efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491102004043

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 01-01-2012 , and ending 12-31-2012

Name of foundation
RON & CAROL COPE CHARITABLE FUND

A Employer identification number
20-0634714

Number and street (or P O box number if mail is not delivered to street address) PO BOX 1746 | Room/suite

B Telephone number (see instructions)
(308) 237-5930

City or town, state, and ZIP code
KEARNEY, NE 68848

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)* ▶$ 5,291,332

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) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	700,000			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	60,941	60,941	60,941	
	4	Dividends and interest from securities	84,306	84,306	84,306	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	131,390			
	b	Gross sales price for all assets on line 6a 810,176				
	7	Capital gain net income (from Part IV, line 2)		14,353		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	14		14	
	12	**Total.** Add lines 1 through 11	976,651	159,600	145,261	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,805	1,354		451
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,569	2,488		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	21,632	21,632		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	26,006	25,474		451
	25	Contributions, gifts, grants paid	238,000			238,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	264,006	25,474		238,451
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	712,645			
	b	**Net investment income** (if negative, enter -0-)		134,126		
	c	**Adjusted net income** (if negative, enter -0-)			145,261	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	55,355	442,107	442,107
	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 page 15 of the 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)	454,814	454,814	483,014
	b	Investments—corporate stock (attach schedule)	1,870,465	1,847,032	2,276,923
	c	Investments—corporate bonds (attach schedule)	858,470	552,798	589,752
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	732,838	1,387,838	1,499,536
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,971,942	4,684,589	5,291,332
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	205,217	205,217	
	29	Retained earnings, accumulated income, endowment, or other funds	3,766,725	4,479,372	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,971,942	4,684,589	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,971,942	4,684,589	

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	3,971,942
2	Enter amount from Part I, line 27a	2	712,645
3	Other increases not included in line 2 (itemize) ▶	3	2
4	Add lines 1, 2, and 3	4	4,684,589
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	4,684,589

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				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	14,353
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	226,300	4,492,923	0 050368
2010	174,444	4,316,954	0 040409
2009	189,216	3,962,939	0 047746
2008	190,646	4,139,891	0 046051
2007	110,631	2,931,676	0 037736

2	**Total** of line 1, column (d).	2	0 222310
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	0 044462
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	4,567,692
5	Multiply line 4 by line 3.	5	203,089
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,341
7	Add lines 5 and 6.	7	204,430
8	Enter qualifying distributions from Part XII, line 4.	8	238,451

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 page 18 of the 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	1,341
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	1,341
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,341
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,080		
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	1,080
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	261
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶RACHELLE BRYANT Telephone no ▶(308) 237-5930

Located at ▶315 W 60TH ST SUITE 500 KEARNEY NE ZIP+4 ▶68845

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 |

		Line	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		No

See 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.

		Line	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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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**		No
	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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(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 Additional Data Table				

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

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 MUSEUM OF NEBRASKA ART - PROGRAM SUPPORT	107,743
2 ST JAMES CATHOLIC CHURCH - SPIRITUAL SUPPORT	49,218
3 CITY OF KEARNEY PUBLIC LIBRARY - PROGRAM SUPPORT	26,942
4 KEARNEY COMMUNITY THEATRE - PROGRAM SUPPORT	21,658

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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	4,445,884
b	Average of monthly cash balances	1b	191,367
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,637,251
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,637,251
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	69,559
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,567,692
6	**Minimum investment return.** Enter 5% of line 5	6	228,385

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	228,385
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,341		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,341
3	Distributable amount before adjustments Subtract line 2c from line 1			3	227,044
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	227,044
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	227,044

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	238,451
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	238,451
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,341
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	237,110

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				227,044
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			7,635	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 238,451				
a Applied to 2011, but not more than line 2a			7,635	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				227,044
e Remaining amount distributed out of corpus	3,772			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,772			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
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) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	3,772			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . . 3,772				

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 2012, enter the date of the ruling. . . . . . . ▶

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

Part XV **Supplementary Information (Complete this part only if the organization 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))

CAROL COPE

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

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number 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* See Additional Data Table				
Total . . . . ▶ 3a				238,000
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	60,941	
4 Dividends and interest from securities. . . .			14	84,306	
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			14	14,353	117,037
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a RECEIVED IN SETTLEMENTS			14	14	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				159,614	117,037

13 Total. Add line 12, columns (b), (d), and (e). 13 276,651

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2013-04-02	******
Signature of officer or trustee	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
RACHELLE BRYANT CPA	RACHELLE BRYANT CPA	2013-04-04		

Firm's name ▶	CONTRYMAN ASSOCIATES PC CPA'S	Firm's EIN ▶
Firm's address ▶	PO BOX 1746 KEARNEY, NE 688481746	Phone no (308) 237-5930

Form 990PF Part VIII Line 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
ALAN OLDFATHER 3310 W COTTONWOOD RD KEARNEY, NE 68845	PRESIDENT 2 00	0	0	0
SHERRY MORROW 713 W 29TH ST KEARNEY, NE 68845	SEC/TREAS 2 00	0	0	0
ALAN OLDFATHER 3310 W COTTONWOOD RD KEARNEY, NE 68845	PRESIDENT 2 00	0	0	0
SHERRY MORROW 713 W 29TH ST KEARNEY, NE 68845	SEC/TREAS 2 00	0	0	0
WILLIAM OLDFATHER PO BOX 1775 KEARNEY, NE 68845	VICE-PRESIDE 2 00	0	0	0

Form 990PF Part XV Line 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*				
UNIVERSITY OF NEBRASKA FO 214 WEST 39TH ST KEARNEY,NE 68845		PUBLIC	PROGRAM SUPPORT - NE ST SAFETY CENTE	19,278
ST JAMES CATHOLIC CHURCH 3801 AVE A KEARNEY,NE 68847		PUBLIC	SPIRITUAL SUPPORT	49,218
CITY OF KEARNEY PUBLIC LI 2020 1ST AVE KEARNEY,NE 68847		PUBLIC	PROGRAM SUPPORT	26,942
MUSEUM OF NEBRASKA ART 2401 CENTRAL AVE KEARNEY,NE 68847		PUBLIC	PROGRAM SUPPORT	107,743
KEARNEY COMMUNITY THEATRE 83 PLAZA DRIVE KEARNEY,NE 68845		PUBLIC	PROGRAM SUPPORT	21,658
FT KEARNEY AMERICAN RED C CROSS 520 W 48TH ST KEARNEY,NE 68845		PUBLIC	PROGRAM SUPPORT	13,161
Total . . . . ▶ **3a**				238,000

TY 2012 Accounting Fees Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,805	1,354		451

TY 2012 Compensation Explanation

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Person Name	Explanation
ALAN OLDFATHER	
SHERRY MORROW	
ALAN OLDFATHER	
SHERRY MORROW	
WILLIAM OLDFATHER	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ABBOTT LABS	2009-06	PURCHASE	2012-06		39,822	31,185			8,637	
ABBOTT LABS	2011-04	PURCHASE	2012-07		20,902	16,392			4,510	
ABBOTT LABS	2009-06	PURCHASE	2012-11		21,149	16,023			5,126	
AFFILIATED MANAGERS GROUP	2010-07	PURCHASE	2012-01		19,587	14,222			5,365	
ANHEUSER-BUSCH	2011-11	PURCHASE	2012-12		25,609	17,864			7,745	
APPLE INC	2008-10	PURCHASE	2012-03		28,113	5,457			22,656	
APPLE INC	2008-10	PURCHASE	2012-04		18,779	3,274			15,505	
BAKER HUGHES INC	2007-04	PURCHASE	2012-02		46,354	62,483			-16,129	
BRISTOL MYERS SQUIBB	2008-03	PURCHASE	2012-03		16,640	10,809			5,831	
CELGENE CORP 2 45% 10/15	2010-10	PURCHASE	2012-03		76,857	74,891			1,966	
CITIGROUP INC 50K 5 625%N NOTE	2004-06	PURCHASE	2012-08		50,000	51,084			-1,084	
CONOCOPHILLIPS	2010-04	PURCHASE	2012-04		44,011	34,980			9,031	
CVS/CAREMARK	2004-04	PURCHASE	2012-03		17,490	7,623			9,867	
EATON COP	2012-11	PURCHASE	2012-12		26	26				
HEWLETT PACKARD	2008-06	PURCHASE	2012-09		19,320	48,710			-29,390	
IBM CORP 50K 4 75% 11/12	2004-12	PURCHASE	2012-11		50,000	51,069			-1,069	
LOWES COMPANIES - 75K 5 6% 9/12	2009-02	PURCHASE	2012-09		75,000	78,624			-3,624	
NESTLE	2008-06	PURCHASE	2012-03		30,824	22,660			8,164	
PEARSON	2008-03	PURCHASE	2012-09		45,470	32,483			12,987	
PITNEY BOWES 50K 4 625% 10/12	2004-08	PURCHASE	2012-07		50,559	50,005			554	
TJX COS	2011-06	PURCHASE	2012-04		13,626	8,757			4,869	
UNION PACIFIC	2004-05	PURCHASE	2012-03		27,260	7,169			20,091	
VODAFONE GROUP	2005-01	PURCHASE	2012-03		20,879	23,383			-2,504	
WALT DISNEY	2006-01	PURCHASE	2012-03		15,035	8,536			6,499	
EATON	2012-06	PURCHASE	2012-12		22,511	1,077			21,434	

TY 2012 Investments Corporate Bonds Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS 4.875% NOTE	50,284	51,163
BELLSOUTH CORP 50K 5.2% 09/14	50,380	53,706
CELGENE CORP 75K 2.45% 10/15		
CITIGROUP INC 50K 5.625%N NOTE		
FIFTH THIRD BANKCORP 50K 3.625%	49,941	53,421
GENERAL ELEC CAP 25K 3.75% 11/14	24,901	26,362
GENERAL ELEC CAP 25K 5.45% 01/13	25,289	25,043
HEWLETT-PACKARD 50K 4.5% 03/13	50,941	50,267
IBM CORP 50K 4.75% 11/12		
LOWES COMPANIES 75K 5.6% 9/12		
PEPSI BOTTLING GP 50K 6.95% 03/14	49,897	53,764
PITNEY BOWES 50K 4.625% 10/12		
ROYAL BK OF SCOTLAND 50K 3.95% 09/15	49,896	53,092
TIME WARNER INC 50K 4.75%	49,471	57,460
UNITEDHEALTH GROUP 75K 3.875% 10/20	74,749	83,113
UTD TECHNOLOGIES 75K 4.875% 5/15	77,049	82,361

TY 2012 Investments Corporate Stock Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CORP	21,581	23,213
ABBOTT LABS		
AFFILIATED MANAGERS GROUP INC	23,794	51,669
AFLAC INC	19,024	26,560
ANHEUSER-BUSCH	25,294	39,422
APACHE CORP	96,419	80,463
APPLE INC	13,096	63,861
BAKER HUGHES INC		
BERKSHIRE HATHAWAY	13,632	15,249
BHP BILLITON LIMITED	50,653	43,131
BOEING CO	41,493	45,216
BRISTOL MYERS SQUIBB CO	44,210	65,180
CAPITAL ONE FINANCIAL CORP	26,182	39,103
CELANESE CORP	52,516	54,549
CHEVRON CORP	36,727	58,936
CISCO SYSTEMS INC	59,108	67,790
CME GROUP	38,419	35,722
COMCAST CORP	29,507	56,040
CONOCOPHILLIPS		
COOPER INDS LTD		
CVS/CAREMARK	18,934	43,999
DIAGEO PLC	15,138	25,065
EATON CORP	45,210	46,866
GILEAD SCIENCES INC	36,247	68,308
GOLDMAN SACHS GROUP INC	24,360	19,134
GOOGLE INC	37,610	45,980
HEWLETT PACKARD CO		
INTEL CORP	23,100	20,620
JOHNSON CONTROLS	36,796	31,743
JPMORGAN CHASE & CO	42,995	50,125

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCKESSON CORP	21,073	21,816
MICROSOFT CORP	34,707	34,723
MONSTER BEVERAGE	25,212	26,156
NESTLE	19,390	32,585
NOVARTIS AG	26,176	31,650
ORACLE CORPORATION	42,125	61,642
PEARSON PLC		
PG&E CORP	45,796	48,216
PLUM CREEK TIMBER CO INC	54,841	70,992
PROCTER & GAMBLE CO		
SCHLUMBERGER LTD	43,759	45,043
TARGET CORP	38,303	47,336
TEVA PHARMACEUTICALS	62,207	42,941
THERMO FISHER	36,039	51,024
TJX COS INC	63,029	72,590
TOTAL SA	20,761	24,186
UNION PACIFIC CORP	18,812	81,718
UNITEDHEALTH GROUP INC	38,275	48,816
US BANCORP	68,724	63,880
UTD PARCEL SERVICE	46,633	52,717
VANGUARD REIT VIPER	171,361	190,820
VODAFONE GROUP	60,250	50,380
WALT DISNEY CO	37,514	59,748

TY 2012 Investments Government Obligations Schedule

Name:	RON & CAROL COPE CHARITABLE FUND
EIN:	20-0634714
US Government Securities - End of Year Book Value:	254,796
US Government Securities - End of Year Fair Market Value:	262,490
State & Local Government Securities - End of Year Book Value:	200,018
State & Local Government Securities - End of Year Fair Market Value:	220,524

TY 2012 Investments - Other Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX INTL STOCK FD	AT COST	155,000	166,058
ISHARES TR EMERGING	AT COST	39,485	62,090
JP MORGAN MID-CAP VALUE	AT COST	95,000	116,385
OPPENHEIMBER DEV MRKTS	AT COST	125,000	138,072
PIMCO ENERGING LOCAL BD FD	AT COST	245,000	256,631
ROYCE PENNSYLVANIA	AT COST	23,000	39,939
T ROWE PRICE ST BOND FD	AT COST	155,353	156,345
T ROWE PRICE SMALL CAP	AT COST	70,000	69,347
THORNBURG INTL VALUE	AT COST	65,000	76,773
TWEEDY BROWNE FD GLOBAL	AT COST	65,000	64,915
WELLS FARGO ADV HI INC	AT COST	100,000	103,175
WELLS FARGO ADV CORE BD	AT COST	250,000	249,806

TY 2012 Other Expenses Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT MGMT FEES	21,632	21,632		
INVESTMENT EXPENSES				

TY 2012 Other Income Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECEIVED IN SETTLEMENTS	14		14

TY 2012 Other Increases Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Description	Amount
ROUNDING	2

TY 2012 Substantial Contributors Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Name	Address
CAROL COPE	4622 PARKLANE DR KEARNEY, NE 68847

TY 2012 Taxes Schedule

Name: RON & CAROL COPE CHARITABLE FUND

EIN: 20-0634714

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	2,488	2,488		
FEDERAL EXCISE TAXES - PRIOR YEA				
FEDERAL EXCISE TAXES - C/Y ESTIM	81			