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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

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

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: RUPP ROBERT A TR UW. A Employer identification number: 23-6706769. B Telephone number: (716) 842-5506. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 204,179.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to a total net investment income of 3,375.

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		288	288	
	2 Savings and temporary cash investments	17,555	3,893	3,893	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____		0	0	
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____ 0				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	171,961 <input checked="" type="checkbox"/>	180,665	199,998	
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	189,516	184,846	204,179		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe <input type="checkbox"/> _____)				
	23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	189,516	184,846		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	189,516	184,846			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	189,516	184,846			

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	189,516
2	Enter amount from Part I, line 27a	2	-4,581
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____ <input checked="" type="checkbox"/>	3	9
4	Add lines 1, 2, and 3	4	184,944
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____ <input checked="" type="checkbox"/>	5	98
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	184,846

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,122
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	8,000	205,186	0.038989
2010	8,000	179,616	0.044539
2009	8,000	172,430	0.046396
2008	11,977	207,038	0.057849
2007	11,810	250,014	0.047237
2	Total of line 1, column (d).		2 0.23501
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.047002
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 198,566
5	Multiply line 4 by line 3.		5 9,333
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 34
7	Add lines 5 and 6.		7 9,367
8	Enter qualifying distributions from Part XII, line 4.		8 8,000

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	68
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	68
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	68
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	16
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	52
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA _____		
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? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes
Website address
14 The books are in care of M AND T BANK Telephone no (716) 842-5506
Located at ONE M AND T PLAZA BUFFALO NY ZIP+4 14203
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15
and enter the amount of tax-exempt interest received or accrued during the year
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____	
2 _____	
3 All other program-related investments. See page 24 of the instructions _____	

Total. Add lines 1 through 3.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	194,603
b	Average of monthly cash balances.	1b	6,987
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	201,590
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	201,590
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,024
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	198,566
6	Minimum investment return. Enter 5% of line 5.	6	9,928

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	9,928
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	68
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	68
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	9,860
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	9,860
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	9,860

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	8,000
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	8,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,000

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				9,860
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			5,424	
b Total for prior years 2010, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				0
b From 2008.				0
c From 2009.				0
d From 2010.				0
e From 2011.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>8,000</u>				
a Applied to 2011, but not more than line 2a			5,424	
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.				2,576
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				7,284
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008.	0			
b Excess from 2009.	0			
c Excess from 2010.	0			
d Excess from 2011.	0			
e Excess from 2012.	0			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ALBRIGHT COLLEGE C/O WILLIAM WOOD VICE PRESIDENT ADMINISTRATION FINANCIAL SERVICE READING, PA 196125234	NONE	PUBLIC	EDUCATIONAL	2,000
HAMBURG BOROUGH PARK C/O LYNDA G ALBRIGHT MANAGER 61 N THIRD ST HAMBURG, PA 19526	NONE	PUBLIC	CHARITABLE	2,000
FIRST REFORMED CHURCH UCC HAMBURG ATTN SHEILA D DUNKLE VICE PRES 76 S 3RD ST HAMBURG, PA 19526	NONE	PUBLIC	RELIGIOUS	2,000
VAUX MASONIC TEMPLE ASSOC C/O TREASURER P O BOX 24 HAMBURG, PA 19526	NONE	PUBLIC	CHARITABLE	2,000
Total			▶ 3a	8,000
b Approved for future payment				
Total			▶ 3b	

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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name MICHELE L DORE EA Preparer's Signature MICHELE L DORE EA Date 2013-04-30 Check if self-employed PTIN Firm's name THOMSON REUTERS (TAX & ACCOUNTING) Firm's address RICHMOND, VA 23236 Firm's EIN Phone no (804) 727-3150

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
323 277 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2012-01-19
92 ALPINE GLBL PREMIER PROPERTIES FUND		2010-11-17	2012-01-19
78 CBRE CLARION GLBL REAL ESTATE INCOME		2010-11-17	2012-01-19
6 CBRE CLARION GLBL REAL ESTATE INCOME		2011-10-20	2012-01-19
210 676 DWS FLOATING RATE CL I		2011-04-08	2012-01-19
2 732 DWS FLOATING RATE CL I		2011-11-04	2012-01-19
118 782 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-01-19
11 614 GUINNESS ATKINSON CHINA HONG KONG FD		2008-10-13	2012-01-19
924 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-01-19
5 472 HARBOR INTERNATIONAL FUND #11		2009-04-17	2012-01-19
93 953 T ROWE PRICE LRG CAP GROWTH FD INST		2006-10-27	2012-01-19
2 408 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-01-19
10 117 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2012-01-19
9 528 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2012-01-19
198 631 MTB SH DURATN GOVT BD-INST I-FD #120		2011-11-18	2012-01-19
381 981 MTB LGE CAP VAL-INST I #327		2007-12-04	2012-01-19
341 049 MTB LGE CAP GRWTH-INST I #299		2007-12-04	2012-01-19
362 485 MTB INTL EQ-INST I-FD #270		2008-08-26	2012-01-19
2 SPDR S&P DIVIDEND ETF		2010-11-17	2012-01-19
2 52 MTB INCOME FUND-INST I-FD #143		2009-01-26	2012-01-20
7 436 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2012-01-20
15 636 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2012-03-16
34 ALPINE GLBL PREMIER PROPERTIES FUND		2010-11-17	2012-03-16
998 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-03-16
6 011 HARBOR INTERNATIONAL FUND #11		2009-04-17	2012-03-16
16 631 T ROWE PRICE LRG CAP GROWTH FD INST		2006-10-27	2012-03-16
14 738 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-03-16
18 378 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2012-03-16
1 635 MFS EMERGING MARKETS DEBT FUND - I		2009-09-24	2012-03-16
11 028 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2012-03-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3 489 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-01-20	2012-03-16
9 884 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2012-03-16
22 119 WILMINGTON MID CAP GROWTH FUND -I		2008-07-14	2012-03-16
48 064 WILMINGTON LARGE CAP GROWTH FUND -I		2007-12-04	2012-03-16
15 084 WILMINGTON LARGE CAP VALUE FUND -I		2008-02-12	2012-03-16
46 219 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2012-03-16
96 ALPINE GLBL PREMIER PROPERTIES FUND		2010-11-17	2012-05-04
23 171 ARTIO GLOBAL HIGH INCOME FD CLASS I		2010-02-11	2012-05-04
12 447 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-05-04
18 256 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2012-05-04
26 836 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-05-04
22 ISHARES HIGH DIVIDEND EQUITY ETF		2012-01-19	2012-05-04
25 766 MFS EMERGING MARKETS DEBT FUND - I		2009-09-24	2012-05-04
134 723 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-04-08	2012-05-04
58 521 RS GLOBAL NATURAL RESOURCES FUND		2010-02-11	2012-05-04
25 894 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-08-27	2012-05-04
40 SPDR S&P DIVIDEND ETF		2010-11-17	2012-05-04
34 SPDR S&P DIVIDEND ETF		2011-11-18	2012-05-04
56 732 WILMINGTON SHORT-TERM CORP BOND -I		2004-10-20	2012-05-04
1 5 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2012-05-04
48 973 WILMINGTON LARGE CAP GROWTH FUND -I		2007-12-04	2012-05-04
126 451 WILMINGTON BROAD MARKET BOND FUND -I		2009-01-26	2012-05-04
5 ALPINE GLBL PREMIER PROPERTIES FUND		2011-10-20	2012-06-15
168 ALPINE GLBL PREMIER PROPERTIES FUND		2011-01-28	2012-06-15
41 ALPINE GLBL PREMIER PROPERTIES FUND		2011-10-20	2012-07-26
16 029 ARTIO GLOBAL HIGH INCOME FD CLASS I		2010-02-11	2012-07-26
6 376 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-07-26
17 795 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2012-07-26
4 ISHARES HIGH DIVIDEND EQUITY ETF		2012-01-19	2012-07-26
23 74 MFS EMERGING MARKETS DEBT FUND - I		2009-09-24	2012-07-26

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
14 696 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-08-27	2012-07-26
55 236 WILMINGTON SHORT-TERM CORP BOND -I		2004-10-20	2012-07-26
132 048 WILMINGTON BROAD MARKET BOND FUND -I		2009-01-26	2012-07-26
23 041 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2012-09-06
9 014 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-09-06
3 411 HARBOR INTERNATIONAL FUND #11		2009-04-17	2012-09-06
10 65 T ROWE PRICE LRG CAP GROWTH FD INST		2011-04-08	2012-09-06
5 44 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-09-06
17 727 LITMAN GREGORY MSTRS INTL FD CL-INST		2009-04-17	2012-09-06
3 744 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-11-18	2012-09-06
187 636 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2012-01-20	2012-09-06
58 955 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-04-08	2012-09-06
65 083 RS GLOBAL NATURAL RESOURCES FUND		2011-02-10	2012-09-06
3 542 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-05-04	2012-09-06
10 773 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2012-09-06
30 37 WILMINGTON MID CAP GROWTH FUND -I		2010-11-17	2012-09-06
33 794 WILMINGTON LARGE CAP GROWTH FUND -I		2007-12-04	2012-09-06
26 971 WILMINGTON LARGE CAP VALUE FUND -I		2008-02-12	2012-09-06
101 879 FEDERATED ULTRA SHORT BOND CL I		2011-04-08	2012-11-05
10 891 GUINNESS ATKINSON CHINA HONG KONG FD		2011-10-20	2012-11-05
5 261 HARBOR INTERNATIONAL FUND #11		2011-10-20	2012-11-05
70 024 T ROWE PRICE LRG CAP GROWTH FD INST		2008-02-12	2012-11-05
9 681 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-11-05
17 995 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-10-20	2012-11-05
225 576 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2012-11-05
57 805 WILMINGTON SMALL CAP GROWTH FUND -I		2007-08-27	2012-11-05
40 015 WILMINGTON MID CAP GROWTH FUND -I		2011-10-20	2012-11-05
205 998 WILMINGTON LARGE CAP GROWTH FUND -I		2011-04-08	2012-11-05
48 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2012-11-05
213 451 WILMINGTON BROAD MARKET BOND FUND -I		2011-11-04	2012-11-05

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 147 GUINNESS ATKINSON CHINA HONG KONG FD		2012-05-04	2012-12-14
53 044 GUINNESS ATKINSON CHINA HONG KONG FD		2011-11-18	2012-12-14
35 688 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-11-18	2012-12-14
2 865 GUINNESS ATKINSON GLOBAL ENERGY FUND		2012-07-26	2012-12-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,455		4,166	289
524		648	-124
559		595	-36
43		42	1
1,938		2,010	-72
25		25	
1,961		1,916	45
339		254	85
25		30	-5
308		204	104
1,614		1,322	292
44		53	-9
135		96	39
156		214	-58
1,951		1,951	
3,961		4,884	-923
2,882		3,230	-348
2,958		4,182	-1,224
110		101	9
25		23	2
273		260	13
231		202	29
222		238	-16
29		32	-3
368		224	144
315		234	81
294		326	-32
269		175	94
25		23	2
453		386	67

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
63		59	4
173		198	-25
352		285	67
443		478	-35
166		178	-12
321		368	-47
616		668	-52
225		234	-9
210		201	9
168		168	
687		857	-170
1,272		1,217	55
396		359	37
2,115		1,808	307
2,083		1,718	365
230		247	-17
2,247		2,024	223
1,910		1,788	122
583		561	22
25		30	-5
428		487	-59
1,276		1,157	119
32		28	4
1,087		1,164	-77
258		228	30
154		162	-8
108		103	5
164		164	
241		221	20
369		331	38

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
129		140	-11
569		546	23
1,352		1,208	144
345		297	48
240		288	-48
198		127	71
202		182	20
103		120	-17
242		168	74
61		56	5
3,068		2,873	195
964		934	30
2,408		2,361	47
65		63	2
181		214	-33
455		401	54
301		336	-35
285		302	-17
941		936	5
317		393	-76
313		282	31
1,293		1,003	290
188		214	-26
254		232	22
2,335		2,317	18
965		1,147	-182
599		538	61
1,780		1,864	-84
317		383	-66
2,188		2,167	21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
64		64	
1,576		1,260	316
930		1,056	-126
75		72	3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			289
			-124
			-36
			1
			-72
			45
			85
			-5
			104
			292
			-9
			39
			-58
			-923
			-348
			-1,224
			9
			2
			13
			29
			-16
			-3
			144
			81
			-32
			94
			2
			67

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4
			-25
			67
			-35
			-12
			-47
			-52
			-9
			9
			-170
			55
			37
			307
			365
			-17
			223
			122
			22
			-5
			-59
			119
			4
			-77
			30
			-8
			5
			20
			38

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11
			23
			144
			48
			-48
			71
			20
			-17
			74
			5
			195
			30
			47
			2
			-33
			54
			-35
			-17
			5
			-76
			31
			290
			-26
			22
			18
			-182
			61
			-84
			-66
			21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			316
			-126
			3

TY 2012 Investments - Other Schedule**Name:** RUPP ROBERT A TR UW**EIN:** 23-6706769

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MTB SHORT TERM CORP BD #518			
MTB LARGE CAP VAL - INST#327			
T ROWE PRICE INS. LG CAP GR FD	AT COST	3,957	5,194
MTB INT. EQUITY #270			
MTB LG CAP GRWTH #299			
MTB SM CAP GRWTH #555			
HARBOR INTL FUND #11	AT COST	7,721	11,005
LAZARD EMERGING MKTS	AT COST	7,478	8,312
RIDGEWORTH SEIX FLOATING RATE	AT COST	5,825	6,089
MTB MID CAP #401			
GUINNESS ATKINSON CHINA & HK	AT COST	984	1,058
DREYFUS INTL BOND FUND	AT COST	3,814	4,075
MFS EMERGING MKTS DEBT FUND	AT COST	9,082	10,298
MTB INCOME FUND #143			
ARTIO GLOBAL HI INCOME	AT COST	7,879	8,160
LSV VALUE EQUITY FUND	AT COST	10,995	12,260
MORGAN STANLEY FOCUS	AT COST	8,743	9,768
ALPINE GLOBAL PREMIER			
MAINSTAY EPOCH			
RS GLOBAL NATURAL RESOURCES	AT COST	2,697	2,928
SPDR S&P DIVIDEND			
DWS FLOATING RATE PLUS			
FEDERATED ULTRA SHORT	AT COST	4,013	4,043
MTB SHORT DURATION GOVT BD FD			
GUINNESS ATKINSON GLBL ENER FD			
CBRE CLARION GLBL R E INC FD			
LITMAN GREGORY MASTERS INTL	AT COST	3,592	5,351
WILMINGTON BROAD MARKET BD FD	AT COST	24,894	26,194
WILMINGTON SHORT TERM CORP BD	AT COST	14,806	15,137
TIAA-CREF MID CAP VALUE FD	AT COST	5,750	5,956

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WILMINGTON LARGE CAP GROWTH FD	AT COST	5,996	6,158
WILMINGTON LARGE CAP VALUE FD	AT COST	6,486	8,334
WILMINGTON MID CAP GROWTH FD	AT COST	8,976	10,104
WILMINGTON MULTI-MANAGER REAL	AT COST	9,770	10,493
WILMINGTON SMALL CAP GROWTH FD	AT COST	4,575	4,589
VANGUARD MSCI EAFE	AT COST	3,790	4,016
WILMINGTON MULTI-MANAGER INTL	AT COST	13,450	14,952
ISHARES HIGH DIVIDEND EQUITY	AT COST	5,392	5,524

TY 2012 Other Decreases Schedule

Name: RUPP ROBERT A TR UW

EIN: 23-6706769

Description	Amount
RETURN OF CAPITAL ADJUSTMENT	98

TY 2012 Other Income Schedule

Name: RUPP ROBERT A TR UW

EIN: 23-6706769

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
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TY 2012 Other Increases Schedule

Name: RUPP ROBERT A TR UW

EIN: 23-6706769

Description	Amount
ROUNDING	1
MUTUAL FUND ADJUSTMENT	8

TY 2012 Taxes Schedule

Name: RUPP ROBERT A TR UW

EIN: 23-6706769

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON QUALIFIED FOR	64	64		0
FOREIGN TAXES ON NONQUALIFIED	21	21		0