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## CHANGE IN ACCOUNTING PERIOD

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**Department of the Treasury  
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning 06/01/12, and ending 12/31/12

Name of foundation <b>SHAW-BURCKHARDT-BRENNER FOUNDATION</b>		A Employer identification number <b>23-7076297</b>						
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O HALL RENDER, ONE AMERICAN SQUARE</b>	Room/suite <b>2000</b>	B Telephone number (see instructions) <b>317-977-1449</b>						
City or town, state, and ZIP code <b>INDIANAPOLIS IN 46282</b>		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="display:inline-table; vertical-align:top;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 836,451</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	13,448	13,448		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	15,658			
b	Gross sales price for all assets on line 6a 121,035				
7	Capital gain net income (from Part IV, line 2)		7,166		
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) (attach schedule)				
11	Other income (attach schedule) STMT 2	123	123		
12	Total. Add lines 1 through 11	29,229	20,737	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 3	2,594			2,594
b	Accounting fees (attach schedule) STMT 4	3,600			3,600
c	Other professional fees (attach schedule) STMT 5	3,286	3,286		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	172	172		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	428			428
22	Printing and publications				
23	Other expenses (att sch) STMT 7	174	17		157
24	Total operating and administrative expenses. Add lines 13 through 23	10,254	3,475	0	6,779
25	Contributions, gifts, grants paid	26,000			26,000
26	Total expenses and disbursements. Add lines 24 and 25	36,254	3,475	0	32,779
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-7,025			
b	Net investment income (if negative, enter -0-)		17,262		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		60,573	32,084	32,084
	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 instructions)				
	7	Other notes and loans receivable (att schedule) ▶				
		Less allowance for doubtful accounts ▶	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) SEE STMT 8	442,288	464,009	522,436	
	c	Investments – corporate bonds (attach schedule) SEE STMT 9	206,748	195,971	200,796	
	11	Investments – land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach sch) ▶					
12	Investments – mortgage loans					
13	Investments – other (attach schedule) SEE STATEMENT 10	65,220	75,215	80,610		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
15	Other assets (describe ▶ SEE STATEMENT 11 )		525	525		
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	774,829	767,804	836,451		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ )				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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	774,829	767,804		
	30	Total net assets or fund balances (see instructions)	774,829	767,804		
	31	Total liabilities and net assets/fund balances (see instructions)	774,829	767,804		

## 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	774,829
2	Enter amount from Part I, line 27a	2	-7,025
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	767,804
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	767,804

**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.)
<b>1a CAPITAL GAIN DISTRIBUTIONS</b>				
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 7,166			7,166	
b				
c				
d				
e				
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			7,166	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>			2	7,166
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 <span style="border: 1px solid black; padding: 2px;"></span>			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 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	44,722	790,742	0.056557
2010	68,416	832,618	0.082170
2009	42,206	779,534	0.054143
2008	20,334	781,109	0.026032
2007	69,699	1,066,672	0.065342
2 Total of line 1, column (d)			2 0.284244
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 0.056849
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 830,495
5 Multiply line 4 by line 3			5 47,213
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 173
7 Add lines 5 and 6			7 47,386
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 32,779

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

<b>1a</b>	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>b</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	<b>1</b>	345
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2	<b>3</b>	345
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	345
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	375
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	375
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	30
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <b>30</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year?	N/A	
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <b>\$ 0</b> (2) On foundation managers <b>\$ 0</b>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$ 0</b>		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	X
<b>4b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>IN</b>		
<b>8b</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	
<b>9</b> 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
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**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 ► N/A	13	X	
14	The books are in care of ► GOELZER INVESTMENT MANAGEMENT 111 MONUMENT CIRCLE, STE 500 Located at ► INDIANAPOLIS IN ZIP+4 ► 46204 Telephone no ► 317-264-2600			
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? 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	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? N/A	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? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012 ) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

<b>5a</b> During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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	<b>5b</b>	
Organizations relying on a current notice regarding disaster assistance check here		<input checked="" type="checkbox"/>		
<b>c</b> 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		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)		<input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			<b>6b</b>	X
If "Yes" to 6b, file Form 8870				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	<b>7b</b>	

**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 STATEMENT 12				

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

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

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

0

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

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

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

**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 (see instructions)**

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





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	799,128
<b>b</b>	Average of monthly cash balances	<b>1b</b>	43,489
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	525
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	843,142
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	843,142
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	12,647
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	830,495
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	24,279

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	24,279
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	345
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	345
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	23,934
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	23,934
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	23,934

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	32,779
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	32,779
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	32,779

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				23,934
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007	69,699			
<b>b</b> From 2008	20,334			
<b>c</b> From 2009	42,206			
<b>d</b> From 2010	27,045			
<b>e</b> From 2011	5,575			
<b>f</b> Total of lines 3a through e	164,859			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 32,779				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				23,934
<b>e</b> Remaining amount distributed out of corpus	8,845			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	173,704			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	69,699			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	104,005			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	20,334			
<b>b</b> Excess from 2009	42,206			
<b>c</b> Excess from 2010	27,045			
<b>d</b> Excess from 2011	5,575			
<b>e</b> Excess from 2012	8,845			

**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 foundation is a private operating foundation described in section ☐ 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

**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**

[illegible]

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

THOMAS A. JENKINS 317-977-1449

P.O. BOX 356 INDIANAPOLIS IN 46206

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

SEE STATEMENT 13

**c** Any submission deadlines

SEE STATEMENT 14

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

SEE STATEMENT 15







**Federal Statements****Form 990-PF - General Footnote****Description**

ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS PURSUANT TO IRC SECTION 4942(H)(2) AND REGULATION 53.4942(A)-3(D)(2), THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT-YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

## Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Sale Price				
	PUBLICLY TRADED SECURITIES			PURCHASE					
					\$ 113,869	\$ 105,377	\$	\$	8,492
					\$ 113,869	\$ 105,377	\$ 0	\$ 0	8,492
	TOTAL								

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
NON DIVIDEND DISTRIBUTIONS	\$ 123	\$ 123	\$
TOTAL	\$ 123	\$ 123	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 2,594	\$	\$	\$ 2,594
TOTAL	\$ 2,594	\$ 0	\$ 0	\$ 2,594

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION FEES	\$ 3,600	\$	\$	\$ 3,600
TOTAL	\$ 3,600	\$ 0	\$ 0	\$ 3,600



## Federal Statements

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES	\$ 3,286	\$ 3,286	\$	\$
TOTAL	\$ 3,286	\$ 3,286	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX & FEES PAID	\$ 172	\$ 172	\$	\$
TOTAL	\$ 172	\$ 172	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
PO BOX	94			94
INVESTMENT EXPENSES SPDR GOLD	17	17		63
SERVICE RECOGNITION PLAQUE	63			
TOTAL	\$ 174	\$ 17	\$ 0	\$ 157

## Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AARONS INC COM 125 SH	\$ 2,351	\$ 2,351	COST	\$ 3,535
AARONS INC COM 150 SH		4,389	COST	4,242
ABBOTT LABS 150 SH	8,161	8,161	COST	9,825
ADVANCED MICRO DEVICES 325 SH	2,221		COST	
AFLAC INC 100 SH	5,067	5,067	COST	5,312
AFLAC INC 50 SH	2,020	2,020	COST	2,656
APPLE INC COM 13 SH		7,758	COST	6,918
ASSOCIATED BANC CORP 250 SH	2,833	2,833	COST	3,280
AT&T INC 175 SH	4,471	4,471	COST	5,899
AT&T INC 50 SH	1,442	1,442	COST	1,686
ATLAS AIR WORLDWIDE HLDGS INC NEW 20	1,080	1,080	COST	886
ATLAS AIR WORLDWIDE HLDGS INC NEW 75	2,953	2,953	COST	3,324
AVON PRODUCTS INC COM 200 SH	3,298		COST	
BAKER HUGHES INC COM 30 SH	1,479	1,479	COST	1,225
BAKER HUGHES INC COM 150 SH	6,834	6,834	COST	6,127
BAXTER INTERNATIONAL INC 100 SH	5,141	5,141	COST	6,666
BOEING CO COM 50 SH	3,204	3,204	COST	3,768
BOEING COMPANY 75 SH	3,617	3,617	COST	5,652
BP PLC SPONS ADR 90 SH	3,567		COST	
CHEVRON CORP 75 SH	5,846	5,846	COST	8,111
CISCO SYSTEMS INC 150 SH	3,473	3,473	COST	2,947
CISCO SYSTEMS INC 100 SH	1,986	1,986	COST	1,965
CISCO SYSTEMS INC 185 SH		2,987	COST	3,635
COCA COLA COMPANY 50 SH	2,758	2,758	COST	3,625
CONSTELLATION BRANDS INC 160 SH	2,826	2,826	COST	5,662
CORNING INC COM 250 SH	5,044	5,044	COST	3,155
CORNING INC COM 250 SH	3,296	3,296	COST	3,155
COVIDIEN PLC SHS NEW 60 SH	3,200	3,200	COST	3,464
COVIDIEN PLC SHS NEW 55 SH		3,200	COST	3,176
CVS CAREMARK CORP 100 SH	3,353	3,353	COST	4,835
CVS CAREMARK CORP 50 SH	1,802	1,802	COST	2,418
DEAN FOODS CO NEW COM 600 SH	5,214		COST	
DISNEY WALT CO DISNEY COM 5 SH	185	185	COST	249
DISNEY WALT CO DISNEY COM 75 SH	2,474	2,474	COST	3,734
EXXON MOBIL CORP 100 SH	6,531	6,531	COST	8,655
EXXON MOBIL CORP 50 SH	3,930		COST	
FIFTH THIRD BANCORP 300 SH	3,348	3,348	COST	4,560

## Federal Statements

## Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GENERAL ELECTRIC 350 SH	\$ 5,485	\$ 5,485	COST	\$ 7,347
GENTEX CORP 285 SH	6,454		COST	
GOOGLE INC CL A 5 SH	2,882	2,882	COST	3,537
GOOGLE INC CL A 5 SH	2,707	2,707	COST	3,537
HANESBRANDS INC COM 60 SH	1,481	1,481	COST	2,149
HANESBRANDS INC COM 150 SH	3,829	3,034	COST	4,657
HANESBRANDS INC COM 130 SH	3,034	3,086	COST	2,565
HEWLETT PACKARD CO180 SH		2,222	COST	2,636
HEWLETT PACKARD CO 185 SH		5,927	COST	6,303
HOLOGIC INC COM 315 SH		4,822	COST	7,934
HONEYWELL INTL INC 125 SH	4,822		COST	
IBM CORP 30 SH	3,812	4,926	COST	5,155
INTEL CORP 250 SH	4,926	1,789	COST	1,547
INTEL CORP 75 SH			COST	
ISHARES TR RUSSELL 1000 GR INDX 200S	10,239		COST	
ISHARES TR RUSSELL 1000 GR INDX 206S	12,368		COST	
ISHARES TR RUSSELL 1000 GR INDX 250S	15,969		COST	
ISHARES TR S&P MIDCAP 400 GR 100 SH	7,554	7,554	COST	11,441
MARATHON OIL CORP 125 SH	2,396	2,396	COST	3,833
MATTEL INC 200 SH	4,424	4,424	COST	7,324
MCDONALDS CORP 25 SH	1,706	1,706	COST	2,205
MEDTRONIC INC 100 SH	3,675		COST	
MEDTRONIC INC 50 SH	2,050		COST	
MERCK & CO INC NEW 75 SH	2,452	2,452	COST	3,071
MERCK & CO INC NEW 75 SH	2,672	2,672	COST	3,071
MERIDIAN GROWTH FUND 620.545 SH	20,114	20,114	COST	24,685
MERIDIAN GROWTH FUND 52.319 SH	2,123	2,123	COST	2,081
MICROSOFT CORPORATION 150 SH	3,991	3,991	COST	4,006
MICROSOFT CORPORATION 300 SH	8,448	8,448	COST	8,013
MOLSON COORS BREWING CL B NONV 160SH		6,772	COST	6,846
NOKIA CORP SPONSORED ADR 480 SH	3,205		COST	
NOKIA CORP SPONSORED ADR 300 SH	2,747		COST	
NOKIA CORP SPONSORED ADR 1100 SH	4,436	4,436	COST	4,345
NOKIA CORP SPONSORED ADR 1100 SH		2,876	COST	4,345
NORFOLK SOUTHERN 50 SH	2,346	2,346	COST	3,092
NORFOLK SOUTHERN 50 SH	3,374	3,374	COST	3,092
OMEGA HEALTHCARE INVS INC 300 SH	4,665	4,581	COST	7,155

## Federal Statements

4/25/2013 12:37 PM

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ORACLE CORPORATION 175 SH	\$ 3,918	3,918	COST	\$ 5,831
PEPSICO INC 100 SH	6,221	6,221	COST	6,843
PFIZER INC 275 SH	4,921	4,921	COST	6,897
PNC FINL SVCS GROUP INC COM 75 SH	4,574	4,574	COST	4,373
PNC FINL SVCS GROUP INC COM 50 SH	2,364	2,364	COST	2,916
PPG INDUSTRIES INC 25 SH	1,908	2,672	COST	4,737
PPG INDUSTRIES INC 35 SH	2,672	5,077	COST	5,297
PPL CORP 185 SH	5,077	3,116	COST	3,093
QUALCOMM INC 50 SH		6,961	COST	6,735
ROYAL DUTCH SHELL PLC SPON ADR 95 SH		3,445	COST	3,805
SCHWAB CHARLES CORP NEW COM 265 SH		32,000	COST	31,159
SCOUT INTERNATIONAL FUND 934.307 SH	32,000	9,000	COST	9,978
SCOUT INTERNATIONAL FUND 299.202 SH	9,000	473	COST	551
SCOUT INTERNATIONAL FUND 16.536 SH	473	3,198	COST	2,280
STAPLES INC 200 SH	3,198	3,148	COST	2,622
STAPLES INC 230 SH		2,318	COST	2,280
STAPLES INC 200 SH		4,673	COST	5,917
TARGET CORP 100 SH		2,992	COST	3,566
TELEFLEX INC 50 SH	4,673	1,845	COST	2,496
TELEFLEX INC 35 SH	2,992	1,926	COST	1,867
TEVA PHARMACEUTICAL IND ADR 50 SH	1,845	4,944	COST	3,734
TEVA PHARMACEUTICAL IND ADR 100 SH	1,926	3,276	COST	5,787
TORCHMARK CORP 112 SH	4,944	1,779	COST	2,584
TORCHMARK CORP 50 SH	3,276	7,500	COST	4,019
TRANSOCEAN LTD 90 SH	1,779	4,479	COST	4,019
TRANSOCEAN LTD 90 SH	7,500	5,400	COST	7,182
TRAVELERS COMPANIES INC 100 SH	4,479	6,618	COST	7,773
TRW AUTOMOTIVE HLDGS CORP 145 SH	5,400	3,340	COST	4,101
UNITED TECHNOLOGIES CORP 50 SH	3,340	2,643	COST	2,870
UNITED TECHNOLOGIES CORP 35 SH	2,643	3,590	COST	2,722
WESTERN UN CO 200 SH	3,590	2,434	COST	2,042
WESTERN UN CO 150 SH		2,195	COST	2,382
WESTERN UN CO 175 SH		3,149	COST	4,280
ZIONS BANCORP 200 SH	3,149	8,707	COST	9,541
CALAMOS MKT NEUTRAL INC 754.262 SH	8,707	15,530	COST	14,450
DIAMOND HILL SMALL CAP FD I 573.199	15,530	11,093	COST	12,527
DIAMOND HILL LONG-SHORT FD 682.662 S	11,093		COST	

# Federal Statements

4/25/2013 12:37 PM

## Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GABELLI ABC FUND 361.071 SH	\$ 3,527	\$ 3,527	COST	\$ 3,571
GABELLI ABC FUND 18.282 SH	178	178	COST	181
ABERDEEN EMERGING MARKETS 956.023 SH		15,025	COST	15,163
BROWN ADVISORY GROWTH EQUITY1358.696		20,025	COST	19,946
TOTAL	\$ 442,288	\$ 464,009		\$ 522,436

## Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FEDERATED BOND FUND CL IS 1276.596 S	\$ 12,000	\$ 12,000	COST	\$ 12,294
JP MORGAN-BACKED SECUR FD 1736.111 S	20,025	20,025	COST	20,174
RIDGEWORTH SEIX FLTNG RT 1478.098 SH	12,738	12,738	COST	13,273
RIDGEWORTH SEIX FLTNG RT 7.541 SH	65	65	COST	68
RIDGEWORTH SEIX FLTNG RT 139.485 SH	1,230	1,230	COST	1,252
RIDGEWORTH SEIX FLTNG RT 6.444 SH	57	57	COST	58
VANGUARD GNMA FUND 1403.417 SH	15,074	15,074	COST	15,311
VANGUARD GNMA FUND99.092 SH	10,777		COST	
VANGUARD GNMA FUND 4065.324 SH	43,722	43,722	COST	44,353
VANGUARD GNMA FUND 46.505 SH	498	498	COST	507
VANGUARD INT TERM BOND 5928.925 SH	58,662	58,662	COST	61,187
VANGUARD SH TERM INV GR 1805.635 SH	19,320	19,320	COST	19,555
VANGUARD SH TERM INV GR 7.456 SH	80	80	COST	81
WELLS FARGO ADVTG ST HIGH 1528.117 S	12,500	12,500	COST	12,683
TOTAL	\$ 206,748	\$ 195,971		\$ 200,796

## Federal Statements

4/25/2013 12:37 PM

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AQR MANAGED FUTURES STRAT	7,970	7,970	COST	7,539
ALLIANZ AGIC CONVERT FUND	4,030	4,030	COST	4,394
ALLIANZ AGIC CONVERT FUND		30	COST	32
CALAMOS CONVERTIBLE FUND	12,339	12,339	COST	10,939
COLUMBIA ACORN INTL FUND	14,000	14,000	COST	17,289
ISHARES TR CORE S&P SM-CAP ETF		9,965	COST	10,153
JP MORGAN SECURITY CAP US	9,225	9,225	COST	9,562
PIMCO EMERGING MKTS CURR	12,477	12,477	COST	13,094
PIMCO EMERGING MKTS CURR	307	307	COST	308
PIMCO EMERGING MKTS CURR	9	9	COST	9
SPDR GOLD SHARES 45 SH	4,863	4,863	COST	7,291
TOTAL	65,220	75,215		80,610

**Federal Statements****Statement 11 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
2012 DIVIDENDS RECEIVED IN 2013	\$ <u>                    </u>	\$ <u>          525</u>	\$ <u>          525</u>
TOTAL	\$ <u>                    0</u>	\$ <u>          525</u>	\$ <u>          525</u>

## Federal Statements

**Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,  
Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DAVE BACKER 2 RUGOSA WAY CAPE ELIZABETH ME 04107	DIRECTOR	1.00	0	0	428
THOMAS A. JENKINS ONE AMERICAN SQ, STE 2000 INDIANAPOLIS IN 46282	DIRECTOR	1.00	0	0	94
CHRISTINE HAYES HICKEY 500 MARROTT CENTER INDIANAPOLIS IN 46204	DIRECTOR	1.00	0	0	0
DENNIS R. JONES 8017 BEAUMONT GREEN EAST DRIVE INDIANAPOLIS IN 46250	DIRECTOR	1.00	0	0	0
DOROTHEA GENETOS 6471 B MERIDIAN PARKWAY INDIANAPOLIS IN 46220	DIRECTOR	1.00	0	0	0



**Federal Statements****Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Statement 13 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

THE SHAW-BURCKHARDT-BRENNER FOUNDATION DOES NOT PROVIDE A STANDARD APPLICATION FORMAT. HOWEVER, THE BOARD LOOKS FOR CERTAIN ELEMENTS IN EACH GRANT REQUEST AND PARTICULARLY ONE THAT RELATES TO THE FUNDING OF A SPECIFIC PROGRAM OR PROJECT. THESE ARE:

1. DETAILED AND SPECIFIC INFORMATION OF A PROGRAM'S PURPOSE AND PROCEDURE, PERSONNEL INVOLVED, ANTICIPATED RESULTS, EVALUATION PROCEDURES, ETC.
2. A DETAILED BUDGET TO JUSTIFY THE AMOUNT REQUESTED WHICH IDENTIFIES ALL PROJECTED EXPENSES AND ANTICIPATED INCOME ASSOCIATED WITH THE PROGRAM AND A COPY OF THE MOST CURRENT FINANCIAL STATEMENT OF THE ORGANIZATION.
3. VISUAL MATERIALS, CHARTS, SUPPORT LETTERS, AND ANY OTHER APPROPRIATE INFORMATION TO SUPPORT THE GRANT REQUEST.
4. A COPY OF THE INTERNAL REVENUE SERVICE DETERMINATION LETTER INDICATING THAT THE APPLYING ORGANIZATION HAS APPROPRIATE TAX-EXEMPT STATUS. UNLESS THIS INFORMATION WAS PREVIOUSLY FURNISHED, THE BOARD CANNOT CONSIDER A REQUEST WITHOUT THIS EVIDENCE.
5. A COPY OF THE MOST RECENTLY FILED IRS FORM 990 OR 990-EZ (A PUBLIC DOCUMENT), WITH ATTACHED SCHEDULES. IF THE ORGANIZATION IS NOT REQUIRED TO FILE EITHER FORM 990 OR 990-EZ, THAT FACT SHOULD BE INDICATED WITH THE GRANT REQUEST.

**Federal Statements****Statement 14 - Form 990-PF, Part XV, Line 2c - Submission Deadlines****Description**

GENERALLY, THE BOARD MEETS TWO TIMES A YEAR, IN MAY AND NOVEMBER/DECEMBER. GRANT REQUESTS RECEIVED AFTER A MEETING WILL BE HELD AND ACTED UPON AT THE NEXT MEETING. BECAUSE OF THE NATURE OF THE MEETINGS OF THE BOARD, IT IS NOT FEASIBLE TO ALLOW FOR PERSONAL PRESENTATION. THUS, THE WRITTEN PROPOSAL WILL BE THE SOLE PRESENTATION TO THE BOARD. EACH MEMBER OF THE BOARD MUST RECEIVE A COPY OF THE GRANT REQUEST, AT HIS OR HER ADDRESS, IN ADVANCE OF THE BOARD MEETING.

**Statement 15 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations****Description**

THE BOARD FAVORS PROGRAMS WHICH BENEFIT CHILDREN (OR PROVIDE SERVICES TO CHILDREN) OVER OTHER PROGRAMS, AND THE BOARD PREFERS TO CONSIDER GRANT REQUESTS FOR THE FUNDING OF SPECIFIC PROGRAMS OR PROJECTS BEFORE CONSIDERING REQUESTS FOR GENERAL OPERATING FUNDS.