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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

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

Name of foundation WEBB FOUNDATION		A Employer identification number 23-7028768	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 432		B Telephone number (see instructions) (262) 948-1033	
City or town, state, and ZIP code WINTHROP HARBOR, IL 60096		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 5,451,818	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	29,940	29,940		
	4 Dividends and interest from securities.	95,632	81,762		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	120,988			
	b Gross sales price for all assets on line 6a _____ 2,834,731				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	878	878		
	12 Total. Add lines 1 through 11	247,438	112,580		
	13 Compensation of officers, directors, trustees, etc	26,100			26,100
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,125	2,563		2,562
	c Other professional fees (attach schedule)	46,632	46,632		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,116			10,116
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,682			1,682
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,744	870		872
	24 Total operating and administrative expenses. Add lines 13 through 23	91,399	50,065		41,332
	25 Contributions, gifts, grants paid	289,500			289,500
	26 Total expenses and disbursements. Add lines 24 and 25	380,899	50,065		330,832
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-133,461			
	b Net investment income (if negative, enter -0-)		62,515		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	24,419	4,394	4,394
	2	Savings and temporary cash investments	1,571,564	754,973	831,346
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,571,420 	3,419,774	4,012,162
	c	Investments—corporate bonds (attach schedule).	640,055 	560,004	603,916
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 65,148		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,872,606	4,739,145	5,451,818
	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)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	4,872,606	4,739,145	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
Net Assets or Fund Balances	30	Total net assets or fund balances (see page 17 of the instructions)	4,872,606	4,739,145	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,872,606	4,739,145	

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	4,872,606
2	Enter amount from Part I, line 27a	2	-133,461
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	4,739,145
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,739,145

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
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	311,837	5,251,127	0 059385
2010	275,193	5,367,840	0 051267
2009	304,515	4,932,226	0 061740
2008	311,123	5,406,526	0 057546
2007	267,854	6,375,856	0 042011
2	Total of line 1, column (d).		2 0 271949
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 054390
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 5,208,269
5	Multiply line 4 by line 3.		5 283,278
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 625
7	Add lines 5 and 6.		7 283,903
8	Enter qualifying distributions from Part XII, line 4.		8 330,832

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	625
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	625
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	625
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	33,066	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	33,066
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	32,441
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 32,441	Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IL _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW.WEBBFOUNDATION.COM				
14	The books are in care of ►LINDA BARRY Telephone no ►(262) 948-1033 Located at ►PO BOX 432 WINTHROP HARBOR IL ZIP +4 ►60096			
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		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

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

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

Total number of other employees paid over \$50,000.

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Part VIII

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

Part IX-A

Expenses

1	
2	
3	
4	

Part IX-B

Amount

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	4,596,101
b	Average of monthly cash balances.	1b	691,482
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,287,583
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	5,287,583
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	79,314
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,208,269
6	Minimum investment return. Enter 5% of line 5.	6	260,413

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	260,413
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	625
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	625
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	259,788
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	259,788
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	259,788

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	330,832
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	330,832
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	625
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	330,207
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				259,788
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	40,839			
c From 2009.	60,179			
d From 2010.	9,233			
e From 2011.	53,819			
f Total of lines 3a through e.	164,070			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 330,832				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				259,788
e Remaining amount distributed out of corpus	71,044			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	235,114			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	235,114			
10 Analysis of line 9				
a Excess from 2008. . . .	40,839			
b Excess from 2009. . . .	60,179			
c Excess from 2010. . . .	9,233			
d Excess from 2011. . . .	53,819			
e Excess from 2012. . . .	71,044			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number or e-mail of the person to whom applications should be addressed

WEBB FOUNDATION
PO BOX 423
WINTHROP HARBOR,IL 60096
(262) 948-1033

b

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

A FORMAL PROPOSAL SHOULD BE SUBMITTED TO THE DONATIONS COMMITTEE FOR REVIEW THE PROPOSAL SHOULD INCLUDE A COVER LETTER, EXECUTIVE SUMMARY, BUDGET INFORMATION, SUPPORTING MATERIALS, AND NARRATIVE DESCRIBING THE ORGANIZATION'S MISSION SEE THE WEB SITE OF THE WEBB FOUNDATION FOR MORE DETAILS ON HOW TO APPLY

c

Any submission deadlines

FEBRUARY 28 FOR JUNE MEETING AND AUGUST 31 FOR NOVEMBER MEETING

d

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

THE WEBB FOUNDATION IS A PRIVATE FAMILY FOUNDATION THAT SERVES THE METROPOLITAN AREAS OF ST LOUIS AND CHICAGO THE FOUNDATION'S FOCUS HAS BEEN ON SUPPORTING ORGANIZATIONS WHO SERVE CHILDREN AT RISK, EDUCATION AND THOSE WHO SERVE THE ELDERLY

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	289,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	29,940	
4	Dividends and interest from securities. . . .			14	81,762	13,870
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.			18	878	
8	Gain or (loss) from sales of assets other than inventory			18	120,988	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				233,568	13,870
13	Total. Add line 12, columns (b), (d), and (e).					
				13		247,438

[illegible]

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. (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. 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		Yes	No
1a(1)			No
1a(2)			No
1b(1)			No
1b(2)			No
1b(3)			No
1b(4)			No
1b(5)			No
1b(6)			No
1c			No

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	LINDA A EKENBERG	LINDA A EKENBERG	2013-08-13		
	Firm's name ☐	EKENBERG & EKENBERG PC		Firm's EIN ☐	
		100 TRI-STATE INTERNATIONAL STE 285			
	Firm's address ☐	LINCOLNSHIRE, IL 60069		Phone no (847) 267-1650	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EVELYN MCDONALD  1346 VILLAGE DRIVE ARLINGTON HEIGHTS,IL 60004	ADVISOR 0 10	0	0	0
DONNA S PREVES  1620 YOSEMITT PARKWAY ALGONQUIN,IL 60102	ADVISOR 0 10	0	0	0
LINDA BARRY  11114 LAKESHORE DRIVE PLEASANT PRARIE,WI 53158	ADMINISTRATO 40 00	16,500	0	0
JOHN BARRY  11114 LAKESHORE DRIVE PLEASANT PRARIE,WI 53158	ADVISOR 0 10	0	0	0
ROBERT PREVES  1382 REDBRIDGE CT GRAYSLAKE,IL 60030	ADVISOR 0 10	0	0	0
GREG PREVES  724 SILK OAK LANE CRYSTAL LAKE,IL 60014	SECRETARY 40 00	9,600	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALMOST HOME 3200 ST VINCENT AVE ST LOUIS,MO 63104			OPERATING EXPENSES	5,000
ESCORTED TRANSP SVCS 404 W HAWHTORNE ST ARLINGTON HTS,IL 60004			SENIOR TRANSPORTATION	7,500
LUTHERAN WORLD RELIEF PO BOX 17061 BALTIMORE,MD 21297			HURRICANE SANDY	10,000
THE GIDEONS INTL PO BOX 140800 NASHVILLE,TN 37214			BIBLES	2,500
DELTA GAMMA CENTER 5030 MCREE ST LOUIS,MO 63110			HOME BASED EDUC	7,500
LOYOLA ACADEMY 3851 WASHINGTON BLVD ST LOUIS,MO 63108			SCHOLARSHIP FUNDS	10,000
MCHENRY AQUATIC CLUB 2935 N STERLING DR MCHENRY,IL 60050			EQUIPMENT	2,500
ST PETERS LUTHERAN CHURCH 111 OLIVE ST ARLINGTON HEIGHTS,IL 60014			SCHOOL BLDG FUND	5,000
LUTHERAN ASSN FOR SPCL ED 3558 S JEFFERSON ST LOUIS,MO 63118			TECHNOLOGY SOLUTIONS	4,000
LUTHERAN CHILD & FAMILY SVCS 7620 MADISON ST RIVER FOREST,IL 60305			IN MEMORY OF D MCDONALD	5,000
LUTHERAN CHILD & FAMILY SVCS 7620 MADISON ST RIVER FOREST,IL 60305			GEN OPERATING EXPENSES	5,000
CENTRAL INST FOR THE DEAF 825 S TAYLOR ST ST LOUIS,MO 63110			SCHOLARSHIP PROGRAM	5,000
AMERICAN DIABETES ASSN 1701 N BEAUREGARD ST ALEXANDRIA,VA 22311			MEDICAL RESEARCH	7,500
HELPING FROM HEAVEN 105 TOWNLINE RD 132 VERNON HILLS,IL 60061			EQUIPMENT PURCHASE	5,000
OPERATION FOOD SEARCH 6282 OLIVE BLVD ST LOUIS,MO 63130			OPERATIONS/NUTRITION	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAINT LOUIS ABBEY 500 S MASON RD ST LOUIS,MO 63141			SCHOLARSHIP FUND	25,000
CAMP BRIMSHIRE PO BOX 423 ST JAMES,MO 65559			OPERATING EXPENSES	5,000
W SUBURBAN ASSN FOR RETARDED 1005 E DIVISION ST LOMBARD,IL 60148			ART, MUSIC & PE CLASSES	5,000
BEREA COLLEGE PO BOX 2216 BEREA,KY 40404			SCHOLARSHIP GRANT	5,000
LUTHERAN HOME SERVICES 800 WOAKTON ST ARLINGTON HEIGHTS,IL 60004			BUILDING FUND	5,000
METROPOLITAN FAMILY SVCS ONE N DEARBORN STE 1000 CHICAGO,IL 60602			AFTER SCHOOL PROGRAM	7,500
RACETRACK MINISTRIES 431 S ARLINGTON HTS RD ARLINGTON HEIGHTS,IL 60005			OPERATING EXPENSES	8,000
LAKE IN HILLS FOOD PANTRY PO BOX 7866 ALGONQUIN,IL 60102			FOOD PANTRY	3,000
LITTLE BIT FOUNDATION 1850 DELASALLE DR ST LOUIS,MO 63141			SERVICES FOR CHILDREN	5,000
LUTHERDALE BIBLE CAMP N7891 US HWY 12 ELKHORN,WI 53121			SUMMER CAMP	5,000
PATHWAYS TO GLOBAL LITERACY 1517 W RICHMOND ST ARLINGTON HTS,IL 60004			PROGRAM DEVELOPMENT	5,000
THE SINGER INSTITUTE 9001 CLAYTON RD ST LOUIS,MO 63117			SENIOR CONNECTIONS	5,000
ST PAUL CHRISTIAN SCHOOL 485 WOODSTOCK ST CRYSTAL LAKE,IL 60014			SCHOLARSHIPS FOR CHILDREN	12,000
AMERICAN CANCER SCOEITY 225 N MICHIGAN AVE CHICAGO,IL 60601			SUMMER H S RESEARCH PRGM	7,500
TONI TURCHI FOUNDATION PO BOX 467 AURORA,OH 44202			BREAST CANCER PREVENTION	10,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILLOW HOUSE 300 SAUNDERS RD-STE 300 RIVERWOODS,IL 60015			COMM OUTREACH/EDUC	5,000
FIDALGO ISLAND ROTARY FDN PO BOX 125 ANACORTES,WA 98221			COSTA RICA PROJECT	5,000
GREAT CIRCLE 330 N GORE AVE ST LOUIS,MO 63119			BASIC NEEDS FOR CHILDREN	5,000
LUTHERAN HOME SERVICES 800 W OAKTON ST ARLINGTON HTS,IL 60004			CAMPUS RENEWAL	10,000
OAKLAND CITY UNIV FDN 143 N LUCRETIA ST OAKLAND CITY,IN 47660			BUILDING PROJECT	25,000
SALVATION ARMY 290 W CRYSTAL LAKE CRYSTAL LAKE,IL 60014			CHRISTMAS DONATIONS	5,000
SPC EDUC DISTRICT OF MCHENRY CTY 1200 CLAUSSEN DR WOODSTOCK,IL 60098			SMART BOARDS	5,000
LUTHERAN WORLD RELIEF PO BOX 17061 BALTIMORE,MD 21297			TORNADO DISASTER RELIEF	10,000
VINCENT GRAY ALT HS 3300 SUMMIT AVE E ST LOUIS,IL 62205			SCHOLARSHIPS	5,000
SALVATION ARMY-CRYSTAL LAKE 290 W CRYSTAL LAKE CRYSTAL LAKE,IL 60014			CAMP PROGRAM	5,000
YOUNG LIFE 100 N WAUKEGAN LAKE FOREST,IL 60045			PROJECT CAPERNAUM	10,000
Total  3a				289,500

TY 2012 Accounting Fees Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	5,125	2,563		2,562

TY 2012 Compensation Explanation**Name:** WEBB FOUNDATION**EIN:** 23-7028768

Person Name	Explanation
EVELYN MCDONALD	
DONNA S PREVES	
LINDA BARRY	
JOHN BARRY	
ROBERT PREVES	
GREG PREVES	

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SALES PER MORGAN STANLEY FORM 1099		PURCHASE			1,848,168	1,809,437			38,731	
SALES PER MORGAN STANLEY FORM 1099		PURCHASE			986,563	904,306			82,257	

**TY 2012 Investments Corporate
Bonds Schedule****Name:** WEBB FOUNDATION**EIN:** 23-7028768

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	560,004	603,916
INTERNATIONAL BONDS		

**TY 2012 Investments Corporate
Stock Schedule****Name:** WEBB FOUNDATION**EIN:** 23-7028768

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PREFERRED STOCK	59,931	59,491
COMMON STOCK	3,359,843	3,952,671

TY 2012 Other Assets Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PRIVATE EQUITY	65,148		

TY 2012 Other Expenses Schedule**Name:** WEBB FOUNDATION**EIN:** 23-7028768

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE SUPPLIES	597	297		298
TELEPHONE	1,147	573		574

TY 2012 Other Income Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MORGAN STANLEY FORM 1099	878	878	878

TY 2012 Other Professional Fees Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEE	46,632	46,632		

TY 2012 Taxes Schedule

Name: WEBB FOUNDATION

EIN: 23-7028768

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE FEE	10,116			10,116