

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

OMB No 1545-0052

**2017**

Open to Public Inspection

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 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation  
**Womack Family Foundation**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**1314 Marquette Ave S 3305**

City or town, state or province, country, and ZIP or foreign postal code  
**Minneapolis MN 55403**

**A Employer identification number**  
**41-1796480**

**B Telephone number (see instructions)**  
**952-334-2799**

**C If exemption application is pending, check here**  **6**

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

**H Check type of organization:**  Section 501(c)(3) exempt private foundation **04**  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$** **1,293,383**

**J Accounting method:**  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis)

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

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

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

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	15,182	15,182	15,182	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	84,313			
	b Gross sales price for all assets on line 6a 323,923				
	7 Capital gain net income (from Part IV, line 2)		84,313		
	8 Net short-term capital gain			2,428	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)					
12 <b>Total. Add lines 1 through 11</b>	99,495	99,495	17,610		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Sch 1	2,245		2,245	
	c Other professional fees (attach schedule) Sch 1	12,411	12,411		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Sch 1	1,052	166		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) Sch 1	195		195	
	24 <b>Total operating and administrative expenses. Add lines 13 through 23</b>	15,903	12,577	2,440	0
	25 Contributions, gifts, grants paid	64,000			64,000
26 <b>Total expenses and disbursements. Add lines 24 and 25</b>	79,903	12,577	2,440	64,000	
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>	19,592				
b <b>Net investment income</b> (if negative, enter -0-)		86,918			
c <b>Adjusted net income</b> (if negative, enter -0-)			15,170		

For Paperwork Reduction Act Notice, see instructions.

<b>Part II Balance Sheets</b>		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		
<b>Assets</b>	1	Cash—non-interest-bearing		472	(13,347)	(13,347)
	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) Sch 2		79,407	155,742	152,451
	b	Investments—corporate stock (attach schedule) Sch 3		554,806	532,155	989,322
	c	Investments—corporate bonds (attach schedule) Sch 2		185,656	165,383	164,957
	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	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item l)		820,341	839,933	1,293,383	
<b>Liabilities</b>	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ )				
	23	<b>Total liabilities</b> (add lines 17 through 22)		0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>					
	<b>and complete lines 24 through 26, and lines 30 and 31.</b>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>					
	<b>and complete lines 27 through 31.</b>					
	27	Capital stock, trust principal, or current funds		820,341	839,933	
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b> (see instructions)		820,341	839,933		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		820,341	839,933		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
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	820,341
2	Enter amount from Part I, line 27a	2	19,592
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	839,933
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	839,933

**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 Schedule 4 -			
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	323,923	239,610	84,313	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			84,313
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			2,428

**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	59,114	1,147,307	0.0515	
2015	58,782	1,168,533	0.0503	
2014	53,000	1,192,887	0.0444	
2013	53,000	1,105,554	0.0479	
2012	53,000	986,811	0.0537	
2	Total of line 1, column (d)			0.2478
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years			0.0496
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			1,205,190
5	Multiply line 4 by line 3			59,777
6	Enter 1% of net investment income (1% of Part I, line 27b)			869
7	Add lines 5 and 6			60,646
8	Enter qualifying distributions from Part XII, line 4			64,000

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	869
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	
3	Add lines 1 and 2	3	869
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	869
6	<b>Credits/Payments:</b>		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	869
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	0
11	Enter the amount of line 10 to be: <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a		X
4b		N/A
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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**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		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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ William Womack Telephone no ▶ 952-334-2799 Located at ▶ 1314 Marquette Ave S #3305 Mpls MN ZIP+4 ▶ 55403		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15 None		
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ N/A		X

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

		Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
1a	During the year, did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance, check here . . . . . ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? . . . . .	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . . . .	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____ N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017) . . . . .	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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

<b>5a</b> During the year, did the foundation pay or incur any amount to		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
<b>b</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	<b>5b</b>		N/A
Organizations relying on a current notice regarding disaster assistance, check here			<input type="checkbox"/>
<b>c</b> 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?	<input type="checkbox"/> Yes		<input type="checkbox"/> No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>6b</b>		X
If "Yes" to 6b, file Form 8870			
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>7b</b>		N/A

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

**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
- See Schedule 5 -				

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

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

**Total number of other employees paid over \$50,000** ▶

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 None	N/A
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 None	N/A	
2		
3 All other program-related investments. See instructions		
<b>Total. Add lines 1 through 3</b>		▶ 0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,229,981
<b>b</b>	Average of monthly cash balances	<b>1b</b>	(6,438)
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,223,543
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,223,543
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	18,353
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,205,190
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	60,260

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	60,260
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5	<b>2a</b>	869
<b>b</b>	Income tax for 2017. (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	869
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	59,391
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	59,391
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	59,391

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	64,000
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	64,000
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	<b>5</b>	869
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	63,131

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7 . . . . .				59,391
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only . . . . .			41,780	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012 . . . . .				
<b>b</b> From 2013 . . . . .				
<b>c</b> From 2014 . . . . .				
<b>d</b> From 2015 . . . . .				
<b>e</b> From 2016 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .	0			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4. ▶ \$ 64,000				
<b>a</b> Applied to 2016, but not more than line 2a . . . . .			41,780	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2017 distributable amount . . . . .				22,220
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018 . . . . .				37,171
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013 . . . . .				
<b>b</b> Excess from 2014 . . . . .				
<b>c</b> Excess from 2015 . . . . .				
<b>d</b> Excess from 2016 . . . . .				
<b>e</b> 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 ▶ N/A
- 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
None
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
None
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:  
William Womack, 1314 Marquette Ave S #3305, Minneapolis MN 55403
- b** The form in which applications should be submitted and information and materials they should include:  
Written grant application form, including info about the organization
- c** Any submission deadlines  
July 1
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
Human services addressing immediate needs and promoting independence, focusing mainly on Mpls/St Paul metro & suburban area

**Part XV** Supplementary Information *(continued)*

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> Paid during the year</p> <p>- See Schedule 6 -</p>				64,000
<b>Total</b>			▶ <b>3a</b>	64,000
<p><b>b</b> Approved for future payment</p> <p>None</p>				
<b>Total</b>			▶ <b>3b</b>	0



**Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations** N/A

- 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?
 

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of: <ul style="list-style-type: none"> <li>(1) Cash <span style="float: right;">1a(1)</span></li> <li>(2) Other assets <span style="float: right;">1a(2)</span></li> </ul>		
b Other transactions: <ul style="list-style-type: none"> <li>(1) Sales of assets to a noncharitable exempt organization <span style="float: right;">1b(1)</span></li> <li>(2) Purchases of assets from a noncharitable exempt organization <span style="float: right;">1b(2)</span></li> <li>(3) Rental of facilities, equipment, or other assets <span style="float: right;">1b(3)</span></li> <li>(4) Reimbursement arrangements <span style="float: right;">1b(4)</span></li> <li>(5) Loans or loan guarantees <span style="float: right;">1b(5)</span></li> <li>(6) Performance of services or membership or fundraising solicitations <span style="float: right;">1b(6)</span></li> </ul>		
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees <span style="float: right;">1c</span>		
- 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

<b>Sign Here</b>	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			May the IRS discuss this return with the preparer shown below? See instructions <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee <i>John S. McCarthy</i>	Date 5/9/18	Title Secretary/Treasurer			
<b>Paid Preparer Use Only</b>	Print/Type preparer's name John S McCarthy		Preparer's signature <i>John S McCarthy</i>	Date 5/8/18	Check <input checked="checked" type="checkbox"/> if self-employed PTIN P00403424	
	Firm's name ► John S McCarthy, CPA			Firm's EIN ► 41-1542904		
	Firm's address ► 2345 Rice St #228 St Paul, MN 55113			Phone no 651-482-9503		

**Womack Family Foundation**  
**41-1796480**  
**Form 990-PF**  
**December 31, 2017**

Part I

Line 16(b) Accounting fees:

Fees for 2016 990-PF preparation by John S McCarthy, CPA \$2,245

Line 16(c) Other professional fees:

Management fees for trustee services provided by  
Riverbridge Partners LLC \$12,411

Line 18 Taxes:

Federal income tax paid - 2016 Form 990-PF	886	
Foreign taxes paid	<u>166</u>	
		<u>\$1,052</u>

Line 23 Other expenses:

State registration fee	25	
Foundation meeting dinner	<u>170</u>	
		<u>\$195</u>

**Schedule 1**

**Womack Family Foundation**  
**41-1796480**  
**Form 990-PF**  
**December 31, 2017**

Part II Line 10a

Municipal Bonds

	<u>No. of units</u>	<u>Column b Cost</u>	<u>Column c Market value</u>
Arkansas St Educ 2.875% 6/1/22	15,000	\$15,584	\$15,325
Memphis TN GO 2.698% 4/1/23	25,000	25,261	25,000
S San Antonio TX 3.5 % 8/15/22	30,000	32,298	31,343
Snohomish Cty WA 3.0 % 12/1/21	25,000	26,082	25,522
Washington Cty OR 2.572 % 6/15/23	30,000	30,360	30,010
Texas St 2.589% 10/1/21	25,000	<u>26,157</u>	<u>25,251</u>
		<u>\$155,742</u>	<u>\$152,451</u>

Part II Line 10c

<u>Fixed income</u>	<u>No. of units</u>	<u>Column b Cost</u>	<u>Column c Market value</u>
Certificates of Deposit -			
American Express Ctr Bank 1.95% 8/15/18	25,000	\$24,798	\$25,055
Capital One Bank USA 2.30% 11/19/20	20,000	20,267	19,958
Goldman Sachs Bank UT 2.15% 10/29/19	25,000	24,859	24,977
Goldman Sachs Bank UT 2.20% 1/7/20	25,000	25,000	24,954
Goldman Sachs Bank 2.30% 12/31/20	20,000	20,459	19,951
State Bank of India NY 2.15% 9/11/19	25,000	25,000	25,005
State Bank of India NY 2.00% 7/30/18	25,000	<u>25,000</u>	<u>25,057</u>
		<u>\$165,383</u>	<u>\$164,957</u>

**WOMACK FAMILY FOUNDATION 41-1796480**

**STOCK HOLDINGS**

**Form 990-PF**

**December 31, 2017**

Part II Line 10b

	<u>NO OF SHARES</u>	<u>Column b COST</u>	<u>Column c MARKET VALUE</u>
<u>EQUITIES</u>			
Acuity Brands Inc	105	\$19,737	\$18,480
Alphabet Inc Cl A	12	2,926	12,641
Alphabet Inc Cl C	12	2,909	12,557
Amazon Com Inc	31	9,634	36,254
Analog Devices Inc	187	15,322	16,649
Ansys Inc	135	5,835	19,925
Athenahealth Inc	173	19,598	23,016
Beacon Roofing Supply	240	4,004	15,302
Cerner Corp	170	9,725	11,456
Chemed Corporation	87	4,919	21,143
Cisco Systems Inc	377	8,701	14,439
Costar Group Inc	90	7,265	26,726
Ecolab Inc	216	6,790	28,983
Evolent Health Inc	396	10,751	4,871
Fastenal Co	506	11,522	27,673
Fiserv Inc	262	4,516	34,356
Five Below	310	11,737	20,559
Gentex Corp	699	6,088	14,644
Globant SA	396	17,849	18,398
Grand Canyon Education	366	6,500	32,768
Healthcare Svc Group Inc	370	10,056	19,506
Heico Corp	233	10,790	21,984
IHS Markit Ltd	459	15,092	20,724
Inovalon Holdings	620	10,814	9,300
Intl Flavors & Fragrances	97	11,148	14,803
LKQ Corp	339	2,011	13,787
Mednax Inc	262	4,188	14,001
Microsoft Corp	463	12,196	39,605
National Instruments Corp	559	14,469	23,271
Neogen Corp	140	4,082	11,509
P R A Group Inc	385	7,951	12,782
Praxair Inc	84	5,997	12,993
Proto Labs Inc	314	16,293	32,342
Reckitt Benckise GP	642	11,551	12,204
Ritchie Bros Auction	830	19,171	24,852
Roche Holdings	418	11,368	13,200
Rollins Inc	560	5,332	26,057
Salesforce com	244	19,242	24,944
Schein Henry Inc	146	13,479	10,202
Snap On Inc	111	18,430	19,347
Starbucks Corp	450	2,302	25,844
3M Company	69	5,339	16,240
Tyler Technologies	76	13,461	13,456
Ultimate Software Group	104	8,000	22,696
United Health Group Inc	106	10,681	23,369
United Natural Foods Inc	251	8,517	12,367
Veeva Systems Inc	217	8,035	11,996
Verisk Analytics Inc	249	17,346	23,904
Visa Inc	135	13,936	15,393
Walgreens Boots Alli	277	21,995	20,116
West Pharm Srvs Inc	159	<u>12,555</u>	<u>15,688</u>
		<u>\$532,155</u>	<u>\$989,322</u>

**Schedule 3**



**Womack Family Foundation 41-1796480**  
**Form 990-PF Part IV**  
**Capital Gains and Losses for Tax on Investment Income**  
**December 31, 2017**

KIND	DESCRIPTION	ACC	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST	GAIN (LOSS)
a		b	c	d	e	g	h
Bond	Discover Bank DE 1.75%	P	8/16/2013	5/16/2017	20,000	20,273	(273)
Bond	Kirkland WA 3.00%	P	12/2/2011	12/1/2017	25,000	25,856	(856)
Bond	Racine County WI 3.40%	P	4/12/2013	6/1/2017	25,000	27,394	(2,394)
Stock	17 sh Acuity Brands Inc	P	5/6/2015	5/7/2017	3,244	2,899	345
Stock	315 sh Advisory Board Co	P	2/8/2013	3/6/2017	14,135	16,411	(2,276)
Stock	3 sh Alphabet Inc Cl A	P	7/28/2010	5/17/2017	2,846	732	2,114
Stock	3 sh Alphabet Inc Cl C	P	7/28/2010	5/17/2017	2,779	727	2,052
Stock	9 sh Amazon Com Inc	P	12/9/2014	5/17/2017	8,578	2,797	5,781
Stock	25 sh Ansys Inc	P	10/26/2009	1/18/2017	2,336	1,080	1,256
Stock	24 sh Athenahealth Inc	P	3/14/2012	5/17/2017	2,565	1,847	718
Stock	251 sh Beacon Roofing Supp	P	7/7/2010	12/4/2017	14,020	4,216	9,804
Stock	70 sh Burberry Group PLC	P	12/27/2012	5/19/2017	9,812	8,792	1,020
Stock	20 sh Cerner Corp	P	1/22/2016	5/17/2017	1,275	1,144	131
Stock	57 sh Chemed Corp	P	5/9/2006	7/19/2017	11,100	2,873	8,227
Stock	113 sh Cisco Systems Inc	P	4/15/2004	5/17/2017	3,516	2,607	909
Stock	20 sh Costar Group Inc	P	7/10/2012	5/17/2017	5,019	1,615	3,404
Stock	17 sh Ecolab Inc	P	2/24/2010	5/17/2017	2,145	715	1,430
Stock	55 sh Fastenal Co	P	4/15/2004	5/17/2017	2,334	762	1,572
Stock	58 sh Fiserv Inc	P	4/15/2004	5/17/2017	6,560	1,000	5,560
Stock	33 sh Five Below	P	10/26/2016	5/17/2017	1,712	1,249	463 *
Stock	321 sh Gentex Corp	P	8/25/2005	5/17/2017	6,440	2,842	3,598
Stock	67 sh Grand Canyon Educ.	P	10/3/2011	5/17/2017	4,380	1,060	3,320
Stock	80 sh Healthcare Svc Group	P	8/8/2014	5/17/2017	3,316	2,133	1,183
Stock	47 sh Heico Corp	P	6/5/2015	5/17/2017	3,539	2,515	1,024
Stock	127 sh IHS Markit Ltd	P	7/13/2016	5/17/2017	5,073	4,176	897 *
Stock	80 sh Inovalon Holdings	P	5/4/2016	5/17/2017	1,043	1,402	(359)
Stock	18 sh Intl Flavors & Fragrance	P	11/16/2015	5/17/2017	2,400	2,051	349
Stock	41 sh LKQ Corp	P	6/14/2007	5/17/2017	1,256	243	1,013
Stock	23 sh Mednax Inc	P	4/15/2004	5/17/2017	1,269	368	901
Stock	85 sh Microsoft Corp	P	4/15/2004	5/17/2017	5,479	2,189	3,290
Stock	397 sh National Instruments	P	6/14/2007	5/17/2017	15,318	8,519	6,799
Stock	162 sh Neogen Corp	P	7/18/2012	4/17/2017	9,921	4,736	5,185

Stock	250 sh Patterson Companies	P	4/15/2004	7/18/2017	10,755	9,689	1,066
Stock	30 sh P R A Group Inc	P	2/8/2006	5/17/2017	1,083	465	618
Stock	16 sh Praxair Inc	P	6/14/2007	5/17/2017	2,070	1,142	928
Stock	41 sh Proto Labs Inc	P	4/18/2013	5/17/2017	2,537	1,907	630
Stock	200 sh Qualcomm	P	2/8/2012	5/19/2017	11,681	12,809	(1,128)
Stock	71 sh Reckitt Benckise GP	P	10/26/2016	5/17/2017	1,415	1,277	138 *
Stock	112 sh Ritchie Bros Auction	P	10/15/2008	5/17/2017	3,530	2,217	1,313
Stock	52 sh Roche Hldg Ltd	P	11/24/2008	5/17/2017	1,770	877	893
Stock	92 sh Rollins Inc	P	7/8/2010	5/17/2017	3,754	865	2,889
Stock	15 sh Salesforce.com	P	12/9/2015	5/17/2017	1,318	1,211	107
Stock	30 sh Starbucks Corp	P	2/13/2009	5/17/2017	1,791	153	1,638
Stock	181 sh Stericycle Inc	P	4/15/2004	5/19/2017	15,022	4,476	10,546
Stock	280 sh Stratasy LTD	P	8/12/2015	7/19/2017	6,877	8,833	(1,956)
Stock	31 sh 3M Company	P	4/23/2007	5/17/2017	5,629	2,398	3,231
Stock	5 sh Ultimate Software Group	P	8/29/2011	5/17/2017	1,043	246	797
Stock	34 sh United Natural Foods	P	4/15/2004	5/17/2017	1,331	798	533
Stock	24 sh United Health Group	P	12/9/2014	5/17/2017	3,876	2,418	1,458
Stock	33 sh Veeva Systems Inc	P	7/7/2016	5/17/2017	1,914	1,205	709 *
Stock	225 sh Verint Systems Inc	P	8/12/2015	10/31/2017	9,326	13,032	(3,706)
Stock	15 sh Verisk Analytics Inc	P	6/12/2014	5/17/2017	1,176	908	268
Stock	22 sh Walgreens Boots Alli	P	2/9/2016	5/17/2017	1,782	1,661	121
Stock	13 sh West Pharm Svc Inc	P	4/18/2017	5/17/2017	1,248	1,027	221 *
Stock	265 sh Whole Foods Market	P	12/9/2014	5/19/2017	<u>9,585</u>	<u>12,773</u>	<u>(3,188)</u>
Total Capital Gain Net Income (Loss)					<u>323,923</u>	<u>239,610</u>	<u>84,313</u>

\* Short-term gain (loss)

#### Schedule 4

**Womack Family Foundation**  
**41-1796480**  
**Form 990-PF**  
**December 31, 2017**

Part VIII Officers and Directors

<u>Name &amp; address</u>	<u>Position</u>	<u>Compensation</u>
William R. Womack 1314 Marquette Ave S #3305 Minneapolis MN 55403	President	-0-
James S. Womack Jr. 523 Skaro Street St Peter MN 56082	Vice-President	-0-
Phoebe M. Stavig 780 Brown Road N. Orono MN 55356	Vice-President	-0-
Molly M. Womack 15905 Fourth Ave N Plymouth MN 55447	Secretary/Treasurer	-0-
Katherine M. Perszyk 203 14th Ave NW New Brighton MN 55112	Director	-0-

**Womack Family Foundation**  
**41-1796480**  
**Contributions**  
**Form 990-PF, Part XV, Line 3a**  
**Year Ended December 31, 2017**

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
180 Degrees 1301 7th Street E St Paul MN 55106	N/A	Public	Continuing operation	\$ 3,000
ALS Assoc. - MN/SD/ND Chapter 528 Hennepin Ave #610 Minneapolis, MN 55403	N/A	Public	Equipment loan fund	6,000
Avenues for Homeless Youth 1708 Oak Park Ave N Minneapolis, MN 55441	N/A	Public	Continuing operations	6,000
Catholic Charities 1200 2nd Ave S Minneapolis, MN 55403	N/A	Public	St Joseph's Home for Children	5,000
The Cookie Cart 1119 W. Broadway Ave. Minneapolis, MN 55411	N/A	Public	General fund	4,000
Jeremiah Program 1510 Laurel Ave Suite 100 Minneapolis, MN 55403	N/A	Public	Continuing operations	6,000
Northern Star Council Boy Scouts of America 393 Marshall Ave St. Paul, MN 55102	N/A	Public	Scoutreach Program	5,000
Open Arms of Minnesota 1414 Franklin Ave E. Minneapolis, MN 55404	N/A	Public	Continuing operations	5,000
St David's Child Dev Family Svcs 13395 Plymouth Road Minnetonka, MN 55305	N/A	Public	Family place program	5,000

Silver Sobriety P O Box 216, 600 Judd St Marine on St Croix, MN 55047	N/A	Public	Continuing operations	3,000
Tubman Family Alliance 3111 First Ave S Minneapolis, MN 55408	N/A	Public	Transitional support services program	5,000
Union Gospel Mission 435 University Ave E St. Paul, MN 55101	N/A	Public	Christ Recovery Center	6,000
The Wayside House 3705 Park Center Blvd St Louis Park, MN 55416	N/A	Public	Continuing operations	<u>5,000</u>
			<b>TOTAL</b>	<b>\$ <u>64,000</u></b>

## Schedule 6