Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , **and ending**

Name of foundation: The Couch Family Foundation

A Employer identification number: 10-0000573

Number and street (or P O box number if mail is not delivered to street address): C/O Richard Couch, PO Box 5010

Room/suite:

B Telephone number: 603-643-3441

City or town, state, and ZIP code: Hanover, NH 03755

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)* ▶$ 8,294,852.

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 ▶ ☐

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))

		(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	4,029,651.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	208,793.	208,793.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,010,749.			
	b Gross sales price for all assets on line 6a 4,897,451.				
	7 Capital gain net income (from Part IV, line 2)		4,010,749.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	8,249,193.	4,219,542.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,000.	0.		32,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 2	2,735.	2,735.		0.
	c Other professional fees Stmt 3	48,382.	48,382.		0.
	17 Interest				
	18 Taxes Stmt 4	9,253.	4,258.		2,594.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	9,672.	0.		9,672.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	102,042.	55,375.		44,266.
	25 Contributions, gifts, grants paid	146,300.			146,300.
	26 **Total expenses and disbursements.** Add lines 24 and 25	248,342.	55,375.		190,566.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	8,000,851.			
	b **Net investment income** (if negative, enter -0-)		4,164,167.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,696.	16,994.	16,994.
	2 Savings and temporary cash investments	43,077.	709,994.	709,994.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock Stmt 7	1,767,399.	3,068,157.	3,549,024.
	c Investments - corporate bonds Stmt 8	1,652,145.	3,997,948.	4,018,840.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	3,465,317.	7,793,093.	8,294,852.
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			
	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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	3,465,317.	7,793,093.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	3,465,317.	7,793,093.	
	31 **Total liabilities and net assets/fund balances**	3,465,317.	7,793,093.	

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	3,465,317.
2	Enter amount from Part I, line 27a	2	8,000,851.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,466,168.
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	3,673,075.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,793,093.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	Hirtle Callaghan - S/T see attached	P	Various	Various
b	Hirtle Callaghan - L/T see attached	P	Various	Various
c	Brown Brothers - short term see attached		Various	Various
d	Brown Brothers - long term see attached		Various	Various
e	Capital Gains Dividends			

	(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	12,318.		11,875.	443.
b	65,182.		50,249.	14,933.
c	4,085,401.		202,107.	3,883,294.
d	685,571.		622,471.	63,100.
e	48,979.			48,979.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				443.
b				14,933.
c				3,883,294.
d				63,100.
e				48,979.

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	4,010,749.
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). If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	435,353.	3,730,072.	.116714
2010	270,198.	3,177,779.	.085027
2009	125,564.	1,333,595.	.094155
2008	45,200.	451,788.	.100047
2007	101,700.	662,840.	.153431

2	**Total** of line 1, column (d)	2	.549374
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.109875
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,789,933.
5	Multiply line 4 by line 3	5	746,044.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	41,642.
7	Add lines 5 and 6	7	787,686.
8	Enter qualifying distributions from Part XII, line 4	8	190,566.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	83,283.
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	83,283.
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	83,283.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,160.		
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	2,160.
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	81,123.
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 2013 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 instructions for 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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? N/A	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) ▶ MA			
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 2012 or the taxable year beginning in 2012 (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

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 ▶ Rick Bridgman Telephone no. ▶ 603-653-0044

Located at ▶ 19 Morgan Drive, Lebanon, NH ZIP+4 ▶ 03766

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 N/A

			Yes	No
16	At any time during calendar year 2012, 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 Form TD F 90-22.1. 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)? N/A	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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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.) N/A	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 2012 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 2012.)* N/A	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 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ 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)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(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
Richard W. Couch 29 Lyme Road Hanover, NH 03755	Trustee 1.00	0.	0.	0.
Barbara J. Couch 29 Lyme Road Hanover, NH 03755	Trustee 1.00	0.	0.	0.
Brooke Freeland 69 Cherry Brook Road Weston, MA 02493	Manager 15.00	32,000.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,628,333.
b	Average of monthly cash balances	1b	265,000.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,893,333.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,893,333.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	103,400.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,789,933.
6	**Minimum investment return.** Enter 5% of line 5	6	339,497.

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	339,497.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 83,283.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	83,283.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	256,214.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	256,214.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	256,214.

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	190,566.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	190,566.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	190,566.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				256,214.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 — 70,176.				
b From 2008 — 23,217.				
c From 2009 — 59,111.				
d From 2010 — 113,153.				
e From 2011 — 250,970.				
f **Total** of lines 3a through e	516,627.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 190,566.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				190,566.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	65,648.			65,648.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	450,979.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	4,528.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	446,451.			
10 Analysis of line 9:				
a Excess from 2008 — 23,217.				
b Excess from 2009 — 59,111.				
c Excess from 2010 — 113,153.				
d Excess from 2011 — 250,970.				
e Excess from 2012				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a 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).)

See Statement 9

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

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

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

c Any submission deadlines:

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				
Advance Transit PO Box 1027 Wilder, VT 05088	N/A	Public	Capital Campaign	10,000.
CHAD 1 Medical Center Drive Lebanon, NH 03756	N/A	Public	General Support	7,500.
Colgate University 13 Oak Drive Hamilton, NY 13346	N/A	Public	General Support	5,000.
Cover 158 South Main St White River Jct, VT 05001	N/A	Public	General Support	10,000.
David's House 461 MT Support RD Lebanon, NH 03766	N/A	Public	Capital Campaign	25,000.
Total See continuation sheet(s) ▶ 3a				146,300.
b Approved for future payment				
None				
Total ▶ 3b				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Friends of the Chilmark Public Library PO Box 434 Chilmark, MA 02535	N/A	Public	General Support	2,000.
Geisel School of Medicine at Dartmouth 1 Rope Ferry Road Hanover, NH 03755	N/A	Public	General Support	10,000.
Habitat for Humanity Martha's Vineyard PO Box 1093 Vineyard Haven, MA 02568	N/A	Public	General Support	2,800.
Hanover Improvement Society PO Box 106 Hanover, NH 03755	N/A	Public	General Support	750.
Hopkins Center Wilson Hall Hanover, NH 03755	N/A	Public	General Support	1,000.
Lebanon Opera House PO Box 384 Lebanon, NH 03766	N/A	Public	General Support	25,000.
NH Charitable Foundation 16 Buck Road Hanover, NH 03755	N/A	Public	General Support	250.
NH Citizens Alliance 4 Park Street Concord, NH 03301	N/A	Public	General Support	1,500.
NH Public Radio 2 Pillsbury St Concord, NH 03766	N/A	Public	General Support	1,500.
Northern Stage PO Box 4287 White River Jct, VT 05001	N/A	Public	General Support	10,000.
Total from continuation sheets				88,800.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Room to Grow 142 Berkley St Boston, MA 02116	N/A	Public	General Support	8,000.
Second Growth PO Box 5227 W. Lebanon, NH 03784	N/A	Public	General Support	2,500.
Upper Valley Haven 713 Hartford Ave WHite River Jct, VT 05001	N/A	Public	General Support	21,000.
Upper Valley Humane Society 300 Old Route 10 Enfield, NH 03748	N/A	Public	General Support	1,000.
Upper Valley Trail Alliance PO Box 1215 Norwich, VT 05055	N/A	Public	General Support	500.
Windemere Nursing and Rehab 1 Hospital Road Oak Bluffs, MA 02557	N/A	Public	General Support	1,000.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					208,793.
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					
8 Gain or (loss) from sales of assets other than inventory					4,010,749.
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)		0.		0.	4,219,542.
13 Total. Add line 12, columns (b), (d), and (e)				13	4,219,542.

(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).
	N/A

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) of the Code (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
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Signature of officer or trustee 4/1/13 Date ▶ Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Richard S. Bridgman	Richard S. Bridgm	04/03/13		P00216491

Firm's name ▶ Tyler, Simms & St.Sauveur CPAs PC — Firm's EIN ▶ 02-0476956

Firm's address ▶ 19 Morgan Drive Lebanon, NH 03766 — Phone no. 603-653-0044

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization

The Couch Family Foundation

Employer identification number

10-0000573

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
The Couch Family Foundation	10-0000573

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Richard and Barbara Couch 29 Lyme Road Hanover, NH 03755	$ 4,029,651.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

The Couch Family Foundation

Employer identification number

10-0000573

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	See attached list for FMV of Marketable Securities contributed and the date of contribution	$ 4,029,651.	Various

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
The Couch Family Foundation	10-0000573

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Dividends - BBH	241,708.	47,651.	194,057.
Dividends - Deutsche Bank acct	16,064.	1,328.	14,736.
Total to Fm 990-PF, Part I, ln 4	257,772.	48,979.	208,793.

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	2,735.	2,735.		0.
To Form 990-PF, Pg 1, ln 16b	2,735.	2,735.		0.

Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	48,382.	48,382.		0.
To Form 990-PF, Pg 1, ln 16c	48,382.	48,382.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes	4,258.	4,258.		0.
Payroll Taxes	2,594.	0.		2,594.
Federal Excise Taxes	2,401.	0.		0.
To Form 990-PF, Pg 1, ln 18	9,253.	4,258.		2,594.

Form 990-PF Other Expenses Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Memberships and dues	2,603.	0.		2,603.
Other General and Admin Costs	7,069.	0.		7,069.
To Form 990-PF, Pg 1, ln 23	9,672.	0.		9,672.

Form 990-PF Other Decreases in Net Assets or Fund Balances Statement 6

Description	Amount
Tax basis of securities sold less than book value	3,642,164.
Fair market value of donated securties in excess of book value	30,911.
Total to Form 990-PF, Part III, line 5	3,673,075.

Form 990-PF Corporate Stock Statement 7

Description	Book Value	Fair Market Value
Equities	3,068,157.	3,549,024.
Total to Form 990-PF, Part II, line 10b	3,068,157.	3,549,024.

Form 990-PF Corporate Bonds Statement 8

Description	Book Value	Fair Market Value
Fixed Income Securities	3,997,948.	4,018,840.
Total to Form 990-PF, Part II, line 10c	3,997,948.	4,018,840.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 9

Name of Manager
Richard W. Couch
Barbara J. Couch

THE COUCH FAMILY FOUNDATION 248978

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
124.056 HC CAPITAL TRUST US GOVT FIXED INC SEC	12/16/2011	04/09/2012	1,281 51	1,286.61	-5 10
21.912 HC CAPITAL TRUST US GOVT FIXED INC SEC	04/02/2012	04/09/2012	226.35	226 98	-0 63
4.722 HC CAPITAL TRUST SMALL CAP EQUITY PORTFOLIO	12/29/2011	04/09/2012	65.21	59 62	5 59
884 HC CAPITAL TRUST SMALL CAP EQUITY PORTFOLIO	03/15/2012	04/09/2012	12.21	12.53	-0.32
145.914 HC CAPITAL TRUST INTERNATIONAL EQUITY PORTFOLIO	06/15/2011	04/09/2012	1,500.00	1,586.08	-86 08
62.705 HC CAPITAL TRUST GROWTH PORTFOLIO	12/29/2011	04/09/2012	956.26	823 61	132 65
12.011 HC CAPITAL TRUST GROWTH PORTFOLIO	03/15/2012	04/09/2012	183.17	182.08	1 09
78.464 HC CAPITAL TRUST US MORT/AB FIXED INC	06/01/2012	06/05/2012	801.90	801 43	0.47
94.17 HC CAPITAL TRUST US MORT/AB FIXED INC	12/16/2011	06/05/2012	962.41	960 91	1 50
59.39 HC CAPITAL TRUST US CORP FIXED INC SEC PORTFOLIO	06/01/2012	06/05/2012	626 57	621 25	5 32
81.276 HC CAPITAL TRUST US CORP FIXED INC SEC PORTFOLIO	12/16/2011	06/05/2012	857.47	837 30	20.17
9.666 HC CAPITAL TRUST US GOVT FIXED INC SEC	06/01/2012	06/05/2012	101.88	101.01	0 87
84.754 HC CAPITAL TRUST VALUE EQUITY PORTFOLIO	06/15/2012	09/07/2012	1,088.24	1,054 61	33 63
232.525 HC CAPITAL TRUST GROWTH PORTFOLIO	06/15/2012	09/07/2012	3,655.29	3,320.75	334.54
Totals			12,318.00	11,875.00	444 00

THE COUCH FAMILY FOUNDATION 248978

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
144.448 HC CAPITAL TRUST US GOVT FIXED INC SEC	12/06/2010	04/09/2012	1,492.15	1,444 48	47 67
175.422 HC CAPITAL TRUST SMALL CAP EQUITY PORTFOLIO	08/14/2002	04/09/2012	2,422 58	1,640.04	782 54
1630.202 HC CAPITAL TRUST GROWTH PORTFOLIO	08/14/2002	04/09/2012	24,860.58	13,286 15	11,574 43
649.284 HC CAPITAL TRUST US MORT/AB FIXED INC	06/01/2011	06/05/2012	6,635.68	6,495 11	140 57
655.543 HC CAPITAL TRUST US CORP FIXED INC SEC PORTFOLIO	06/01/2011	06/05/2012	6,915.98	6,556.43	359 55
815.761 HC CAPITAL TRUST US GOVT FIXED INC SEC	12/06/2010	06/05/2012	8,598.12	8,157.61	440 51
260.688 HC CAPITAL TRUST COMMODITY RELATED SEC PORTFOLIO	04/27/2011	06/05/2012	2,500.00	3,571 42	-1,071.42
32.068 HC CAPITAL TRUST VALUE EQUITY PORTFOLIO	06/15/2011	09/07/2012	411.75	392.52	19 23
576.369 HC CAPITAL TRUST INTERNATIONAL EQUITY PORTFOLIO	06/15/2011	09/07/2012	6,000.00	5,934 19	65 81
339.994 HC CAPITAL TRUST GROWTH PORTFOLIO	08/14/2002	09/07/2012	5,344.71	2,770.95	2,573 76
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			65,182.00	50,249.00	14,933 00
Totals			65,182.00	50,249.00	14,933.00

The Couch Family Foundation
2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
SHORT TERM CAPITAL GAIN/(LOSS)						
125 SHARES OF ECOLAB INC	P	2/15/2011	1/19/2012	$7,529.13	$6,190 63	$1,338 50
25 SHARES OF ECOLAB INC	P	3/7/2011	1/19/2012	$1,505 82	$1,188.25	$317.57
51 SHARES OF ECOLAB INC	P	3/7/2011	2/1/2012	$3,090.97	$2,424 03	$666 94
24 SHARES OF ECOLAB INC	P	3/7/2011	2/2/2012	$1,456.46	$1,140.72	$315 74
100 SHARES OF VISA INC- CL.A SHARES	P	2/15/2011	2/9/2012	$11,313.40	$7,554.00	$3,759 40
50 SHARES OF VISA INC- CL.A SHARES	P	3/7/2011	2/27/2012	$5,848 40	$3,719 00	$2,129 40
533 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	D	3/15/2012	3/23/2012	$38,221.75	$0 00	$38,221 75
558 SHARES OF AUTOMATIC DATA PROCESSING INC	D	3/15/2012	3/23/2012	$30,544 36	$0.00	$30,544 36
1400 SHARES OF BAXTER INTL INC	D	3/15/2012	3/23/2012	$82,887 46	$0.00	$82,887 46
217 SHARES OF DENTSPLY INTL INC	D	3/15/2012	3/23/2012	$8,445.48	$0.00	$8,445.48
192 SHARES OF DIAGEO PLC- SPONSORED ADR	D	3/15/2012	3/23/2012	$18,323.23	$0.00	$18,323.23
525 SHARES OF JOHNSON & JOHNSON	D	3/15/2012	3/23/2012	$33,846 14	$0.00	$33,846.14
2317 SHARES OF PROGRESSIVE CORP OHIO	D	3/15/2012	3/23/2012	$52,385.49	$0.00	$52,385.49
2483 SHARES OF U S BANCORP	D	3/15/2012	3/23/2012	$77,715.50	$0 00	$77,715 50
1267 SHARES OF WAL-MART STORES INC	D	3/15/2012	3/23/2012	$76,745.74	$0 00	$76,745 74
1117 SHARES OF WASTE MANAGEMENT INC	D	3/15/2012	3/23/2012	$38,789.02	$0.00	$38,789 02
842 SHARES OF CHUBB CORP	D	3/15/2012	3/23/2012	$57,000 94	$0.00	$57,000 94
1467 SHARES OF EBAY INC	D	3/15/2012	3/23/2012	$54,531.95	$0 00	$54,531 95
1150 SHARES OF NESTLE S A SPONS ADR	D	3/15/2012	3/23/2012	$71,551 71	$0 00	$71,551 71
475 SHARES OF HENRY SCHEIN INC COM STK	D	3/15/2012	3/23/2012	$35,523 47	$0 00	$35,523 47
25 SHARES OF U S BANCORP	P	5/3/2011	4/10/2012	$771.72	$645 38	$126 34
275 SHARES OF EBAY INC	P	6/13/2011	4/10/2012	$9,930 02	$8,214.80	$1,715.22
100 SHARES OF OCCIDENTAL PETROLEUM CORP	P	8/16/2011	4/10/2012	$9,110 80	$8,665.63	$445 17
128 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	P	8/18/2011	4/10/2012	$9,063.48	$6,980 88	$2,082 60
72 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	P	9/8/2011	4/10/2012	$5,098.20	$3,821 76	$1,276 44
41 SHARES OF HENRY SCHEIN INC COM STK	P	11/1/2011	4/10/2012	$3,056 48	$2,632 02	$424 46
59 SHARES OF HENRY SCHEIN INC COM STK	P	11/9/2011	4/10/2012	$4,398 35	$3,794 91	$603 44
125 SHARES OF EBAY INC	P	11/18/2011	4/10/2012	$4,513.65	$3,755 95	$757.70
200 SHARES OF DENTSPLY INTL INC	P	12/5/2011	4/10/2012	$7,797 82	$7,176.00	$621.82
50 SHARES OF EOG RESOURCES INC	P	12/5/2011	4/10/2012	$5,370 37	$5,118.50	$251 87
150 SHARES OF EBAY INC	P	12/5/2011	4/10/2012	$5,416 38	$4,616 77	$799 61
200 SHARES OF LIBERTY INTERACTIVE A	P	12/5/2011	4/10/2012	$3,773 92	$3,233.70	$540 22
75 SHARES OF NESTLE S A SPONS ADR	P	12/5/2011	4/10/2012	$4,556.90	$4,179 75	$377.15
50 SHARES OF HENRY SCHEIN INC COM STK	P	12/5/2011	4/10/2012	$3,727 42	$3,249.21	$478 21
342 SHARES OF TARGET CORP	P	12/5/2011	4/10/2012	$19,555 12	$18,156 44	$1,398 68
150 SHARES OF U S BANCORP	P	12/5/2011	4/10/2012	$4,630 40	$3,898 50	$731 90
50 SHARES OF MICROSOFT CORP	P	12/27/2011	4/10/2012	$1,548 47	$1,304.99	$243 48
11 SHARES OF GOOGLE INC CL A	P	2/6/2012	4/10/2012	$6,968.23	$6,695.70	$272.53

The Couch Family Foundation

2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
10 SHARES OF GOOGLE INC CL A	P	2/17/2012	4/10/2012	$6,334.76	$6,052 26	$282.50
75 SHARES OF PEPSICO,INC	P	2/21/2012	4/10/2012	$4,879.39	$4,738 11	$141 28
17 SHARES OF PEPSICO INC	P	3/5/2012	4/10/2012	$1,105.99	$1,067 22	$38 77
4 SHARES OF GOOGLE INC CL A	P	3/12/2012	4/10/2012	$2,533.90	$2,400 12	$133.78
350 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	D	3/15/2012	4/10/2012	$24,782.94	$0 00	$24,782.94
275 SHARES OF AUTOMATIC DATA PROCESSING INC	D	3/15/2012	4/10/2012	$14,937.66	$0.00	$14,937.66
450 SHARES OF BAXTER INTL INC	D	3/15/2012	4/10/2012	$26,216.41	$0.00	$26,216.41
1525 SHARES OF BERKSHIRE HATHAWAY INC-CL B	D	3/15/2012	4/10/2012	$121,189.03	$0.00	$121,189 03
425 SHARES OF CHUBB CORP	D	3/15/2012	4/10/2012	$29,502.84	$0.00	$29,502.84
4583 SHARES OF COMCAST CORP CL A	D	3/15/2012	4/10/2012	$133,591.45	$0.00	$133,591.45
3000 SHARES OF DELL INC	D	3/15/2012	4/10/2012	$49,258 89	$0.00	$49,258.89
450 SHARES OF DENTSPLY INTL INC	D	3/15/2012	4/10/2012	$17,545 10	$0 00	$17,545 10
325 SHARES OF DIAGEO PLC- SPONSORED ADR	D	3/15/2012	4/10/2012	$31,420.30	$0.00	$31,420 30
700 SHARES OF EBAY INC	D	3/15/2012	4/10/2012	$25,276.43	$0.00	$25,276 43
100 SHARES OF GOOGLE INC CL A	D	3/15/2012	4/10/2012	$63,347 58	$0.00	$63,347 58
275 SHARES OF JOHNSON & JOHNSON	D	3/15/2012	4/10/2012	$17,797.60	$0.00	$17,797 60
3483 SHARES OF LIBERTY INTERACTIVE A	D	3/15/2012	4/10/2012	$65,722 73	$0.00	$65,722 73
1583 SHARES OF MICROSOFT CORP	D	3/15/2012	4/10/2012	$49,024 40	$0 00	$49,024.40
600 SHARES OF NESTLE S A SPONS ADR	D	3/15/2012	4/10/2012	$36,455 18	$0.00	$36,455.18
1428 SHARES OF NOVARTIS AG - ADR	D	3/15/2012	4/10/2012	$78,095.56	$0 00	$78,095.56
667 SHARES OF OCCIDENTAL PETROLEUM CORP	D	3/15/2012	4/10/2012	$60,769 00	$0 00	$60,769 00
883 SHARES OF PEPSICO INC	D	3/15/2012	4/10/2012	$57,446 69	$0 00	$57,446 69
1100 SHARES OF PROGRESSIVE CORP OHIO	D	3/15/2012	4/10/2012	$25,046.44	$0.00	$25,046.44
125 SHARES OF HENRY SCHEIN INC COM STK	D	3/15/2012	4/10/2012	$9,318.54	$0.00	$9,318 54
850 SHARES OF SOUTHWSTN ENERGY CO	D	3/15/2012	4/10/2012	$24,657.95	$0.00	$24,657 95
1383 SHARES OF TARGET CORP	D	3/15/2012	4/10/2012	$79,078 16	$0.00	$79,078 16
1200 SHARES OF U S BANCORP	D	3/15/2012	4/10/2012	$37,043.17	$0.00	$37,043 17
400 SHARES OF WAL-MART STORES INC	D	3/15/2012	4/10/2012	$23,999 46	$0 00	$23,999 46
1500 SHARES OF WASTE MANAGEMENT INC	D	3/15/2012	4/10/2012	$52,228.82	$0.00	$52,228 82
2300 SHARES OF WELLS FARGO & CO	D	3/15/2012	4/10/2012	$76,749.28	$0 00	$76,749 28
40 SHARES OF NOVARTIS AG - ADR	P	3/16/2012	4/10/2012	$2,187 55	$2,186 30	$1 25
97 SHARES OF NOVARTIS AG - ADR	D	3/16/2012	4/10/2012	$5,304.81	$0.00	$5,304.81
15 SHARES OF NOVARTIS AG - ADR	P	3/22/2012	4/10/2012	$820 33	$825.59	($5 26)
20 SHARES OF NOVARTIS AG - ADR	P	3/23/2012	4/10/2012	$1,093.78	$1,103.03	($9 25)
50 SHARES OF EOG RESOURCES INC	P	4/9/2012	4/10/2012	$5,370 38	$5,376.64	($6 26)
2898.551 SHARES OF BBH LIMITED DURATION FUND CI	P	4/13/2012	5/7/2012	$30,000.00	$30,000 00	$0 00
2898.551 SHARES OF BBH LIMITED DURATION FUND CI	P	4/13/2012	5/8/2012	$30,000 00	$30,000 00	$0 00
833 SHARES OF WAL-MART STORES INC	D	3/15/2012	6/8/2012	$56,340.78	$0 00	$56,340 78
492 SHARES OF WAL-MART STORES INC	D	4/9/2012	6/8/2012	$33,276 90	$0 00	$33,276 90

The Couch Family Foundation
2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
850 SHARES OF WAL-MART STORES INC	D	4/9/2012	7/18/2012	$61,997 44	$0.00	$61,997 44
350 SHARES OF WAL-MART STORES INC	D	4/9/2012	7/30/2012	$26,224.91	$0.00	$26,224 91
1050 SHARES OF DIAGEO PLC- SPONSORED ADR	D	4/9/2012	8/23/2012	$113,145 56	$0.00	$113,145 56
.95 SHARES OF LIBERTY VENTURES SER A	D	5/18/2012	8/28/2012	$45 05	$0.00	$45.05
1083 SHARES OF EBAY INC	D	3/15/2012	8/29/2012	$51,527.99	$0.00	$51,527.99
917 SHARES OF EBAY INC	D	4/9/2012	8/29/2012	$43,629 88	$0 00	$43,629 88
2.083 SHARES OF LIBERTY VENTURES - RTS	D	5/18/2012	9/19/2012	$24 50	$0 00	$24 50
12.084 SHARES OF LIBERTY VENTURES - RTS	D	5/18/2012	9/19/2012	$142.15	$0 00	$142 15
342 SHARES OF BERKSHIRE HATHAWAY INC-CL B	D	3/15/2012	11/9/2012	$29,141.20	$0 00	$29,141 20
8 SHARES OF BERKSHIRE HATHAWAY INC-CL B	D	3/15/2012	11/9/2012	$681.67	$0.00	$681.67
1000 SHARES OF COMCAST CORP CL A	D	3/15/2012	11/9/2012	$36,039 29	$0.00	$36,039.29
333 SHARES OF DENTSPLY INTL INC	D	3/15/2012	11/9/2012	$12,916.81	$0.00	$12,916 81
100 SHARES OF NOVARTIS AG - ADR	D	3/15/2012	11/9/2012	$6,048.87	$0 00	$6,048 87
300 SHARES OF HENRY SCHEIN INC COM STK	D	3/15/2012	11/9/2012	$23,231.48	$0.00	$23,231 48
700 SHARES OF SOUTHWSTN ENERGY CO	D	3/15/2012	11/9/2012	$24,122.50	$0.00	$24,122 50
700 SHARES OF U S BANCORP	D	3/15/2012	11/9/2012	$22,700.56	$0 00	$22,700.56
50 SHARES OF WASTE MANAGEMENT INC	D	3/15/2012	11/9/2012	$1,593.96	$0 00	$1,593 96
300 SHARES OF CHUBB CORP	D	4/9/2012	11/9/2012	$22,481.52	$0.00	$22,481.52
667 SHARES OF DENTSPLY INTL INC	D	4/9/2012	11/9/2012	$25,872.42	$0.00	$25,872.42
250 SHARES OF DIAGEO PLC- SPONSORED ADR	D	4/9/2012	11/9/2012	$28,679.35	$0 00	$28,679.35
750 SHARES OF EBAY INC	D	4/9/2012	11/9/2012	$35,736.77	$0 00	$35,736 77
600 SHARES OF JOHNSON & JOHNSON	D	4/9/2012	11/9/2012	$41,993.11	$0.00	$41,993 11
400 SHARES OF PEPSICO INC	D	4/9/2012	11/9/2012	$27,591.42	$0.00	$27,591 42
50 SHARES OF HENRY SCHEIN INC COM STK	D	4/9/2012	11/9/2012	$3,871 91	$0 00	$3,871 91
350 SHARES OF WAL-MART STORES INC	D	4/9/2012	11/9/2012	$25,272.97	$0 00	$25,272 97
125 SHARES OF LIBERTY INTERACTIVE A	D	5/18/2012	11/9/2012	$2,508 71	$0 00	$2,508 71
725 SHARES OF LIBERTY INTERACTIVE A	D	5/18/2012	11/9/2012	$14,550.49	$0.00	$14,550.49
5.3 SHARES OF LIBERTY VENTURES SER A	D	5/18/2012	11/9/2012	$300 35	$0 00	$300.35
36.25 SHARES OF LIBERTY VENTURES SER A	D	5/18/2012	11/9/2012	$2,054.24	$0 00	$2,054.24
925 SHARES OF BERKSHIRE HATHAWAY INC-CL B	D	3/15/2012	12/18/2012	$83,285.22	$0.00	$83,285.22
1292 SHARES OF COMCAST CORP CL A	D	3/15/2012	12/18/2012	$49,172 55	$0.00	$49,172 55
50 SHARES OF GOOGLE INC CL A	D	3/15/2012	12/18/2012	$35,974 08	$0 00	$35,974 08
1142 SHARES OF U S BANCORP	D	3/15/2012	12/18/2012	$36,965.83	$0.00	$36,965 83
2075 SHARES OF BERKSHIRE HATHAWAY INC-CL B	D	4/9/2012	12/18/2012	$186,829 02	$0 00	$186,829 02
5550 SHARES OF COMCAST CORP CL A	D	4/9/2012	12/18/2012	$211,228 82	$0 00	$211,228 82
125 SHARES OF GOOGLE INC CL A	D	4/9/2012	12/18/2012	$89,935.21	$0.00	$89,935.21
1558 SHARES OF U S BANCORP	D	4/9/2012	12/18/2012	$50,431 48	$0 00	$50,431 48
28 SHARES OF GOOGLE INC CL A	D	4/16/2012	12/18/2012	$20,145 49	$0.00	$20,145.49
22 SHARES OF GOOGLE INC CL A	D	5/2/2012	12/18/2012	$15,828 60	$0 00	$15,828 60

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2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
475 SHARES OF CHUBB CORP	D	3/15/2012	12/28/2012	$35,514 95	$0 00	$35,514 95
175 SHARES OF DIAGEO PLC- SPONSORED ADR	D	3/15/2012	12/28/2012	$20,359 11	$0.00	$20,359 11
200 SHARES OF PEPSICO INC	D	3/15/2012	12/28/2012	$13,701 71	$0 00	$13,701.71
1425 SHARES OF CHUBB CORP	D	4/9/2012	12/28/2012	$106,544.86	$0.00	$106,544 86
475 SHARES OF DIAGEO PLC- SPONSORED ADR	D	4/9/2012	12/28/2012	$55,260.45	$0.00	$55,260.45
900 SHARES OF PEPSICO INC	D	4/9/2012	12/28/2012	$61,657.71	$0.00	$61,657.71
3200 SHARES OF U S BANCORP	D	4/9/2012	12/28/2012	$102,144.26	$0 00	$102,144 26
TOTAL SHORT TERM CAPITAL GAIN/(LOSS)				**$4,085,400.76**	**$202,106.79**	**$3,883,293.97**
LONG TERM CAPITAL GAIN/(LOSS)						
1453.488 SHARES OF BBH LIMITED DURATION FUND CI	P	8/10/2009	1/27/2012	$15,000 00	$14,665.69	$334 31
484.496 SHARES OF BBH LIMITED DURATION FUND CL	P	8/10/2009	1/27/2012	$5,000.00	$4,888.56	$111 44
13 SHARES OF ECOLAB INC	P	7/7/2010	2/2/2012	$788 92	$591 50	$197.42
66 SHARES OF VISA INC- CL.A SHARES	P	12/16/2010	2/3/2012	$7,055 06	$5,012 50	$2,042 56
34 SHARES OF VISA INC- CL.A SHARES	P	12/16/2010	2/6/2012	$3,639 27	$2,582 20	$1,057 07
75 SHARES OF VISA INC- CL.A SHARES	P	2/15/2011	2/27/2012	$8,772.60	$5,665.50	$3,107 10
2415.459 SHARES OF BBH LIMITED DURATION FUND CI	P	8/10/2009	3/14/2012	$25,000 00	$24,371 98	$628 02
483.092 SHARES OF BBH LIMITED DURATION FUND CL	P	8/10/2009	3/16/2012	$5,000.00	$4,874.40	$125 60
350 SHARES OF WASTE MANAGEMENT INC	P	2/15/2011	3/23/2012	$12,154.13	$13,310.50	($1,156.37)
300 SHARES OF WASTE MANAGEMENT INC	P	3/7/2011	3/23/2012	$10,417 82	$11,184.00	($766.18)
16 SHARES OF VISA INC- CL.A SHARES	P	3/7/2011	3/26/2012	$1,920 97	$1,190.08	$730 89
5 SHARES OF VISA INC- CL.A SHARES	P	3/7/2011	3/27/2012	$599.98	$371.90	$228 08
4 SHARES OF VISA INC- CL.A SHARES	P	3/7/2011	3/28/2012	$480.20	$297.52	$182.68
4830.918 SHARES OF BBH LIMITED DURATION FUND CI	P	8/10/2009	3/29/2012	$50,000.00	$48,743 97	$1,256 03
25 SHARES OF DENTSPLY INTL INC	P	8/10/2009	4/10/2012	$974.73	$817 88	$156.85
150 SHARES OF JOHNSON & JOHNSON	P	11/18/2009	4/10/2012	$9,707 78	$9,359.49	$348 29
50 SHARES OF MICROSOFT CORP	P	2/4/2010	4/10/2012	$1,548.47	$1,404.80	$143.67
13 SHARES OF ECOLAB INC	P	2/10/2010	4/10/2012	$792.98	$569.97	$223.01
50 SHARES OF EOG RESOURCES INC	P	6/7/2010	4/10/2012	$5,370.38	$5,203.50	$166 88
87 SHARES OF ECOLAB INC	P	7/7/2010	4/10/2012	$5,306.88	$3,958.50	$1,348.38
50 SHARES OF DELL INC	P	7/27/2010	4/10/2012	$820.99	$685.92	$135 07
50 SHARES OF NESTLE S A SPONS ADR	P	7/27/2010	4/10/2012	$3,037.93	$2,488.50	$549 43
200 SHARES OF PROGRESSIVE CORP OHIO	P	7/27/2010	4/10/2012	$4,553.90	$4,043.00	$510.90
175 SHARES OF SOUTHWSTN ENERGY CO	P	7/27/2010	4/10/2012	$5,076.64	$6,492.29	($1,415.65)
36 SHARES OF SOUTHWSTN ENERGY CO	P	8/9/2010	4/10/2012	$1,044 34	$1,348 18	($303 84)
64 SHARES OF SOUTHWSTN ENERGY CO	P	8/10/2010	4/10/2012	$1,856.60	$2,371.10	($514.50)
100 SHARES OF SOUTHWSTN ENERGY CO	P	8/10/2010	4/10/2012	$2,900.93	$3,708.77	($807.84)
33 SHARES OF OCCIDENTAL PETROLEUM CORP	P	9/9/2010	4/10/2012	$3,006 56	$2,594 25	$412 31
100 SHARES OF SOUTHWSTN ENERGY CO	P	12/21/2010	4/10/2012	$2,900.93	$3,543 20	($642 27)

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Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
325 SHARES OF WELLS FARGO & CO	P	1/24/2011	4/10/2012	$10,845.01	$10,589.70	$255.31
225 SHARES OF BAXTER INTL INC	P	2/15/2011	4/10/2012	$13,108.20	$11,650.50	$1,457 70
275 SHARES OF BERKSHIRE HATHAWAY INC-CL B	P	2/15/2011	4/10/2012	$21,853.76	$23,364.00	($1,510 24)
250 SHARES OF CHUBB CORP	P	2/15/2011	4/10/2012	$17,354.61	$14,864.48	$2,490.13
342 SHARES OF COMCAST CORP CL A	P	2/15/2011	4/10/2012	$9,969.08	$8,245.59	$1,723.49
400 SHARES OF DELL INC	P	2/15/2011	4/10/2012	$6,567.85	$5,552.00	$1,015 85
175 SHARES OF DENTSPLY INTL INC	P	2/15/2011	4/10/2012	$6,823.10	$6,371.75	$451 35
175 SHARES OF DIAGEO PLC- SPONSORED ADR	P	2/15/2011	4/10/2012	$16,918.62	$13,521.62	$3,397 00
100 SHARES OF EOG RESOURCES INC	P	2/15/2011	4/10/2012	$10,740.76	$10,409.00	$331.76
75 SHARES OF JOHNSON & JOHNSON	P	2/15/2011	4/10/2012	$4,853.89	$4,547.25	$306 64
375 SHARES OF LIBERTY INTERACTIVE A	P	2/15/2011	4/10/2012	$7,076 09	$6,405.00	$671.09
175 SHARES OF MICROSOFT CORP	P	2/15/2011	4/10/2012	$5,419.63	$4,739 00	$680 63
275 SHARES OF NESTLE S A SPONS ADR	P	2/15/2011	4/10/2012	$16,708.62	$14,938 00	$1,770.62
275 SHARES OF NOVARTIS AG - ADR	P	2/15/2011	4/10/2012	$15,039.41	$15,405 50	($366 09)
75 SHARES OF PEPSICO INC	P	2/15/2011	4/10/2012	$4,879.39	$4,791 00	$88 39
375 SHARES OF PROGRESSIVE CORP OHIO	P	2/15/2011	4/10/2012	$8,538.55	$7,552.50	$986 05
225 SHARES OF SOUTHWSTN ENERGY CO	P	2/15/2011	4/10/2012	$6,527 10	$8,340.75	($1,813.65)
450 SHARES OF U S BANCORP	P	2/15/2011	4/10/2012	$13,891 19	$12,942 00	$949 19
225 SHARES OF WAL-MART STORES INC	P	2/15/2011	4/10/2012	$13,499 70	$12,363 75	$1,135.95
150 SHARES OF WELLS FARGO & CO	P	2/15/2011	4/10/2012	$5,005.39	$5,119.50	($114.11)
200 SHARES OF AUTOMATIC DATA PROCESSING INC	P	3/7/2011	4/10/2012	$10,863.76	$10,020 00	$843.76
200 SHARES OF BAXTER INTL INC	P	3/7/2011	4/10/2012	$11,651.74	$10,648.00	$1,003 74
150 SHARES OF BERKSHIRE HATHAWAY INC-CL B	P	3/7/2011	4/10/2012	$11,920.23	$12,819 00	($898.77)
50 SHARES OF CHUBB CORP	P	3/7/2011	4/10/2012	$3,470.92	$2,966 00	$504 92
350 SHARES OF COMCAST CORP CL A	P	3/7/2011	4/10/2012	$10,202.27	$8,900 50	$1,301.77
375 SHARES OF DELL INC	P	3/7/2011	4/10/2012	$6,157.36	$5,775.00	$382 36
100 SHARES OF DIAGEO PLC- SPONSORED ADR	P	3/7/2011	4/10/2012	$9,667 78	$7,766.00	$1,901 78
342 SHARES OF LIBERTY INTERACTIVE A	P	3/7/2011	4/10/2012	$6,453.39	$5,509.62	$943.77
25 SHARES OF NESTLE S A SPONS ADR	P	3/7/2011	4/10/2012	$1,518.97	$1,399.50	$119.47
50 SHARES OF NOVARTIS AG - ADR	P	3/7/2011	4/10/2012	$2,734 44	$2,813 00	($78.56)
50 SHARES OF PEPSICO INC	P	3/7/2011	4/10/2012	$3,252.93	$3,172.50	$80 43
300 SHARES OF PROGRESSIVE CORP OHIO	P	3/7/2011	4/10/2012	$6,830.85	$6,237.00	$593.85
225 SHARES OF SOUTHWSTN ENERGY CO	P	3/7/2011	4/10/2012	$6,527 10	$8,511 75	($1,984 65)
350 SHARES OF U S BANCORP	P	3/7/2011	4/10/2012	$10,804.26	$9,450.00	$1,354 26
175 SHARES OF WAL-MART STORES INC	P	3/7/2011	4/10/2012	$10,499.76	$9,117 50	$1,382 26
50 SHARES OF VISA INC- CL.A SHARES	P	3/7/2011	4/10/2012	$5,953 86	$3,719.00	$2,234.86
75 SHARES OF BAXTER INTL INC	P	3/9/2011	4/10/2012	$4,369.40	$3,972.00	$397 40
125 SHARES OF COMCAST CORP CL A	P	3/9/2011	4/10/2012	$3,643.67	$3,188.75	$454.92
325 SHARES OF DELL INC	P	3/9/2011	4/10/2012	$5,336 38	$5,031 00	$305.38

The Couch Family Foundation

2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
25 SHARES OF EOG RESOURCES INC	P	3/9/2011	4/10/2012	$2,685.19	$2,654.25	$30.94
117 SHARES OF MICROSOFT CORP	P	3/9/2011	4/10/2012	$3,623.40	$3,022.11	$601.29
75 SHARES OF NOVARTIS AG - ADR	P	3/9/2011	4/10/2012	$4,101 66	$4,146.75	($45 09)
225 SHARES OF SOUTHWSTN ENERGY CO	P	3/9/2011	4/10/2012	$6,527 10	$8,408 25	($1,881 15)
75 SHARES OF WAL-MART STORES INC	P	3/9/2011	4/10/2012	$4,499.90	$3,924.00	$575 90
25 SHARES OF WELLS FARGO & CO	P	3/9/2011	4/10/2012	$834.22	$812.00	$22 22
75 SHARES OF VISA INC- CL.A SHARES	P	3/9/2011	4/10/2012	$8,930 80	$5,567 25	$3,363 55
48 SHARES OF ECOLAB INC	P	2/10/2010	4/17/2012	$3,007.09	$2,104.49	$902 60
35 SHARES OF VISA INC- CL.A SHARES	P	12/17/2010	4/17/2012	$4,278 02	$2,370.92	$1,907.10
25 SHARES OF VISA INC- CL.A SHARES	P	3/9/2011	4/17/2012	$3,055.72	$1,855.75	$1,199.97
30 SHARES OF ECOLAB INC	P	8/10/2009	4/18/2012	$1,875 88	$1,254.15	$621.73
14 SHARES OF ECOLAB INC	P	2/10/2010	4/18/2012	$875.41	$613.81	$261.60
11 SHARES OF ECOLAB INC	P	8/10/2009	4/20/2012	$684 91	$459.86	$225 05
34 SHARES OF ECOLAB INC	P	8/10/2009	4/25/2012	$2,120.63	$1,421.37	$699 26
40 SHARES OF VISA INC- CL.A SHARES	P	12/17/2010	4/26/2012	$4,897.21	$2,709.63	$2,187 58
8.933 SHARES OF LIBERTY VENTURES - RTS	P	8/10/2009	9/19/2012	$105 10	$48.79	$56.31
7.5 SHARES OF LIBERTY VENTURES - RTS	P	7/7/2010	9/19/2012	$88.23	$47.48	$40 75
3.75 SHARES OF LIBERTY VENTURES - RTS	P	7/27/2010	9/19/2012	$44 11	$26 88	$17.23
.967 SHARES OF LIBERTY VENTURES - RTS	P	3/7/2011	9/19/2012	$11 38	$9 50	$1 88
.683 SHARES OF LIBERTY VENTURES - RTS	P	9/6/2011	9/19/2012	$8.03	$6.16	$1.87
1 SHARES OF LIBERTY VENTURES - RTS	P	8/10/2009	10/5/2012	$13 58	$3 55	$10 03
28.75 SHARES OF LIBERTY VENTURES SER A	P	8/10/2009	11/9/2012	$1,629.23	$623.09	$1,006 14
76 SHARES OF LIBERTY INTERACTIVE A	P	7/7/2010	11/9/2012	$1,525 29	$685.40	$839.89
175 SHARES OF WASTE MANAGEMENT INC	P	7/7/2010	11/9/2012	$5,578.88	$5,552.75	$26.13
22.5 SHARES OF LIBERTY VENTURES SER A	P	7/7/2010	11/9/2012	$1,275 04	$565 23	$709.81
225 SHARES OF LIBERTY INTERACTIVE A	P	7/27/2010	11/9/2012	$4,515 67	$2,296.95	$2,218 72
175 SHARES OF WASTE MANAGEMENT INC	P	7/27/2010	11/9/2012	$5,578.87	$5,955.25	($376.38)
11.25 SHARES OF LIBERTY VENTURES SER A	P	7/27/2010	11/9/2012	$637.52	$319.92	$317.60
175 SHARES OF WELLS FARGO & CO	P	2/23/2011	11/9/2012	$5,696.12	$5,489.50	$206 62
58 SHARES OF LIBERTY INTERACTIVE A	P	3/7/2011	11/9/2012	$1,164.04	$811.81	$352 23
225 SHARES OF WELLS FARGO & CO	P	3/7/2011	11/9/2012	$7,323 58	$7,164.00	$159 58
2.9 SHARES OF LIBERTY VENTURES SER A	P	3/7/2011	11/9/2012	$164 34	$113 07	$51 27
100 SHARES OF WELLS FARGO & CO	P	3/9/2011	11/9/2012	$3,254 93	$3,248.00	$6 93
97 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	P	8/11/2011	11/9/2012	$8,038 35	$4,864.35	$3,174.00
41 SHARES OF LIBERTY INTERACTIVE A	P	9/6/2011	11/9/2012	$822 86	$526 49	$296 37
2.05 SHARES OF LIBERTY VENTURES SER A	P	9/6/2011	11/9/2012	$116.17	$73.33	$42 84
128 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	P	9/8/2011	11/9/2012	$10,607 30	$6,794.24	$3,813 06
125 SHARES OF ANHEUSER-BUSCH INBEV SPN ADR	P	9/13/2011	11/9/2012	$10,358 69	$6,204.36	$4,154 33
525 SHARES OF WASTE MANAGEMENT INC	P	8/10/2009	11/23/2012	$16,878 37	$14,902.13	$1,976 24

The Couch Family Foundation
2012 Realized Capital Gain (Loss) Report

Description	How Acquired	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
175 SHARES OF WASTE MANAGEMENT INC	P	7/7/2010	11/23/2012	$5,626.12	$5,552 75	$73 37
8 SHARES OF COMCAST CORP CL A	P	2/15/2011	12/18/2012	$304 47	$192.88	$111.59
TOTAL LONG TERM CAPITAL GAIN/(LOSS)				**$685,571.42**	**$622,471.11**	**$63,100.31**

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BROWN BROTHERS HARRIMAN

STATEMENT OF ACCOUNT

Statement Period 01/01/12 through 12/31/12
Account Number 1035000719
THE COUCH FAMILY FOUNDATION

Preliminary Transactions

TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
12/27/12 12/31/12	DIVIDEND ON 149,144.683 SHS PIMCO TOTAL RETURN FUND AT 11428 PER SHARE PAYABLE 12/27/2012 EX DATE 12/27/2012 EFFECTIVE 12/27/2012 CUSIP # 693390700	17,044 25	0 00		
12/31/12 01/03/13	DIVIDEND ON BBH MONEY MARKET FUND REGULAR PAYABLE 12/31/2012 EX DATE 12/01/2012 EFFECTIVE 12/31/2012 TAX EFFECTIVE 12/31/2012 CUSIP # 05528C105	1.80	0.00		
12/31/12 01/03/13	DIVIDEND ON PIMCO TOTAL RETURN FUND PAYABLE 12/31/2012 EFFECTIVE 12/31/2012 TAX EFFECTIVE 12/31/2012 CUSIP # 693390700	3,181.01	0 00		
12/31/12 01/03/13	DIVIDEND ON T ROWE PRICE INST HIGH YIELD PAYABLE 12/31/2012 EFFECTIVE 12/31/2012 TAX EFFECTIVE 12/31/2012 CUSIP # 77958B204	4,793 31	0 00		
12/31/12 01/14/13	DIVIDEND ON 473,539.07 BBH MONEY MARKET FUND REGULAR AT .000000547 PER SHARE PAYABLE 12/31/2012 EX DATE 12/01/2012 EFFECTIVE 12/31/2012 TAX EFFECTIVE 12/31/2012 CUSIP # 05528C105	0 26	0.00		
TOTAL TAXABLE		239,361 27	0 00		
TOTAL DIVIDENDS		239,361 27	0 00		
CONTRIBUTIONS					
03/15/12 03/21/12	RECEIVED 883 SHS ANHEUSER-BUSCH INBEV SPN ADR CUSIP # 03524A108	0 00	63,134 50		63,911 54

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THE COUCH FAMILY FOUNDATION

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TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
03/15/12 03/21/12	RECEIVED 833 SHS AUTOMATIC DATA PROCESSING INC CUSIP # 053015103	0.00	45,856 65		45,881 64
03/15/12 03/21/12	RECEIVED 1,850 SHS BAXTER INTL INC CUSIP # 071813109	0 00	110,112 00		110,112 00
03/15/12 03/21/12	RECEIVED 1,867 SHS BERKSHIRE HATHAWAY INC-CL B CUSIP # 084670702	0.00	150,610 89		152,067 15
03/15/12 03/21/12	RECEIVED 1,267 SHS CHUBB CORP CUSIP # 171232101	0 00	86,802 17		87,790 43
03/15/12 03/21/12	RECEIVED 4,583 SHS COMCAST CORP CL A CUSIP # 20030N101	0 00	135,427 65		136,435 91
03/15/12 03/21/12	RECEIVED 3,000 SHS DELL INC CUSIP # 24702R101	0 00	51,960 00		51,480 00
03/15/12 03/21/12	RECEIVED 667 SHS DENTSPLY INTL INC CUSIP # 249030107	0 00	26,419 87		26,113 05
03/15/12 03/21/12	RECEIVED 517 SHS DIAGEO PLC-SPONSORED ADR CUSIP # 25243Q205	0 00	49,528 60		49,766 42
03/15/12 03/21/12	RECEIVED 2,167 SHS EBAY INC CUSIP # 278642103	0 00	80,179 00		81,024 13
03/15/12 03/21/12	RECEIVED 100 SHS GOOGLE INC CL A CUSIP # 38259P508	0 00	61,976 00		63,349 00
03/15/12 03/21/12	RECEIVED 600 SHS HENRY SCHEIN INC COM STK CUSIP # 806407102	0 00	45,480 00		45,708 00

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Preliminary Transactions

TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
03/15/12 03/21/12	RECEIVED 800 SHS JOHNSON & JOHNSON CUSIP # 478160104	0 00	52,072 00		51,968 00
03/15/12 03/21/12	RECEIVED 3,483 SHS LIBERTY INTERACTIVE A CUSIP # 53071M104	0 00	65,898 36		67,361 22
03/15/12 03/21/12	RECEIVED 1,583 SHS MICROSOFT CORP CUSIP # 594918104	0.00	52,049 04		50,640 17
03/15/12 03/21/12	RECEIVED 1,750 SHS NESTLE S A SPONS ADR CUSIP # 641069406	0 00	107,100 00		108,745.00
03/15/12 03/21/12	RECEIVED 1,533 SHS NOVARTIS AG - ADR CUSIP # 66987V109	0.00	83,134 59		85,020 18
03/16/12 03/21/12	RECEIVED 97 SHS NOVARTIS AG - ADR CUSIP # 66987V109	0 00	5,302 02		5,379.62
03/15/12 03/21/12	RECEIVED 667 SHS OCCIDENTAL PETROLEUM CORP CUSIP # 674599105	0 00	66,053.01		65,339 32
03/15/12 03/21/12	RECEIVED 883 SHS PEPSICO INC CUSIP # 713448108	0.00	56,414 87		57,642 24
03/15/12 03/21/12	RECEIVED 3,417 SHS PROGRESSIVE CORP OHIO CUSIP # 743315103	0 00	78,146 79		78,010 11
03/15/12 03/21/12	RECEIVED 1,800 SHS SOUTHWSTN ENERGY CO CUSIP # 845467109	0.00	60,210.00		60,534 00
03/15/12 03/21/12	RECEIVED 1,383 SHS TARGET CORP CUSIP # 87612E106	0 00	80,684 22		80,227 83
03/15/12 03/21/12	RECEIVED 3,683 SHS U S BANCORP CUSIP # 902973304	0 00	114,909 60		116,751 10

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Statement Period 01/01/12 through 12/31/12
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THE COUCH FAMILY FOUNDATION

Preliminary Transactions

TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
03/15/12 03/21/12	RECEIVED 1,667 SHS WAL-MART STORES INC CUSIP # 931142103	0 00	101,636 99		101,020 20
03/15/12 03/21/12	RECEIVED 2,667 SHS WASTE MANAGEMENT INC CUSIP # 94106L109	0 00	92,704 92		92,838 27
03/15/12 03/21/12	RECEIVED 2,300 SHS WELLS FARGO & CO CUSIP # 949746101	0 00	77,027 00		78,936 00
03/15/12 05/24/12	RECEIVED 933 SHS BERKSHIRE HATHAWAY INC-CL B EFFECTIVE 05/23/2012 CUSIP # 084670702	0.00	75,268.47		74,406 75
04/09/12 05/24/12	RECEIVED 2,075 SHS BERKSHIRE HATHAWAY INC-CL B EFFECTIVE 05/23/2012 CUSIP # 084670702	0 00	166,313 74		165,481 25
03/15/12 05/24/12	RECEIVED 633 SHS CHUBB CORP EFFECTIVE 05/23/2012 CUSIP # 171232101	0 00	43,369 05		45,360 78
04/09/12 05/24/12	RECEIVED 1,725 SHS CHUBB CORP EFFECTIVE 05/23/2012 CUSIP # 171232101	0.00	120,095 54		123,613.50
03/15/12 05/24/12	RECEIVED 2,292 SHS COMCAST CORP CL A EFFECTIVE 05/23/2012 CUSIP # 20030N101	0.00	67,734 33		65,986.68
04/09/12 05/24/12	RECEIVED 5,550 SHS COMCAST CORP CL A EFFECTIVE 05/23/2012 CUSIP # 20030N101	0.00	162,726 00		159,784 50
03/15/12 05/24/12	RECEIVED 333 SHS DENTSPLY INTL INC EFFECTIVE 05/23/2012 CUSIP # 249030107	0 00	13,190 66		12,660 66
04/09/12 05/24/12	RECEIVED 1,100 SHS DENTSPLY INTL INC EFFECTIVE 05/23/2012 CUSIP # 249030107	0 00	43,105 59		41,822 00

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Couch Family Foundation
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BROWN BROTHERS HARRIMAN

STATEMENT OF ACCOUNT

Statement Period 01/01/12 through 12/31/12
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THE COUCH FAMILY FOUNDATION

Preliminary Transactions

TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
03/15/12 05/24/12	RECEIVED 258 SHS DIAGEO PLC-SPONSORED ADR EFFECTIVE 05/23/2012 CUSIP # 25243Q205	0.00	24,717 64		24,102 36
04/09/12 05/24/12	RECEIVED 1,775 SHS DIAGEO PLC-SPONSORED ADR EFFECTIVE 05/23/2012 CUSIP # 25243Q205	0 00	171,175 68		165,820 50
03/15/12 05/24/12	RECEIVED 1,083 SHS EBAY INC EFFECTIVE 05/23/2012 CUSIP # 278642103	0 00	40,070 78		42,973 44
04/09/12 05/24/12	RECEIVED 3,150 SHS EBAY INC EFFECTIVE 05/23/2012 CUSIP # 278642103	0.00	114,557 31		124,992 00
03/15/12 05/24/12	RECEIVED 50 SHS GOOGLE INC CL A EFFECTIVE 05/23/2012 CUSIP # 38259P508	0 00	30,988 00		30,473 00
04/09/12 05/24/12	RECEIVED 125 SHS GOOGLE INC CL A EFFECTIVE 05/23/2012 CUSIP # 38259P508	0.00	78,602 50		76,182 50
04/16/12 05/24/12	RECEIVED 28 SHS GOOGLE INC CL A EFFECTIVE 05/23/2012 CUSIP # 38259P508	0 00	16,994 00		17,064.88
05/02/12 05/24/12	RECEIVED 34 SHS GOOGLE INC CL A EFFECTIVE 05/23/2012 CUSIP # 38259P508	0.00	20,542.52		20,721.64
03/15/12 05/24/12	RECEIVED 300 SHS HENRY SCHEIN INC COM STK EFFECTIVE 05/23/2012 CUSIP # 806407102	0 00	22,738 98		22,368.00
04/09/12 05/24/12	RECEIVED 800 SHS HENRY SCHEIN INC COM STK EFFECTIVE 05/23/2012 CUSIP # 806407102	0 00	60,168 00		59,648 00
03/15/12 05/24/12	RECEIVED 400 SHS JOHNSON & JOHNSON EFFECTIVE 05/23/2012 CUSIP # 478160104	0 00	26,034.00		25,308.00

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BROWN BROTHERS HARRIMAN

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Statement Period 01/01/12 through 12/31/12
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THE COUCH FAMILY FOUNDATION

Preliminary Transactions

TRADE DATE/ SETTLE DATE/	DESCRIPTION	CASH	COST	GAIN/LOSS	IN KIND MARKET VALUE
04/09/12 05/24/12	RECEIVED 1,150 SHS JOHNSON & JOHNSON EFFECTIVE 05/23/2012 CUSIP # 478160104	0.00	74,911 00		72,760.50
05/18/12 05/24/12	RECEIVED 725 SHS LIBERTY INTERACTIVE A EFFECTIVE 05/23/2012 CUSIP # 53071M104	0 00	12,550 77		12,484 50
03/15/12 05/24/12	RECEIVED 442 SHS PEPSICO INC EFFECTIVE 05/23/2012 CUSIP # 713448108	0 00	28,239 69		30,056 00
04/09/12 05/24/12	RECEIVED 1,300 SHS PEPSICO INC EFFECTIVE 05/23/2012 CUSIP # 713448108	0 00	85,140 51		88 400 00
04/09/12 05/24/12	RECEIVED 2,600 SHS SOUTHWSTN ENERGY CO EFFECTIVE 05/23/2012 CUSIP # 845467109	0 00	75,244 00		76,934 00
03/15/12 05/24/12	RECEIVED 1,842 SHS U S BANCORP EFFECTIVE 05/23/2012 CUSIP # 902973304	0 00	57,470 40		57,267 78
04/09/12 05/24/12	RECEIVED 5,350 SHS U S BANCORP EFFECTIVE 05/23/2012 CUSIP # 902973304	0 00	166,344 88		166,331 50
03/15/12 05/24/12	RECEIVED 833 SHS WAL-MART STORES INC EFFECTIVE 05/23/2012 CUSIP # 931142103	0 00	50,788 01		53,795 14
04/09/12 05/24/12	RECEIVED 2,250 SHS WAL-MART STORES INC EFFECTIVE 05/23/2012 CUSIP # 931142103	0 00	135,562.05		145,305 00
05/18/12 05/24/12	RECEIVED 425 SHS WELLS FARGO & CO EFFECTIVE 05/23/2012 CUSIP # 949746101	0.00	13,264 63		13,489 50
08/10/09 10/03/12	RECEIVED .35 SHS LIBERTY VENTURES - RTS EFFECTIVE 09/12/2012 CAID 13082724 RTS ROUND UP CUSIP # 53071M112	0.00	0 00		4 52
	TOTAL CONTRIBUTIONS	0 00	3 998 739 47		4 029,651 41

TOTAL FMV