



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

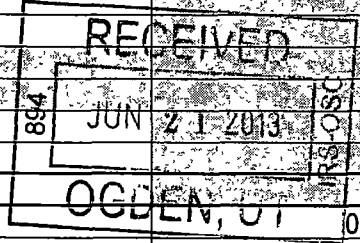
For calendar year 2012 or tax year beginning

, and ending

Name of foundation FERGUSON ELECTRIC FOUNDATION		A Employer identification number 20-1084040
Number and street (or P O box number if mail is not delivered to street address) 333 ELLICOTT STREET	Room/suite	B Telephone number (716) 852-2010
City or town, state, and ZIP code BUFFALO, NY 14203		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 478,747.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	105,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	163.	163.		STATEMENT 1
4 Dividends and interest from securities	6,783.	6,783.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<13,984.>			
b Gross sales price for all assets on line 6a	723,579.			
7 Capital gain net income (from Part IV, line 2)		0.		
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	97,962.	6,946.		
13 Compensation of officers, directors, trustees, etc	0.	0.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	1,100.	550.		550.
c Other professional fees	5,345.	5,345.		0.
17 Interest				
18 Taxes	171.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	100.	0.		100.
24 Total operating and administrative expenses. Add lines 13 through 23	6,716.	5,895.		650.
25 Contributions, gifts, grants paid	113,000.			113,000.
26 Total expenses and disbursements. Add lines 24 and 25	119,716.	5,895.		113,650.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<21,754.>			
b Net investment income (if negative, enter -0-)		1,051.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED JUN 25 2013



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 Savings and temporary cash investments	137,978.	87,504.	87,504.
	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			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 7	349,721.	378,441.	391,243.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)		487,699.	465,945.	478,747.
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 ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		487,699.	465,945.	
30 Total net assets or fund balances		487,699.	465,945.	
31 Total liabilities and net assets/fund balances		487,699.	465,945.	

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	487,699.
2 Enter amount from Part I, line 27a	2	<21,754.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	465,945.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	465,945.

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 PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 723,488.		737,563.	<14,075.>
b 91.			91.
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			<14,075.>
b			91.
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	<13,984.>
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	89,775.	497,926.	.180298
2010	86,550.	456,706.	.189509
2009	73,571.	395,759.	.185898
2008	104,901.	412,072.	.254570
2007	69,047.	438,407.	.157495

2 Total of line 1, column (d)	2	.967770
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	.193554
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	476,973.
5 Multiply line 4 by line 3	5	92,320.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11.
7 Add lines 5 and 6	7	92,331.
8 Enter qualifying distributions from Part XII, line 4 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.	8	113,650.

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

Table with 11 rows for excise tax calculations. Includes sub-sections 1a through 11. Total amount overpaid is 589.00, which is refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions 1a through 10 regarding political campaigns, expenditures, and substantial contributors. Includes 'N/A' and 'STMT 8' entries.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JEFFREY H. LATTIMER Telephone no. (716) 852-2010 Located at 333 ELLICOTT STREET, BUFFALO, NY ZIP+4 14203
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
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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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)? 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?
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(i)(3) or 4942(i)(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? 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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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? Yes 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? Yes No

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
PAUL C. REILLY 333 ELLICOTT STREET BUFFALO, NY 14203	PRESIDENT 2.00	0.	0.	0.
ANGELO A. VEANES 333 ELLICOTT STREET BUFFALO, NY 14203	VICE PRESIDENT 2.00	0.	0.	0.
JEFFREY H. LATTIMER 333 ELLICOTT STREET BUFFALO, NY 14203	SECRETARY & TREASURER 2.00	0.	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."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

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

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activity, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investment, Amount. Rows 1 and 2 contain 'N/A'. Row 3 contains 'All other program-related investments. See instructions.'

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	387,350.
b	Average of monthly cash balances	1b	96,887.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	484,237.
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	484,237.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,264.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	476,973.
6	Minimum investment return. Enter 5% of line 5	6	23,849.

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	23,849.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,838.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,838.
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	23,838.

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	113,650.
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	113,650.
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	11.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	113,639.

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				23,838.
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	47,757.			
b From 2008	84,645.			
c From 2009	53,841.			
d From 2010	64,598.			
e From 2011	65,450.			
f Total of lines 3a through e	316,291.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	113,650.			
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				23,838.
e Remaining amount distributed out of corpus	89,812.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	406,103.			
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	47,757.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	358,346.			
10 Analysis of line 9:				
a Excess from 2008	84,645.			
b Excess from 2009	53,841.			
c Excess from 2010	64,598.			
d Excess from 2011	65,450.			
e Excess from 2012	89,812.			

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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test - enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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:

JEFFREY H. LATTIMER, (716) 852-2010
333 ELLICOTT STREET, BUFFALO, NY 14203

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

WRITTEN REQUEST AND DESCRIPTION OF GRANT

c Any submission deadlines:

NONE

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

NONE

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				
AMERICAN CANCER SOCIETY 101 JOHN JAMES AUDUBON PKWY AMHERST, NY 14228	N/A	501(C)(3)	CHARITABLE	1,000.
AMERICAN DIABETES ASSOCIATION 315 ALBERTA DRIVE STE 102 BUFFALO, NY 14226	N/A	501(C)(3)	CHARITABLE	1,000.
BUFFALO CITY MISSION 100 EAST TUPPER STREET BUFFALO, NY 14203	N/A	501(C)(3)	CHARITABLE	1,500.
BUFFALO NIAGARA MEDICAL CAMPUS 640 ELLICOTT STREET BUFFALO, NY 14203	N/A	501(C)(3)	CHARITABLE	8,000.
CAMP GOOD DAYS & SPECIAL TIMES 6430 TRANSIT ROAD DEPEW, NY 14043	N/A	501(C)(3)	CHARITABLE	5,000.
Total	SEE CONTINUATION SHEET(S)			113,000.
b Approved for future payment				
NONE				
Total				0.

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

Employer identification number

FERGUSON ELECTRIC FOUNDATION

20-1084040

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 foundationCheck 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).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization FERGUSON ELECTRIC FOUNDATION	Employer identification number 20-1084040
---	---

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	FERGUSON ELECTRIC CONSTRUCTION CO, INC. 333 ELLICOTT STREET BUFFALO, NY 14203	\$ 78,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	FERGUSON ELECTRIC SERVICE CO., INC. 321 ELLICOTT STREET BUFFALO, NY 14203	\$ 26,250.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization FERGUSON ELECTRIC FOUNDATION	Employer identification number 20-1084040
---	---

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
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization FERGUSON ELECTRIC FOUNDATION	Employer identification number 20-1084040
---	---

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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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
CANISIUS COLLEGE 2001 MAIN STREET BUFFALO, NY 14208	N/A	501(C)(3)	CHARITABLE	3,000.
CATHOLIC CHARITIES 525 WASHINGTON STREET BUFFALO, NY 14203	N/A	501(C)(3)	CHARITABLE	2,500.
CHILDREN'S HOSPITAL OF BUFFALO FOUNDATION 219 BRYANT STREET BUFFALO, NY 14222	N/A	501(C)(3)	CHARITABLE	3,000.
CORNERSTONE MANOR 150 E. NORTH STREET BUFFALO, NY 14203	N/A	501(C)(3)	CHARITABLE	1,500.
CRADLE BEACH CAMP 8038 OLD LAKESHORE ROAD ANGOLA, NY 14006	N/A	501(C)(3)	CHARITABLE	2,000.
DONATE LIFE 701 BYRD STREET RICHMOND, VA 23219	N/A	501(C)(3)	CHARITABLE	1,000.
HARVEST HOUSE 1782 SENECA STREET BUFFALO, NY 14210	N/A	501(C)(3)	CHARITABLE	1,000.
HOSPICE FOUNDATION OF WESTERN NEW YORK 225 COMO PARK BLVD BUFFALO, NY 14227	N/A	501(C)(3)	CHARITABLE	2,000.
INTERCOMMUNITY MEMORIAL HOSPITAL FOUNDATION 521 EAST AVENUE LOCKPORT, NY 14094	N/A	501(C)(3)	CHARITABLE	1,000.
KALEIDA HEALTH FOUNDATION 1260 DELAWARE AVE BUFFALO, NY 14209	N/A	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				96,500.

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
KEVIN GUEST HOUSE 782 ELLICOTT STREET BUFFALO, NY 14203	N/A	501(C)(3)	CHARITABLE	1,500.
KIDS ESCAPING DRUGS 920 HARLEM ROAD PO BOX 643 WEST SENECA, NY 14224	N/A	501(C)(3)	CHARITABLE	500.
LEUKEMIA SOCIETY 4053 MAPLE ROAD AMHERST, NY 14226	N/A	501(C)(3)	CHARITABLE	1,000.
LOCKPORT MEMORIAL HOSPITAL FOUNDATION 521 EAST AVENUE LOCKPORT, NY 14094	N/A	501(C)(3)	CHARITABLE	1,000.
MEALS ON WHEELS 100 JAMES E CASEY DRIVE BUFFALO, NY 14206	N/A	501(C)(3)	CHARITABLE	1,000.
MULTIPLE SCLEROSIS SOCIETY 4245 UNION ROAD CHEEKTOWAGA, NY 14225	N/A	501(C)(3)	CHARITABLE	1,500.
MUSCULAR DYSTROPHY ASSOCIATION BUFFALO 5500 MAIN STREET BUFFALO, NY 14221	N/A	501(C)(3)	CHARITABLE	2,500.
NCCC FOUNDATION 3111 SAUNDERS SETTLEMENT ROAD SANBORN, NY 14132	N/A	501(C)(3)	CHARITABLE	5,000.
NEWFANE REHAB FOUNDATION 521 EAST AVENUE LOCKPORT, NY 14094	N/A	501(C)(3)	CHARITABLE	1,000.
NIAGARA UNIVERSITY 5795 LEWISTON ROAD NIAGARA UNIVERSITY, NY 14109	N/A	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

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
ROSWELL PARK ALLIANCE FOUNDATION ELM & CARLTON STREETS BUFFALO, NY 14263	N/A	501(C)(3)	CHARITABLE	10,000.
SALVATION ARMY 950 MAIN STREET BUFFALO, NY 14202	N/A	501(C)(3)	CHARITABLE	500.
SISTERS HOSPITAL FOUNDATION 2130 MAIN STREET BUFFALO, NY 14214	N/A	501(C)(3)	CHARITABLE	2,000.
ST MARY'S HOSPITAL FOUNDATION 5300 MILITARY ROAD LEWISTON, NY 14092	N/A	501(C)(3)	CHARITABLE	1,000.
ST. JOSEPHS CATHEDRAL 50 FRANKLIN STREET BUFFALO, NY 14202	N/A	501(C)(3)	CHARITABLE	500.
ST. LOUIS CHURCH 35 EDWARD STREET BUFFALO, NY 14202	N/A	501(C)(3)	CHARITABLE	500.
UNITED WAY OF BUFFALO & ERIE COUNTY 742 DELAWARE AVE BUFFALO, NY 14209	N/A	501(C)(3)	CHARITABLE	13,500.
UNITED WAY OF NIAGARA COUNTY 3000 MILITARY ROAD NIAGARA FALLS, NY 14304	N/A	501(C)(3)	CHARITABLE	3,000.
UNIVERSITY AT BUFFALO FOUNDATION P.O. BOX 900 BUFFALO, NY 14226	N/A	501(C)(3)	CHARITABLE	8,000.
YMCA BUFFALO NIAGARA 301 CAYUGA ROAD, SUITE 100 BUFFALO, NY 14225	N/A	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH INVESTMENTS	163.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	163.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH INVESTMENTS	6,874.	91.	6,783.
TOTAL TO FM 990-PF, PART I, LN 4	6,874.	91.	6,783.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,100.	550.		550.
TO FORM 990-PF, PG 1, LN 16B	1,100.	550.		550.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	5,345.	5,345.		0.
TO FORM 990-PF, PG 1, LN 16C	5,345.	5,345.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	171.	0.		0.
TO FORM 990-PF, PG 1, LN 18	171.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEE	100.	0.		100.
TO FORM 990-PF, PG 1, LN 23	100.	0.		100.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS-SEE ATTACHMENT	COST	361,591.	374,374.
ALTERNATIVE INVESTMENTS - SEE ATTACHMENT	COST	16,850.	16,869.
TOTAL TO FORM 990-PF, PART II, LINE 13		378,441.	391,243.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 8

NAME OF CONTRIBUTOR

ADDRESS

FERGUSON ELECTRIC CONSTRUCTION CO., 333 ELLICOTT STREET
INC.

BUFFALO, NY 14203

FERGUSON ELECTRIC SERVICE CO., INC. 321 ELLICOTT STREET
BUFFALO, NY 14203

MUTUAL FUNDS/CLOSED END FUNDS/JIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
FIRST TR ENERGY ALPHADEX FUND	698	13,478.38	19.8500	13,855.30	376.92	13,478	376	1.48 1.06
SYMBOL: FXN Equity 100% Initial Purchase: 08/14/12								
IQ HEDGE MULTI-STRAT TRACKER ETF	968	26,711.20	27.8100	26,920.08	208.88	26,711	208	300 1.11

THE FERGUSON ELECTRIC FOUNDATION
 EIN: 20-1084040

ATTACHMENT TO FORM 990-PF PART II, LINE 13
 Page 2 of 5



GI-M-Mod Aggr Found

Account Number: 816-02053

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	SYMBOL: QAI	Initial Purchase: 08/23/10	Quantity (continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
<i>Alternative Investments 100%</i>											
IQ HEDGE MACRO TRACKER ETF			376	10,358.80	27.3960	10,300.90	(57.90)	10,358	(57)	182	1.76
<i>Alternative Investments 100%</i>											
ISHARES MSCI EAFE INDEX FUND			389	21,803.45	56.8600	22,118.54	315.09	21,803	315	684	3.09
<i>Equity 100%</i>											
ISHARES BARCLAY 7-10 YR TREAS INDEX FUND			87	9,188.56	107.4900	9,351.63	163.07	9,188	163	168	1.78
<i>Fixed Income 100%</i>											
ISHARES MSCI EMERGING MKTS INDEX FUND			954	40,466.93	44.3500	42,309.90	1,842.97	40,466	1,842	710	1.67
<i>Equity 100%</i>											
ISHARES BARCLAYS TIPS 80 PROTECTED SECS FD			82	10,119.59	121.4100	9,955.62	(163.97)	10,119	(163)	221	2.21
<i>Fixed Income 100%</i>											
ISHARES IBOX\$ HIGH YIELD CORPORATE BOND FUND			103	9,388.81	93.3500	9,615.05	226.24	9,388	226	635	6.59
<i>Fixed Income 100%</i>											

GM-Mod Aggr Found

Account Number: 816-02053

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
<i>Fixed Income 100%</i>									
ISHARES TR FTSE NAREIT RETAIL CAPPED INDEX FD SYMBOL: RTL Initial Purchase: 01/27/12 Equity 100%	329	10,233.87	35.0805	11,541.48	1,307.61	10,233	1,307	374	3.23
ISHARES JP MORGAN EM BON SYMBOL: EMB Initial Purchase: 10/25/11 Fixed Income 100%	158	18,207.03	122.7900	19,400.82	1,193.79	18,207	1,193	810	4.17
MAINSTAY MARKETFIELD FUND CL I SYMBOL: MFLDX Initial Purchase: 06/12/12 Alternative Investments 100% .9690 Fractional Share	871	12,821.12	15.8400	13,796.64	975.52	12,821	975		
PIMCO UNCONSTRAINED BOND FUND CL P SYMBOL: PUCPX Initial Purchase: 06/04/12 Alternative Investments 100% .9810 Fractional Share	771	8,735.43	11.4800	8,851.08	115.65	8,735	115	132	1.48
SPDR BARCLAYS INTL TREASURY BOND ETF SYMBOL: BWX Initial Purchase: 10/28/10 Fixed Income 100%	152	9,342.95	61.0100	9,273.52	(69.43)	9,342	(69)	188	2.02
SPDR DB INTL GOV INFL SYMBOL: WIP Initial Purchase: 01/27/12 Fixed Income 100%	155	9,162.85	63.5400	9,848.70	685.85	9,162	685	244	2.47

THE FERGUSON ELECTRIC FOUNDATION
 EIN: 20-1084040

ATTACHMENT TO FORM 990-PF PART II, LINE 13
 Page 4 of 5



GIM-Mid Aggr Found

Account Number: 816-02053

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SPDR DJ WILSHIRE GLOBAL REAL ESTATE SYMBOL: RWO Equity 100% Initial Purchase: 01/27/12	492	19,397.12	42.1234	20,724.71	1,327.59	19,397	1,327	823 3.96
SPDR GOLD TRUST SYMBOL: GLD Alternative Investments 100% Initial Purchase: 11/11/11	110	18,680.00	162.0204	17,822.25	(857.75)	18,680	(957)	
STANDARD&POORS DEP RCPT SYMBOL: SPY Equity 100% Initial Purchase: 07/05/11	567	77,864.09	142.4100	80,746.47	2,882.38	77,864	2,882	1,760 2.17
VANGUARD MSCI EUROPE PACIFIC ETF SYMBOL: VEA Equity 100% Initial Purchase: 07/02/12	805	26,439.52	35.2300	28,360.15	1,920.63	26,439	1,920	1,111 3.91
VANGUARD INTRMEDIATE-TERM CORPORATE BOND SYMBOL: VCI Fixed Income 100% Initial Purchase: 01/27/12	109	9,165.44	87.6600	9,554.94	389.50	9,165	389	310 3.24

THE FERGUSON ELECTRIC FOUNDATION
 EIN: 20-1084040

ATTACHMENT TO FORM 990-PF PART II, LINE 13
 Page 5 of 5

GM-Mod Aggr Found

Account Number: 816-02053

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
TOTAL		361,590.51		374,374.39	12,783.88		12,777	8,801	2.35

ALTERNATIVE INVESTMENTS

Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Current Income	Current Yield%
ELEMENTS - ROGERS TR SV-4126-81 - ROGRTR DUE OCTOBER 24, 2022	08/14/12	1.957	8.6100	16,849.77	8.6200	16,869.34	19.57		
TOTAL				16,849.77		16,869.34	19.57		