

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	2,035,700	-9,077	-9,077
	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)	880,888	797,094	1,021,299
	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)			
	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)	2,916,588	788,017	1,012,222	
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			
	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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	2,916,588	788,017	
30 Total net assets or fund balances (see instructions)	2,916,588	788,017		
31 Total liabilities and net assets/fund balances (see instructions) .	2,916,588	788,017		

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	2,916,588
2 Enter amount from Part I, line 27a	2	-2,125,835
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	790,753
5 Decreases not included in line 2 (itemize) ▶ _____	5	2,736
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	788,017

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)
1 a PUBLICLY TRADED SECURITIES			
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 2,075,420		2,078,708	-3,288
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-3,288
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	-3,288
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	

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 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	334,584	3,218,588	0 103954
2015	1,462,216	1,740,816	0 839960
2014	2,541,460	1,021,675	2 487543
2013	4,553,168	813,951	5 593909
2012	3,501,964	1,989,489	1 760233

2 Total of line 1, column (d)	2	10 785599
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	2 157120
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	2,863,949
5 Multiply line 4 by line 3	5	6,177,882
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	355
7 Add lines 5 and 6	7	6,178,237
8 Enter qualifying distributions from Part XII, line 4	8	2,158,058

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	710
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	710
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	710
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	17,710
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	17,710
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,000
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 1,000 Refunded ☐	11	16,000

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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	Yes
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	Yes
7 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>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ WI		
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? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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		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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of NINA DENTICI Telephone no (414) 352-8149			

Located at **9040 NORTH BAYSIDE DRIVE MILWAUKEE WI** ZIP+4 **53217**

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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)? ☐ 1b			No
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			No
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			
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). ☐ Yes ☒ No 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
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			No

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?				
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	☐ Yes	☐ No		
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			
	<i>If "Yes" to 6b, file Form 8870</i>				No
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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOSEPH E TIERNEY III 111 E KILBOURN AVE 19TH FL MILWAUKEE, WI 53202	ASST SECRETARY, DIRECTOR 0 50	0	0	0
KATHRYN VAN DYKE GRANT 425 LAVERNE AVENUE MILL VALLEY, CA 94941	PRESIDENT, SECRETARY, DIRECTOR 0 50	0	0	0
R DOUGLAS GRANT 425 LAVERNE AVENUE MILL VALLEY, CA 94941	VICE PRES, TREAS, DIRECTOR 0 10	0	0	0

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

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

Total number of other employees paid over \$50,000. **0****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	
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	1,601,709
b	Average of monthly cash balances.	1b	1,305,853
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,907,562
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,907,562
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	43,613
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,863,949
6	Minimum investment return. Enter 5% of line 5.	6	143,197

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	143,197
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	710
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	710
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	142,487
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	142,487
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	142,487

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	2,158,058
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	2,158,058
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,158,058

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				142,487
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____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	3,435,112			
b From 2013.	4,566,298			
c From 2014.	2,532,722			
d From 2015.	1,379,059			
e From 2016.	174,294			
f Total of lines 3a through e.	12,087,485			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 2,158,058				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				142,487
e Remaining amount distributed out of corpus	2,015,571			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,103,056			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	3,435,112			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	10,667,944			
10 Analysis of line 9				
a Excess from 2013.	4,566,298			
b Excess from 2014.	2,532,722			
c Excess from 2015.	1,379,059			
d Excess from 2016.	174,294			
e Excess from 2017.	2,015,571			

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

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))

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

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 email 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

- Form
- 990-PF**
- (2017)

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	2,153,600
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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	2018-11-08 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	ROBERT C WATSON CPA		2018-11-07		P00017921
	Firm's name WIPFLI LLP				Firm's EIN 39-0758449
Firm's address 10000 INNOVATION DRIVE SUITE 250 MILWAUKEE, WI 532264837					Phone no (414) 431-9300

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
BAYSIDE POLICE DEPARTMENT 9075 N REGENT RD BAYSIDE, WI 53217	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
COLORADO STATE UNIVERSITY FOUNDATION BURSERS OFFICE FORT COLLINS, CO 80523	NONE	PUBLIC CHARITY	GENERAL PURPOSE	956,800
MILWAUKEE ART MUSEUM - LAYTON ART COLLECTION 700 N ART MUSEUM DR MILWAUKEE, WI 53202	NONE	PUBLIC CHARITY	LAYTON ART COLLECTION	5,000
Total ▶ 3a				2,153,600

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
MILWAUKEE PUBLIC MUSEUM 800 WEST WELLS ST MILWAUKEE, WI 53233	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN - FINAL INSTALLMENT	230,000
VANGUARD CHARITABLE - HOLTGERS FAMILY FUND 2670 WARWICK AVE WARWICK, RI 022899509	NONE	PUBLIC CHARITY	TO FUND THE HOLTGERS FAMILY FUND	956,800
Total ▶ 3a				2,153,600

TY 2017 Accounting Fees Schedule**Name:** POLLYBILL FOUNDATION INC

C/O JOSEPH E TIERNEY III

EIN: 39-6078550**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREP FEES	4,700	2,350		2,350

TY 2017 Applied to Prior Year Election

Name: POLLYBILL FOUNDATION INC
C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Election: ELECTION TO TREAT UNUSED PRIOR YEAR EXCESS
DISTRIBUTIONS AS CORPUS DISTRIBUTIONSPURSUANT TO
REG.53.4942(A)-3(C)(2)(IV), THE FOUNDATION HEREBY ELECTS
TO TREAT, AS A CURRENT YEAR DISTRIBUTION OUT OF CORPUS,
THE FOLLOWING UNUSED PRIOR TAX YEAR'S DISTRIBUTIONS
THAT WERE TREATED AS CORPUS DISTRIBUTIONS UNDER REG.
53.4942(A)-3(D)(1)(III)IN SUCH PRIOR TAX YEAR: TAX YEAR:
AMOUNT: 2011 \$ 359,611 2012 \$2,203,022

TY 2017 DissolutionStmt

Name: POLLYBILL FOUNDATION INC
C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Dissolution Name	Dissolution Address	Explanation	Dissolution Amount
COLORADO STATE UNIVERSITY FOUNDATION	BURSERS OFFICE FORT COLLINS, CO 80523	CASH	956,800
VANGUARD CHARITABLE FUND - HOLTGERS FAMILY FUND	2670 WARWICK AVE WARWICK, RI 02289	CASH	956,800

TY 2017 Distribution from Corpus Election

Name: POLLYBILL FOUNDATION INC
C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Election: ELECTION TO TREAT UNUSED PRIOR YEAR EXCESS
DISTRIBUTIONS AS CORPUS DISTRIBUTIONSPURSUANT TO
REG.53.4942(A)-3(C)(2)(IV), THE FOUNDATION HEREBY ELECTS
TO TREAT, AS A CURRENT YEAR DISTRIBUTION OUT OF CORPUS,
THE FOLLOWING UNUSED PRIOR TAX YEAR'S DISTRIBUTIONS
THAT WERE TREATED AS CORPUS DISTRIBUTIONS UNDER REG.
53.4942(A)-3(D)(1)(III)IN SUCH PRIOR TAX YEAR: TAX YEAR:
AMOUNT: 2011 \$ 359,611 2012 \$2,203,022

TY 2017 Investments Corporate Stock Schedule**Name:** POLLYBILL FOUNDATION INC

C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC - 2000 SHS	68,817	77,760
CHEVRON CORP - 700 SHS	60,298	87,633
DEERE & CO	67,595	134,442
EATON CORP PLC - 1200 SHS	63,656	94,812
EXXON MOBIL CORP - 900 SHS	68,835	75,276
INTL BUSINESS MACHINES CORP - 500 SHS	69,901	76,710
JPMORGAN CHASE & CO - 1100 SHS	74,014	117,634
MERCK & CO INC NEW COM - 1200 SHS	64,389	67,524
METLIFE - 1400 SHS	58,252	64,869
PFIZER INC - 2000 SHS	65,563	72,440
VERIZON COMMUNICATIONS - 1500 SHS	69,225	79,395
WELLS FARGO & CO NEW - 1200 SHS	66,549	72,804

TY 2017 Legal Fees Schedule

Name: POLLYBILL FOUNDATION INC
C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,217	2,109		2,108

TY 2017 LiquidationExplanationStmnt

Name: POLLYBILL FOUNDATION INC
C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Statement: IN ACCORDANCE WITH GENERAL INSTRUCTION T, THE FOUNDATION HAD A SUBSTANTIAL CONTRACTION DURING 2017 AS IT MADE ON DECEMBER 15, 2017 TWO SEPARATE CASH CONTRIBUTIONS. THE FIRST, A \$956,800 CASH CONTRIBUTION TO COLORADO STATE UNIVERSITY FOUNDATION AND A SECOND \$956,800 CASH CONTRIBUTION TO THE VANGUARD CHARITABLE ENDOWMENT PROGRAM-THE HOLTGERS FAMILY FUND, A DONOR ADVISED FUND (THE "VANGUARD CHARITABLE FUND"). THE CONTRIBUTION TO THE VANGUARD CHARITABLE FUND WAS A QUALIFYING DISTRIBUTION BECAUSE THE DONOR HAS ONLY ADVISORY PRIVILEGES WITH RESPECT TO THE VANGUARD CHARITABLE FUND. NO COMPILATION OF DONOR ADVISORS DIRECTLY OR INDIRECTLY CONTROL THAT FUND, AND ALL GRANTS ARE AWARDED ON AN OBJECTIVE AND NONDISCRIMINATORY BASIS PURSUANT TO A PROCEDURE APPROVED IN ADVANCE BY THE GOVERNING BOARD OF THE VANGUARD CHARITABLE FUND. ALL OF THE APPROVED GRANTEES MEET THE QUALIFICATIONS OF IRC SECTION 170(C) (2)(B).

TY 2017 Other Decreases Schedule**Name:** POLLYBILL FOUNDATION INC

C/O JOSEPH E TIERNEY III

EIN: 39-6078550

Description	Amount
BROKER BASIS ADJUSTMENTS - NO TAX EFFECT	2,736

Pollybill Foundation, Inc
c/o Joseph E Tierney III
39-6078550
Form 990-PF

Statement of Substantial Contraction Explanation (Part VII-A, Question 5)

In accordance with General Instruction T, the Foundation had a substantial contraction during 2017 as it made on December 15, 2017 two separate cash contributions. The first, a \$956,800 cash contribution to Colorado State University Foundation and a second \$956,800 cash contribution to the Vanguard Charitable Endowment Program-The Holtgers Family Fund, a donor advised fund (the "Vanguard Charitable Fund")

The contribution to the Vanguard Charitable Fund was a qualifying distribution because the Donor has only advisory privileges with respect to the Vanguard Charitable Fund. No compilation of Donor advisors directly or indirectly control that Fund, and all grants are awarded on an objective and nondiscriminatory basis pursuant to a procedure approved in advance by the governing board of the Vanguard Charitable Fund. All of the approved grantees meet the qualifications of IRC Section 170(c)(2)(B)