13/2012	10/23/2017	180	0	0	114	66	0	0	0	66										
20	WELLS FARGO EMG MK E-IN	94975P751	3/18/2015	4/21/2017	1,037	0	0	953	84	0	0	0	84										
21	WELLS FARGO EMG MK E-IN	94975P751	3/18/2015	10/23/2017	2,108	0	0	1,678	430	0	0	0	430										
22	WF SMALL COMPANY GROW	949921571	3/11/2015	1/19/2017	383	0	0	394	-11	0	0	0	-11										
23	WF SMALL COMPANY GROW	949921571	8/26/2016	1/19/2017	23	0	0	22	1	0	0	0	1										
24	WF SMALL COMPANY GROW	949921571	1/22/2016	5/24/2017	1,955	0	0	825	247	0	0	0	247										
25	WF SMALL COMPANY GROW	949921571	8/26/2016	5/24/2017	1,171	0	0	1,366	-59	0	0	0	-59										
26	WF SMALL COMPANY GROW	949921571	2/12/2013	5/24/2017	1,955	0	0	849	322	0	0	0	322										
27	T ROWE PRICE BLUE CHIP-I	77958403	10/28/2014	10/23/2017	1,171	0	0	906	144	0	0	0	144										
28	T ROWE PR OVERSEAS STO	258210105	4/21/2017	10/23/2017	1,620	0	0	1,632	-12	0	0	0	-12										
29	DODGE & COX INCOME FD C	277923728	10/6/2016	4/21/2017	1,275	0	0	1,276	-1	0	0	0	-1										
30	EATON VANCE GLOBAL MAC	277923728	4/22/2016	10/23/2017	246	0	0	243	3	0	0	0	3										
31	EATON VANCE GLOBAL MAC	277923728	8/26/2016	10/23/2017	5,528	0	0	5,510	18	0	0	0	18										
32	EATON VANCE GLOBAL MAC	277923728	10/10/2015	10/23/2017	1,336	0	0	1,339	-3	0	0	0	-3										
33	EATON VANCE GLOBAL MAC	277923728	1/19/2017	10/23/2017	173	0	0	172	1	0	0	0	1										
34	EATON VANCE GLOBAL MAC	277923728	4/21/2017	10/23/2017	183	0	0	182	1	0	0	0	1										
35	JPMORGAN HIGH YIELD FUN	4812C0803	4/22/2016	1/19/2017	4,290	0	0	4,100	190	0	0	0	190										
36	JPMORGAN HIGH YIELD FUN	4812C0803	8/26/2016	1/19/2017	1,227	0	0	1,221	6	0	0	0	6										
37	JPMORGAN HIGH YIELD FUN	4812C0803	3/15/2016	1/19/2017	2,169	0	0	2,014	155	0	0	0	155										
38	JPMORGAN HIGH YIELD FUN	4812C0803	5/3/2010	10/23/2017	1,596	0	0	1,561	35	0	0	0	35										
39	MERGER FUND-INST #301	589509207	4/22/2016	10/23/2017	161	0	0	154	7	0	0	0	7										
40	MERGER FUND-INST #301	589509207	8/26/2016	10/23/2017	2,471	0	0	2,375	96	0	0	0	96										
41	MERGER FUND-INST #301	589509207	4/16/2010	10/23/2017	820	0	0	796	24	0	0	0	24										
42	MERGER FUND-INST #301	589509207	5/24/2017	10/23/2017	915	0	0	903	12	0	0	0	12										
43	BOSTON P LNG/SHRT RES-IN	74925K581	3/18/2015	10/23/2017	2,074	0	0	1,955	119	0	0	0	119										
44	BOSTON P LNG/SHRT RES-IN	74925K581	4/21/2015	10/23/2017	214	0	0	200	14	0	0	0	14										
45	BOSTON P LNG/SHRT RES-IN	74925K581	5/24/2017	10/23/2017	2,288	0	0	2,209	79	0	0	0	79										
46	T ROWE PRICE BLUE CHIP G	77954Q106	10/9/2015	1/19/2017	2,863	0	0	2,693	170	0	0	0	170										
47	T ROWE PRICE BLUE CHIP G	77954Q106	10/8/2015	4/21/2017	1,212	0	0	1,063	149	0	0	0	149										
48	T ROWE PRICE BLUE CHIP G	77954Q106	8/26/2016	10/23/2017	913	0	0	697	216	0	0	0	216										
49	T ROWE PRICE BLUE CHIP-I	77954Q403	10/9/2016	10/23/2017	1,899	0	0	1,420	479	0	0	0	479										
50	T ROWE PRICE BLUE CHIP-I	77954Q403	4/24/2014	1/19/2017	1,681	0	0	1,706	-25	0	0	0	-25										
51	T ROWE PRICE INST FLOAT	008882532	5/11/2012	4/21/2017	10,081	0	0	8,202	1,879	0	0	0	1,879										
52	INVESCO INTL GROWTH-Y #	008882532	1/19/2017	4/21/2017	382	0	0	342	20	0	0	0	20										
53	INVESCO INTL GROWTH-Y #	008882532	8/26/2016	1/19/2017	2,805	0	0	2,789	16	0	0	0	16										
54	ARTISAN MID CAP FUND-INS	04314H600	6/3/2014	10/23/2017	608	0	0	669	-61	0	0	0	-61										
55	CREDIT SUISSE COMM RET	22544R305	9/5/2014	1/19/2017	14	0	0	20	-6	0	0	0	-6										
56	CREDIT SUISSE COMM RET	22544R305	1/22/2015	1/19/2017	1,503	0	0	1,714	-211	0	0	0	-211										
57	CREDIT SUISSE COMM RET	22544R305	3/18/2015	1/19/2017	550	0	0	611	-61	0	0	0	-61										
58	CREDIT SUISSE COMM RET	22544R305	4/21/2015	1/19/2017	186	0	0	211	-25	0	0	0	-25										
59	CREDIT SUISSE COMM RET	22544R305	1/22/2016	1/19/2017	685	0	0	580	105	0	0	0	105										

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week SEE ATTAC	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	4,220		
2	MASONIC SENIOR WARDEN OF		BOX 416	GLENDIVE	MT	59330		ADMINISTRATIVE	1 00	0		
										4,220	0	0

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date		Amount
1 Credit from prior year return		1	33
2 First quarter estimated tax payment	3/10/2017	2	27
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	60