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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017 or tax year beginning 07-01 , 2017, and ending 06-30 , 2018

Name of foundation: MARGARET & MARTHA THOMAS FOUNDATION

A Employer identification number: 20-3652030

Number and street (or P O box number if mail is not delivered to street address): 2205 NORTH 6TH STREET SUITE 10A
Room/suite

B Telephone number (see instructions): (402)228-3424

City or town, state or province, country, and ZIP or foreign postal code: Beatrice, NE 68310-0218

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 7,420,268

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	162	162	162	
	4	Dividends and interest from securities	162,568	162,568	162,568	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	170,766			
	b	Gross sales price for all assets on line 6a 656,635				
	7	Capital gain net income (from Part IV, line 2)		170,766		
	8	Net short-term capital gain			380	
	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) STM106	108,361	107,743		
	12	**Total** Add lines 1 through 11	441,857	441,239	163,110	
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) STM107	7,338	7,338		
	b	Accounting fees (attach schedule) STM108	3,300	3,300		
	c	Other professional fees (attach schedule) STM109	88,396	88,396		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STM110	768	768		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	99,802	99,802		0
	25	Contributions, gifts, grants paid	403,478			403,478
	26	**Total expenses and disbursements.** Add lines 24 and 25	503,280	99,802		403,478
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	(61,423)			
	b	**Net investment income** (if negative, enter -0-)		341,437		
	c	**Adjusted net income** (if negative, enter -0-)			163,110	

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Form **990-PF** (2017)

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	70,970	37,331	37,331
	2 Savings and temporary cash investments			
	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) STM118	6,953,985	6,923,297	7,382,937
	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)	7,024,955	6,960,628	7,420,268
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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	7,024,955	6,960,628	
	30 **Total net assets or fund balances** (see instructions)	7,024,955	6,960,628	
	31 **Total liabilities and net assets/fund balances** (see instructions)	7,024,955	6,960,628	

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	7,024,955
2 Enter amount from Part I, line 27a	2	(61,423)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	6,963,532
5 Decreases not included in line 2 (itemize) ▶ STM116	5	2,904
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,960,628

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 STM134			
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	656,635		485,869	170,766
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				170,766
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	170,766
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	380

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	333,143	7,271,515	0.045815
2015	305,589	7,257,800	0.042105
2014	301,211	7,343,017	0.04102
2013	211,634	4,775,828	0.044314
2012	238,207	4,650,632	0.05122

2	**Total** of line 1, column (d)	2	0.224474
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	0.044895
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	7,537,185
5	Multiply line 4 by line 3	5	338,382
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,414
7	Add lines 5 and 6	7	341,796
8	Enter qualifying distributions from Part XII, line 4	8	403,478

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

3

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	3,414
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	0
3	Add lines 1 and 2	3	3,414
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,414
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 768		
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	768
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	2,646
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

2

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ MICHAEL E WILLET Telephone no ▶ 402-228-3424			
	Located at ▶ 2205 NORTH 6TH STREET SUITE 10A, Beatrice, NE ZIP+4 ▶ 68310-0218			
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ▶ ____, ____, ____, ____			
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 ▶ ____, ____, ____, ____			
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		
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)*

			Yes	No
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? If "Yes," attach the statement required by Regulations section 53 4945-5(d)	☐ 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? If "Yes" to 6b, file Form 8870	6b		X
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, 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
DEAN MARPLES 8678 E PLUM ROAD, WYMORE, NE 68466	PRESIDENT 1.00	0	0	0
MICHAEL E WILLET P.O. BOX 218, Beatrice, NE 68310	SECRETARY/TREAS 1.00	0	0	0
LARRY ANDERSON 401 S 18TH STREET, WYMORE, NE 68466	VICE PRESIDENT 1.00	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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 ▶	

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	7,569,625
b	Average of monthly cash balances	1b	82,339
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	7,651,964
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	0
3	Subtract line 2 from line 1d	3	7,651,964
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	114,779
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,537,185
6	**Minimum investment return.** Enter 5% of line 5	6	376,859

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	376,859
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,414		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,414
3	Distributable amount before adjustments Subtract line 2c from line 1			3	373,445
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	373,445
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	373,445

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	403,478
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	403,478
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	3,414
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	400,064

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				373,445
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			361,566	
b Total for prior years ______, ______, ______				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 403,478				
a Applied to 2016, but not more than line 2a			361,566	
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				41,912
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))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				331,533
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)				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013				
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)

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)

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

990APP

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

See attachment Pages 1-7 Form and Content

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NET Foundation for Television, Inc. 1800 N 33rd Street Lincoln, NE 68503-1409	none	501 (c) (3)	Support production of NE stories	25,000
City of Beatrice 100 N 16th St Beatrice, NE 68310	none	GOV	Library-equipment for Thomas Heritage Room	32,667
Southeast NE YMCA Foundation 1801 Scott Street Beatrice, NE 68310	none	501 (c) (3)	Improve/Purchase pool equip for use Y-swim team	33,060
Pickrell Rural Fire District % John Busbook, 2155 E. Pickrell Rd Pickrell, NE 68422	none	GOV	Replace & install mobil radios.	25,942
Adams Ball Association % Lisa Scott, PO Box 41, Adams NE Adams, NE 68301	none	501 (c) (3)	Replace playground	11,549
Freeman Public Schools PO Box 259 Adams, NE 68301	none	501 (c) (3)	Add/improve elementary outdoor	75,000
Southern Public Schools PO Box 236 Wymore, NE 68466	none	501 (c) (3)	ADA/Fire Code issue improve @ High School	12,500
Beatrice Education Foundation %Backpack Program 320 N 5th St. Beatrice, NE 68310	none	501 (c) (3)	Youth Back Pack Program-empty bowl	1,000
Total . . . ▶ 3a				continued
b *Approved for future payment*				
Total . . . ▶ 3b				

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*				
Barneston Rural Fire District 202 Main Street Barneston, NE 68309	none	GOV	New fire hall construction	50,000
Lower Big Blue NRD PO Box 826 Beatrice, NE 68310	none	GOV	Construct shelter @ Big Indian Recreation Area	13,500
Southern Youth Sports % Anna Manley, 203 S 11th St Wymore, NE 68466	none	501 (c) (3)	Football uniforms & equipment	12,000
NET Foundation for Television Inc 1800 N 33rd St Lincoln, NE 68503-1409	none	501 (c) (3)	Support production of NE stories	30,000
One Property at a Time PO Box 37 Blue Springs, NE 68318	none	501 (c) (3)	Acquisition & demo 1 property;	12,650
CITY OF WYMORE 115 WEST "E" STREET WYMORE, NE 68466	none	GOV	Demo Neumann Bldg	30,000
CITY OF BLUE SPRINGS 104 E BROAD STREET BLUE SPRINGS, NE 68318	none	GOV	Demo 4-trailer houses & 8	38,610
Total . . . ▶ 3a				403,478
b *Approved for future payment*				
Total . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	162,730	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	108,361	
8 Gain or (loss) from sales of assets other than inventory			18	171,146	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				442,237	

13 **Total** Add line 12, columns (b), (d), and (e) . . . 13 442,237

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

Michael E. Willet — 7-31-18 — SECRETARY/TREASURER

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Andrew K Carothers	Andrew K. Carothers	07-25-2018		P01253602

Firm's name ▶ Willet & Carothers Law Office — Firm's EIN ▶ 47-0488523

Firm's address ▶ 2205 N 6th Street Ste 10A, Beatrice NE 68310-0218 — Phone no 402-228-3424

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

FEIN: 20-3652030

Form 990PF - Part III - Line 5
Other Decreases Schedule

Statement #116

UBS COST BASIS ADJUSTMENT-PIMCO	2,908
rounding	(4)
Total	**2,904**

PG01

Form 990PF - Part II - Line 13
Investments: Other Schedule

Statement #118

Category	Book value (BOY)	Book value (EOY)	FMV (EOY)
EQUITIES	3,495,991	3,216,221	3,793,949
FIXED INCOME	1,880,773	2,050,765	1,980,689
NON-TRADITIONAL MUTUAL FUNDS	1,343,397	1,415,485	1,377,523
OTHER MUTUAL FUNDS	233,824	240,826	230,776
Total	**6,953,985**	**6,923,297**	**7,382,937**

Federal Supporting Statements

2017 PG01

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Subsidiary Statement

Form 990PF - Part I - Line 25 - Subsidiary Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
GRANTS	403,478	0	0	403,478.
Totals	403,478	0	0	403,478.

PG01
Statement #106~

Form 990PF - Part I - Line 11 - Other Income Schedule

Description	Revenue and expenses	Net investment	Adjusted net income
Long term capital gain distrib	107,743	107,743	0
2016-17 IRS overpayment refund	618	0	0
Totals	108,361	107,743	0

Federal Supporting Statements

2017 PG01

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Form 990PF - Part I - Line 16(a) - Legal Fees Schedule

Statement #107~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
WILLET & CAROTHERS	7,338	7,338	0	0
Totals	7,338	7,338	0	0

PG01

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

Statement #108~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
WILLET & CAROTHERS	3,300	3,300	0	0
Totals	3,300	3,300	0	0

Federal Supporting Statements

2017 PG01

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

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

Statement #109~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
UBS FINANCIAL MGMT	88,396	88,396	0	0
Totals	88,396	88,396	0	0

PG01

Form 990PF - Part I - Line 18 - Taxes Schedule

Statement #110~

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
ESTIMATED PAX PAYMENT	768	768	0	0
Totals	768	768	0	0

Federal Supporting Statements

2017 PG01

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
42.883 sh Catalyst/Millburn Hedge	P	12-13-2016	09-14-2017	1,350		1,256	94	94
28 337 sh AB Discovery Value Fd	P	09-18-2012	09-14-2017	638		508	130	130
AB Global Bond Fd Cl Adv	P	09-30-2013	09-14-2017	205		201	4	4
58.064 sh AB Global Bond Fd Cl Adv	P	10-31-2013	09-14-2017	491		483	8	8
16.856 sh AB Global Bd Fd Cl Adv	P	11-29-2013	09-14-2017	142		140	2	2
24.281 sh American Fds Europacific	P	09-18-2012	09-14-2017	1,343		975	368	368
17.952 sh American Fds SmCap World	P	03-06-2013	09-14-2017	997		777	220	220
134 355 sh AQR Managed Fut Strategy	D	10-26-2010	09-14-2017	1,188		1,392	(204)	(204)
59 377 sh Deutsche Global Inf Fd	P	03-06-2013	09-14-2017	907		739	168	168
67.963 sh Deutsche Strat High Yld	P	02-24-2011	09-14-2017	837		784	53	53
43 sh Deutsche X-Trackers Hdg Eq	P	07-19-2013	09-14-2017	1,311		1,090	221	221
125 707 sh Grant Park Multi Alt Str	P	09-08-2016	09-14-2017	1,382		1,427	(45)	(45)
26 sh Ishares Edge MSCI Emerging Mk	P	09-08-2016	09-14-2017	1,516		1,414	102	102
43 sh Ishares Edge MSCI VOL USA	P	09-08-2016	09-14-2017	2,177		1,984	193	193
145.561 sh Pinco Inc Fd Cl P	P	09-08-2016	09-14-2017	1,812		1,751	61	61
36 sh Powershares Synamic Lg Cap Va	P	01-08-2010	09-14-2017	1,319		609	710	710
63 797 sh Principal Global Div Inc	P	10-26-2010	09-14-2017	903		849	54	54
102 345 sh Principal Glob Multi Str	P	03-06-2013	09-14-2017	1,169		1,087	82	82
57 616 sh Principal Sm-Midcap Div	P	09-08-2016	09-14-2017	976		874	102	102
7 sh SPDR S&P 500	P	09-08-2016	09-14-2017	1,750		1,529	221	221
75.30 sh Templeton Glbl Bd Adv	P	01-29-2014	09-14-2017	921		921		
22 671 sh The Hartford Midcap Fd	P	09-18-2012	09-14-2017	663		481	182	182
47.10 shh Thornburg Intl Val Fd	P	09-08-2016	09-14-2017	1,334		1,154	180	180
10 sh Vanguard Growth ETF	P	12-23-2009	09-14-2017	1,329		532	797	797
20 sh Vanguard Total Bond Mkt	P	09-08-2016	09-14-2017	1,643		1,679	(36)	(36)
239.71 sh Virtus Newfleet Multi-Sec	P	06-15-2010	09-14-2017	1,148		1,099	49	49
55.627 sh Catalyst/Millburn Hedge	P	12-13-2016	11-29-2017	1,818		1,629	189	189
36 597 sh AB Discovery Value Fd	P	09-18-2012	11-29-2017	897		656	241	241
133.142 sh AB Global Bond Fd	P	01-29-2014	11-29-2017	1,118		1,108	10	10
31 859 sh Amer Fds Europacific Grow	P	09-18-2012	11-29-2017	1,833		1,279	554	554
23 475 sh Amer Fds SmCap World Fd	P	03-06-2013	11-29-2017	1,369		1,016	353	353
174 73 sh AQR Managed Fut Strat Fd	P	10-26-2010	11-29-2017	1,597		1,811	(214)	(214)
78.308 sh Deutsche Global Infrastru	P	03-06-2013	11-29-2017	1,176		975	201	201
91 78 sh Deutsche Strategic Hi Yld	P	02-24-2011	11-29-2017	1,118		1,058	60	60

Federal Supporting Statements

2017 PG02

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
163 487 sh Grant Park Multi Alt Str	P	09-08-2016	11-29-2017	1,864		1,856	8	8
196 278 sh PIMCO Inc Fd	P	09-08-2016	11-29-2017	2,442		2,361	81	81
83 672 sh Principal Global Div Inc	P	10-26-2010	11-29-2017	1,180		1,114	66	66
132 664 sh Principal Glob Multi Str	P	03-06-2013	11-29-2017	1,534		1,409	125	125
74.884 sh Principal Sm-Midcap Div	P	09-08-2016	11-29-2017	1,345		1,135	210	210
101.194 sh Templeton Glbl Bd Adv	P	01-29-2014	11-29-2017	1,227		1,227		
29.595 sh Hartford Midcap Fd	P	09-18-2012	11-29-2017	936		628	308	308
71.94 sh Thornburg Intl Val Fd	P	09-08-2016	11-29-2017	1,801		1,763	38	38
321.607 sh Virtus Newfleet Multi-Bd	P	06-15-2010	11-29-2017	1,531		1,474	57	57
34 sh Ishares Edge MSCI Min Vol Emg	P	09-08-2016	11-29-2017	2,030		1,849	181	181
56 sh Ishares Edge MSCI Min Vol USA	P	09-08-2016	11-29-2017	2,938		2,584	354	354
47 sh Powershares Dynamic Lg Cap Va	P	01-08-2010	11-29-2017	1,826		795	1,031	1,031
8 sh SPDR S&P 500	P	09-08-2016	11-29-2017	2,101		1,748	353	353
13 sh Vanguarad Growth	P	12-23-2009	11-29-2017	1,799		691	1,108	1,108
26 sh Vanguard Total Bd Mkt	P	09-08-2016	11-29-2017	2,122		2,183	(61)	(61)
56 sh XTracksers MSCI EAFE HDG	P	07-19-2013	11-29-2017	1,783		1,419	364	364
781 57 sh AB Discovery Value Fd	P	09-18-2012	01-25-2018	18,953		14,010	4,943	4,943
223 503 sh AB Discovery Value Fd	P	10-02-2012	01-25-2018	5,420		3,886	1,534	1,534
148.619 sh Amer Fds Europacific Gro	P	09-18-2012	01-25-2018	8,873		5,967	2,906	2,906
60.593 sh Amer Fds Europacific Grow	P	12-26-2012	01-25-2018	3,617		2,479	1,138	1,138
707 43 sh Amer Fds Europacific Grow	P	03-06-2013	01-25-2018	42,234		30,131	12,103	12,103
716.625 sh Amer Fds SmCap World Fd	P	03-06-2013	01-25-2018	42,940		31,011	11,929	11,929
327.885 sh Grant Park Multi Alt Str	P	09-08-2016	01-25-2018	4,036		3,722	314	314
405 sh Ishares Edge MSCI Min Vol Em	P	09-08-2016	01-25-2018	26,278		22,024	4,254	4,254
590 sh Ishares Edge MSCI Min Vol US	P	09-08-2016	01-25-2018	32,278		27,222	5,056	5,056
1018 sh Powershares Synamic Lg Cap	P	01-08-2010	01-25-2018	40,659		17,223	23,436	23,436
1692 168 sh Prin Sm-Midcap Div Inc		09-08-2016	01-25-2018	29,985		25,655	4,330	4,330
222 sh SPDR S&P 500 ETF	P	09-08-2016	01-25-2018	62,803		48,504	14,299	14,299
642.482 sh Hartford MidCap Fd	P	09-18-2012	01-25-2018	20,983		13,643	7,340	7,340
390 749 sh Hartford MidCap Fd	P	10-02-2012	01-25-2018	12,762		8,115	4,647	4,647
1976 853 sh Thornburg Intl Val Fd	P	09-08-2016	01-25-2018	53,592		48,433	5,159	5,159
81 sh Vanguard Growth ETF	P	12-23-2009	01-25-2018	12,187		4,308	7,879	7,879
333 sh Vanguard Growth ETF	P	01-08-2010	01-25-2018	50,101		18,076	32,025	32,025
966 sh XTrackers MSCI EAFE Hdg Eq	P	07-19-2013	01-25-2018	31,579		24,476	7,103	7,103

Federal Supporting Statements

2017 PG03

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
42 895 sh Catalyst/Millburn Hedge S	P	12-13-2016	10-02-2017	1,353		1,256	97	97
27 786 sh AB Discovery Value Fd	P	09-18-2012	10-02-2017	659		498	161	161
40 623 sh AB Global Bd Fd Cl Adv	P	11-29-2013	10-02-2017	342		337	5	5
57.418 sh AB Global Bond Fd Cl Adv	P	12-31-2013	10-02-2017	483		473	10	10
1 336 sh AB Global Bd Fd Cl Adv	P	01-29-2014	10-02-2017	11		11		
24.053 sh Amer Fds Europacific Gro	P	09-18-2012	10-02-2017	1,332		966	366	366
17.759 sh Amer Fds SmCap World Fd	P	03-06-2013	10-02-2017	1,002		769	233	233
135.749 sh AQE Managed Fut Strategy	P	10-26-2010	10-02-2017	1,193		1,407	(214)	(214)
59.415 sh Deutsche Global Infrastru	P	03-06-2013	10-02-2017	884		740	144	144
68 266 sh Deutsche Strategix Hi Yld	P	02-24-2011	10-02-2017	837		787	50	50
126.407 sh Grant Park Multi Alt Str	P	09-08-2016	10-02-2017	1,355		1,435	(80)	(80)
26 sh Ishared Edge MSCI Min Vol Eme	P	09-08-2016	10-02-2017	1,511		1,414	97	97
43 sh shares Edge MSIC Min Vol USA	P	09-08-2016	10-02-2017	2,171		1,984	187	187
145 888 sh Pimco Inc Fd	P	09-08-2016	10-02-2017	1,815		1,755	60	60
36 sh Powershares Dynamic Lg Cap Va	P	01-08-2010	10-02-2017	1,352		609	743	743
64 648 sh Principal Global Div Inc	P	10-26-2010	10-02-2017	911		861	50	50
103 198 sh Principal Global Multi	P	03-06-2013	10-02-2017	1,182		1,096	86	86
57 122 sh Principal Sm-MidCap Div	P	09-08-2016	10-02-2017	998		866	132	132
6 sh SPDR S&P 500 ETF	P	09-08-2016	10-02-2017	1,512		1,311	201	201
75 466 sh Templeton Glbal Bd Adv	P	01-29-2014	10-02-2017	924		926	(2)	(2)
22 272 sh Hartford MidCap Fd	P	09-18-2012	10-02-2017	674		473	201	201
46.914 sh Thornburg Intl Val Fd	P	09-08-2016	10-02-2017	1,330		1,149	181	181
10 sh vanguard Growth ETF	P	12-23-2009	10-02-2017	1,329		532	797	797
20 sh Vanguard Total Bd Mkt ETF	P	09-08-2016	10-02-2017	1,634		1,679	(45)	(45)
240 054 sh Virtus Newfleet Multi-Se	P	06-15-2010	10-02-2017	1,150		1,100	50	50
42 sh XTrackers MSCI EAFE HEDG	P	07-19-2013	10-12-2017	1,309		1,064	245	245
52.931sh AB Discovery Value Fund	P	10-02-2012	06-14-2018	1,290		920	370	370
229 276sh AB Global Bond Fund	P	01-29-2014	06-14-2018	1,882		1,900	(18)	(18)
43.310sh American Fds Europac Growt	P	03-06-2013	06-14-2018	2,386		1,845	541	541
32 141sh Amer Funds SmCap World Fd	P	03-06-2013	06-14-2018	1,964		1,391	573	573
321 687sh AQR Managed Futures Strat	P	10-26-2010	06-14-2018	2,815		3,333	(518)	(518)
87 943sh Catalyst/Millburn Hedge St	P	12-13-2016	06-14-2018	2,748		2,575	173	173
127 057sh Deutsche Global Infra Fd	P	03-06-2013	06-14-2018	1,797		1,582	215	215
157.869sh Deutsche Strat High Yld	P	02-24-2011	06-14-2018	1,901		1,820	81	81

Federal Supporting Statements

2017 PG04

Name(s) as shown on return: MARGARET & MARTHA THOMAS FOUNDATION

Your Social Security Number: 20-3652030

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
251.188sh Grant Park Multi Alt Stra	P	09-08-2016	06-14-2018	2,786		2,851	(65)	(65)
64sh Invesco Dynamic Lg Cap Value	P	01-08-2010	07-14-2018	2,365		1,083	1,282	1,282
49sh Ishares Dege MSCI Min Vol E Mk	P	09-08-2016	06-14-2018	2,987		2,665	322	322
82sh Ishares Edge MSCI Min Vol USA	P	09-08-2016	06-14-2018	4,403		3,783	620	620
313 718sh Pimco Inc Fd Cl 12	P	09-08-2016	06-14-2018	3,752		3,749	3	3
133 254sh Principal Global Div Inc	P	10-26-2010	06-14-2018	1,812		1,774	38	38
217 747sh Principal Global Multi St	P	03-06-2013	06-14-2018	2,437		2,312	125	125
108.818sh Prin Sm-MidCap Div Inc Fd	P	09-08-2016	06-14-2018	1,904		1,650	254	254
11sh SPDR S&P 500 EFT TR	P	09-08-2016	06-14-2018	3,067		2,403	664	664
160 669sh Templeton Glbal Bd Adv	P	01-29-2014	06-14-2018	1,856		1,856		
37.535sh The Hartford MidCap Fd	P	10-02-2012	06-14-2018	1,291		780	511	511
1.761sh The Hartford MidCap Fd	P	11-20-2012	06-14-2018	61		34	27	27
95.463sh Thornburg Intl Val Fd	P	09-08-2016	06-14-2018	2,361		2,339	22	22
17sh Vanguard Growth ETF	P	01-08-2010	06-14-2018	2,620		923	1,697	1,697
47sh Vanguarad Total Bd Mkt	P	09-08-2016	06-14-2018	3,705		3,946	(241)	(241)
538.247sh Virtus NewFleet Multi ST	P	06-15-2010	06-14-2018	2,508		2,467	41	41
79sh Ctrackers MSCI EAFE HDG EQ	P	07-19-2013	06-14-2018	2,568		2,002	566	566
Total				656,635		485,869	170,766	170,766

	Federal Supporting Statements	2017 PG01
Name(s) as shown on return		Your Social Security Number
MARGARET & MARTHA THOMAS FOUNDATION		20-3652030

Form 990PF - Part XV - Line 2
Application Submission Information

Grant Program
Margaret & Martha Th

Applicant Name
Michael E Willet

Address
2205 N 6th St., Ste. 10A
Beatrice, NE 68310-0218

Telephone
402-228-3424

Email Address
willetlaw@diodecom.net

Form & Content
The Margaret & Martha Thomas Foundation Grant Guidelines
Pages 1-7 (Support)

Submission Deadline
None

Restrictions on Award
Wymore & Blue Springs, NE including Gage County, NE geographic area & qualifying entities benefiting Citizens of Southeast Gage County, NE.

MARGARET & MARTHA THOMAS FOUNDATION
GRANT GUIDELINES

Billy Dean Marples, President
Larry Anderson, Vice President
Michael E. Willet, Secretary - Treasurer
2205 North 6th Street, Suite 10A
P.O. Box 218
Beatrice, NE 68310-0218
Telephone: (402) 228-3424
Fax: (402) 228-3465

NOT TO BE USED AS AN APPLICATION, GUIDELINES ONLY

We fund or provide funds only to organizations operating in Wymore, Blue Springs, and Gage County, Nebraska, or to organizations based outside that area if significant benefits to the citizens of that area can be demonstrated, which have either been determined to be both exempt from tax under Internal Revenue Code (501(c)(3) and classified as a public charity under I.R.C. 509(a)(1), (2), or (3), or classified as a governmental entity as described in I.R.C. 170(c)(1). **WE DO NOT FUND OR PROVIDE FUNDS FOR:** any other types of organizations; individuals; private foundations (whether operating or non-operating); carrying on of propaganda; attempting to influence legislation of any nature; attempting to influence the outcome of any specific public election; carrying on, directly or indirectly, any voter registration drives; travel; testing for public safety; or the promotion of any religion. Further, the Foundation does not make loans.

1. <u>MARGARET & MARTHA THOMAS FOUNDATION FUNDING OBJECTIVES</u>

To support organizations and projects which benefit the citizens of the cities of Wymore and Blue Springs, Nebraska and the surrounding area, including Gage County, Nebraska. Highest priority is given to the Wymore and Blue Springs area.

2. <u>MARGARET & MARTHA THOMAS FOUNDATION FUNDING PRIORITIES</u>

_____. **Human Services:** Our priority is to address areas of greatest need, which are supported by the communities, and which will benefit the greatest number. We place emphasis on joint efforts by agencies serving these communities to avoid duplication. Emphasis is also placed upon activities which may ultimately reduce the need for individual reliance upon program assistance.

_____. **Education:** Our priority is toward educational programs in Local History, Business, Art and Agriculture, including development and preservation of local library resources.

_____. **Economic Development:** Our priority is to assist in activities which have a broad effect in economic development, and which will have a lasting impact on, the communities of Wymore and Blue Springs and the surrounding area.

_____. **Grant Area:** Grants will be made only to qualified organizations operating in the Wymore, Blue Springs and Gage County areas, or to qualified organizations based outside that area if significant benefits to citizens in the Wymore or Blue Springs area can be demonstrated.

_____. **Type of Funding:** Emphasis is on grants for program funding. A low priority is assigned to grant requests for general operating support.

_____. **Grant Amounts:** Most grants are for amounts less than $25,000.00. While grants for amounts in excess of $25,000.00 can be approved, grant approval in excess of that amount must reflect a high correlation with our priorities. There must be clear evidence of community need and community support.

3. <u>GRANT APPLICATION GUIDELINES:</u>

A. **Problem Definition:** It is essential that a convincing case is presented for the proposed project, why it is needed, and how it will meet the needs identified. Brevity and clarity are important

B. **Applicant Qualifications:** Evidence must be presented of the organization's experience, expertise, and qualifications to undertake the proposed project.

C. **Financial Qualifications:** Evidence must be presented of financial ability, stability, and planning. We are interested in the size and capacity of the organizational budget in relationship to the project budget; the development plan in relation to existing and proposed needs; appropriate levels and use of reserve funds; and the ability to sustain the project after the grant period. Accuracy is important

D. **Collaboration:** Collaboration, when appropriate, generally strengthens an application. The role of, commitment by, and benefit to each organization and to the objective must be identified.

E. **Evaluation**: An evaluation strategy must be presented defining a rational criteria, and method of measuring the proposal's effectiveness during the grant period.

F. **Model Programs:** The way in which a program will serve as a catalyst or blueprint for others, and how funding and management will be sustained beyond the grant period must be demonstrated. Simply stating that a program can be replicated is not enough.

4. <u>GRANT APPLICATION PROCESS:</u>

A. **Submission of Grant Application:** Grant applications are to be submitted to the Foundation by delivering the same to the office of Willet & Carothers, 2205 North 6th Street, Suite 10A, Beatrice, Nebraska. That office reviews all grant applications for compliance with the rules governing the Foundation prior to submission of the application to the Board of Directors.

B. **Contact with Foundation Board Members.** Questions concerning the Application process should be directed to Willet & Carothers, attorneys for the Foundation. Grant applicants should not contact individual Board Members to discuss details of, or to lobby for, a particular grant application.

C. **Submission Schedule:** Inquiries about our priorities, the application process, and the review schedule should be made well before the beginning of the project. Although the Board meets quarterly, applications are not reviewed at every meeting. Accepted applications are generally reviewed within 1 to 3 months of receipt.

D. **Payment Schedule:** Grant checks generally are issued four times a year: April, July, October and December. Applicants may request payment at a specific date, however requesting payment on or by a specific date does not insure payment on that date, if the grant is funded.

E. **Re-application:** We do not accept a grant application for substantially the same purpose if a similar grant application has been denied in the preceding 12 month period. The same organization may submit more than one application for different purposes even though it may have had an application for a different purpose funded or denied within the preceding 12 month period.

COMPLETE AND ACCURATE SUBMISSION OF REQUESTED INFORMATION IS ESSENTIAL IN ALL REQUESTS. INCOMPLETE GRANT APPLICATIONS WILL NOT BE CONSIDERED

GRANT APPLICATION FORM

MARGARET & MARTHA THOMAS FOUNDATION

c/o Willet & Carothers
2205 North 6th Street, Suite 10A
P.O. Box 218
Beatrice, NE 68310-0218

Telephone: (402) 228-3424
Fax: (402) 228-3465

The objective of this form is to simplify the grant process and clarify Your proposal.

Please use either a computer or typewriter to prepare this form. Provide the information in the order in which it is requested, and restate the headings. Submit only one copy, and do not put it in a binder, notebook or other presentation package. Please do not send additional materials (articles, brochures, letters, etc.) unless they contribute to our understanding in an important way. Call, write or fax if you have any questions.

NOTE: PLEASE USE OUR COVER SHEET TO COMPLETE "SUMMARY OF BUDGET FOR THIS PROPOSAL" AND "INCOME & EXPENSE SUMMARIES FOR THE ORGANIZATIONS". A TYPEWRITER SHOULD BE USED WHEN ENTERING IN THE INFORMATION FOR THESE TWO SECTIONS.

SUBMITTING THIS APPLICATION IS NO ASSURANCE OF APPROVAL

To be funded an application must be acted upon by the entire Board of Directors. Direct contact with individual Foundation Board Members for the purpose of lobbying for approval of a grant application is not permitted.

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

COVER SHEET

Application Date ____________________, 20____
Federal Tax ID Number ____________________
For ____________________
(Organization)

I. ORGANIZATION INFORMATION:

Organization name. If it is a collaborative application, list the fiscal agent.
Date organization actually came into existence
Address with 9-digit Zip Code
Telephone Number, Fax Number, E-Mail Address
Chief Executive Officer
Contact Person and Title if other than Chief Executive
Purpose of Request: A one paragraph summary of the amount being requested and its purpose
List above information on a separate cover sheet - ONE PAGE ONLY-
Type in the following information using this sheet. (VERY IMPORTANT)

Summary of Budget for this Proposal

A. Applicant's Contribution from Operating Funds	$____________
B. Applicant's Contribution from Reserve Funds	$____________
C. Amount of This Request	$____________
D. Amount of Other Pending Requests	$____________
E. ***Amount of Other Confirmed Requests***	$____________
F. Total Proposal Income (a+b+c+d+e=f)	$____________
G. ***Total Proposal Expense:***	$____________
H. Balance	$____________

(Explain positive or negative balances under II C.3 referenced on the following page)

Income & Expense Summaries for the Organization:

	Income and Expense Summary for Most Recent Complete Fiscal Year Ending: ____________, 20___	Income and Expense Budget for Current Fiscal Year Ending: ____________, 20___
Income	$____________	$____________
Expense	$____________	$____________
Net	$____________	$____________
Fund Balance	$____________	$____________

____________________ (Signature of Chairperson of the Board)

____________________ (Signature of the Chief Executive Officer)

____________________ (Print Name)

____________________ (Print Name)

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

II. PROPOSAL NARRATIVE:

<u>10 Pages Maximum. Clarity and brevity are encouraged</u>

A. BACKGROUND:

1. A brief description of your agency's history and mission.
2. The needs, problems or opportunities your organization addresses.
3. Current programs and accomplishments emphasizing achievements of the past year.
4. The population your agency serves, including numbers, location, socioeconomic status, race, ethnicity, gender, sexual orientation, age, physical ability and language.
5. Number and composition (racial-ethnic-gender) of full-time and part-time staff, board and volunteers.
6. Your organization's formal relationships with agencies working toward the same objectives or providing similar services and the ways your organization differs from those agencies.

B. FUNDING REQUEST:

Provide a clear, concise statement of the amount you are requesting and its purpose. Be sure to include.

1. The need, problem or opportunity you are seeking to address.
2. The change that will occur as a result of your proposal.
3. The population you plan to serve.
4. Strategies you will employ to implement the project, including collaborations with other agencies.
5. The effect your action will have on need, problem or opportunity.
6. The names and qualifications of those who will direct the project.
7. Your work plan including key dates and actions.

C. FINANCIAL PLAN:

1. State the amount requested, when it would be needed, and if multiple annual payments would be appropriate.
2. List sources and amount of income and their status: confirmed, pending, or not yet applied for. Identify in-kind funding.
3. If you show a positive or negative balance under I. H. on the cover sheet, explain it here.
4. State your development plan for securing funding for this proposal now and, if applicable, in the future.

Present evidence of financial ability, stability, and planning with reference to the project budget, operating budget, and the organization's long-range development plan.

D. EVALUATION:

1. Define the criteria and plan for measuring the proposed objectives during the grant period.
2. Who will be involved in evaluation?
3. How will the results be used?

MARGARET & MARTHA THOMAS FOUNDATION
GRANT APPLICATION FORM

III. ATTACHMENTS: Please label all attachments.

A. **FINANCIAL INFORMATION-** Please provide the dates covered by each document.

1. IRS Form990 (including Schedule A) for the most recent complete fiscal year. If you do not file with the IRS indicate why.

B. **OTHER SUPPORTING MATERIALS**

1. A list of your Board of Directors, including addresses, phone numbers and affiliations.
2. Completion of Certification Of Exempt Status, which form is supplied with this Grant Application form and attachment thereto of your most recent IRS letter confirming your organization's tax exempt status. If the applicant is a governmental organization as defined in Section 170(c)(1) of the Internal Revenue Code, then it should complete the Certification Of Governmental status, which form is supplied with this Grant Application form.

Please do not include additional materials (articles, brochures, letters, etc.) unless they will contribute to our understanding of the proposal in an important way.