

Form **990-PF**

Return of Private Foundation

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

OMB No. 1545-0052

2017

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.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

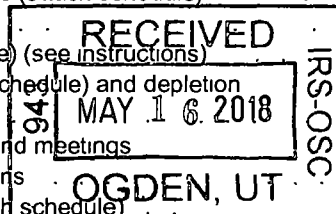
Name of foundation Wisconsin Eastern Star Foundation			A Employer identification number 39-6059144	
Number and street (or P.O. box number if mail is not delivered to street address) 1361 Mockingbird Drive		Room/suite	B Telephone number (see instructions) 262-567-6468	
City or town, state or province, country, and ZIP or foreign postal code Oconomowoc WI 53066-1237				
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 394,739		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		
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)	4,676			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	11	11		
	4 Dividends and interest from securities	11,119	11,119		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,619			
	b Gross sales price for all assets on line 6a	31,521			
	7 Capital gain net income (from Part IV, line 2)				
	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 Total. Add lines 1 through 11	14,187	11,130	0		
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)	2,400	1,850		550
	c Other professional fees (attach schedule)	4,098	4,098		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	27	27		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,546	773		773
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,363	692		671
	24 Total operating and administrative expenses. Add lines 13 through 23	9,434	7,440	0	1,994
	25 Contributions, gifts, grants paid	15,613			15,613
26 Total expenses and disbursements. Add lines 24 and 25	25,047	7,440	0	17,607	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-10,860				
b Net investment income (if negative, enter -0-)		3,690			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2017)

HTA



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	20,996	9,133	9,133
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 119			
		Less: allowance for doubtful accounts ▶	114	119	119
	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)	309,588	310,361	380,516
	c	Investments—corporate bonds (attach schedule)	4,863	4,863	4,971
Liabilities	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	335,561	324,476	394,739
	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 ▶ Loan From Heyl Trust)	255	30	
	23	Total liabilities (add lines 17 through 22)	255	30	
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	335,306	324,446	
	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)	335,306	324,446	
	31	Total liabilities and net assets/fund balances (see instructions)	335,561	324,476	

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	335,306
2	Enter amount from Part I, line 27a	2	-10,860
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	324,446
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	324,446

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, 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 Statement			
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			(l) 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	
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	-1,619
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	1,169

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 doesn't 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))
2016	7,761	343,636	0 022585
2015	16,329	353,248	0 046225
2014	14,400	365,163	0 039434
2013	17,084	321,754	0 053096
2012	23,997	317,326	0 075623

2	Total of line 1, column (d)	2	0 236963
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 047393
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	373,125
5	Multiply line 4 by line 3	5	17,684
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	44
7	Add lines 5 and 6	7	17,728
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	17,607

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	74
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	74
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	74
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	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	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	74
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☐		
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> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ▶	13	X	
14	The books are in care of ▶ Ruthann Watts Telephone no ▶ 262-567-6468 Located at ▶ 1361 Mockingbird Drive Oconomowoc WI ZIP+4 ▶ 53066			
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 2017, 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.

1a	During the year, did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐	1b	N/A	
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 2017?	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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	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 2017 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 2017)	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 2017?	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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions (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 ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No ☐ Yes ☒ No	5b 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 Organizations relying on a current notice regarding disaster assistance, check here ☐	☐ Yes ☒ No	6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	☐ Yes ☒ No	7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No
--	--	--	--	--	--	--	--

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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 Statement	00	0		
	00	0		
	00	0		
	00	0		
	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

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 Provide financial assistance to persons showing need	
	15,613
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	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	360,227
b	Average of monthly cash balances	1b	18,464
c	Fair market value of all other assets (see instructions)	1c	116
d	Total (add lines 1a, b, and c)	1d	378,807
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	378,807
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	5,682
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	373,125
6	Minimum investment return. Enter 5% of line 5	6	18,656

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	18,656
2a	Tax on investment income for 2017 from Part VI, line 5	2a	74
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	74
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,582
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	18,582
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	18,582

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	17,607
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	17,607
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	17,607

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				18,582
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012	8,304			
b From 2013	1,165			
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	9,469			
4 Qualifying distributions for 2017 from Part XII, line 4. ► \$ 17,607				
a Applied to 2016, 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 2017 distributable amount				17,607
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	975			975
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,494			
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	7,329			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,165			
10 Analysis of line 9.				
a Excess from 2013	1,165			
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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 2017, 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)

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				
Bobbie Jo Clark Compass Point 365 Sunset Dr Dousman, WI 53118	None	I	Assistance	3,406
Bridget Miller Compass Point 365 Sunset Drive Dousman, WI 53188	None	I	Assistance	417
Kallie Jergens 148B S Bluff Ridge Dr Apt102 Whitewater, WI 53190	None	I	Assistance	2,027
Paula Schwartz Compass Point 365 Sunset Dr Dousman, WI 53188	None	I	Assistance	4,778
Paula Tringleth Compass Point 365 Sunset Dr Dousman, WI 53188	None	I	Assistance	1,670
Zacharia Miller Compass Point 365 Sunset Dr Dousman, WI 53188	None	I	Assistance	1,290
29 persons Compass Point 365 Sunset Dr Dousman, WI 53188	None	I	Assistance - Hair Cuts	2,025
Total			3a	15,613
b Approved for future payment				
Total			3b	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss
											Expense of Sale and Cost of Improvements	Depreciation	Adjustments	
Totals:														
Capital Gains/Losses								31,521	0	33,140				-1,619
Other sales								0		0				0
1 Abbvie 2 Shs		X			P	6/28/2016	6/19/2017	143	119					24
2 Altria Group 71 Shs		X			P	6/28/2016	4/26/2017	5,106	4,762					344
3 American Electric Power 2 Shs		X			P	6/28/2016	6/19/2017	144	136					8
4 Cisco Systems 4 Shs		X			P	6/28/2016	6/19/2017	127	111					16
5 Conagra Foods 144 Shs		X			P	6/28/2016	6/28/2017	4,690	5,217					-527
6 Diageo PLC 1 Sh		X			P	6/28/2016	6/19/2017	123	105					18
7 DuPont E I De Nemours 6 Shs		X			P	6/28/2016	6/19/2017	502	378					124
8 Dowdudont 43Shs		X			P	6/28/2016	9/1/2017	29	21					8
9 General Dynamics 2 Shs		X			P	6/28/2016	6/19/2017	407	268					139
10 General Electric 182 Shs		X			P	6/28/2016	10/11/2017	4,192	5,428					-1,236
11 General Electric 65 Shs		X			P	9/12/2016	10/11/2017	1,497	1,974					-477
12 General Electric 26 Shs		X			P	4/18/2017	10/11/2017	599	775					-176
13 General Electric 29 Shs		X			P	9/5/2017	10/11/2017	668	718					-50
14 Glaxosmithkline 119 Shs		X			P	6/28/2016	12/14/2017	4,196	4,892					-696
15 Hasbro 2 Shs		X			P	6/28/2016	6/19/2017	221	166					55
16 Home Depot 2 Shs		X			P	6/28/2016	6/19/2017	316	254					62
17 Illinois Tool 1 Shs		X			P	6/28/2016	6/19/2017	149	100					49
18 Intel 5 Shs		X			P	6/28/2016	6/19/2017	178	156					22
19 International Paper 3 Shs		X			P	6/28/2016	6/19/2017	170	119					51
20 Johnson & Johnson 2 Shs		X			P	6/28/2016	6/19/2017	267	234					33
21 Kimberly Clark 2 Shs		X			P	6/28/2016	6/19/2017	264	264					0
22 Lockheed Martin 2 Shs		X			P	6/28/2016	6/19/2016	565	477					88
23 Microsoft 3 Shs		X			P	6/28/2016	6/19/2017	212	148					64
24 JP Morgan Chase 3 Shs		X			P	6/28/2016	6/19/2017	263	177					86
25 Nextera Energy 2 Shs		X			P	6/28/2016	6/19/2017	285	254					31
26 Nucor 4 Shs		X			P	6/28/2016	6/19/2017	226	188					38
27 Peoples United Financial 8 Shs		X			P	6/28/2016	6/19/2017	141	112					29
28 PepsiCo 1 Sh		X			P	6/28/2016	6/19/2017	117	102					15
29 Pfizer 4 Shs		X			P	6/28/2016	6/19/2017	132	137					-5
30 Sonoco Products 2 Shs		X			P	6/28/2016	6/19/2017	103	92					11
31 Sonoco Products 96 Shs		X			P	6/28/2016	8/25/2017	4,574	4,434					140
32 The Southern Company 3 Shs		X			P	6/28/2016	6/19/2017	155	156					-1
33 United Parcel 1 Sh		X			P	6/28/2016	6/19/2017	111	105					6
34 US Bancorp 5 Shs		X			P	6/28/2016	6/19/2017	263	195					68
35 Walgreens Boots Alliance 3 Shs		X			P	6/28/2016	6/19/2017	237	239					-2
36 Waste Management 2 Shs		X			P	6/28/2016	6/19/2017	149	127					22

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

		0	1,850	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Accounting and Tax Preparation	0	1,850		0

Part I, Line 16c (990-PF) - Other Professional Fees

		0	4,098	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Investment Advisor	0	4,098		0

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

		0	27	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Excise Tax	0	27		

Part I, Line 23 (990-PF) - Other Expenses

		1,363	692	0	671
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Bond	100	100		
2	Office Expense	79	0		79
3	Director Liability Insurance	1,184	592		592
4		0	0		
5		0	0		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		309,588		310,361	324,705		380,516
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
1	Abbvie	102	6,144	6,025	6,450	9,768	
2	AT&T	220	7,715	9,013	7,868	8,554	
3	Altria Group	68	9,323	4,561	9,399	4,856	
4	American Electric Power	112	5,492	7,794	5,100	8,240	
5	Cisco Systems	197	5,575	5,464	6,074	7,545	
6	Congra Foods	0	5,217	0	5,695	0	
7	Diageo PLC	30	3,256	3,151	3,222	4,381	
8	Dominion Res Inc	105	5,115	7,995	5,208	8,511	
9	Dover Corp	85	5,568	5,568	6,369	8,584	
10	Du Pont E.I. De Nemours	121	7,631	0	8,881	0	
11	Dowdupont	147	0	7,232	0	10,469	
12	Exxon Mobil	81	6,143	7,069	6,228	6,775	
13	General Dynamics	51	7,097	6,829	9,151	10,376	
14	General Electric	247	7,402	0	7,805	0	
15	Genuine Parts	91	4,263	8,453	4,204	8,646	
16	Glaxosmithkline	0	4,892	0	4,583	0	
17	Hasbro	63	5,381	5,215	5,056	5,726	
18	Home Depot	85	11,050	10,796	1,165	16,110	
19	Illinois Tool	67	6,796	6,697	8,327	11,179	
20	Intel	238	7,560	7,404	8,814	10,986	
21	International Business Machine	47	7,477	7,477	7,802	7,211	
22	International Paper	110	4,493	4,373	5,996	6,373	
23	Johnson & Johnson	81	8,203	9,802	8,065	11,317	
24	Kimberly Clark	55	7,521	7,257	6,505	6,636	
25	Lockheed Martin	46	11,447	10,970	11,997	14,768	
26	M&T Bank	35	3,877	3,877	5,475	5,985	
27	Maxim Integration Products	123	4,249	4,249	4,744	6,430	
28	Microchip Technology	108	5,323	5,323	6,928	9,491	
29	Microsoft	118	5,976	5,828	7,519	10,094	
30	JP Morgan Chase	95	5,772	5,595	8,456	10,159	
31	Nextera Energy	50	6,596	6,343	6,212	7,810	
32	Nucor	82	4,035	3,847	5,119	5,214	
33	Peoples United Financial	385	5,591	5,479	7,608	7,199	
34	Pepsico	54	5,600	5,498	5,755	6,476	
35	Pfizer	296	7,442	10,264	7,048	10,721	
36	Phillips 66	71	5,488	5,488	6,135	7,182	
37	Procter & Gamble	92	6,549	7,606	6,726	8,453	
38	Sonoco Products		4,526	0	5,165	0	
39	The Southern Company	143	7,577	7,421	7,182	6,877	
40	Target	84		5,492	0	5,481	
41	United Parcel	76	5,646	8,023	6,191	9,055	
42	US Bancorp	163	6,358	6,163	8,373	8,466	
43	Verizon Communications	143	7,708	7,708	7,633	7,569	
44	Walgreens Boots Alliance	71	5,902	5,663	6,124	5,156	
45	Waste Management	80	5,220	5,092	5,815	6,904	
46	Well Tower	138	4,443	9,905	4,016	8,800	
47	McDonalds	45	5,320	5,320	5,477	7,745	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		309,588	310,361	324,705	380,516
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
Description		Num Shares/ Face Value			
48	Lord Abbett Inv Tr	3,512	29,629	31,032	32,238

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		4,863	4,863	5,012	4,971
		Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
Description	Interest Rate	Maturity Date			
1 Plains All American Pipeline Sr Note	2.60%	12/15/2019	4,863	5,012	4,971

Part II, Line 22 (990-PF) - Other Liabilities

		255	30
Description		Beginning Balance	Ending Balance
1	Loan From Heyl Trust	255	30

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

[illegible]

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	Compensation	Benefits	Expense Account
	Marvin Engelle		400 North Main St	Blanchardville	WI	53516		Board Member	1.00	0	0	0
1	Doris Schultz		W63 N986 Holly Lane	Cedarburg	WI	53012		Board Member	1.00	0	0	0
2	Mary Barnett		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1.00	0	0	0
3	Paul Tingleth		S7559 Hwy 12 N-13	North Freedom	WI	53951		President	2.00	0	0	0
4	Brenda Gaulke		221 W Hamilton Dr	River Falls	WI	54022		Board Member	1.00	0	0	0
5	Dave Schreier		2530 Branwood Drive	Wisconsin Rapids	WI	54494		Vice President	2.00	0	0	0
6	Mary Olson		293 State Rd 138	Stoughton	WI	53589		Secretary	2.00	0	0	0
7	Ruthann Watts		1361 Mockingbird Dr	Oconomowoc	WI	53066		Treasurer	2.00	0	0	0
8	Jean James		528 Summit Dr	West Bend	WI	53095		Board Member	1.00	0	0	0
9	Don Jensen		S63 W35554 Piper Rd	Eagle	WI	53119		Board Member	1.00	0	0	0
10	Barbara Irsch		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1.00	0	0	0
11	Laraine Reissner		1225 Lincoln Ave	Stoughton	WI	53589		Board Member	1.00	0	0	0
12	Ian Watts		1361 Mockingbird Dr	Oconomowoc	WI	53066		Board Member	1.00	0	0	0
13	Karen Larson		2527 Yahara Dr	McFarland	WI	53558		Board Member	1.00	0	0	0
14	Michele Behlke		708 Willow Creek Pkwy	Watertown	WI	53094		Board Member	1.00	0	0	0
15												