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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 ARTHUR B AND MARION V MYERS SUC TA		<b>A Employer identification number</b>  25-6480501	
Number and street (or P O box number if mail is not delivered to street address) ONE M T PLAZA 8TH FLOOR		<b>B Telephone number</b> (see instructions)  (716) 842-5506	
City or town, state, and ZIP code BUFFALO, NY 14203		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 370,981		<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/> (Part I, column (d) must be on cash basis.)	

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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	7,908	7,807		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	3,851			
	<b>b</b> Gross sales price for all assets on line 6a <u>132,336</u>				
	<b>7</b> Capital gain net income (from Part IV , line 2) . . . .		3,851		
	<b>8</b> Net short-term capital gain . . . . .			0	
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	11,759	11,658		
	<b>13</b> Compensation of officers, directors, trustees, etc	4,226	4,226		
	<b>14</b> Other employee salaries and wages . . . . .		0	0	0
	<b>15</b> Pension plans, employee benefits . . . . .		0	0	
	<b>16a</b> Legal fees (attach schedule) . . . . .				0
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .				0
	<b>17</b> Interest . . . . .				0
	<b>18</b> Taxes (attach schedule) (see instructions)	168	147		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . .	0	0		
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .		0	0	
	<b>22</b> Printing and publications . . . . .		0	0	
	<b>23</b> Other expenses (attach schedule) . . . . .				
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	4,394	4,373	0	0
	<b>25</b> Contributions, gifts, grants paid . . . . .	17,514			17,514
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	21,908	4,373	0	17,514
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-10,149			
	<b>b Net investment income</b> (if negative, enter -0-)		7,285		
	<b>c Adjusted net income</b> (if negative, enter -0-)			0	

Part II

Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .		
	2	Savings and temporary cash investments . . . . .	38,500	22,705
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0
	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 ▶ _____ 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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans . . . . .		
	13	Investments—other (attach schedule) . . . . .	302,399	307,869
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		348,276
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	340,899	330,574
	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
		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 . . . . .	340,899	330,574
	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) . . . . .	340,899	330,574
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	340,899	330,574

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	340,899
2	Enter amount from Part I, line 27a . . . . .	2	-10,149
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	330,750
5	Decreases not included in line 2 (itemize) ▶ _____	5	176
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	330,574

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) 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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	3,851
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	19,265	373,440	0 051588
2010	18,457	360,198	0 051241
2009	13,977	310,380	0 045032
2008	18,492	309,746	0 059701
2007	18,083	373,639	0 048397

2	Total of line 1, column (d).	2	0 255959
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 051192
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	361,222
5	Multiply line 4 by line 3.	5	18,492
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	73
7	Add lines 5 and 6.	7	18,565
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	17,514

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	146
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	146
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	146
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	24	
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	24
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	122
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	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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? . . . . . If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>	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) 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? 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				
14	The books are in care of M AND TBANK Telephone no (716) 842-5506 Located at ONE MT PLAZA 8TH FLOOR BUFFALO NY ZIP +4 14203			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ).			
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		
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? 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?			
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 VII-B

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

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
M AND T TRUST COMPANY	TRUSTEE	4,226		
ONE M AND T PLAZA	4			
BUFFALO, NY 14203				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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



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	344,829
b	Average of monthly cash balances. . . . .	1b	21,894
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	366,723
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	366,723
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	5,501
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	361,222
6	Minimum investment return. Enter 5% of line 5. . . . .	6	18,061

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	18,061
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	146
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	146
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	17,915
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	17,915
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	17,915

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	17,514
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	17,514
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	17,514
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				17,915
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			14,348	
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 ▶ \$ 17,514				
a Applied to 2011, but not more than line 2a			14,348	
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. . . . .				3,166
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 . . . . .				14,749
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 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 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

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

Form **990-PF** (2012)

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	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . . .			14	7,908	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	3,851	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . . . .				11,759	
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		11,759

[illegible]

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

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

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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.

*****	2013-04-18	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Signature of officer or trustee	Date	Title	

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

**Paid  
Preparer  
Use Only**

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
MICHELE L DORE EA	MICHELE L DORE EA	2013-04-18		
Firm's name <input type="checkbox"/>	THOMSON REUTERS (TAX & ACCOUNTING)		Firm's EIN <input type="checkbox"/>	
	9711 FARRAR COURT SUITE 110			
Firm's address <input type="checkbox"/>	RICHMOND, VA 23236		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 )
577 218 LSV VALUE EQUITY FUND STRATEGY		2010-11-17	2012-01-19
160 ALPINE GLBL PREMIER PROPERTIES FUND		2010-11-17	2012-01-19
26 CBRE CLARION GLBL REAL ESTATE INCOME		2011-10-20	2012-01-19
124 CBRE CLARION GLBL REAL ESTATE INCOME		2010-11-17	2012-01-19
379 05 DWS FLOATING RATE CL I		2011-04-08	2012-01-19
3 757 DWS FLOATING RATE CL I		2011-10-20	2012-01-19
184 11 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-01-19
6 49 DREYFUS INTERNATIONAL BOND CL I		2011-02-10	2012-01-19
20 133 DREYFUS INTERNATIONAL BOND CL I		2011-12-28	2012-01-19
8 603 GUINNESS ATKINSON CHINA HONG KONG FD		2011-02-10	2012-01-19
8 502 GUINNESS ATKINSON CHINA HONG KONG FD		2011-10-20	2012-01-19
3 513 GUINNESS ATKINSON CHINA HONG KONG FD		2009-12-30	2012-01-19
1 107 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-01-19
9 568 HARBOR INTERNATIONAL FUND #11		2009-04-17	2012-01-19
167 368 T ROWE PRICE LRG CAP GROWTH FD INST		2006-10-27	2012-01-19
3 666 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-01-19
17 484 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-10-20	2012-01-19
15 997 MTB SM CAP GRWTH-INST I-FD #555		2007-09-25	2012-01-19
354 987 MTB SH DURATN GOVT BD-INST I-FD #120		2011-11-18	2012-01-19
681 771 MTB LGE CAP VAL-INST I #327		2005-05-06	2012-01-19
607 425 MTB LGE CAP GRWTH-INST I #299		2007-09-25	2012-01-19
646 349 MTB INTL EQ-INST I-FD #270		2005-11-28	2012-01-19
4 SPDR S&P DIVIDEND ETF		2011-11-18	2012-01-19
12 9 MORGAN STANLEY FOCUS GROWTH FD CL-I		2011-10-20	2012-01-20
38 573 LSV VALUE EQUITY FUND STRATEGY		2010-05-11	2012-03-16
68 ALPINE GLBL PREMIER PROPERTIES FUND		2010-11-17	2012-03-16
1 814 GUINNESS ATKINSON CHINA HONG KONG FD		2011-10-20	2012-03-16
3 718 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-03-16
13 793 HARBOR INTERNATIONAL FUND #11		2009-04-17	2012-03-16
35 175 T ROWE PRICE LRG CAP GROWTH FD INST		2006-10-27	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 )
32 983 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-03-16
40 968 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-10-20	2012-03-16
17 047 MFS EMERGING MARKETS DEBT FUND - I		2012-01-19	2012-03-16
7 158 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-04-08	2012-03-16
9 926 MORGAN STANLEY FOCUS GROWTH FD CL-I		2011-11-18	2012-03-16
14 174 MORGAN STANLEY FOCUS GROWTH FD CL-I		2010-11-17	2012-03-16
2 SPDR S&P DIVIDEND ETF		2011-11-18	2012-03-16
9 418 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-01-20	2012-03-16
24 572 WILMINGTON SMALL CAP GROWTH FUND -I		2007-09-25	2012-03-16
52 246 WILMINGTON MID CAP GROWTH FUND -I		2012-01-19	2012-03-16
106 436 WILMINGTON LARGE CAP GROWTH FUND -I		2007-06-25	2012-03-16
41 221 WILMINGTON LARGE CAP VALUE FUND -I		2005-05-06	2012-03-16
112 071 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2012-03-16
30 ALPINE GLBL PREMIER PROPERTIES FUND		2011-10-20	2012-06-15
414 ALPINE GLBL PREMIER PROPERTIES FUND		2011-01-28	2012-06-15
106 ALPINE GLBL PREMIER PROPERTIES FUND		2011-10-20	2012-07-26
71 869 ARTIO GLOBAL HIGH INCOME FD CLASS I		2011-02-10	2012-07-26
14 562 DREYFUS INTERNATIONAL BOND CL I		2012-03-16	2012-07-26
19 287 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-07-26
65 451 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2012-07-26
41 124 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-07-26
44 ISHARES HIGH DIVIDEND EQUITY ETF		2012-01-19	2012-07-26
89 939 MFS EMERGING MARKETS DEBT FUND - I		2012-01-19	2012-07-26
133 278 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2012-01-20	2012-07-26
102 216 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-04-08	2012-07-26
1 661 RS GLOBAL NATURAL RESOURCES FUND		2012-01-19	2012-07-26
1 05 RS GLOBAL NATURAL RESOURCES FUND		2012-03-16	2012-07-26
73 534 RS GLOBAL NATURAL RESOURCES FUND		2011-02-10	2012-07-26
20 517 RS GLOBAL NATURAL RESOURCES FUND		2011-10-20	2012-07-26
73 844 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-09-25	2012-07-26



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

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56 SPDR S&P DIVIDEND ETF		2011-11-18	2012-07-26
76 SPDR S&P DIVIDEND ETF		2010-11-17	2012-07-26
203 254 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2012-07-26
465 875 WILMINGTON BROAD MARKET BOND FUND -I		2010-11-17	2012-07-26
39 155 LSV VALUE EQUITY FUND STRATEGY		2012-07-26	2012-09-06
17 306 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-09-06
4 042 HARBOR INTERNATIONAL FUND #11		2012-07-26	2012-09-06
16 65 T ROWE PRICE LRG CAP GROWTH FD INST		2012-07-26	2012-09-06
8 976 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-09-06
3 561 LITMAN GREGORY MSTRS INTL FD CL-INST		2011-10-20	2012-09-06
27 528 LITMAN GREGORY MSTRS INTL FD CL-INST		2012-07-26	2012-09-06
202 733 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2012-01-20	2012-09-06
236 915 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2010-05-11	2012-09-06
6 681 MAINSTAY EPOCH GLBL EQTY YD FD CL-I		2011-11-18	2012-09-06
14 962 RS GLOBAL NATURAL RESOURCES FUND		2011-12-15	2012-09-06
101 788 RS GLOBAL NATURAL RESOURCES FUND		2010-02-11	2012-09-06
4 751 TIAA-CREF MID-CAP VALUE FD RETAIL CL		2012-07-26	2012-09-06
19 163 WILMINGTON SMALL CAP GROWTH FUND -I		2007-09-25	2012-09-06
51 34 WILMINGTON MID CAP GROWTH FUND -I		2012-01-19	2012-09-06
61 414 WILMINGTON LARGE CAP GROWTH FUND -I		2007-06-25	2012-09-06
45 682 WILMINGTON LARGE CAP VALUE FUND -I		2005-05-06	2012-09-06
18 732 ARTIO GLOBAL HIGH INCOME FD CLASS I		2010-02-11	2012-11-05
2 98 DREYFUS INTERNATIONAL BOND CL I		2012-09-06	2012-11-05
1 717 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2012-11-05
25 505 FEDERATED ULTRA SHORT BOND CL I		2012-09-06	2012-11-05
163 984 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2012-11-05
21 227 GUINNESS ATKINSON CHINA HONG KONG FD		2011-10-20	2012-11-05
1 104 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-02-10	2012-11-05
13 185 HARBOR INTERNATIONAL FUND #11		2012-07-26	2012-11-05
129 582 T ROWE PRICE LRG CAP GROWTH FD INST		2012-07-26	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 )
24 523 LAZARD EMRG MARKETS EQUITY FD CL-I		2008-02-12	2012-11-05
38 287 LITMAN GREGORY MSTRS INTL FD CL-INST		2012-07-26	2012-11-05
1 468 LITMAN GREGORY MSTRS INTL FD CL-INST		2008-11-05	2012-11-05
9 297 MFS EMERGING MARKETS DEBT FUND - I		2012-01-19	2012-11-05
4 426 MFS EMERGING MARKETS DEBT FUND - I		2012-09-06	2012-11-05
2 755 MORGAN STANLEY FOCUS GROWTH FD CL-I		2012-09-06	2012-11-05
9 18 RIDGEWORTH SEIX FLTNG RT HI INC FD I		2007-09-25	2012-11-05
1 817 WILMINGTON MULTI-MGR REAL ASSET - I		2012-09-06	2012-11-05
346 88 WILMINGTON SHORT-TERM CORP BOND -I		2010-11-17	2012-11-05
83 74 WILMINGTON SHORT-TERM CORP BOND -I		2012-09-06	2012-11-05
107 927 WILMINGTON SMALL CAP GROWTH FUND -I		2007-12-04	2012-11-05
40 84 WILMINGTON MID CAP GROWTH FUND -I		2012-01-19	2012-11-05
1 264 WILMINGTON MID CAP GROWTH FUND -I		2011-10-20	2012-11-05
42 912 WILMINGTON MID CAP GROWTH FUND -I		2011-12-02	2012-11-05
379 088 WILMINGTON LARGE CAP GROWTH FUND -I		2011-04-08	2012-11-05
132 579 WILMINGTON MULTI-MGR INTERNATIONAL-I		2008-08-26	2012-11-05
173 015 WILMINGTON BROAD MARKET BOND FUND -I		2012-03-16	2012-11-05
161 681 WILMINGTON BROAD MARKET BOND FUND -I		2012-09-06	2012-11-05
99 076 WILMINGTON BROAD MARKET BOND FUND -I		2010-12-02	2012-11-05
6 684 GUINNESS ATKINSON CHINA HONG KONG FD		2011-12-29	2012-12-14
59 893 GUINNESS ATKINSON CHINA HONG KONG FD		2012-09-06	2012-12-14
29 558 GUINNESS ATKINSON CHINA HONG KONG FD		2011-10-20	2012-12-14
66 933 GUINNESS ATKINSON GLOBAL ENERGY FUND		2011-10-20	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)
7,954		7,440	514
911		1,126	-215
186		181	5
889		946	-57
3,487		3,616	-129
35		34	1
3,040		2,970	70
107		106	1
332		332	
251		323	-72
249		230	19
103		123	-20
30		35	-5
538		357	181
2,875		2,355	520
67		81	-14
233		226	7
262		336	-74
3,486		3,486	
7,070		7,581	-511
5,133		5,824	-691
5,274		6,775	-1,501
221		210	11
473		471	2
571		497	74
444		476	-32
55		49	6
108		119	-11
844		515	329
667		495	172

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)
657		729	-72
600		528	72
261		249	12
115		113	2
408		354	54
583		496	87
113		105	8
171		159	12
431		516	-85
831		773	58
980		1,006	-26
454		458	-4
778		915	-137
194		168	26
2,679		2,871	-192
668		590	78
691		728	-37
247		241	6
327		311	16
602		602	
1,033		1,314	-281
2,653		2,435	218
1,399		1,311	88
2,106		2,040	66
1,615		1,619	-4
59		60	-1
37		39	-2
2,615		2,856	-241
730		720	10
651		711	-60

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,113		2,945	168
4,225		3,845	380
2,094		2,087	7
4,771		4,729	42
586		542	44
460		553	-93
235		225	10
316		294	22
170		198	-28
49		46	3
376		349	27
3,315		3,104	211
3,874		3,141	733
109		100	9
554		523	31
3,766		2,987	779
87		83	4
321		402	-81
770		760	10
548		580	-32
482		508	-26
185		189	-4
52		51	1
30		28	2
236		235	1
1,515		1,507	8
617		575	42
29		35	-6
784		734	50
2,393		2,287	106

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)
475		542	-67
539		485	54
21		15	6
150		136	14
71		71	
105		106	-1
82		88	-6
27		27	
3,590		3,562	28
867		863	4
1,801		2,196	-395
611		604	7
19		18	1
642		607	35
3,275		3,386	-111
875		1,057	-182
1,773		1,722	51
1,657		1,648	9
1,016		994	22
199		178	21
1,779		1,542	237
878		692	186
1,745		1,972	-227

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	
			514
			-215
			5
			-57
			-129
			1
			70
			1
			-72
			19
			-20
			-5
			181
			520
			-14
			7
			-74
			-511
			-691
			-1,501
			11
			2
			74
			-32
			6
			-11
			329
			172

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	
			-72
			72
			12
			2
			54
			87
			8
			12
			-85
			58
			-26
			-4
			-137
			26
			-192
			78
			-37
			6
			16
			-281
			218
			88
			66
			-4
			-1
			-2
			-241
			10
			-60



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			168
			380
			7
			42
			44
			-93
			10
			22
			-28
			3
			27
			211
			733
			9
			31
			779
			4
			-81
			10
			-32
			-26
			-4
			1
			2
			1
			8
			42
			-6
			50
			106

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-67
			54
			6
			14
			-1
			-6
			28
			4
			-395
			7
			1
			35
			-111
			-182
			51
			9
			22
			21
			237
			186
			-227

TY 2012 Investments - Other Schedule

**Name:** ARTHUR B AND MARION V MYERS SUC TA  
**EIN:** 25-6480501

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MTB SHORT TERM CORP BOND#518			
HARBOR INTERNATIONAL FD #11	AT COST	12,789	19,167
MTB INTL EQ INST FD #270			
MTB LGE CAP VAL INST #327			
MTB INCOME INST I #143			
T ROWE PRICE LGE CAP GRWTH	AT COST	5,698	9,047
MTB LCAP GRWTH #299			
MTB SM CAP GRWTH #555			
LAZARD EMERGING MKTS	AT COST	12,541	14,472
RIDGEWORTH SEIX FLOATING RATE	AT COST	10,545	10,605
MTB MID CAP GRWTH #401			
GUINNESS ATKINSON CHINA &HK	AT COST	1,195	1,842
DREYFUS INTL BOND FUND	AT COST	6,621	7,106
MFS EMERGING MKTS	AT COST	15,737	17,939
ARTIO GLOBAL HI INCOME	AT COST	13,679	14,207
LSV VALUE EQUITY FUND	AT COST	18,813	21,352
MORGAN STANLEY FOCUS GWTH	AT COST	15,079	17,013
ALPINE GLOBAL PREMIER			
CBRE CLARION GLOBAL RE INC FD			
MAINSTAY EPOCH			
RS GLOBAL NATURAL RESOURCES	AT COST	4,427	5,099
SPDR S&P DIVIDEND			
DWS FLOATING RATE PLUS			
FEDERATED ULTRA SHORT BD	AT COST	6,988	7,040
MTB SHORT DURATION GOVT BD FD			
GUINNESS ATKINSON GLOBAL ENERG			
LITMAN GREGORY MSTRS INTL	AT COST	5,898	9,319
WILMINGTON BROAD MKT BD FD	AT COST	41,974	45,621
WILMINGTON SHT-TERM CORP BD FD	AT COST	25,519	26,363
TIAA-CREF MID CAP VALUE FD	AT COST	9,965	10,374

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WILMINGTON LGE CAP GRWTH FD	AT COST	10,803	10,726
WILMINGTON LGE CAP VALUE FD	AT COST	11,435	14,514
WILMINGTON MID CAP GRWTH FD	AT COST	15,284	17,599
WILMINGTON MULTI MGR REAL ASSE	AT COST	17,005	18,274
WILMINGTON SM CAP GRWTH FD	AT COST	6,893	7,992
VANGUARD MSCI EAFE ETF	AT COST	6,650	7,046
WILMINGTON MULTI MGR INTL FD	AT COST	23,066	26,040
ISHARES HIGH DIV EQUITY ETF	AT COST	9,265	9,519

## TY 2012 Other Decreases Schedule

**Name:** ARTHUR B AND MARION V MYERS SUC TA

**EIN:** 25-6480501

Description	Amount
ADJUSTMENT DUE TO ROUNDING	5
COST BASIS ADJ ROC - ALPINE GLBL PREMIER PROP FD	171

**TY 2012 Taxes Schedule****Name:** ARTHUR B AND MARION V MYERS SUC TA**EIN:** 25-6480501

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATED TAX DEPOSITS	21	0		0
FOREIGN TAXES ON QUALIFIED FOR	111	111		0
FOREIGN TAXES ON NONQUALIFIED	36	36		0