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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

, and ending

Name of foundation BERNICE BARBOUR FOUNDATION, INC.		A Employer identification number 22-2779967
Number and street (or P.O. box number if mail is not delivered to street address) 12230 FOREST HILL BOULEVARD	Room/suite 110-RR	B Telephone number 561-791-0861
City or town, state, and ZIP code WELLINGTON, FL 33414		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 20,031,854.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		573,131.	573,131.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		506,763.			
b Gross sales price for all assets on line 6a 3,546,330.					
7 Capital gain net income (from Part IV, line 2)			506,763.		
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		1,079,894.	1,079,894.		
13 Compensation of officers, directors, trustees, etc.		213,770.	70,308.		70,308.
14 Other employee salaries and wages		68,078.	0.		34,039.
15 Pension plans, employee benefits		7,244.	0.		3,622.
16a Legal fees					
b Accounting fees STMT 2		14,405.	0.		5,760.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		28,964.	0.		7,108.
19 Depreciation and depletion		1,935.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		39,912.	0.		0.
22 Printing and publications					
23 Other expenses STMT 4		207,126.	136,843.		6,630.
24 Total operating and administrative expenses. Add lines 13 through 23		581,434.	207,151.		127,467.
25 Contributions, gifts, grants paid		729,600.			729,600.
26 Total expenses and disbursements. Add lines 24 and 25		1,311,034.	207,151.		857,067.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		-231,140.			
b Net investment income (if negative, enter -0-)			872,743.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)P
6

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	38,776.	124,885.	124,885.
	2 Savings and temporary cash investments	135,293.	510,908.	510,908.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	7,647,501.	7,224,551.	9,157,792.
	c Investments - corporate bonds STMT 8	6,337,400.	5,995,892.	6,379,906.
Liabilities	11 Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	3,915,622.	3,501,692.	3,856,835.
	14 Land, buildings, and equipment: basis 35,524.			
	Less: accumulated depreciation 33,996.	2,060.	1,528.	1,528.
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers)	18,076,652.	17,359,456.	20,031,854.
	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 and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	10,000,000.	10,000,000.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	9,562,773.	9,562,773.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,486,121.	-2,203,317.	
	30 Total net assets or fund balances	18,076,652.	17,359,456.	
	31 Total liabilities and net assets/fund balances	18,076,652.	17,359,456.	

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	18,076,652.
2 Enter amount from Part I, line 27a	2	-231,140.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	77,805.
4 Add lines 1, 2, and 3	4	17,923,317.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	563,861.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,359,456.

Form 990-PF (2012)

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 3,546,330.		3,515,483.	506,763.

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			506,763.

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	506,763.
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	719,990.	19,885,085.	.036208
2010	733,612.	19,115,928.	.038377
2009	946,089.	17,423,333.	.054300
2008	974,338.	20,194,571.	.048248
2007	1,296,954.	23,355,097.	.055532

2 Total of line 1, column (d)	2	.232665
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	.046533
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	19,843,926.
5 Multiply line 4 by line 3	5	923,397.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,727.
7 Add lines 5 and 6	7	932,124.
8 Enter qualifying distributions from Part XII, line 4	8	857,067.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	17,455.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	17,455.
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	17,455.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	13,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	20,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,545.	
11 Enter the amount of line 10 to be credited to 2013 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NJ		
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		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.BERNICEBARBOUR.ORG	13	X	
14	The books are in care of ► THE FOUNDATION Telephone no ► 561-791-0861 Located at ► 12230 FOREST HILL BOULEVARD, WELLINGTON, FL ZIP+4 ► 33414			
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 ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

Form 990-PF (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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		213,770.	5,093.	26,739.

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

Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form 990-PF (2012)

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	18,501,053.
b	Average of monthly cash balances	1b	276,243.
c	Fair market value of all other assets	1c	1,368,822.
d	Total (add lines 1a, b, and c)	1d	20,146,118.
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	20,146,118.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	302,192.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,843,926.
6	Minimum investment return. Enter 5% of line 5	6	992,196.

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	992,196.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	17,455.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	17,455.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	974,741.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	974,741.
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	974,741.

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	857,067.
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	857,067.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	857,067.

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.

Form 990-PF (2012)

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				974,741.
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				
b From 2008				
c From 2009				6,130.
d From 2010				
e From 2011				
f Total of lines 3a through e	6,130.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 857,067.				
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				857,067.
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))	6,130.			6,130.
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 instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				111,544.
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	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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE LISTING ATTACHED	NONE			729,600.
Total			3a	729,600.
b Approved for future payment				
NONE				
Total			3b	0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

► **PRESIDENT**

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐
self-employed

PTIN

RICK UPCHURCH

06/05/13

P00287568

Firm's name ► GRAMKOW CARNEVALE SEIFERT & CO., LLC

Firm's EIN ► 22-3767827

Firm's address ► TWO FOREST AVENUE
ORADELL, NJ 07649

Phone no (201) 599-0008

Form **990-PF** (2012)

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	RRE VENTURES II			
c	RRE VENTURES III			
d	GLENMEDE PRIVATE EQUITY FUNDS			
e	US COMMODITY INDEX FUND L.P.			
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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	3,483,330.	3,515,483.	-32,153.
b			11,634.
c			419,862.
d			40,061.
e			4,359.
f	63,000.		63,000.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-32,153.
b			11,634.
c			419,862.
d			40,061.
e			4,359.
f			63,000.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	506,763.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GM PRIVATE EQUITY FUNDS	23,195.	0.	23,195.
INVESTMENT ACCOUNTS	612,510.	63,000.	549,510.
RRE VENTURES L.P.	412.	0.	412.
US COMMODITY INDEX FUND	14.	0.	14.
TOTAL TO FM 990-PF, PART I, LN 4	636,131.	63,000.	573,131.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GRAMKOW CARNEVALE SEIFERT & CO.	14,405.	0.		5,760.	
TO FORM 990-PF, PG 1, LN 16B	14,405.	0.		5,760.	

FORM 990-PF	TAXES		STATEMENT		3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAX EXPENSE	14,217.	0.		7,108.	
FEDERAL INCOME TAX PAID	14,747.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	28,964.	0.		7,108.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	15,460.	0.		0.	
OFFICE & SUPPLIES	4,363.	0.		0.	
POSTAGE/DELIVERY	3,479.	0.		3,479.	
TELEPHONE	3,151.	0.		3,151.	
ASSET MANAGERS' FEES	52,846.	52,846.		0.	
GLENMEDE FEES	69,829.	69,829.		0.	
DATA PROCESSING & SUPPORT	2,461.	0.		0.	
RENT & STORAGE	5,405.	0.		0.	
INVESTMENT EXPENSES	8,345.	0.		0.	
DUES	1,773.	0.		0.	
EQUITY FUND EXPENSES	25,846.	0.		0.	
PARTNERSHIP MANAGEMENT FEES	14,168.	14,168.		0.	
TO FORM 990-PF, PG 1, LN 23	207,126.	136,843.		6,630.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION	AMOUNT		
RRE VENTURES II L.P. - UNREALIZED GAINS	77,805.		
TOTAL TO FORM 990-PF, PART III, LINE 3	77,805.		

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION	AMOUNT		
RRE VENTURES III L.P. - UNREALIZED LOSSES	563,861.		
TOTAL TO FORM 990-PF, PART III, LINE 5	563,861.		

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - DETAIL ATTACHED	7,224,551.	9,157,792.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,224,551.	9,157,792.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - DETAILS ATTACHED	5,995,892.	6,379,906.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,995,892.	6,379,906.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - DETAILS ATTACHED	COST	1,275,123.	1,469,711.
PARTNERSHIP INVESTMENT PER SCHEDULE K-1	COST	1,121,076.	1,121,076.
PARTNERSHIP SECURITIES	COST	79,290.	5,000.
PRIVATE EQUITY & HEDGE FUNDS - DETAILS ATTACHED	COST	1,026,203.	1,261,048.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,501,692.	3,856,835.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	10
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EXPLANATION

THE STATE OF NEW JERSEY ALLOWS ORGANIZATIONS WHO RECEIVE LESS THAN \$10,000 IN GROSS CONTRIBUTIONS FOR THE FISCAL YEAR AND DO NOT COMPENSATE ANYONE IN CONNECTION WITH THE SOLICITATION OF FUNDS TO UNREGISTER WITH THE DIVISION OF CONSUMER AFFAIRS. AS AN UNREGISTERED CHARITY THE FOUNDATION IS NOT REQUIRED TO FILE WITH THE ATTORNEY GENERAL.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EVE LLOYD THOMPSON 12230 FOREST HILL BLVD WELLINGTON, FL 33414	PRESIDENT 40.00	175,770.	5,093.	14,817.
GREGORY LITTLE 12230 FOREST HILL BLVD WELLINGTON, FL 33414	VICE PRESIDENT 1.00	2,000.	0.	0.
HENRY TURMON 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TRUSTEE 1.00	4,000.	0.	0.
JUDITH LITTLE 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TRUSTEE 1.00	4,000.	0.	0.
KRISTINA LLOYD SAMPLE 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TREASURER 1.00	6,000.	0.	1,089.
KAREN LLOYD 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TRUSTEE 1.00	6,000.	0.	1,562.
KATHRYN L. CHAMP 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TRUSTEE 1.00	6,000.	0.	1,678.
HEATHER LLOYD 12230 FOREST HILL BLVD WELLINGTON, FL 33414	TRUSTEE 1.00	6,000.	0.	917.
JACQUELINE LITTLE 12230 FOREST HILL BLVD WELLINGTON, FL 33414	SECRETARY 1.00	4,000.	0.	6,676.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		213,770.	5,093.	26,739.

GLENMEDE

ASSET DIVERSIFICATION
BERNICE BARBOUR FDN INC IA NON-DISC
12/31/12
5487-01-479

	Tax Cost	Market Value	Estimated Annual Income	Current Yield	% Of Category	% Of Total
Cash & Reserves	205,580	205,580	0	0.00	100.00	2.20
Equities						
Basic Industries	568,205	595,980	16,720	2.81	6.51	6.37
Communication Services	242,147	337,100	18,000	5.34	3.68	3.60
Consumer Discretionary	1,426,198	2,013,115	43,960	2.18	21.98	21.50
Energy	326,968	388,080	12,960	3.34	4.24	4.14
Financials	1,136,802	1,532,180	38,740	2.53	16.73	16.36
Health Care	1,263,301	1,540,865	13,948	0.91	16.83	16.46
Technology	2,260,930	2,750,472	40,320	1.47	30.03	29.37
Equities Total	7,224,551	9,157,792	184,648	2.02	100.00	97.80
Grand Total	7,430,131	9,363,372	184,648	1.97		100.00

PART II



GLENMEDE

INVESTMENT AUTHORITY
None

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC 1A NON-DISC INC
12/31/12
5487-01-4/9.1

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
29741	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	29,741	1.00	29,741		0	0.00 *
1+	Cash		1.00	1	1.00	1		0	0.00
Cash & Reserves Total									
				29,742		29,742		0	0.00
Grand Total									
				29,742		29,742		0	0.00

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
+ FRACTIONAL SHARE EXISTS



GLENMEDE

INVESTMENT AUTHORITY
None

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC 1A NON-DISC PRI
12/31/12
5487-01-4/9.2

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
175837	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	175,837	1.00	175,837		0	0.00 *
1+	Cash		1.00	1	1.00	1		0	0.00
Cash & Reserves Total									
				175,838		175,838		0	0.00
Equities									
Basic Industries									
11000	EATON CORP PLC ORDINARY (ETN)		51.66	568,205	54.18	595,980	27,775	16,720	2.81
Communication Services									
Total									
				568,205		595,980	27,775	16,720	2.81
10000	AT&T INC (T)		24.21	242,147	33.71	337,100	94,953	18,000	5.34 #
Consumer Discretionary									
Total									
				242,147		337,100	94,953	18,000	5.34
8500	COACH INC (COH)		55.16	468,868	55.51	471,835	2,967	10,200	2.16
16000	LOWES COS INC (LOW)		11.63	186,053	35.52	568,320	382,267	10,240	1.80
10000	OMNICO GROUP (OMC)		36.47	364,687	49.96	499,600	134,913	12,000	2.40 #
8000	TARGET CORP (TGT)		50.82	406,590	59.17	473,360	66,770	11,520	2.43
Energy									
Total									
				1,426,198		2,013,115	586,917	43,960	2.18
4000	CONOCOPHILLIPS (COP)		37.14	148,578	57.99	231,960	83,382	10,560	4.55 #

GLENMEDE

INVESTMENT AUTHORITY
None

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC
12/31/12
5487-01-4/9.2
IA NON-DISC PRI

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
3000	DEVON ENERGY CORP (DVN)		59.46	178,390	52.04	156,120	22,270-	2,400	1.54 #
Total				326,968		388,080	61,112	12,960	3.34
Financials									
8000	THE TRAVELERS COMPANIES INC (TRV)		44.03	352,236	71.82	574,560	222,324	14,720	2.56
15000	US BANCORP (USB)		31.43	471,491	31.94	479,100	7,609	11,700	2.44
14000	WELLS FARGO CO (WFC)		22.36	313,075	34.18	478,520	165,445	12,320	2.57 #
Total				1,136,802		1,532,180	395,378	38,740	2.53
Health Care									
6500	CELGENE CORP (CELG)		71.29	463,412	78.47	510,055	46,643	0	0.00
9000	LIFE TECHNOLOGIES CORP (LIFE)		49.77	447,972	49.03	441,270	6,702-	0	0.00
8000	MEDTRONIC INC. (MDT)		15.35	122,807	41.02	328,160	205,353	8,320	2.54 #
7000	TEVA PHARMACEUTICAL ADR (TEVA)		32.73	229,110	37.34	261,380	32,270	5,628	2.15
Total				1,263,301		1,540,865	277,565	13,948	0.91
Technology									
9000	ACCENTURE PLC (ACN)		32.02	288,137	66.50	598,500	310,363	14,580	2.44
16000	CISCO SYSTEMS (CSCO)		19.30	308,733	19.65	314,390	5,657	8,960	2.85
16000	EMC CORP (EMC)		23.38	374,159	25.30	404,800	30,641	0	0.00
2500	INTERNATIONAL BUSINESS MACHINES CORP. (IBM)		127.36	318,398	191.55	478,875	160,477	8,500	1.77 #
8000	IRON INC. (ITRI)		53.01	424,116	44.55	356,400	67,716-	0	0.00
9000	MICROSOFT CORP. (MSFT)		33.00	297,000	26.71	240,387	56,613-	8,280	3.44 #





INVESTMENT AUTHORITY
None

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC 1A NON-DISC PRI
12/31/12
5487-01-4/9.2

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
16000	NUANCE COMMUNICATIONS INC (NUAN)		15.65	250,387	22.32	357,120	106,733	0	0.00
Total				2,260,930		2,750,472	489,543	40,320	1.47
Equities Total				7,224,551		9,157,792	1,933,243	184,648	2.02
Grand Total				7,400,389		9,333,630	1,933,243	184,648	1.98

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
INDICATES MULTIPLE TAX LOTS
+ FRACTIONAL SHARE EXISTS

GLENMEDE

ASSET DIVERSIFICATION
BERNICE BARBOUR FDN INC IA DISC
12/31/12
5487-00-4/0

	Tax Cost	Market Value	Estimated Annual Income	Current Yield	% Of Category	% Of Total
Cash & Reserves	305,330	305,330	0	0.00	100.00	3.24
Fixed Income						
U S Government Obligations	783,362	806,736	29,788	3.69	12.64	8.57
U S Government Mutual Funds	249,436	291,082	16,768	5.76	4.56	3.09
U S Government Agencies	1,133,949	1,121,737	50,500	4.50	17.58	11.91
Corporate Bonds - Industrial	1,588,952	1,700,893	85,825	5.05	26.66	18.06
Corporate Bonds - Finance	1,243,470	1,346,988	54,035	4.01	21.11	14.31
Other Taxable Bond Mutual Funds	622,460	732,898	32,889	4.49	11.49	7.78
Mortgage Backed Securities	374,263	379,572	12,422	3.27	5.95	4.03
Fixed Income Total	5,995,892	6,379,906	282,227	4.42	100.00	67.76
Equities						
U S Mutual Funds	725,612	834,077	9,461	1.13	56.75	8.86
International Mutual Funds	549,511	635,634	12,191	1.92	43.25	6.75
Equities Total	1,275,123	1,469,711	21,652	1.47	100.00	15.61
Other						
Alternative Assets	965,936	1,261,048	10,908	0.86	100.00	13.39
Other Total	965,936	1,261,048	10,908	0.86	100.00	13.39
Grand Total	8,542,281	9,415,995	314,787	3.34		100.00

Other Alternative Assets K-1 BASIS ADJUST.

Other Total + 60,267



GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR EDN INC 1A DISC INC
12/31/12
5487-00-4/0.1

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
36194	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	36,194	1.00	36,194	0	0	0.00
1+	Cash		1.00	1	1.00	1	0	0	0.00
Cash & Reserves Total									
				36,195		36,195	0	0	0.00
Grand Total									
				36,195		36,195	0	0	0.00

+ FRACTIONAL SHARE EXISTS



GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC IA DISC PRI
12/31/12
5487-00-4/0.2

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
156220	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	156,220	1.00	156,220		0	0.00 *
1+	Cash		1.00	1	1.00	1		0	0.00
Cash & Reserves Total									
				156,221		156,221		0	0.00
Fixed Income									
U S Government Mutual Funds									
19251+	LOOMIS SAYLES BOND FUND - INS (LSBDX)		12.96	249,436	15.12	291,082	41,646	16,768	5.76 #
Total									
				249,436		291,082	41,646	16,768	5.76
Other Taxable Bond Mutual Funds									
43623+	TEMPLETON GLOBAL BOND FD-AD (TCBAX)		10.82	472,129	13.34	581,936	109,807	25,869	4.45 #
9651+	BLACKROCK FUNDS II FLOATING RATE INST DTD 10/1/2012 (BFRIX)		10.38	100,182	10.39	100,279	96	4,180	4.17 #
4869+	TIAA CREF HIGH YIELD FUND - IN DTD 5/1/2012 (TIHYX)		10.30	50,149	10.41	50,683	534	3,067	6.05 #
Total									
				622,460		732,898	110,437	33,116	4.52
Fixed Income Total									
				871,896		1,023,980	152,083	49,884	4.87
Equities									

GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC 1A DISC PRI
12/31/12
5487-00-4/0.2

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
U S Mutual Funds									
6954+	GLENMEDE FUND INC - ADVISED SMALL CAP EQUITY PORTFOLIO (GTC SX)		16.73	116,321	18.63	129,544	13,223	1,168	0.90 #
26938+	GLENMEDE FUND INC SECURED OPTIONS (GT SOX)		11.74	316,258	11.90	320,566	4,308	0	0.00 *#
18267+	ROYCE SPECIAL EQUITY FUND -IN (RSEIX)		16.04	293,033	21.02	383,967	90,935	8,293	2.16 #
Total				725,612		834,077	108,466	9,461	1.13
International Mutual Funds									
9887+	GLENMEDE INTL SECURED OPTIONS PORT (NOVIX)		10.14	100,256	10.50	103,809	3,553	0	0.00 *#
8641+	MATTHEWS ASIAN GROWTH & INCOME FUND (MICSX)		14.11	121,897	18.60	160,724	38,826	4,260	2.65 #
8300+	OAKMARK INTERNATIONAL FD I (OAKIX)		19.28	160,000	20.93	173,726	13,726	3,644	2.10 #
1400	SPDR DOW JONES GLOBAL REAL ESTATE ETF (RWO)		40.97	57,358	42.12	58,973	1,615	2,341	3.97
4927+	THORNBURG INTL VALUE FD-I (TGVIX)		22.33	110,000	28.09	138,402	28,402	1,946	1.41 #
Total				549,511		635,634	86,121	12,191	1.92
Equities Total				1,275,123		1,469,711	194,587	21,652	1.47
Other									
Alternative Assets									
15357+	GLENMEDE LONG/SHORT PORTFOLIO (GTAPX)		8.85	135,936	9.40	144,358	8,422	0	0.00 #
100000	GLENMEDE PRIVATE EQUITY FUND IV UNFUNDED COMMITMENT (GPEF4COMMIT)		0.00	0	0.00	0	0	0	0.00

PAGE 7



GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN INC IA DISC PRI
12/31/12
5487-00-4/0.2

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
400000	GLENMEDE PRIVATE EQUITY FUND IV LP (GPEF4)		0.70	280,000	0.88	350,480	70,480	0	0.00 #
150000	GLENMEDE PRIVATE INVESTMENT FUND VII UNFUNDED COMMITMENT (GPIF7COMMIT)		0.00	0	0.00	0	0	0	0.00
350000	GLENMEDE PRIVATE INVESTMENT FUND VII LLC (GPIF7)		1.00	350,000	1.61	564,935	214,935	0	0.00 #
18149+	PIMCO ALL ASSETS AUTH -IS (PAUIX)		11.02	200,000	11.09	201,275	1,275	10,908	5.42 #
Total				965,936		1,261,048	295,112	10,908	0.86
Other Total				965,936		1,261,048	295,112	10,908	0.86
Grand Total				3,269,176		3,910,960	641,782	82,444	2.11

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
INDICATES MULTIPLE TAX LOTS
+ FRACTIONAL SHARE EXISTS

GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN 1A DISC FIXED INC
12/31/12
5487-00-4/0.3

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
30307	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	30,307	1.00	30,307		0	0.00 *
1+	Cash		1.00	1	1.00	1		0	0.00
Cash & Reserves Total									
				30,308		30,308		0	0.00
Grand Total									
				30,308		30,308		0	0.00

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
+ FRACTIONAL SHARE EXISTS



GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN IA DISC FIXED PRI
12/31/12
5487-00-4/0.4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
82606	GLENMEDE FUND INC-GOVT CASH PORTFOLIO (GOVTCASH)		1.00	82,606	1.00	82,606		0	0.00 *
0+	Cash		1.00	0	1.00	0		0	0.00
Cash & Reserves Total									
				82,606		82,606		0	0.00
Fixed Income									
U S Government Obligations									
200000	US TREASURY N/B DTD 5/15/2004 4.75% 5/15/2014 (912828CJ7)		99.89	199,781	106.17	212,344	12,563	9,500	4.47
230000	US TREASURY N/B DTD 6/30/2009 2.625% 6/30/2014 (912828KY5)		102.43	235,580	103.57	238,211	2,631	6,038	2.53
300000	US TREASURY N/B DTD 8/15/2007 4.75% 8/15/2017 (912828HA1)		116.00	348,001	118.73	356,181	8,180	14,250	4.00
U S Government Agencies									
250000	FHLB DTD 5/27/2004 5.25% 6/18/2014 (3133X7FK5)	Aaa	112.76	281,890	107.36	268,393	13,497-	13,125	4.89
220000	FHLMC DTD 7/16/2004 5% 7/15/2014 (3134A4U06)	Aaa	112.41	247,306	107.27	235,998	11,308-	11,000	4.66
100000	FHLB DTD 5/3/2006 5.375% 5/18/2016 (3133XFJF4)	Aaa	116.27	116,270	116.48	116,479	209	5,375	4.61
Total									
				783,362		806,736	23,373	29,788	3.69

GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN JA DTSC FIXED PRI
12/31/12
5487-00-4/0.4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
170000	FNMA DTD 4/16/2007 5% 5/11/2017 (31359M7X5)	Aaa	119.20	202,632	118.33	201,154	1,477-	8,500	4.23
250000	FHLB DTD 10/19/2007 5% 11/17/2017 (3133XM087)	AA+	114.34	285,851	119.89	299,713	13,862	12,500	4.17 #
Total									
				1,133,949		1,121,737	12,212-	50,500	4.50
Corporate Bonds - Industrial									
200000	UNITED PARCEL SERVICE DTD 1/15/2008 4.5% 1/15/2013 (911312AG1)	A+	100.14	200,282	100.14	200,286	4	9,000	4.49
175000	UNITED TECHNOLOGIES CORP DTD 12/7/2007 5.375% 12/15/2017 (913017BM0)	A	103.72	181,517	118.86	208,007	26,490	9,406	4.52
180000	WAL-MART STORES INC DTD 8/24/2007 5.8% 2/15/2018 (931142CJ0)	Aa2	119.58	215,235	122.51	220,509	5,274	10,440	4.73
75000	JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/15/2018 (478160AU8)	AAA	111.50	83,622	121.35	91,011	7,389	3,863	4.24
200000	PEPSICO INC DTD 10/24/2008 7.9% 11/1/2018 (713448BJ6)	Aa3	126.95	253,898	134.95	269,890	15,992	15,800	5.85
190000	CATERPILLAR INC DTD 12/5/2008 7.9% 12/15/2018 (149123BQ3)	A2	129.69	246,417	135.65	257,727	11,311	15,010	5.82
220000	HONEYWELL INTERNATIONAL DTD 2/20/2009 5% 2/15/2019 (438516AZ9)	A	106.27	233,796	118.93	261,637	27,841	11,000	4.20



GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN IA DISC FIXED PRI
12/31/12
5487-00-4/0.4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
135000	IBM CORP DTD 11/1/1989 8.375% 11/1/2019 (459200AG6)	AA-	129.03	174,185	142.09	191,826	17,640	11,306	5.89
Total									
				1,588,952		1,700,893	111,941	85,825	5.05
Corporate Bonds - Finance									
100000	PROCTER & GAMBLE CO DTD 8/10/2004 4.95% 8/15/2014 (742718DA4)	AA-	97.66	97,659	107.41	107,407	9,748	4,950	4.61
150000	BERKSHIRE HATHAWAY FINANCE DTD 1/11/2005 4.85% 1/15/2015 (084664AT8)	AA+	97.98	146,964	108.49	162,734	15,770	7,275	4.47
200000	JPMORGAN CHASE & CO DTD 10/4/2005 5.15% 10/1/2015 (46625HDF4)	A-	98.58	197,150	109.92	219,830	22,680	10,300	4.69
200000	TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2% 9/15/2016 (89233P5E2)	AA-	102.99	205,976	103.68	207,350	1,374	4,000	1.93
200000	GENERAL ELEC CAP CORP DTD 9/24/2007 5.625% 9/15/2017 (36962G3H5)	AA+	97.07	194,132	117.97	235,944	41,812	11,250	4.77
120000	ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018 (68389XAC9)	A1	121.31	145,576	121.70	146,041	466	6,900	4.72
240000	JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2021 (24422ERE1)	A	106.67	256,013	111.53	267,682	11,669	9,360	3.50
Total									
				1,243,470		1,346,988	103,518	54,035	4.01

GLENMEDE

INVESTMENT AUTHORITY
Sole

STATEMENT OF ASSETS
BERNICE BARBOUR FDN JA DISC FIXED PRI
12/31/12
5487-00-4/0.4

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Mortgage Backed Securities									
230563+	FHLMC DTD 4/1/2012 3.5% 4/1/2042 (31292LID8) Original Face Value: 240,000.00		104.09	240,002	106.64	245,874	5,872	8,070	3.28
124352+	FNMA PASS-THRU DTD 9/1/2012 3.5% 9/1/2042 (3138MBZQ2) Original Face Value: 125,000.00		107.97	134,261	107.52	133,698	563-	4,352	3.26
Total				374,263		379,572	5,309	12,422	3.27
Fixed Income Total				5,123,996		5,355,926	231,929	232,570	4.34
Grand Total				5,206,602		5,438,532	231,929	232,570	4.28

* AS A RESULT OF CAPITAL GAIN DISTRIBUTIONS, THE TAX COST COLUMN DOES NOT REFLECT ADJUSTED INVESTMENT.
INDICATES MULTIPLE TAX LOTS
+ FRACTIONAL SHARE EXISTS



FEDERAL FORM 990PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME
BERNICE BARBOUR FOUNDATION, INC.
FID: 22-2779967

Description of property	Date acquired	Date sold	Sales price	Cost, other basis	Short term		Long term	
					gain	loss	gain	loss
BNY MELLON (12,000)	2/1/2011	1/25/2012	257,789	381,507	0	(123,718)	0	0
IBM (500)	1/1/2000	3/22/2012	102,615	63,683	0	0	38,933	0
MEDTRONIC INC. (2,000)	1/1/2000	3/22/2012	77,631	79,784	0	0	0	(2,154)
LOOMIS SAYLES BOND FUND (1,710)	1/1/2012	3/14/2012	25,000	25,564	0	(564)	0	0
US COMMODITY INDEX L.P.	1/1/2012	4/4/2012	102,445	100,834	1,611	0	0	0
US COMMODITY INDEX L.P. BASIS ADJUST.	1/1/2012	4/4/2012		(1,562)	1,562	0	0	0
FHLB 3.375% 2/27/2013	1/1/2000	5/9/2012	153,776	156,032	0	0	0	(2,257)
FHLB 3.625% 10/18/2013	1/1/2000	5/9/2012	146,705	147,894	0	0	0	(1,188)
PNC FUNDING CORP 2.3% 6/22/2012	1/1/2000	5/10/2012	90,205	90,346	0	0	0	(140)
GOLDMAN SACHS GROUP 5% BOND	1/1/2000	6/13/2012	208,732	190,460	0	0	18,272	0
FHLMC 3.5% 4/1/2042	1/1/2012	6/15/2012	387	403	0	(16)	0	0
MANNING & NAPIER WORLD OPP FD	VAR	6/22/2012	120,496	138,587	252	(80)	0	(18,264)
FHLMC 3.5% 4/1/2042	1/1/2012	7/16/2012	384	400	0	(16)	0	0
PHILLIPS 66 (2,000)	1/1/2000	8/7/2012	80,760	44,155	0	0	36,605	0
CR BARD INC. (3,800)	1/1/2000	8/8/2012	370,488	349,847	0	0	20,641	0
ILLINOIS TOOL (9,000)	1/1/2000	8/24/2012	510,544	426,989	0	0	83,555	0
FHLMC 3.5% 4/1/2042	1/1/2012	8/15/2012	1,521	1,583	0	(62)	0	0
JOHNSON & JOHNSON	1/1/2000	8/15/2012	100,000	100,435	0	0	0	(435)
PITNEY BOWES (15,000)	1/1/2000	9/4/2012	197,891	376,208	0	0	0	(178,317)
FHLMC 3.5% 4/1/2042	1/1/2012	9/17/2012	479	498	0	(20)	0	0
TEMPLETON GLOBAL BOND FD (3,736)	1/1/2000	10/8/2012	50,000	50,262	0	0	0	(262)
TWEEDY BROWNE GLOBAL VALUE FD	1/1/2012	10/8/2012	133,296	122,068	11,228	0	0	0
FHLMC 3.5% 4/1/2042	1/1/2012	10/15/2012	390	406	0	(16)	0	0
FNMA DTD 9/1/2012 3.5% 9/1/2042	1/1/2012	10/25/2012	208	224	0	(17)	0	0
TEMPLETON GLOBAL BOND FD (7,446)	1/1/2011	10/26/2012	100,000	90,190	0	0	9,884	(74)
FHLMC 4.875% 11/15/2013	1/1/2011	11/8/2012	157,069	164,993	0	0	0	(7,923)
US TREASURY N/B 2025% 5/31/2014	1/1/2011	11/8/2012	206,218	208,868	0	0	0	(2,650)
FHLMC 3.5% 4/1/2042	1/1/2012	11/15/2012	1,460	1,520	0	(60)	0	0
FNMA DTD 9/1/2012 3.5% 9/1/2042	1/1/2012	11/28/2012	224	242	0	(18)	0	0
MICROSOFT (6,000)	1/1/2011	11/19/2012	162,563	198,000	0	0	0	(35,437)
EATON CORP - EXCHANGE	1/1/2000	12/4/2012	93,451	0	0	0	93,451	0
FHLMC 3.5% 4/1/2042	1/1/2012	12/17/2012	4,640	4,830	0	(190)	0	0
FNMA DTD 9/1/2012 3.5% 9/1/2042	1/1/2012	12/26/2012	216	233	0	(17)	0	0
WELLS FARGO CLASS ACTION			20		20	0	0	0
CENDANT CORP CLASS ACTION			3,124		3,124	0	0	0
ENRON CLASS ACTION			19,882		19,882	0	0	0
HEALTHSOUTH CLASS ACTION			2,697		2,697	0	0	0
XEROX CLASS ACTION			24		24	0	0	0
DECEMBER CGD					12,801	0	50,199	0
					0	0	0	0
TOTALS			3,483,330	3,515,483	53,201	(124,793)	351,540	(249,100)

**BERNICE BARBOUR FOUNDATION
2012 Charities**

813	Two Paws Up NC Shelter Rescue, Inc. (2PawsUp) P O Box 37790, Raleigh, NC 27627 919-723-7029, Jessica Stoll, President Fax: 287-790-3293, E-mail: adoptions2pawsup@gmail.com 2012 Program Funded - Support of dog crates and cat condos Grant Number 08132012 2012 Amount \$1,500 2011 Amount \$1,000	KS
496.	Alley Cat Advocates, Inc 3044 Bardstown Road, #204, Louisville, KY 40205 502-634-8777, Karen Little, President Fax: E-mail: contactus@alleycatadvocates.org 2012 Program Funded - Support of Operation Save-a-Life (a no-cost TNR program) Grant Number 04962012 2012 Amount \$2,000 2011 Amount \$3,000 2010 Amount \$2,500 2007 Amount \$1,500 2005 Amount \$2,000	ET
497	Animal Allies 1097 Asheville Hwy, Spartanburg, SC 29303 864-576-6971, Shail Radloff, Executive Director Fax: 864-804-6365, E-mail: animalalliesinc@yahoo.com 2012 Program Funded - Support of subsidized spay/neuter surgeries and rabies vaccinations for free roaming strays and ferals Grant Number 04972012 2012 Amount \$2,000 2009 Amount \$2,000 2005 Amount \$1,000	KL
321	Animal Friends Rescue Project P O Box 51083, Pacific Grove, CA 93950 831-333-0722, Kelly Lehman, Executive Director Fax: 831-333-1956, E-mail: kelly@animalfriendsrescue.org 2012 Program Funded - Support of free Chihuahua/Chihuahua mix spay/neuter in target neighborhoods in the city of Salinas Grant Number 03212012 2012 Amount \$3,000 2011 Amount \$5,000 2010 Amount \$2,000 2009 Amount \$2,000 2008 Amount \$1,000 2006 Amount \$2,000 2001 Amount \$1,000	HT
773	Animal Humane Society 845 Meadow Lane North, Golden Valley, MN 55422 763-522-4325, Janelle Dixon, President and CEO Fax: 763-522-0933, E-mail: j Dixon@animalhumanesociety.org 2012 Program Funded - Support of equipment for a single surgical area at the new spay/neuter clinic Grant Number 07732012 2012 Amount \$10,000 2011 Amount \$5,000 2010 Amount \$2,000	HL
871.	Animal Rescue Foundation 8140 Rangeline Road, Theodore, AL 36582 251-443-1198, Charlotte Curry, Grants Coordinator Fax: E-mail: grants@animalrescueable.org 2012 Program Funded - Support of galvanized-finish dog kennels with dividers and a rolling base Grant Number 08712012 2012 Amount \$2,000	HL

PART IV

355.	Whitman County Humane Society P O Box 453, Pullman, WA 99163 509-332-2246, Jean Rutkowski, Administrative Manager Fax : E-mail admin@whitmanpets.org 2012 Program Funded Support of SNAP (to fund 75% or up to \$50/animal of pet owners' spay/neuter expenses) Grant Number 03552012 2012 Amount \$2,000 2001 Amount \$1,000	JL	873	Benevoh County Humane Society, Inc P O Box 642, SI. Manes, ID 83981 208-245-7387, Debbie Rime, Shelter Manager Fax : E-mail lopeshaven@snigazette.com 2012 Program Funded Support of veterinary supplies (routine immunizations and medical care for animals) Grant Number 08732012 2012 Amount \$1,500	HT
866.	WildCare, Inc (IN) 198 N. Harsiral Road, Bloomington, IN 47404 812-323-1313, Susan J Davis, Executive Director Fax : E-mail susanbergdavis@hotmail.com or info@wildcareinc.org 2012 Program Funded Support of wildlife care for the purchase of food and medicines (no staff salaries) Grant Number 08662012 2012 Amount \$3,000 2011 Amount \$2,500	KL	874	Bird Treatment and Learning Center 6132 Neilson Way, Anchorage, AK 99518 907-562-4852, Heather Merewood, Executive Director Fax 907-562-2441, E-mail executdirect@birdc.net 2012 Program Funded Support of a portable digital x-ray machine Grant Number 08742012 2012 Amount \$1,500	JL
868.	Williamette Humane Society P O Box 13005, Salem, OR 97309 503-585-5900, Susan Carey, Development and Community Relations Director Fax 503-585-7900, E-mail susan.carey@willamettehumane.org 2012 Program Funded Support of cat housing upgrade (creating portals between existing stainless steel kennels) Grant Number 08682012 2012 Amount \$3,500 2011 Amount \$2,500	JL	730	Blue Ridge Humane Society, Inc 1214 Greenville Highway, Hendersonville, NC 28793 828-692-4387, Lutrelle O'Can, Director of Administration and Donor Development Fax 828-692-8374, E-mail lhinstructor@gmail.com 2012 Program Funded Support of spay/neuter for the adoption program Grant Number 07302012 2012 Amount \$4,000 2011 Amount \$3,000 2008 Amount \$2,000	KS
812.	Wisconsin Humane Society 4500 W. Wisconsin Avenue, Milwaukee, WI 53208 414-264-8257, Jenny Nimtz Mueller, Associate Director of Institutional Giving Fax 414-431-6200, E-mail jmueller@whumane.org 2012 Program Funded Support of the TNR program (spay/neuter of feral cats) Grant Number 08122012 2012 Amount \$4,000 2010 Amount \$2,000	HL	777	Boggs Mountain Humane Shelter, Inc P O Box 249, Tiger, GA 30578 706-782-5422, Penny Burkitt, President Fax No 706-782-0146, E-mail PennyBurkitt@yahoo.com 2012 Program Funded Support of "Shots for Longshots" transfer program (medication and testing kits for dogs being transferred across state lines) <u>Withdrawn organization has closed</u> Grant Number 07772012 2012 Amount \$4,000 2011 Amount \$3,000 2010 Amount \$5,000	KS
906.	Wish Bone Canine Rescue 1303 Morrissey Drive, Bloomington, IL 61701 309-808-4477, Linda Kueger, President Fax : E-mail wishbonepresident@gmail.com 2012 Program Funded Support of portable kennels Grant Number 09062012 2012 Amount \$2,000	HL	132	Busch Wildlife Sanctuary, Inc. 2500 Jupiter Park Drive, Jupiter, FL 33458 561-575-3399, David E. Hitzig, Executive Director Fax No 561-744-5288, E-mail buschwildlife@aol.com 2008 Program Funded Support of the acquisition of the Loxahatchee River District Administration Office Building to be used as the medical building for the Sanctuary (\$300,000 over 5 years (2006-2010)) Contract revised (12/2008) Support of outfitting the new wildlife hospital and medical center This will include the interior construction of the old laboratory building of the Loxahatchee River District to create the "Bernice Barbour Wildlife Hospital", as well as, medical equipment, triage and treatment area, diagnostic lab, x-ray unit, surgical suite, intensive care unit, food preparation kitchen and commissary, and veterinarian/technician office (Grant Number 0132 1a2006) Grant Number 0132 12006 2012 Amount Completed 2006 Amount \$60,000 2001 Amount \$15,000 2011 Amount Completed 2006 Amount \$12,500 2000 Amount \$15,000 2010 Amount Advanced 2005 Amount \$20,000 1999 Amount \$4,800 2009 Amount \$120,000 2004 Amount \$25,000 1997 Amount \$4,000 2008 Amount \$60,000 2003 Amount Advanced 1996 Amount \$3,800 2007 Amount \$60,000 2002 Amount \$25,000 1995 Amount \$1,350	KS
237	Woodlands Wildlife Refuge P O Box 5046, Clinton, NJ 08809 908-730-8300, Tracy Leaver, Executive Director Fax No 908-730-8311, E-mail wildlife@eclipse.net 2012 Program Funded Support of direct care of animals (food, medical supplies, housing, handling equipment, and general care items used in the day-to-day care) Grant Number 02372012 2012 Amount \$8,000 2007 Amount \$2,500 2000 Amount \$5,000 2011 Amount Advanced 1999 Amount \$2,500 2010 Amount \$3,000 2005 Amount \$2,500 1998 Amount \$3,000 2009 Amount \$9,000 2002 Amount \$3,000	KL			

066.	Tri-State Bird Rescue & Research, Inc 110 Possum Hollow Road, Newark, DE 19711 302-737-9543, Nicholas F. Dubick, Director of Development Fax No. 302-737-9592, E-mail: ddobick@tristatebird.org 2012 Program Funded: Support of replacement of raptor rehabilitation cage complex Grant Number 00562012 2012 Amount \$5,000 2004 Amount \$2,000 1998 Amount \$7,500 2009 Amount \$2,000 2003 Amount \$2,000 1995 Amount \$7,500 2008 Amount \$2,000 1998 Amount \$7,500 1994 Amount \$10,000 2007 Amount \$2,000 1988 Amount \$10,000 1993 Amount \$5,000 2006 Amount \$2,500	ET	
59.22	University of California, Davis, School of Veterinary Medicine, Center for Equine Health One Shields Avenue, Davis, CA 95616-8589 530-752-8433, Gregory L. Ferraro, DVM, Director Fax No. 531-752-9379, E-mail: gfferraro@ucdavis.edu 2009 Program Funded: To support of canine cancer stem cell research initiative (\$123,750 over 3 years (2009-2011)) Extension Grant Number 0059222009 2012 Amount Completed 2011 Amount \$41,250	ET	
59.63	University of California, Davis, School of Veterinary Medicine, Center for Equine Health One Shields Avenue, Davis, CA 95616-8589 530-752-8433, Gregory L. Ferraro, DVM, Director Fax No. 531-752-9379, E-mail: gfferraro@ucdavis.edu 2011 Program Funded: To support research at the Bernice Barbour Communicable Disease Laboratory (Jennifer Lufi, DVM "Papillomaviruses and cancer in dogs: Recognition of viral pathogens by innate immune system in canine skin", Patty Pesavento, DVM, PhD "Feline Calicivirus as a Research Model for Host-Virus Interactions", Joe Watson, DVM, PhD "Host/Pathogen Interactions in Disease") (\$405,000 over 3 years (2011-2013)) Grant Number 0059632011 2012 Amount \$135,000 2009 Amount \$75,000 2007 Amount \$75,000 2011 Amount \$135,000 2008 Amount \$75,000	ET	
560.2	University of Minnesota, College of Veterinary Medicine 200 Oak Street SE, Minneapolis, MN 55455-2070 612-625-7744, Derek Krogsstad, Grant and Contract Administrator Fax No. 612-624-0751, E-mail: krogsd28@umn.edu Researcher: Vicki Wilke, DVM, PhD, DACVS, Assistant Professor, 612-625-4968, wilke75@umn.edu 2010 Program Funded: To support of identification of genomic regions or specific genes involved in the inherited portion cranial cruciate ligament rupture in Labradors Grant Number 005022010 2012 Amount Completed 2011 Amount Advanced 2010 Amount \$15,360	ET	
748.1	University of Montana, Montana Cooperative Wildlife Research Unit 32 Campus Drive, 205 Natural Sciences Bldg., Missoula, MT 59812 406-243-4329, Fax No. 406-243-6084 Michael Mitchell, PhD, Unit Leader, Michael.mitchell@mso.umt.edu, 406-243-4380 Researcher: David Ausband, Research Associate, david.ausband@mso.umt.edu, 406-243-4329 2012 Program Funded: To support research on how hunting and trapping of wolves affect pack composition, stability, and ultimately population growth (Total grant \$69,680/4 years (2012-2015)) Grant Number 076812012 2012 Amount \$17,420 2011 Amount \$20,550 2009 Amount \$10,080	ET	
004	Cleveland Animal Protective League 1728 Willey Avenue, Cleveland, OH 44113 216-771-4616, Sharon A. Harvey, Executive Director Fax No. 216-771-2810, E-mail: sharvey@clevelandapl.org 2012 Program Funded: Support of Spay II Forward Program (to offer an additional \$19 discount for cats and kittens from current TNR fee) Grant Number 00042012 2012 Amount \$7,000 2008 Amount \$4,000 1994 Amount \$10,000 2011 Amount \$6,000 2009 Amount \$2,000 1993 Amount \$5,000 2010 Amount \$3,000 2005 Amount \$3,000 1992 Amount \$1,500 2009 Amount \$5,000 1996 Amount \$15,000	GL	
876.	Community Animal Welfare Society P.O. Box 160554, Clearfield, UT 84016 801-328-4731, Janita Coombs, Executive Director Fax No. 801-820-5118, E-mail: janitacoombs@gmail.com 2012 Program Funded: Support of testing cats/kittens for FIV/FelV Grant Number 08762012 2012 Amount \$1,000	HT	
174.1	Cornell University College of Veterinary Medicine C2-512 Clinical Programs Center, Box 36 Cornell University, Ithaca, NY 14853 607-253-3241, Peter V. Scrivani, DVM, Assistant Professor Fax No. 607-253-3534, E-mail: pvs2@cornell.edu 2001 Program Funded: Support of "Dynamic CT Evaluation of Blood Flow in the Maxillary Artery of Cats with the Mouth Closed and Maxillary Opened". Grant Number 017412011 2012 Amount Completed 2011 Amount \$9,356	ET	
821.	Cowboy Capital Pet Assistance League, Inc. P.O. Box 2200, Bandera, TX 78003 210-867-1789, Marlene Heavner, President Fax 830-510-4948, E-mail: maudreyh@aol.com 2012 Program Funded: Support of spay/neuter surgeries and rabies vaccinations for rescued dogs Grant Number 08212012 2012 Amount \$1,000 2011 Amount \$1,000	KC	
623.	Cumberland Valley Animal Shelter 2325 Country Road, Chambersburg, PA 17225 717-263-5791, William Gour, Director of Development Fax No. 717-263-2042, E-mail: cwastdev@cvas-peis.org 2012 Program Funded: Support of Trifectant disinfectant Grant Number 06232012 2012 Amount \$563.94 2007 Amount \$1,000	JYL	
789.	Deming Animal Guardians P.O. Box 1275, Deming, NM 86031-1275 575-544-2209, Patricia Danser, President Fax: E-mail: pdanser@swrm.com 2012 Program Funded: Support of payment to veterinarians for spay/neuter surgeries for pets of low- income Grant Number 07892012 2012 Amount \$1,000 2011 Amount \$2,000 2010 Amount \$1,000	KC	

199	Science and Conservation Society 2100 South Shioh, Billings, MT 59106 406-652-9718, Jay Kirkpatrick, Director Fax No. 406-652-9733, E-mail: jkirkpatrick@montana.net 2012 Program Funded: Support of the production of a training video Grant Number 01982012 2012 Amount \$5,000 2006 Amount \$7,500 2011 Amount \$5,000 2005 Amount \$11,400 2010 Amount \$5,000 2004 Amount \$7,000 2009 Amount \$5,000 2003 Amount \$5,000 2008 Amount \$5,000 2002 Amount \$10,000	GL	
899	Second Chance Puppies and Kittens Rescue, Inc. (A) P.O. Box 2119424, West Palm Beach, FL 33421 561-333-1100, Ruth Douthitt, President Fax: E-mail: fanofgh@comcast.net 2012 Program Funded: Support of heartworm treatment for dogs Grant Number 08992012 2012 Amount \$2,000	KL	
443	Seeing Eye P.O. Box 375, Morristown, NJ 07963-0375 973-539-4425, Jean A. Thomas, Donor and Public Relations Fax No. 973-539-0922, E-mail: jthomas@seeingeye.org 2012 Program Funded: Support of four video otoscope setups (otoscope and laptop for video and still images) Expand grant to include a yearly supply of ear specula and any necessary ear medications Grant Number 04432012 2011 Amount \$10,000 2008 Amount \$22,000 2011 Amount \$4,750 2007 Amount \$175,000 2010 Amount \$13,000 2006 Amount \$20,000 2003 Amount \$28,000	KL	
807	Sierra Wildlife Rescue P.O. Box 2127, Placerville, CA 95667 530-621-4661, Debbie Dailio, Director of Animal Care Fax: E-mail: doodles01@hotmail.com 2012 Program Funded: Support of food and specialized formulas for the birds Grant Number 08072012 2012 Amount \$2,500 2010 Amount \$1,000	JL	
708	Sierra's Haven for New and Used Pets 80 Easter Drive, Portsmouth, OH 45662 740-353-5100, Gail E. Counts, DVM, Executive Director Fax: 740-353-5199, E-mail: g_counts@msn.com 2012 Program Funded: Support of cages to house puppies in the puppy intake room Grant Number 07082012 2012 Amount \$2,500 2008 Amount \$1,000	KL	
900	South Shore Felines, Inc. P.O. Box 5772, Sun City, FL 33571-5772 813-393-0844, Judy Simson, Executive Director Fax: 813-633-4315, E-mail: info@SouthShoreFelines.org 2012 Program Funded: Support of spay/neuter for the SCAT TNR program Grant Number 09002012 2012 Amount \$500	KS	
878	Feral Friends Community Cat Alliance P.O. Box 832857, Richardson, TX 75083 972-671-0429, Kelly Robert, President Fax: 866-865-6671, E-mail: kellyrchen@gmail.com 2012 Program Funded: Support of spay/neuter and rabies vaccinations for feral and stray cats for residents of Dallas County Grant Number 08782012 2012 Amount \$1,000	KC	
791.	First Coast No More Homeless Pets, Inc. 6817 Norwood Avenue, Jacksonville, FL 32208 904-520-7902, Dianne, Development Director Fax: 904-338-0819, E-mail: owies@cmthp.org 2012 Program Funded: Support of Feral Freedom program (spay/neuter surgeries, vaccinations, and ear-ipping for feral/outdoor/community cats) Grant Number 07912012 2012 Amount \$15,000 2010 Amount \$5,000	HL	
827	Fix Our Ferals P.O. Box 13083, Berkeley, CA 94712-4083 510-908-8515, Linda McCormick, Grants Coordinator Fax: 510-215-9301, E-mail: lincbng@jmi.net 2012 Program Funded: Support of consumable medical supplies for the Fix Our Ferals Spay-Neuter Center Grant Number 08272012 2012 Amount \$2,500 2011 Amount \$2,000	JL	
630.	Florida Keys SPCA 5230 College Road, Key West, FL 33040 305-294-4657, Tammy Fox, Executive Director Fax: 305-294-1331, E-mail: tammy@fksPCA.org 2012 Program Funded: Support of clinic equipment (microscope, clippers, and pulse oximeter) Grant Number 03632012 2012 Amount \$1,325 2008 Amount \$1,000 2007 Amount \$2,000	HL	
363.	Florida Keys Wildlife Rescue P.O. Box 431392, Big Pine Key, FL 33043 305-872-1885, Maya Tolman, Director Fax No: 305-872-1882, E-mail: chicc654@comcast.net 2012 Program Funded: Support of fish and other marine food Grant Number 03632012 2012 Amount \$2,000 2007 Amount \$2,000 2010 Amount \$2,000 2006 Amount \$3,000 2008 Amount \$2,000 2005 Amount \$3,000 2004 Amount \$2,000 2003 Amount \$2,000 2002 Amount \$2,000	KS	
514	Florida Wild Mammal Association, Inc. 188 Edgar Poole Road, Crawfordville, FL 32327 850-363-2351, Chris Beatty, Executive Director Fax: E-mail: choppaetta@aol.com 2012 Program Funded: Support of wildlife food Grant Number 05142012 2012 Amount \$2,000 2006 Amount \$2,000 2005 Amount \$1,000	HL	

717 1 Pennsylvania State University, Department of Dairy & Animal Science

324 W. L. Henning Bldg, University Park, PA 16802
814-865-0698, Fax No. 814-863-6042, Burt Stenar, PhD, E-mail: wslanar@psu.edu
Office of Sponsored Programs, 17 Old Main, University Park, PA 16802
814-863-4308, Shelley Birdsong-Maddex, E-mail: sbm18@psu.edu
2010 Program Funded: Support of investigating the influence of bovine colostrums supplementation on equine gastrointestinal health

Grant Number 071712010
2012 Amount Completed 2010 Amount \$30,000 2008 Amount \$20,000
2011 Amount Advanced

894. PEP, Inc.

P.O. Box 273, Bland, MO 65014
573-646-3155, Carol W. Hanson, Secretary
Fax: E-mail: proteclvrype@centurytel.net
2012 Program Funded: Support of payment of veterinarians and necessary medical supplies
Grant Number 08942012
2012 Amount \$1,000

895. PetFix Northeast Ohio

7343 Chagrin Road, Chagrin Falls, OH 44023
440-247-8831, Timothy Sullivan, Past President
Fax: E-mail: petfix_neo@stglobal.net
2012 Program Funded: Support of medical supplies for spay/neuter surgeries
Grant Number 08952012
2012 Amount \$2,000

848 Pets Are Worth Saving, Inc. (PAWS-IL)

139 E. Vienna St., Anna, IL 62906
618-833-3847, Carol Hoffman, Treasurer
Fax No. same, E-mail: hoffman20@juno.com
2012 Program Funded: Support of weekly on-site veterinary visits
Grant Number 08482012
2012 Amount \$1,500 2008 Amount \$1,000 2007 Amount \$1,000
2010 Amount \$2,000

898 Portage Animal Protective League

P.O. Box 927, Ravenna, OH 44266
330-296-4022, Chalan Lowry, Executive Director
Fax: 330-296-8648, E-mail: lowry@portageapl.org
2012 Program Funded: Support of spay/neuter for rescued dogs and cats
Grant Number 08982012
2012 Amount \$3,000

780. Roanoke Valley SPCA

1340 Baldwin Ave NE, Roanoke, VA 24012-8203
540-344-8247, William M. Watson, Jr., Executive Director
Fax No. 540-342-6730, E-mail: bwatson@rvsPCA.org
2012 Program Funded: Support of the purchase of stainless steel exam table and an intravenous fluid pump
Grant Number 07802012
2012 Amount \$4,000 2010 Amount \$5,000 2008 Amount \$4,000
2011 Amount \$4,000

515

JYL

Greater Androscoggin Humane Society
55 Strawberry Avenue, Lewiston, ME 04240
207-783-2311, Donna Kincer, Development Director
Fax: 207-782-5521, E-mail: donna@gaHumane.org
2012 Program Funded: Support of pre-adoption spay/neuter
Grant Number 05152012
2012 Amount \$1,000 2006 Amount \$5,000 2005 Amount \$5,000

625

JYL

Greater New Haven Cat Project, Inc. (The)
P.O. Box 1432, New Haven, CT 06511
203-782-2287, Cheryl DeFilippo
Fax No. 203-785-5422, E-mail: gnhcp1@gnhpc.org
2011 Program Funded: Support of veterinary costs associated with caring for foster cats through adoption
Grant Number 06252012
2012 Amount \$1,000 2009 Amount \$1,000 2007 Amount \$1,500

291.

JYL

Greyhound Rescue of N.E., Inc
P.O. Box 507, Mendon, MA 01756
508-478-1817, Diane Stevens, Executive Director
Fax: E-mail: adopt@greyhoundrescue.org
2012 Program Funded: Support of veterinary care needed to prepare greyhounds for adoption
Grant Number 02912012
2012 Amount \$1,000 2007 Amount \$1,000 2001 Amount \$2,000
2010 Amount \$1,000 2004 Amount \$1,000 2000 Amount \$1,000
2008 Amount \$1,000

484

KC

HALO Animal Rescue
2500 South 27th Avenue, Phoenix, AZ 85009
602-971-8222, Heather Allen, President and CEO
Fax: 602-995-2002, E-mail: heather@halorescue.org
2012 Program Funded: Support of veterinary care at low-cost, high-quality medical clinics for sick and injured rescued animals
Grant Number 04842012
2012 Amount \$1,000 2004 Amount \$2,000

462.

JYL

Harbor Humane Society
14345 Bagley St., West Olive, MI 49460
616-399-2119, Sue Ann Culp, Director of Development
Fax No. 616-399-0374, E-mail: development@harborhumane.org
2012 Program Funded: Support of the purchase of medical supplies and medications
Grant Number 04622012
2012 Amount \$1,000 2004 Amount \$2,000

112

KS

Haywood Spay/Neuter
P.O. Box 992, Waynesville, NC 28786
828-452-1329, Connie Hewitt, President
Fax No. 888-230-9822, E-mail: cahewitt@aol.com
2012 Program Support of TNR expenses (spay/neuter, rabies vaccine, ear tipping, and ivermectin) in areas not served by the PetSmart grant
Grant Number 01122012
2012 Amount \$2,000 2007 Amount \$1,500 1998 Amount \$2,000
2009 Amount \$1,500 1997 Amount \$2,000 1995 Amount \$2,000

839.

HT

Hope in the Valley Equine Rescue and Sanctuary, Inc.
9025 North Broadway, Valley Center, KS 67147
316-519-4129, Andie Miller, President
Fax: E-mail: andiemiller@qxus.net
2012 Program Funded: Support of hay
Grant Number 08392012
2012 Amount \$3,000 2011 Amount \$1,500

188	Monmouth County Humane Society P.O. Box 83, Eatontown, NJ 07724 732-542-0040, Meghan Rehbein, Development Director Fax No 732-542-4552, E-mail meghan@monmouthcountyspc.org 2012 Program Funded Support of surgical table, anesthesia machine and surgical light for the second surgical suite Grant Number 01862012 2012 Amount \$9,100 1999 Amount \$8,000	KL	841	Humane Society of Putnam County P.O. Box 995, Cookeville, TN 38503-0995 931-372-2728, Linda Clemons, Executive Director Fax 931-520-7422, E-mail humanesocietyofputnamcounty@yahoo.com 2012 Program Funded Support of subsidized spay/neuter services for pets of those who would not be able to afford service Grant Number 09412012 2012 Amount \$3,000 2011 Amount \$2,000	HL
762	Nevada Humane Society 2825-B Longley Lane, Reno, NV 89502 775-856-2000, Diane Blankenburg, Community Programs/Development Director Fax No 775-284-7060, E-mail dblankenburg@nevadahumane.org 2012 Program Support of subsidized spay/neuter surgeries for cats to expand the capacity of the low-cost spay/neuter program Grant Number 07522012 2012 Amount \$8,000 2009 Amount \$7,500	HT	256.	Humane Society of Tampa Bay 3607 N Armenia Ave., Tampa, FL 33607 813-876-7138, Lisa Knight, Executive Assistant Fax 813-876-0765, E-mail lknight@humanesocietytampa.org 2012 Program Funded Support of TNR program for feral cats (spay/neuter and vaccinate) Grant Number 02962012 2012 Amount \$4,000 2007 Amount \$2,000 2008 Amount \$5,000 2009 Amount \$3,000	HL
889.	Northcoast Marine Mammal Center 424 Howe Drive, Crescent City, CA 95531 707-465-6285, Robyn Walker, Executive Director Fax 707-465-6292, E-mail robyn@northcoastmmc.org 2012 Program Funded Support of "New Zealand Net" Grant Number 0882012 2012 Amount \$900	JL	892	Humane Society of Williamson County 10930 East Crystal Falls Parkway, Leander, TX 78641 512-260-3602, Janet Ott, Board of Directors Fax No 512-260-7563, E-mail jott@hswc.net or janetott@austrinrr.com 2012 Program Funded Support of medical expenses of preparing dogs for adoption and Mega Adoption Event (spay/neuter, vaccinations, heartworm testing and preventative, flea/dick treatment, deworming, and microchipping) Grant Number 06922012 2012 Amount \$5,100 2010 Amount \$2,000 2009 Amount \$4,000	KC
890.	Northern Colorado Friends of Ferals 718 Mathews, Fort Collins, CO 80524 970-224-1467, Leslie A. Vogt, Director Fax E-mail sidwiggy7717@gmail.com 2012 Program Funded Support of spay/neuter and vaccinate of cats from the TNR project in Evans, CO Grant Number 0882012 2012 Amount \$500	HT	25	Johns Hopkins C A T 615 North Wolfe Street, W7032 Baltimore, MD 21205 410-814-4990, Dr. Joanne Zurlo, Director of Science Strategy Fax No 410-223-1603, E-mail jzurlo@jhsp.edu 2011 Program Funded Support of "Evidence-based Refinement Awards" Awards are for improving housing, handling and/or experimental situations for laboratory animals Three awards of \$6,000 each for two years (\$36,000) Grant Number 0025 12011 2011 Amount Advanced 2011 Amount \$36,000	ET
891.	Operation Topcat P.O. Box 922, Sreeds Ferry, NC 28460 910-327-2937, Judi Fiore, Treasurer Fax 910-327-3800, E-mail jwihyni@copper.net 2012 Program Funded Support of medical expenses for the TNR program Grant Number 08912012 2012 Amount \$1,000	KS	886	Kansas City REGAP P.O. Box 27014, Overland Park, KS 66225 913-522-2482, Tracey Allen-Ehrhart, Grant Writer Fax 816-763-0348, E-mail traceyae@gmail.com 2012 Program Funded Support of veterinary care for rescued greyhounds Grant Number 08862012 2012 Amount \$1,000	HL
167	Orcas Animal Protection Society 84A Hope Lane, Eastsound, WA 98245 360-376-6777, Marana Waunch, Shelter Manager Fax No 360-375-5924 marsha@orcaspets.org 2012 Program Funded Support of purchase and installation of a surgical light and purchase of dental equipment Redacted grant to Dog and Cat Rescue program Grant Number 01572012 2012 Amount \$3,057 2007 Amount \$1,000 2003 Amount \$1,600 2010 Amount \$2,412 2000 Amount \$2,700 2009 Amount \$2,000	JL	407	Kansas Humane Society of Wichita, Kansas (The) 3313 N Hillside, Wichita, KS 67210 316-524-9196, Kristi Oberg, Development Director Fax No 316-554-0356, E-mail koberg@kshumane.org 2012 Program Funded Support of FeralTNR program (spay/neuter and vaccinations) Grant Number 04072012 2012 Amount \$6,000 2010 Amount \$2,500 2003 Amount \$1,000 2011 Amount \$4,000	HL

087	Houston SPCA 900 Portway Drive, Houston, TX 77024 713-869-7722, Patricia E. Mercer, President Fax No. 713-869-5857, E-mail: mercer@houstonspca.org 2012 Program Funded: Support of Tono-Penn VET Veterinary Tonometer Grant Number 00872012 2012 Amount \$3,355 2005 Amount \$12,000 1995 Amount \$1,000 2010 Amount \$5,000 1997 Amount \$8,000 1994 Amount \$3,800 2005 Amount \$5,000 1998 Amount \$5,000	KC	757	PETS Low Cost Spay and Neuter Clinic P.O. Box 4669, Wichita Falls, TX 76308 940-723-7387, Leslie Harrelson, Executive Director Fax 940-228-3160, E-mail: luvstogs30@yahoo.com 2012 Program Funded: Support of stainless steel cages for the post-op area Grant Number 07572012 2012 Amount \$2,500 2010 Amount \$2,000 2009 Amount \$2,000	KC
882.	Humane Animal Treatment Society P.O. Box 732, Mt. Pleasant, MI 48804 989-775-0830, Jill M. Irving, Executive Director Fax 989-772-0181, E-mail: irvingjill@gmail.com 2012 Program Funded: Support of payment to veterinarians that perform spay/neuter surgeries on pets of low-income	JyL	883.	Paw Prints, Humane Society of Sedona, Inc. 2115 Shelby Drive, Sedona, AZ 86338 928-282-4679, Joanna Watson, Acting Operations Manager Fax 928-282-1630, E-mail: info@humanesocietyofsedona.com 2012 Program Funded: Support of the low-cost spay/neuter clinic for low-income residents in the Verde Valley Grant Number 05632012 2012 Amount \$2,500	KC
890.	Humane Ohio 3131 Tremainsville Road, Toledo, OH 43613 419-268-5907, Kristy Kissoff, Development Associate Fax 888-414-1844, E-mail: giving@humaneohio.org 2012 Program Funded: Support of subsidized spay/neuter surgeries Grant Number 06902012 2012 Amount \$5,000 2011 Amount \$4,000 2008 Amount \$5,323	KL	378	PAWS Chicago 1997 N. Clybourn Avenue, Chicago, IL 60614 773-935-7297, Alyssa Dillon, Development Officer Fax 773-281-8146, E-mail: addillon@pawschicago.org 2012 Program Funded: Support of new procedure light and dental technician's chair Grant Number 03762012 2012 Amount \$4,232 2003 Amount \$2,000 2002 Amount \$2,000 2010 Amount \$5,000	KL
893.	The Humane Society for Seattle/King County (The) 13212 S.E. Eastgate Way, Bellevue, WA 98005 425-841-0080, Fil Baloca, Development Associate Fax No. 425-747-2885, E-mail: fil@seattlehumane.org 2012 Program Funded: Support of spay/neuter expenses for cats in the foster care program Grant Number 05232012 2012 Amount \$3,000 2011 Amount \$2,000 2005 Amount \$2,000	JL	892.	PAWS of NE Louisiana, Inc. P.O. Box 15432, Monroe, LA 71207 318-397-0007, Christy Pimm, Treasurer Fax: E-mail: christypimm@comcast.net 2012 Program Funded: Support of spay/neuter of pets for low-income owners Grant Number 08922012 2012 Amount \$1,000	HL
883.	Humane Society of Greater Dayton 1661 Nicholas Rd., Dayton, OH 45417 937-268-7387, Betty Hicks, Administrative Assistant Fax No. 937-267-5227, E-mail: bethicks@hdayton.org 2012 Program Funded: Support of spay/neuter and ear tip for TNR program in targeted areas of Dayton and Morsine Grant Number 08832012 2012 Amount \$3,000	KL	860	PAWS South Florida Rescue, Inc. 6876 NW 28th Avenue, Ft. Lauderdale, FL 33309 954-605-3284, Deborah Gagnon, President Fax: E-mail: paws of rescue@bellsouth.net 2012 Program Funded: Support of direct surgical expenses related to spay/neuter of free-roaming cats (spay/neuter, FeLV/FIV tests, vaccinations and parasite control) Grant Number 06502012 2012 Amount \$1,000 2011 Amount \$500	HL
884.	Humane Society of Loudoun County P.O. Box 777, Leesburg, VA 20178 703-282-2912, Christina Farver, Treasurer Fax No.: E-mail: clfarver16@gmail.com or accounting@hslcva.org 2012 Program Funded: Support of spay/neuter surgeries for the TNR program Grant Number 08842012 2012 Amount \$1,500	ET	883	Pelican Harbor Seabird Station 1278 NE 78th Street Causeway, Miami, FL 33138 305-751-9840, Jessica Cline, Animal Care Manager Fax: E-mail: jessica@pelicanharbor.org 2012 Program Funded: Support of the purchase of fish Grant Number 08932012 2012 Amount \$1,500	KS
885	Humane Society of Parkersburg P.O. Box 392, Parkersburg, WV 26102 304-422-3541, Maryann Hollis, Executive Director Fax 304-485-4281, E-mail: hspop@hspop.org 2012 Program Funded: Support of spay/neuter assistance vouchers Redirected to a centrifuge for new spay/neuter clinic Grant Number 08852012 2012 Amount \$1,000	JyL			

821. **FootHills Animal Rescue** HL
23030 Pima Rd., Scottsdale, AZ 85255
480-488-9890, Marlene Miles, Executive Director
Fax: 480-513-8128, E-mail: marlene.miles@foothillsanimal.org
2012 Program Funded: Support of costs association with spay/neuter of adoptable animals
Grant Number 08212012
2012 Amount \$2,000 2009 Amount \$3,000 2007 Amount \$1,000
2010 Amount \$1,000 2008 Amount \$3,000
829. **For Our Friends, Inc.** JYL
P.O. Box 203, Oakland Gardens, NY 11364
716-595-2161, Frederica Szilagyi, President
Fax: 212-753-3058, E-mail: fredsz@nyc.rr.com
2012 Program Funded: Support of intake medical costs of rescued dogs
Grant Number 08292012
2012 Amount \$1,000 2011 Amount \$1,000
737. **For Pets' Sake Humane Society** HT
P.O. Box 1705, Cortez, CO 81321
970-565-PETS, Bill Williams, President
Fax: E-mail: cnaahoney@fortcollinscatrescue.org
2012 Program Funded: Support of spay/neuter of owned animals on the Ute Mountain Ute Indian Reservation
Grant Number 07372012
2012 Amount \$2,000 2010 Amount \$2,000 2009 Amount \$2,000
879. **Forgotten Felines Rescue** HT
3124 S. Parker Road, Suite A2-607, Aurora, CA 80014
303-532-5521, Kathy Hill, Volunteer
Fax: E-mail: hill.kathy5076@yahoo.com
2012 Program Funded: Support of spay/neuter for cats/kittens
Grant Number 08792012
2012 Amount \$200
881. **Friends of Felines, Inc.** ET
P.O. Box 325, Port Republic, MD 20678
410-495-7839, Bruce Brignull, Chairperson
Fax No.: same, E-mail: davishal@comcast.net
2012 Program Funded: Support of spay/neuter for cats
Grant Number 08812012
2012 Amount \$1,500 2010 Amount \$1,500 2008 Amount \$1,000
2011 Amount \$1,000 2009 Amount \$1,500
880. **Georgia SPCA** KS
1175 Hwy. 23/Burford Hwy., Ste. 106, Suwanee, GA 30024
678-765-2726, Jane Stewart, Executive Director
Fax: E-mail: stewart426@bellsouth.net
2012 Program Funded: Support of medical expenses for rescued dogs and cats
Grant Number 08802012
2012 Amount \$2,000
881. **Gold Country Wildlife Rescue, Inc** JL
P.O. Box 4162, Auburn, CA 95603
530-985-0862, Jennifer Hacker, Board Member
Fax: E-mail: jkenats@yahoo.com
2012 Program Funded: Support of specialized feed
Grant Number 08812012
2012 Amount \$1,000
805. **Rockfish Wildlife Sanctuary** ET
P.O. Box 3, Charlottesville, VA 22902
434-831-2900, Nathou Allinger, Director
Fax: E-mail: phooka@spinnitall.com
2012 Program Funded: Support of food and supplements
Grant Number 08052012
2012 Amount \$1,000 2010 Amount \$1,000
863. **Rocky Mountain Raptor Program** HT
2319 S. Shields Street, #115, Fort Collins, CO 80526
970-484-7756, Judy Scherpelz, Executive Director
Fax No.: 970-484-7763, E-mail: judy@mrp.org
2012 Program Funded: Support of medical treatment (consumable supplies, medications, diagnostic testing, medical treatments, x-rays, surgery, and food)
Grant Number 06532012
2012 Amount \$5,000 2010 Amount \$5,000 2008 Amount \$5,000
2011 Amount \$4,000 2009 Amount \$4,000 2007 Amount \$2,500
421. **Rude Ranch Animal Rescue** ET
3200 Ivy Way, Harwood, MD 20776
410-788-9559, Katherine Evans, President
Fax: 410-788-9588, E-mail: ruderanch@comcast.net
2012 Program Funded: Support of medical supplies for the new high-volume, low-cost spay/neuter clinic
Grant Number 04212012
2012 Amount \$1,000 2003 Amount \$1,000
643. **Sammi's Friends Animal Shelter** JL
14647 McCourtney Rd., Grass Valley, CA 95949
530-471-5041, Michelle McKenzie, Grant Writer
Fax: 530-477-5661, E-mail: michelle@sammysfriends.org
2012 Program Funded: Support of medical care for shelter dogs
Grant Number 05432012
2012 Amount \$2,000 2005 Amount \$1,000
897. **Sanctuary for Senior Dogs (The)** KL
P.O. Box 609054, Cleveland, OH 44109
216-485-9233, Dr. Deborah Workman, Executive Director
Fax: E-mail: director@sanctuaryforseniordogs.org
2012 Program Funded: Support of dental cleaning and extractions for senior dogs
Grant Number 08972012
2012 Amount \$2,000
806. **Santa Maria Valley Humane Society** HT
751 Black Road, Santa Maria, CA 93458
805-349-3435 ex. 17, Jill Tucker, Executive Director
Fax: 805-349-0066, E-mail: jiltucker@smvhs.org
2012 Program Funded: Support of preliminary veterinary requirements for adoptable cats and dogs (microchips, vaccinations, spay/neuter, de-worming, flea treatment, health exams)
Grant Number 05432012
2012 Amount \$2,000 2010 Amount \$2,000
898. **Saving Animals Volunteer Effort, Inc (SAVE)** HL
P.O. Box 2246, Anniston, AL 36202-2246
256-236-4830, Cathy Gowdy, Board Member
Fax: E-mail: cathy.gowdy@baesystems.com
2012 Program Funded: Support of free spay/neuter surgeries as part of the Spring 2013 "Catsnp" campaign
Grant Number 08982012
2012 Amount \$700

824.	Eastern Sierra Wildlife Care P.O. Box 368, Bishop, CA 93515-0368 760-872-1487, Cindy Kamler, Executive Director Fax No. E-mail: ckamler@earthlink.net 2012 Program Funded: Support of food for wildlife patients Grant Number 06242012 2012 Amount \$2,000 2011 Amount \$2,000 2009 Amount \$1,000 2008 Amount \$1,480	JL	
738	Emerald Coast Wildlife Refuge 105 Santa Rosa Blvd, Fort Walton Beach, FL 32548 850-650-1880, Amanda Wilkerson, Executive Director Fax E-mail: awilkerson@ecwildliferefuge.com 2012 Program Funded: Support of overhead exam lighting system Grant Number 07382012 2011 Amount \$1,000 2009 Amount \$2,000	KS	
248.	Every Creature Counts 1245 Factory Circle, Fort Lupton, CO 80621 303-546-2704, Samuel K. Booker, Executive Director Fax No. 720-746-2804, E-mail: sambooke@everycreaturecounts.org 2012 Program Funded: Support of stainless steel cages Grant Number 02482012 2012 Amount \$4,000 2006 Amount \$2,000 2010 Amount \$3,000 2005 Amount \$2,000 2009 Amount \$4,000 2004 Amount \$1,000 2008 Amount \$3,250 2002 Amount \$2,000	HT	
876	Faillanes Marine Sanctuary Association The Presidio, P.O. Box 29386, San Francisco, CA 94129 415-561-6825 x315, Susanna Beck, Foundation Relations Manager Fax No. 954-425-4117, E-mail: sbeck@faillanes.org 2012 Program Funded: Support of the management of the Beach Watch volunteers Grant Number 06752012 2012 Amount \$3,000 2010 Amount \$4,000 2008 Amount \$5,000	JL	
877.	Fayette County Humane Society P.O. Box 244, Fayetteville, GA 30214 770-487-1073, Sharon Marchisello, Secretary Fax No. E-mail: smarchisello@hotmail.com 2012 Program Funded: Support of adoption wellness program (spay/neuter, vaccinations, veterinary exam, de-wormer, and revolution) Grant Number 08772012 2012 Amount \$2,000	KS	
512.	Feline Rescue, Inc. P.O. Box 50273, Lighthouse Point, FL 33074 954-425-4117, Charles J. Saltzman, Treasurer Fax No. 854-425-4117, E-mail: bocaduckie@bellsouth.net 2012 Program Funded: Support of the TNR program (to pay for sin of trapped cats, plus other required medical necessities) Grant Number 05122012 2012 Amount \$1,000 2010 Amount \$1,000 2007 Amount \$1,500 2006 Amount \$1,500 2005 Amount \$1,000	HS	
808.	Spay/Neuter Assistance for Pets, Inc. 160 Blue Jay Avenue, Vore, TN 37885 423-884-6801, J. M. Cleverdon Fax 423-884-3652, E-mail: cleverdon190@ids.net 2012 Program Funded: Support of SNAP (payment to veterinary clinics for spay/neuter vouchers) Grant Number 08082012 2012 Amount \$2,000 2010 Amount \$2,000	HL	
580.	SPCA Tampa Bay 9089 130 th Ave N, Largo, FL 33773 727-586-3591, Martha Boden, Chief Executive Officer Fax No. 727-499-0388, E-mail: mboden@spcalampabay.org 2012 Program Funded: Support of "Community Cat Spay/Neuter" program (surgical expenses associated with the feral cat program) Grant Number 05802012 2012 Amount \$5,000 2006 Amount \$3,000	HL	
881	Speak for Animals P.O. Box 24185, Greenville, SC 29616 864-421-0022, Janey House, Secretary Fax E-mail: jhouse@charter.net 2012 Program Funded: Support of Spay-Mania program (spay/neuter, vaccinations and minor medical care for companion animals) Grant Number 08812012 2012 Amount \$1,500 2011 Amount \$1,000	KS	
901.	Tama County Humane Society P.O. Box 332, Toledo, IA 52342 841-481-7001, Cristl Downs, DVM, Vice-President Fax 641-484-2332, E-mail: nellinemo@hotmail.com 2012 Program Funded: Support of spay/neuter for the adoption program Grant Number 09012012 2012 Amount \$1,000	KL	
870	Texas A&M University, College of Veterinary Medicine Department of Veterinary Integrative Biosciences, 107-A VMA Building, MS 4458, College Station, TX 77843 979-845-2820, Fax 979-847-8881 Sarah A. Hamer, MS, PhD DVM, 979-847-5693, E-mail: SHamer@cvm.tamu.edu 2012 Program Funded: Support of canine vector-borne diseases research Grant Number 08702012 2012 Amount \$20,000	ET	
902.	Tiny Paws Kitten Rescue of Stillwater, Inc 4000 W. 15 th Street, Stillwater, OK 74074 405-612-0071, D. M. Dutt, Secretary Fax 405-377-4844, E-mail: dndutt@brightlink.net 2012 Program Funded: Support of the purchase of a stainless steel cage Grant Number 09022012 2012 Amount \$1,150	HT	
903	Town Cats, Inc P.O. Box 1405, Ocean Pines, MD 21811 410-208-0922, Jeanne Donovan, President Fax E-mail: jeandond@verizon.net 2012 Program Funded: Support of cost of veterinary services and medications for colony and shelter cats Grant Number 09032012 2012 Amount \$500	JYL	

- 818 Butte Spay Neuter Task Force/Heart of the Divide Humane Society** JL
P O Box 544, Butte, MT 59703
405-782-5110, Judy Krutich, President
Fax: 406-533-0208, E-mail: jkrutick@pplweb.com
2012 Program Funded: Support of an advocate
Grant Number 08182012
2012 Amount \$1,000 2011 Amount \$1,000
- 869. California State University, Fullerton, Department of Biological Sciences** ET
Department of Biological Sciences (MH-262), 800 N. State College Avenue, Fullerton, CA 92831
657-278-3814, Fax: 657-278-3428
Paul Slapp, PhD, 657-278-2848, E-mail: pslapp@fullerton.edu
2012 Program Funded: Support of research of efficacy of a non-lethal immunocontraception (PZP) approach to manage American bison on Catalina Island
Grant Number 08692012
2012 Amount \$20,000
- 781. Castaway Critters, The James A. Heubolt Memorial Foundation for Animals** JYL
P O Box 1421, Harnsburg, PA 17105
717-503-8371, Barbara A. Holmes, Director
Fax No.: E-mail: castawaycritters@aol.com
2012 Program Funded: Support of rabies vaccinations and preventative care shots
Grant Number 07812012
2012 Amount \$2,000 2010 Amount \$2,000
- 210. Cat Rescue of Maryland, Inc** ET
6409 Baltimore National Pike, #305, Baltimore, MD 21228-3915
410-747-6595, Maryanne Dubbs, President
Fax: 410-321-8270, E-mail: madubbs@mindspring.com
2012 Program Funded: Support of spay/neuter surgeries for cats/kittens in feral colonies
Grant Number 02102012
2012 Amount \$1,000 2007 Amount \$2,400 2000 Amount \$2,500
2011 Amount \$1,000 2006 Amount \$2,000 1999 Amount \$1,500
2008 Amount \$2,000 2005 Amount \$1,800 1998 Amount \$1,500
2009 Amount \$3,000 2003 Amount \$1,500
- 876. Cats Exclusive, Inc** KL
6350 W. Atlantic Blvd., Margate, FL 33063
954-975-8349, Shari Kavalin, Director of Development
Fax: 854-973-3939, E-mail: cats6350@bellsouth.net
2012 Program Funded: Support of subsidized spay/neuter package for local trappers for their TNR projects
Grant Number 08752012
2012 Amount \$1,000
- 617. Charlottesville-Albemarle SPCA** ET
P O Box 7047, Charlottesville, VA 22901
434-973-5959, Lisa Lane, Director of Marketing & Development
Fax: 434-293-6354, E-mail: LLane@caspsca.org
2012 Program Funded: Support of spay/neuter surgeries for feral and free-roaming cats
Grant Number 08172012
2012 Amount \$8,000 2008 Amount \$10,000 2007 Amount \$2,500
- 229 University of North Carolina, Wilmington,** ET
Department of Biology and Marine Biology
601 S. College Rd., Wilmington, NC 28403
910-962-2643, Fax No.: 910-962-4068
Arthur R. Frampson, Jr., PhD, Assistant Professor, frampsona@uncw.edu, 910-962-2643
2012 Program Funded: To support research on the interaction of neurologic and non-neurologic strains of EHV-1
Grant Number 02012
2012 Amount \$12,514
- 048 4a University of Pennsylvania, School of Veterinary Medicine** ET
3800 Spruce Street, Philadelphia, PA 19104
610-925-6248, Fax number: 610-925-6821
Hannah Galantino-Homer, Senior Investigator in Laminitis Research, E-mail: hghomer@vet.upenn.edu, 610-925-6248
2012 Program Funded: Continued support of laminitis discovery database (\$100,781 over 2 years (2012-2013))
Grant Number 0048 4a2012
2013 Amount Completed
2012 Amount \$100,781 2010 Amount \$44,000 2009 Amount \$44,000
- 273.1 University of Tennessee, College of Veterinary Medicine** ET
2407 River Dr., A102, Knoxville, TN 37998-4550
865-755-8210, Fax number:
Marcy J. Souza, DVM, MPH, E-mail:
Michael McEntee, DVM, PhD, DACVP, Professor, Department Head, & Interim Associate Dean for Research, E-mail: mmcentee@uik.edu
2011 Program Funded: Support of the treatment of bats with white-nose syndrome
Grant Number: 0273.12011
2012 Amount Completed 2011 Amount \$25,000
- 904. Utah Animal Adoption Center** JYL
1955 North Redwood Road, Salt Lake City, UT 84116
801-328-2024, Samantha Johnson, Resource Development Director
Fax: 801-363-0321, E-mail: samantha@utahanimals.org
2012 Program Funded: Support of DRE Teres V-400 all-in-one veterinarian dental unit
Grant Number: 09042012
2012 Amount: \$1,782
- 906. Vanderburgh Humane Society, Inc** KL
P O Box 6711, Evansville, IN 47719
812-428-2563, Kendall D. Paul, Executive Director
Fax: 812-428-2563, E-mail: k.paul@vshsinc.org
2012 Program Funded: Support of free spay/neuter for zip code 47710 (not to be used for notification/advertising material)
Grant Number 09052012
2012 Amount \$2,000
- 312.1 Virginia Tech, Marion duPont Scott Equine Medical Center** ET
17690 Old Waterford Rd., Leesburg, VA 20176
703-771-8800, Fax number: 703-771-8810
Jennifer G. Barrett, PhD, DVM, Diplomate ACVS, E-mail: jgbarrett@vt.edu
2011 Program Funded: Support of "Navicular syndrome and foot lameness: Harnessing regenerative medicine therapies to treat disease within the hoof" Extension
Grant Number 0312.12011
2012 Amount Completed 2011 Amount \$19,825

322	Animal Shelter Assistance Program P O Box 357, Golea, CA 93116 805-683-3368, Angela Walters Rockwell, Executive Director Fax , E-mail director@asapcats.org 2012 Program Funded Support of pre-adoption feline spay/neuter surgeries Grant Number 03222012 2012 Amount \$2,500 2002 Amount \$2,000 2001 Amount \$2,000	HT	202	Yellowstone Park Foundation 222 East Main Street, Suite 301, Bozeman, MT 59715 406-586-6303, Fax No 406-586-6337 Karen Bates Kress, President, E-mail kress@ypl.org Paul Reichert, Project and Grants Manager, E-mail preichert@ypl.org 2012 Program Funded Support of brown bat research (data collection on the status, distribution, and location of roosting sites and acoustical monitoring to provide information on the distribution of reproductive populations, location of maternity colonies and hibernacula, and potential climate change and wildfire on maternity-colony habitats) Grant Number 02022012 2012 Amount \$15,000 2005 Amount \$10,000 2000 Amount \$27,500 2008 Amount \$10,000 2004 Amount \$10,000 1999 Amount \$20,000 2007 Amount \$14,375 2003 Amount \$14,375 2006 Amount \$10,000 2002 Amount \$14,375	ET
872	Animal Shelter Relief Rescue P O Box 2692, Santa Cruz, CA 95063 831-713-9381, Amy Strickland, President Fax 831-515-3659, E-mail amy@animalshelterrelief.org 2012 Program Funded Support of medical care for rescued animals including special needs animals Grant Number 08722012 2012 Amount \$500	JYL			
800.	Animal Spay & Neuter, A Non-Profit Clinic 3524 K O A Way, Auburn, CA 95603 530-889-9800, Dede Shaw, Executive Director Fax 530-889 0210, E-mail cats@sebastiancorp.net 2012 Program Funded Support of spay/neuter surgeries as part of the "Mission Possible - No Dog or Cat Left Behind" program Grant Number 05002012 2012 Amount \$3,000 2008 Amount \$5,000 2007 Amount \$2,000 2011 Amount \$3,000 2008 Amount \$5,000 2005 Amount \$2,500 2010 Amount \$3,000	HT			
724.	Animal Welfare Alliance P O Box 2762, Roswell, NM 88202-2762 575-371-7439, Jo McInerney, President Fax , E-mail jmcinerey@stratann.com 2012 Program Funded Support for one day of a weekend spay/neuter clinic Grant Number 07242012 2012 Amount \$1,700 2009 Amount \$1,000	KC			
774.	Auburn University, Department of Animal Sciences Upchurch Hall, Auburn, AL 36849 334-844-1521, Cynthia McCall, PhD, PAS, Dipl ACAABS, Professor and Extension Horse Specialist Fax 334-844-1519, E-mail mccallc@auburn.edu 2010 Program Funded Support comparison of gastrointestinal motor function in cribbing and non-cribbing horses (purchase of the SnarPill gastrointestinal monitoring system) Grant Number 07742010 2011 Amount Advanced 2010 Amount \$16,200	ET			
796.	Baywater Animal Rescue (previously Humane Society of Dorchester County) 4930 Bucktown Road, Cambridge, MD 21613 410-228-3090, Suzette Sibley, Executive Director Fax 410-228-3978, E-mail ssibley@baywateranimalrescue.org 2012 Program Funded Support of \$50 subsidy toward the cost of spay/neuter surgeries for dogs Grant Number 07962012 2012 Amount \$2,000 2010 Amount \$2,000	ET			
796.	Beartooth Humane Alliance P O Box 2333, Red Lodge, MT 59068 406-446-3500, Susan Bury, Vice President Fax , E-mail susan@beartoothalliance.org 2012 Program Funded Support of hay Redirected to spay/neuter program Grant Number 07962012 2012 Amount \$1,000 2008 Amount \$1,000	ET			

BERNICE BARBOUR FOUNDATION, INC.
ANIMAL WELFARE FUNDING GUIDELINES FOR 2012

The Bernice Barbour Foundation is a private charity established by the late Bernice Wall Barbour. It is a trust to be used for preservation, care, and prevention of cruelty to animals in the United States. Final determination of grant applicant funding is at the sole discretion of the Foundation Trustees.

Organization Requirements

- Minimum of one year of financial data, and IRS 501(c)(3) tax return for a 12-month period prior to application
- No government agencies (local, county, state or federal)
- Organization must primarily benefit animals (not people) in the United States and operate only in the United States.
- Must have 12 months of service to animals excluding fundraising
- All animals must be spayed/neutered/castrated prior to adoption.
- Many types of organizations (humane societies, rescue groups, low-cost spay/neuter clinics, wildlife, sanctuaries, etc.) receive funding; however, sanctuaries which do not own their land and facility will not be considered. The Foundation defines a sanctuary as an organization that does not adopt or release more animals than remain in the custody of the organization for more than one year.
- Provide the animal with the opportunity to lead a natural life and then observe when it properly should come to an end.
- Application submissions made by outside paid grant writers will not be accepted.
- All the above criteria must have been in place for at least one year.

Program Areas and Priorities

- Hands-on animal care projects are of particular interest.
- Companion and large animals
- All animals must be spayed/neutered/castrated prior to adoption.
- Certificates, contracts, or deposits for sterilizing animals after they have left the Shelter are not acceptable
- Animals which are unadoptable due to chronic pain, permanent crippling injuries or untreatable disease must be humanely euthanized.
- Wildlife – *only indigenous to the United States, no non-native species*
- Animal welfare research – only at Universities and Veterinary Schools

Grant Process Timetable

- 2012 BBF grant application form must be used.
- Grant application packets must be postmarked or received by carrier on or before **July 31, 2012** to be considered
- Grant applications are reviewed by the Trustees in the Fall.
- All applicants will be notified of the decision by the end of the calendar year.
- Grant recipients may reapply in the next grant cycle

Grant Types/Amounts

- All grants must benefit animals in the United States.
- Most grants awarded range from \$500 to \$5,000.
- Grant recipients must provide an interim report in six months after receiving the grant and at the end of the grant period describing how the grant was used, its results, and provide financial accountability for the funds.
- Grant Types Funded
 - Spay/Neuter grants – These include existing programs, pets of low-income owners, free spay/neuter, vouchers, feral cats, etc.
 - Individual Project grants – These are generally one-time purchases or to fulfill a short-term need. Examples include purchases (anesthesia machine, surgical supplies, etc.).
 - Organization Program grants – Expenses of ongoing programs. Examples include adoption programs, TNR, medical expenses and veterinary support.
 - Facility upgrades – May include replacement of kennels/cages, dog runs, kennel/cattery enhancements.
- Grant Types Not Funded
 - Land acquisition and Construction (bricks & mortar)
 - Endowments
 - Capital Campaigns for organizations without a funding history
 - Fundraising expenses and sponsorship
 - General operating expenses, computers and software
 - Infrastructure improvements when the land/building is not owned by the organization
 - Lobbying, activism, or litigation
 - Indirect costs or overhead expenses

PART ~~XV~~

2012 BERNICE BARBOUR FOUNDATION GRANT APPLICATION
For Animal Welfare Organizations

Please read and follow the instructions to properly complete this application. Applications must be typed and filled out correctly to be considered for funding. An original and one copy of all materials are welcome earlier, but must be postmarked or received by carrier on or before July 31, 2012 for consideration.

1. Name of Organization: _____
Website: _____

2. Address of Headquarters Office: _____

3. Mailing Address: _____

4. Telephone Number: _____ Fax Number: _____

5. Date Organized: _____

6. Date and Place of Incorporation: _____

7. Federal Tax Exempt Status and Employer Identification Number (EIN): _____

Include a Copy of the IRS determination letter as Exhibit 1.

8. Have you previously applied to the Bernice Barbour Foundation for a grant? _____
Were you funded? _____

9. Contact Person for the Foundation

Name: _____

Title: _____

Phone Number: _____

E-Mail Address: _____

Address if other than headquarters: _____

Volunteer or Compensated: _____

Amount of Compensation/Benefits (if any): _____

10. Management of the Organization

Name: _____

Title: _____

Phone Number: _____

E-Mail Address: _____

Volunteer or Compensated: _____

Amount of Compensation/Benefits (if any): _____

List Officers, and Members of the Board of Directors with Compensation/Benefits (if any) as Exhibit 2.

11. Number of Employees

Paid: Full-time: _____ Part-time: _____

Total # of Volunteers: _____ Average # of Volunteer Hours/Week: _____

17. Two of your Most Important Needs for Funding. ***Please list in order of priority***

1. Describe the project for which funding is being requested.

How many animals would be directly served by this grant? _____

How would this grant specifically be used? _____

What percentage of the total cost of this project is being requested from the Foundation? _____

Project funding amount requested: _____

2. Describe the project for which funding is being requested.

How many animals would be directly served by this grant? _____

How would this grant specifically be used? _____

What percentage of the total cost of this project is being requested from the Foundation? _____

Project funding amount requested: _____

18. Give the Number of Animals (All Species of Animals) (January 1- December 31, 2011)

Total # Animals	Adopted Out	Residents (>1 year)	Educational / Non-Adoptable	Return to Owner	Released (feral cats)	Released (wildlife)			
Breakdown of spay/neuter/castration numbers below:									
Organization's Animals	Community Animals	Feral S/N	Total S/N	In-House S/N	Reduced -Fee S/N	Low-Cost S/N	Free S/N	Vouchers	Castration Large Animal
Breakdown of euthanasia/died numbers below:									
Total	Health	Behavior	Feral	Wildlife	Owner Requested	Age	Space	Died/DOA	

Attach Adoption Contract (if applicable) as Exhibit 4.

18a. How many animals can your organization care for at one time? _____

The land and building where the animals are housed is:

Titled in the organization's name: _____

Titled in a member of the organization's name: _____

Owned by a government agency: _____

Long-term lease: _____ Rent: _____

Foster Care: _____ Boarded: _____

Do you turn away or postpone accepting any animals? _____

If yes, how many? _____

18b. For organizations that Adopt out Animals

Do you have written contract or serve as the local animal control agency? _____

How many animals are owner-surrender animals? _____

Do you accept strays? If yes, how many? _____

Do you take animals from other shelters/rescues? If yes, how many? _____

Do you send animals to other shelters/rescues? If yes, how many? _____

18c. Additional spay/neuter information:

Organization's cost for a dog spay/neuter? _____

Organization's cost for a cat spay/neuter? _____

Organization's cost for a feral cat spay/neuter? _____

Cost of low-cost spay/neuter for owner of a dog? _____

Cost of low-cost spay/neuter for owner of a cat? _____

Cost of low-cost spay/neuter for caretaker of feral cat? _____

Cost of voucher to recipient? _____ Cost of payment to vet for redeemed voucher? _____

19. Give the Following Organizational Numbers for 2011. Please state the date of the calendar or fiscal year for the organizational numbers provided below: _____

Gross Income: _____

Program Services Expenses: _____

Management and General Expenses: _____

Fund Raising Expenses: _____

20. Are Funds Donated to or Raised by the Organization Passed on to Other Charities?

If yes, please list the charities, and the amounts given to each in 2011

21. Copy of the 2011 Income/Expense Statement. **Please attach as Exhibit 5.**
22. Date Fiscal Year Begins (month/day): _____
23. Copy of the 2011 IRS 990 (or 990-EZ) and all Schedules (*complete return and statements*) or proof of filing the IRS 990-N (e-Postcard). If you have filed for an extension, please enclose a copy of the extension with the previous year's complete return (2010) and statements.
Please attach as Exhibit 6.
24. If the IRS 990 and organizational numbers (question #19) differ, please explain.

25. Copy of the Current Budget (2012) for the Organization. **Please attach as Exhibit 7.**
26. Copy of the 2011 Annual Report if available. **Please attach as Exhibit 8.**

I have completed and reviewed all information contained within this grant application and to the best of my knowledge all information provided is accurate and true. Completing all requirements does not guarantee that the organization I represent will receive any funding. I understand that final determination of grant funding is at the sole discretion of the Foundation Trustees and **all funding decisions are final.**

Name and title of person: _____

Signature: _____ **Date:** _____

Two complete application packets must be postmarked or received by carrier on or before July 31, 2012 for consideration. Each application packet MUST CONTAIN ALL of the following:

- _____ Complete grant application with signature
- _____ 501(c)(3) Federal tax-exempt letter (Exhibit #1)
- _____ List of Board of Directors (include compensation if any) (Exhibit #2)
- _____ Descriptive material, publications that support organization's programs (Exhibit #3)
- _____ Adoption Contract (Exhibit #4)
- _____ Previous year's financial statement (income/expense statement) (Exhibit #5)
- _____ IRS 990 and all associated Schedules and Statements (Exhibit #6)
- _____ Current year's operating budget (Exhibit #7)

Send application packets to:
Nancy Youtsey
Bernice Barbour Foundation
12230 Forest Hill Boulevard, Suite 110-RR
Wellington, FL 33414

BERNICE BARBOUR FOUNDATION, INC.
Animal Welfare Application Instructions for 2012

Please review the funding guidelines prior to filling out the application to verify the organization and your funding requests qualify for consideration.

Applications incorrectly prepared will not be considered for funding. Please review the instructions below before completing the application.

You must use our application format, and questions must be answered in the space provided. **All applications must be typed.** Blank lines can be deleted. Your application must be only 5 pages plus the exhibits attached behind the completed application. The 5-page application form which is submitted as more than a 5-page form will not be considered. "See attached" is not an acceptable answer to any question. Questions on the application that are not applicable to your organization should be noted as NA, and tell us why it does not apply. **An original plus one copy of all materials must be submitted. Only hard copies of the grant proposals can be accepted. Applications sent by fax or e-mail will not be considered.** Your application will not be considered if it is not complete. Please do not send applications and materials in plastic sleeves. **All documentation must be postmarked or received by carrier on or before July 31, 2012 to be considered.**

This set of instructions is used for all animal welfare organizations. There is a separate set of instructions and application for universities and veterinary schools applying for research grants. This application should not exceed five (5) pages. Questions must be answered in approximately the same amount of space as provided on the application.

Question #9 identifies the contact person for communication with the Foundation. The preferred method of communication is e-mail. Please make sure the e-mail address is correct and your mailbox will accept correspondence from the Foundation.

Question #14 asks for a brief description of the organization's programs in the most recent year. Additional material can be attached as Exhibit 3. Complete manuals and printed copies of your website should not be included.

Question #16 asks for the names of six major contributors; this should include individual donations, bequests, grants, and/or corporate sponsors.

Question #17 gives you the opportunity for two funding requests. Each request should not exceed a ½ page. You can submit only one request if you wish and use the entire page for the request.

Question #18 asks for animal numbers. This is where you can tell the Foundation **the number of animals** your organization has benefited and how they have benefited. These questions apply also to organizations that do not operate a shelter. For example: If you provide emergency medical funds, vaccination clinics, rabies clinics, feline AIDs and leukemia testing, heartworm testing, maintain feral colonies, dogs in training, etc., let us know. Feel free to add your own categories. You can change the table to fit your organization but do not let it be more than 1/4 page. If you do not have animal numbers please re-read the Funding Guidelines to make sure that you meet the Foundation's requirements for consideration. **All organizations must provide the breakdown of the spay/neuter numbers and euthanasia numbers by category.**

Quick definitions (you decide how they fit your organization)

- **Total # Animals:** Total number of animals (all species) your organization had in your care, custody and control for at least one day during the year. This should not include owned animals and animals from other organizations that have been brought to your facility strictly for sterilization.
- **Residents (>1 year):** Animals (all species) for which you have provided care for more than one year. May include adoptable animals that have not yet found a forever home.
- **Educational/Non-Adoptable:** Animals that are in your care for more than one year but not available for adoption. This would include educational animals (all species), non-adoptable animals (all species), or animals you are required to hold due to litigation.
- **Return to Owner:** These are the lost animals that are reunited with their owners. This should not include any animals that have been brought to your facility for sterilization.

- **Spay/Neuter/Castrated:** Please provide the number of animals in each category. Please note that “**All**” is not a number. This will allow the Foundation to know the number and type of animals that were sterilized and where they were sterilized. Many private-practice veterinary clinics offer discounts to non-profit animal organizations; however, the categories below for where the animals are sterilized are non-profit organizations which offer sterilizations. Organizations that operate solely as a spay/neuter clinic should modify the table to include the number of animals for the various S/N programs/services that you offer.
 - Organization's animals are the number of animals in the organization's care, custody and control that were spayed/neutered/castrated whether in-house, low-cost spay/neuter clinic, or local veterinary. This would include animals in foster care.
 - Community animals that were S/N due to your assistance. These animals are owned animals or animals that are in the care, custody and control of other rescue groups, or humane societies. These surgeries can be partially, fully funded or simply performed by your program or at your facility.
 - Feral S/N is the number of feral cats that were S/N regardless of where the sterilization is performed.
 - Total S/N is the number of organization's animals, community animals, and feral cats that were S/N.
 - In-house S/N is the number of animals that were S/N by your organization using the organization's equipment (anesthesia machine, spay packs, drugs, etc.). This would include mobile or off-site clinics that use the organization's equipment.
 - Reduced-Fee S/N is the number of community animals (not organizational animals) that were S/N utilizing the organization's s/n program/facility at a reduced fee from your normal rates. This could include contracts or negotiates rate for other rescue groups to have your organization perform the surgeries.
 - Low-cost S/N is the number of animals that were S/N utilizing a low-cost spay/neuter program/facility (non-profit organization) that is **not** part of your organization. This would not include discounted rates from private practice veterinary clinics.
 - Free S/N is the number of free S/N provided to the community regardless of where the sterilization is performed. This does not include your organization's animals.
 - Vouchers are the number of vouchers or certificates for S/N that are distributed regardless of where the sterilizations are performed.
 - Castration is the number of male equines and livestock sterilized.

Exhibit #4 asks for a copy of your adoption contract. ***Adoption contracts should have the description of the animal, guidelines for care of animal, a liability release, and signatures of both parties.*** Organizations that transfer companion animals to other organizations and the animals are not spayed/neutered prior to leaving your care, custody, and control must provide the other organization's adoption contract as well as your organization's adoption contract.

Question #18a asks for the number of animals your organization can care for, where they are housed, and numbers turned away if any.

Question #18b please advise how your organization acquired the animals.

Question #18c asks for costs related to spay/neuter expenses. Please provide an average cost for each category. Feral cat spay/neuter costs may include the cost of vaccination, antibiotic, pain medication, minor medical procedures and/or ear tipping. Organizations that distribute vouchers should give the amount charged to the individual for the voucher and the amount paid to the organization for the redeemed voucher

Question #19 provides a quick look at your organization's finances for the previous year. These numbers should relate to your IRS 990 and/or your income/expense statement.

- Gross Income: Total income for that fiscal or calendar year.
- Program expense: Total amount spent for the animal welfare mission.
- Management and General Costs: Amount that was spent to do business.
- Fund Raising Costs: Amount that was spent to raise money for the organization.

Question #21 asks for 2011 Income/Expense Statement. The financial audit can be used in place of the income/expense statement. Profit/Loss statement and bank registers cannot be used in place of the income/expense statement. Only organizations that have a calendar year which starts after June 30th can submit the 2010-2011 income/expense statement.

Question #23 asks for the most recent tax return (IRS 990 or 990-EZ). The IRS 990 submitted must include the complete return (including all Schedules and all Statements referred to in the 990). If you have filed for an extension, please enclose a copy of that document with the previous year's complete return (2010) and statements. Organizations under \$50,000 need to have filed the e-Postcard (990-N). Proof of filing must be attached as Exhibit #6.

Question #24 requests you explain any discrepancies between the organizations numbers provided in Question #19 and your IRS 990.

Question #25 asks for the budget for your current year. It must provide detail as to where the projected income will come from and how the funds will be used.

Please sign the application. Acknowledgement cards will be mailed when application is received in this office.

If you believe that this application does not provide you with the necessary questions to describe your organization and its request, please contact the Foundation prior to completing the application.

An original plus one copy of all materials must be submitted. Only hard copies of the grant proposals can be accepted. Applications sent by fax or e-mail will not be considered. Grant proposals will be considered incomplete if the requested information is not provided on the application form and will not be considered for funding. The Board of Trustees reviews all eligible applications. Submission of a grant application does not guarantee an organization will receive funds. **Notification of the Trustees' decision will be mailed in December. All decisions are final and will not be reconsidered.**

All documentation must be postmarked or received by carrier on or before July 31, 2012. Late applications will not be considered. If you have questions e-mail Nancy at nancy@bernicebarbour.org or Eve at eve@bernicebarbour.org or call 561-791-0861.

Kindly send to.

Bernice Barbour Foundation, Inc.

c/o Nancy Youtsey

12230 Forest Hill Boulevard, Suite 110-RR

Wellington, FL 33414

BERNICE BARBOUR FOUNDATION, INC.
ANIMAL WELFARE FUNDING GUIDELINES FOR 2012

The Bernice Barbour Foundation is a private charity established by the late Bernice Wall Barbour. It is a trust to be used for preservation, care, and prevention of cruelty to animals in the United States. Final determination of grant applicant funding is at the sole discretion of the Foundation Trustees.

Organization Requirements

- Minimum of one year of financial data, and IRS 501(c)(3) tax return for a 12-month period prior to application
- No government agencies (local, county, state or federal)
- Organization must primarily benefit animals (not people) in the United States and operate only in the United States.
- Must have 12 months of service to animals excluding fundraising.
- All animals must be spayed/neutered/castrated prior to adoption
- Many types of organizations (humane societies, rescue groups, low-cost spay/neuter clinics, wildlife, sanctuaries, etc.) receive funding; however, sanctuaries which do not own their land and facility will not be considered. The Foundation defines a sanctuary as an organization that does not adopt or release more animals than remain in the custody of the organization for more than one year.
- Provide the animal with the opportunity to lead a natural life and then observe when it properly should come to an end.
- Application submissions made by outside paid grant writers will not be accepted.
- All the above criteria must have been in place for at least one year.

Program Areas and Priorities

- Hands-on animal care projects are of particular interest.
- Companion and large animals
- All animals must be spayed/neutered/castrated prior to adoption.
- Certificates, contracts, or deposits for sterilizing animals after they have left the Shelter are not acceptable.
- Animals which are unadoptable due to chronic pain, permanent crippling injuries or untreatable disease must be humanely euthanized.
- Wildlife – *only indigenous to the United States, no non-native species*
- Animal welfare research – only at Universities and Veterinary Schools

Grant Process Timetable

- 2012 BBF grant application form must be used.
- Grant application packets must be postmarked or received by carrier on or before **July 31, 2012** to be considered
- Grant applications are reviewed by the Trustees in the Fall.
- All applicants will be notified of the decision by the end of the calendar year.
- Grant recipients may reapply in the next grant cycle.

Grant Types/Amounts

- All grants must benefit animals in the United States.
- Most grants awarded range from \$500 to \$5,000.
- Grant recipients must provide an interim report in six months after receiving the grant and at the end of the grant period describing how the grant was used, its results, and provide financial accountability for the funds.
- Grant Types Funded
 - Spay/Neuter grants – These include existing programs, pets of low-income owners, free spay/neuter, vouchers, feral cats, etc.
 - Individual Project grants – These are generally one-time purchases or to fulfill a short-term need. Examples include purchases (anesthesia machine, surgical supplies, etc.).
 - Organization Program grants – Expenses of ongoing programs. Examples include adoption programs, TNR, medical expenses and veterinary support.
 - Facility upgrades – May include replacement of kennels/cages, dog runs, kennel/cattery enhancements.
- Grant Types Not Funded
 - Land acquisition and Construction (bricks & mortar)
 - Endowments
 - Capital Campaigns for organizations without a funding history
 - Fundraising expenses and sponsorship
 - General operating expenses, computers and software
 - Infrastructure improvements when the land/building is not owned by the organization
 - Lobbying, activism, or litigation
 - Indirect costs or overhead expenses

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization 990PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2012Attachment
Sequence No 179

BERNICE BARBOUR FOUNDATION, INC.

FORM 990-PF PAGE 1

22-2779967

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	701.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,094.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		701.	5.0	HY	200DB	140.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs.	S/L	
c 40-year	/		40 yrs.	MM	S/L

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	1,935.
23	For assets shown above and placed in service during the current year. enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L -		
		%			S/L -		
		%			S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2012 tax year:

43 Amortization of costs that began before your 2012 tax year **43**

44 Total. Add amounts in column (f). See the instructions for where to report **44**

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. BERNICE BARBOUR FOUNDATION, INC.	Employer identification number (EIN) or 22-2779967
	Number, street, and room or suite no. If a P.O. box, see instructions. 12230 FOREST HILL BOULEVARD, NO. 110-RR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WELLINGTON, FL 33414	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

THE FOUNDATION - 12230 FOREST HILL BOULEVARD, NO. 110-RR

- The books are in the care of ► **- WELLINGTON, FL 33414**
Telephone No. ► **561-791-0861** FAX No. ► **561-753-9153**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning _____, and ending _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	20,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	13,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	7,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)