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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 MARSHALL AND ELLEN PETERS FAMILY FOUNDATION		A Employer identification number 20-3708101	
Number and street (or P O box number if mail is not delivered to street address) PO DRAWER 913		B Telephone number (see instructions) (979) 260-6063	
City or town, state, and ZIP code BRYAN, TX 77805		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) <input checked="" type="checkbox"/> \$ 909,810	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <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) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	21,552	21,552		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	705			
	b Gross sales price for all assets on line 6a _____ 155,473				
	7 Capital gain net income (from Part IV , line 2)		705		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	22,257	22,257		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,762	0		1,762
	c Other professional fees (attach schedule)	9,761	7,321		2,440
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5	5		0
	24 Total operating and administrative expenses. Add lines 13 through 23	11,528	7,326		4,202
	25 Contributions, gifts, grants paid	40,824			40,824
	26 Total expenses and disbursements. Add lines 24 and 25	52,352	7,326		45,026
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-30,095			
	b Net investment income (if negative, enter -0-)		14,931		
	c Adjusted net income (if negative, enter -0-)				

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	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	34,723	35,422	35,422
	3	Accounts receivable ▶ <u>2,787</u>			
		Less allowance for doubtful accounts ▶ _____	900	2,787	2,787
	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)			
	b	Investments—corporate stock (attach schedule)	120,675	92,755	112,956
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	749,452	743,237	758,645	
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)	905,750	874,201	909,810	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	998,532	997,078	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-92,782	-122,877	
	30	Total net assets or fund balances (see page 17 of the instructions)	905,750	874,201	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	905,750	874,201	

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)	1 905,750
2	Enter amount from Part I, line 27a	2 -30,095
3	Other increases not included in line 2 (itemize) ▶ _____	3 409
4	Add lines 1, 2, and 3	4 876,064
5	Decreases not included in line 2 (itemize) ▶ _____	5 1,863
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 874,201

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	See Additional Data Table			
b				
c				
d				
e				

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

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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	2	705
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		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	42,231	913,332	0 046238
2010	37,551	857,652	0 043783
2009	48,393	748,553	0 064649
2008	56,899	985,711	0 057724
2007	35,016	1,116,991	0 031349

2 Total of line 1, column (d).	2	0 243743
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 048749
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	892,633
5 Multiply line 4 by line 3.	5	43,515
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	149
7 Add lines 5 and 6.	7	43,664
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	45,026

Part VIExcise 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 <input type="checkbox"/> and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	149	
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	149	
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	149	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	800		
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	800	
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	651	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/>	651	Refunded <input checked="" type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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		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		No
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) <input checked="" type="checkbox"/> TX			
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		No

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).	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 ▶N/A				
14	The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(979) 776-3267 Located at ▶PO DRAWER 913 BRYAN TX ZIP +4 ▶77805			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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.			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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
M BOOKMAN PETERS	DIRECTOR	0	0	0
PO BOX 4744	0 00			
BRYAN, TX 778054744				
MERVIN D PETERS	DIRECTOR	0	0	0
810 LEE HOLLOW DRIVE	0 00			
BRYAN, TX 77802				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the 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	869,164
b	Average of monthly cash balances.	1b	37,062
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	906,226
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	906,226
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	13,593
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	892,633
6	Minimum investment return. Enter 5% of line 5.	6	44,632

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	44,632
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	149
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	149
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	44,483
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	44,483
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	44,483

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	45,026
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	45,026
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	149
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	44,877
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				44,483
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			40,824	
b Total for prior years 20__, 20__, 20__		0		
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.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 45,026				
a Applied to 2011, but not more than line 2a			40,824	
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.				4,202
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				40,281
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
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. . . .				

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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	(d) 2009		
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 XVSupplementary 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))

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 or e-mail of the person to whom applications should be addressed

WELLS FARGO BANK TRUST DEPARTMENT
PO DRAWER 913
BRYAN, TX 77805
(979) 776-3267

b

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

ORGANIZATIONS ARE TO SUBMIT REQUESTS ON TRUST DEPARTMENT'S GRANT APPLICATION

c

Any submission deadlines

JULY 31 OF EACH YEAR

d

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

RESTRICTED TO CHARITABLE ORGANIZATIONS IN BRAZOS COUNTY, TX OR ANY CHURCHES OR AGENCIES OF THE PRESBYTERIAN CHURCH USA INCLUDING THOSE LOCATED IN BRAZOS OR GRIMES COUNTY, TX AND WHICH QUALIFY AS AN ORGANIZATION IN SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	40,824
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	21,552	
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			18	705	
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		22,257	0
13	Total. Add line 12, columns (b), (d), and (e).			13		22,257

[illegible]

<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash.</p> <p>(2) Other assets.</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization.</p> <p>(2) Purchases of assets from a noncharitable exempt organization.</p> <p>(3) Rental of facilities, equipment, or other assets.</p> <p>(4) Reimbursement arrangements.</p> <p>(5) Loans or loan guarantees.</p> <p>(6) Performance of services or membership or fundraising solicitations.</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.</p> <p>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</p>		Yes	No
1a(1)			No
1a(2)			No
1b(1)			No
1b(2)			No
1b(3)			No
1b(4)			No
1b(5)			No
1b(6)			No
1c			No

[illegible]

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.		
	<div style="border-bottom: 1px solid black; display: flex; justify-content: space-between;"> ***** 2013-07-22 </div>		<div style="border-bottom: 1px solid black; display: flex; justify-content: space-between;"> ***** </div>
	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 <input checked="checked" type="checkbox"/>	PTIN P00163299
	JAMES D INGRAM IV	JAMES D INGRAM IV			
	Firm's name <input type="checkbox"/>	Ingram Wallis & Company PC		Firm's EIN <input type="checkbox"/> 74-2073801	
		2100 East Villa Maria Rd Ste 100			
	Firm's address <input type="checkbox"/>	Bryan, TX 77802		Phone no (979) 776-2600	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AFLAC		2006-08-29	2012-05-09
AFLAC		2006-08-29	2012-12-20
ABBOTT LABORATORIES		2006-10-27	2012-05-09
ABBOTT LABORATORIES		2006-10-27	2012-06-07
ABBOTT LABORATORIES		2006-10-27	2012-07-05
ABBOTT LABORATORIES		2006-10-27	2012-11-07
AFFILIATED MANAGERS GROUP		2010-10-12	2012-01-24
AFFILIATED MANAGERS GROUP		2010-10-12	2012-05-09
AFFILIATED MANAGERS GROUP		2010-10-12	2012-08-09
AFFILIATED MANAGERS GROUP		2011-10-12	2012-12-20
ANHEUSER-BUSCH INBEV		2011-12-01	2012-05-09
ANHEUSER-BUSCH INBEV		2011-12-01	2012-07-05
ANHEUSER-BUSCH INBEV		2011-09-02	2012-08-09
ANHEUSER-BUSCH INBEV		2011-09-02	2012-11-16
APACHE CORP		2011-05-12	2012-08-09
APPLE COMPUTER		2011-05-12	2012-04-11
APPLE COMPUTER		2011-05-12	2012-12-20
BAKER HUGHES		2011-05-12	2012-05-09
BERSHIRE HATHAWAY		2011-05-12	2012-08-09
BHP BILLITON LIMITED		2010-12-17	2012-05-09
BOEING		2011-05-12	2012-05-09
BOEING		2011-03-17	2012-08-09
CVS/CAREMARK CORP		2006-10-27	2012-03-12
CVS/CAREMARK CORP		2006-10-27	2012-08-09
CAPITAL ONE FINANCIAL		2011-05-12	2012-05-09
CAPITAL ONE FINANCIAL		2011-05-12	2012-08-09
CELANESE CORP		2011-06-13	2012-05-09
CELANESE CORP		2011-06-13	2012-08-09
CHEVRON CORP		2006-08-29	2012-08-09
CISCO SYSTEMS		2011-05-12	2012-05-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CISCO SYSTEMS		2011-05-12	2012-08-09
COMCAST CORP		2006-08-29	2012-08-09
COMCAST CORP		2006-08-29	2012-08-16
CONOCOPHILLIPS		2011-05-12	2012-04-16
CREDIT SUISSE COMM		2011-08-11	2012-08-09
DIAGEO PLC		2010-12-17	2012-05-09
DIAGEO PLC		2010-12-17	2012-11-16
DIAMOND HILL LONG-SHORT FD		2012-08-13	2012-12-20
WALT DISNEY		2006-08-29	2012-05-09
WALT DISNEY		2006-08-29	2012-08-09
WALT DISNEY		2006-08-29	2012-08-16
DREYFUS EMG MKT DEBT LOC		2011-05-16	2012-12-20
E M C CORP MASS		2011-05-12	2012-05-09
E M C CORP MASS		2011-05-12	2012-08-09
GILEAD SCIENCES		2011-12-08	2012-08-09
GILEAD SCIENCES		2011-12-08	2012-09-25
GOLDMAN SACHS GROUP		2010-12-17	2012-08-09
HEWLETT PACKARD		2011-05-12	2012-08-09
HEWLETT PACKARD		2011-05-12	2012-08-31
HUSSMAN STRATEGIC GROWTH FUND		2010-06-25	2012-08-09
INTEL CORP		2006-08-29	2012-05-09
ISHARES S&P 500 INDEX FUND		2011-05-12	2012-05-09
ISHARES S&P 500 INDEX FUND		2011-05-12	2012-08-09
ISHARES S&P 500 INDEX FUND		2011-05-12	2012-12-20
ISHARES MSCI EAFE		2011-05-12	2012-08-09
ISHARES MSCI EAFE		2011-05-12	2012-11-16
ISHARES MSCI EAFE		2011-05-12	2012-12-20
ISHARES S&P MISCAP 400 GROWTH		2011-05-12	2012-12-20
ISHARES S&P MIDCAP 400 VALUE		2011-05-12	2012-05-09
ISHARES S&P MIDCAP 400 VALUE		2011-05-12	2012-12-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2012-05-09
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2012-08-09
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2012-11-16
ISHARES TR SMALLCAP 600 INDEX FD		2011-05-12	2012-12-20
JPMORGAN CHASE		2011-10-12	2012-05-09
JPMORGAN CHASE		2011-10-12	2012-08-09
JPMORGAN CHASE		2009-02-03	2012-08-09
JOHNSON CONTROLS		2011-07-08	2012-08-09
LAUDUS MONDRIAN INTL		2011-05-16	2012-08-09
MERGER FD SH BEN INT		2011-05-16	2012-08-09
MICROSOFT		2006-08-29	2012-05-09
NESTLE SA		2011-05-12	2012-05-09
NESTLE SA		2010-12-17	2012-08-09
NOVARTIS AG		2011-05-12	2012-05-09
NOVARTIS AG		2011-05-12	2012-12-20
ORACLE CORP		2010-06-25	2012-05-09
ORACLE CORP		2010-06-25	2012-08-09
PIMCO FOREIGN BD FD		2011-08-11	2012-08-09
RIDGEWORTH SEIX HY BD		2011-05-16	2012-11-16
RIDGEWORTH SEIX HY BD		2011-05-16	2012-12-20
SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-12	2012-08-09
SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-12	2012-11-16
SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-12	2012-12-20
TJX COS		2011-06-29	2012-04-11
TJX COS		2011-06-29	2012-08-09
TARGET		2006-08-29	2012-05-09
TARGET		2006-08-29	2012-08-09
TEVA PHARMACEUTICALS		2010-06-25	2012-05-09
TEVA PHARMACEUTICALS		2010-06-25	2012-08-09
THERMO FISHER SCIENTIFIC		2007-11-01	2012-05-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
THERMO FISHER SCIENTIFIC		2007-11-01	2012-08-09
3M CO		2010-12-17	2012-05-09
3M CO		2010-12-17	2012-08-09
US BANCORP DEL NEW		2011-05-12	2012-05-09
US BANCORP DEL NEW		2011-05-12	2012-08-09
UNION PACIFIC		2010-06-25	2012-05-09
UNION PACIFIC		2010-06-25	2012-08-09
UNION PACIFIC		2010-06-25	2012-12-20
UNITED PARCEL SERVICE		2011-08-12	2012-05-09
UNITED PARCEL SERVICE		2011-08-12	2012-08-09
UNITEDHEALTH GROUP		2010-06-25	2012-05-09
UNITEDHEALTH GROUP		2010-06-25	2012-08-09
VANGUARD INTERMEDIATE TERM B		2012-05-09	2012-08-09
VANGUARD INTERMEDIATE TERM B		2012-11-16	2012-12-20
VANGUARD BD INDEX FD		2012-05-09	2012-08-09
VANGUARD BD INDEX FD		2012-11-16	2012-12-20
VANGUARD EMERGING MARKETS ETF		2011-05-12	2012-11-16
VANGUARD EMERGING MARKETS ETF		2011-05-12	2012-12-20
VANGUARD REIT VIPER		2011-05-12	2012-05-09
VANGUARD REIT VIPER		2010-06-25	2012-05-09
VANGUARD REIT VIPER		2010-06-25	2012-08-09
VANGUARD REIT VIPER		2012-11-16	2012-12-20
VODAFONE GROUP PLC		2006-08-29	2012-05-09
COOPER INDUSTRIES PLC NEW IRELAND		2010-06-25	2012-08-09
COOPER INDUSTRIES PLC NEW IRELAND		2010-06-25	2012-11-30
EATON CORP		2012-11-30	2012-12-17
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
642		668	-26
490		401	89
619		478	141
614		478	136
1,685		1,242	443
1,874		1,385	489
1,115		931	184
621		508	113
117		85	32
526		350	176
713		598	115
549		419	130
164		114	50
908		599	309
176		246	-70
2,500		1,385	1,115
524		346	178
2,424		4,211	-1,787
169		162	7
546		713	-167
667		715	-48
149		148	1
1,588		1,042	546
182		119	63
589		583	6
112		106	6
484		509	-25
120		139	-19
447		262	185
685		628	57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
124		119	5
481		328	153
273		187	86
2,366		2,284	82
2,902		3,188	-286
794		587	207
459		293	166
1,476		1,409	67
670		431	239
201		115	86
251		144	107
914		886	28
591		609	-18
108		111	-3
510		351	159
405		234	171
514		822	-308
369		777	-408
978		2,339	-1,361
14,064		16,889	-2,825
754		547	207
2,577		2,572	5
1,549		1,489	60
1,590		1,489	101
4,395		5,233	-838
7,195		8,495	-1,300
3,294		3,570	-276
1,730		1,699	31
5,681		5,977	-296
1,689		1,646	43

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,449		5,590	-141
743		745	-2
1,073		1,118	-45
1,800		1,714	86
817		668	149
37		33	4
74		48	26
128		211	-83
8,643		8,906	-263
748		762	-14
666		569	97
471		495	-24
126		116	10
477		550	-73
509		489	20
580		481	99
125		92	33
8,834		8,517	317
2,435		2,507	-72
1,384		1,386	-2
1,888		1,975	-87
1,978		2,015	-37
1,114		1,048	66
1,741		1,146	595
135		78	57
773		679	94
126		97	29
692		839	-147
121		157	-36
638		698	-60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
114		117	-3
693		691	2
92		86	6
812		659	153
131		101	30
559		361	198
243		145	98
503		289	214
616		523	93
151		131	20
826		449	377
105		60	45
2,672		2,651	21
1,167		1,177	-10
2,433		2,436	-3
2,191		2,198	-7
3,190		3,819	-629
2,367		2,610	-243
2,873		2,687	186
1,828		1,365	463
1,709		1,249	460
929		870	59
550		431	119
367		234	133
2,143		1,262	881
48		48	0
933			933

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-26
			89
			141
			136
			443
			489
			184
			113
			32
			176
			115
			130
			50
			309
			-70
			1,115
			178
			-1,787
			7
			-167
			-48
			1
			546
			63
			6
			6
			-25
			-19
			185
			57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5
			153
			86
			82
			-286
			207
			166
			67
			239
			86
			107
			28
			-18
			-3
			159
			171
			-308
			-408
			-1,361
			-2,825
			207
			5
			60
			101
			-838
			-1,300
			-276
			31
			-296
			43


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-141
			-2
			-45
			86
			149
			4
			26
			-83
			-263
			-14
			97
			-24
			10
			-73
			20
			99
			33
			317
			-72
			-2
			-87
			-37
			66
			595
			57
			94
			29
			-147
			-36
			-60

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3
			2
			6
			153
			30
			198
			98
			214
			93
			20
			377
			45
			21
			-10
			-3
			-7
			-629
			-243
			186
			463
			460
			59
			119
			133
			881
			0
			933

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRAZOS VALLEY FOOD BANK 1514 SHILOH AVE BRYAN,TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	1,750
HEALTH FOR ALL INC 1328A MEMORIAL DR BRYAN,TX 77802	N/A	CHARITY	FOR CHARITABLE PURPOSES	6,574
VOICES FOR CHILDREN 115 NORTH MAIN STREET BRYAN,TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	10,000
BRAZOS VALLEY MUSEUM 3232 BRIARCREST DRIVE BRYAN,TX 77802	N/A	CHARITY	FOR CHARITABLE PURPOSES	12,500
HOSPICE BRAZOS VALLEY 502 W 26TH STREET BRYAN,TX 77803	N/A	CHARITY	FOR CHARITABLE PURPOSES	10,000
Total  3a				40,824

TY 2012 Accounting Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,762	0		1,762

TY 2012 Investments Corporate
Stock Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION
EIN: 20-3708101

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO.	2,504	2,693
AFFILIATED MANAGERS GROUP	1,961	2,993
AFLAC INC	1,872	2,231
ANHEUSER BUSCH	1,797	2,885
APACHE CORP	3,697	2,669
APPLE INC	3,462	5,322
BERKSHIRE HATHAWAY	3,454	3,947
BHP BILLITON LIMITED	2,408	2,117
BOEING	1,921	2,110
CAPITAL ONE FINANCIAL	2,225	2,433
CELANESE CORP	1,832	1,915
CHEVRON CORP	2,293	3,785
CISCO SYSTEMS	2,994	3,596
CME GROUP INC	2,636	2,483
COMCAST CORP CLASS A	2,129	3,400
CVS/CAREMARK CORP	1,637	2,659
DIAGEO PLC	1,614	2,565
E M C CORP	2,326	2,125
EATON CORP	2,067	2,167
GILEAD SCIENCES	1,403	2,644
GOLDMAN SACHS GROUP	2,316	1,913
GOOGLE INC	2,323	2,830
INTEL CORP	2,013	2,124
JOHNSON CONTROLS	3,153	2,576
JP MORGAN CHASE	1,986	3,605
MCKESSON CORP	2,370	2,424
MICROSOFT CORP	1,965	2,030
NESTLE S.A.	2,376	2,672
NOVARTIS AG	1,406	1,456
ORACLE CORP.	1,808	2,632

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD	2,849	2,633
TARGET CORP	2,450	3,018
TEVA PHARMACEUTICALS	2,832	2,016
THERMO FISHER SCIENTIFIC INC	2,386	2,615
TJX COS	1,484	2,420
TOTAL S.A.	2,212	2,548
UNION PACIFIC CORP	2,241	3,897
UNITED PARCEL SERVICE	1,829	2,064
UNITEDHEALTH GROUP	1,526	2,766
US BANCORP DEL NEW	1,419	2,779
VODAFONE GROUP PLC NEW	1,507	1,763
WALT DISNEY CO	2,072	3,436

TY 2012 Investments - Other Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CREDIT SUISSE COMMODITY RT	AT COST	48,756	43,407
DIAMOND HILL LONG-SHORT FUND	AT COST	30,537	35,516
DREYFUS EMERGING MARKETS DEBT LOCAL	AT COST	43,484	45,021
GATEWAY FUND	AT COST	21,973	21,757
HUSSMAN STRATEGIC GROWTH FUND	AT COST	24,351	21,513
ISHARES CORE S&P 500 ETF	AT COST	34,923	36,930
ISHARES CORE SMALLCAP ETF	AT COST	51,866	56,623
ISHARES MSCI EAFE	AT COST	113,572	107,067
ISHARES S&P MIDCAP 400 GROWTH	AT COST	29,820	30,891
ISHARES S&P MIDCAP 400 VALUE	AT COST	23,761	25,384
LAUDUS MONDRIAN INT'L FIXED	AT COST	7,986	7,682
MERGER FD SH BEN INT	AT COST	17,844	17,469
PIMCO FOREIGN BOND FUND	AT COST	7,569	7,691
RIDGEWORTH SEIX HIGH YIELD BOND FD	AT COST	44,774	45,051
SPDR DJ WILSHIRE INTERNATIONAL REAL	AT COST	31,440	35,768
VANGUARD INTERMEDIATE TERM B	AT COST	35,871	37,506
VANGUARD MSCI EMERGING MARKETS ETF	AT COST	78,559	77,928
VANGUARD REIT VIPER	AT COST	26,296	35,466
VANGUARD SHORT TERM BOND ETF	AT COST	69,855	69,975

TY 2012 Other Decreases Schedule**Name:** MARSHALL AND ELLEN PETERS FAMILY FOUNDATION**EIN:** 20-3708101

Description	Amount
2011 FORM 990-PF TAX PAYMENT	669
2012 FORM 990-PF ESTIMATED TAX PAYMENT	800
BASIS ADJUSTMENT	394

TY 2012 Other Expenses Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS ADR FEES	5	5		0

TY 2012 Other Increases Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Description	Amount
NONTAXABLE DIVIDEND/RETURN OF CAPITAL	409

TY 2012 Other Professional Fees Schedule

Name: MARSHALL AND ELLEN PETERS FAMILY FOUNDATION

EIN: 20-3708101

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	9,761	7,321		2,440