



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 JAMES E CAMPBELL FAMILY FOUNDATION		A Employer identification number 26-3889180	
Number and street (or P O box number if mail is not delivered to street address) 100 CHARLESTON PLACE		B Telephone number (see instructions) (731) 668-9399	
City or town, state, and ZIP code JACKSON, TN 38305		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 3,268,855		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (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	1 Contributions, gifts, grants, etc , received (attach schedule)	231,674			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,942	7,942		
	4 Dividends and interest from securities.	67,277	67,277		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	226,990			
	b Gross sales price for all assets on line 6a <u>2,389,967</u>				
	7 Capital gain net income (from Part IV, line 2)		226,990		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	533,883	302,209		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,885	1,885		
	c Other professional fees (attach schedule)				
	17 Interest	30	30		
	18 Taxes (attach schedule) (see instructions)	18,703			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	20,618	1,915		0
	25 Contributions, gifts, grants paid	403,834			403,834
	26 Total expenses and disbursements. Add lines 24 and 25	424,452	1,915		403,834
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	109,431			
	b Net investment income (if negative, enter -0-)		300,294		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	413,628	705,898	705,898
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,367,846	2,185,007	2,562,957
	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,781,474	2,890,905	3,268,855
	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	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,781,474	2,890,905	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,781,474	2,890,905	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,781,474	2,890,905	

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	2,781,474
2	Enter amount from Part I, line 27a	2	109,431
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,890,905
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	2,890,905

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			(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	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	226,990
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	225,562

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			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
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	

Part VI

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	6,006	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2		
3		Add lines 1 and 2.		3	6,006	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	6,006	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	8,812		
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	8,812	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached 		8	79	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,727	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 	2,727	Refunded 	11	

Part VII-A

Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ (2) On foundation managers  \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)  _____			
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 ▶N/A				
14	The books are in care of ▶JAMES CAMPBELL	Telephone no ▶(731) 668-9399		
	Located at ▶100 CHARLESTON PLACE JACKSON TN	ZIP +4 ▶38305		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES CAMPBELL 100 CHARLESTON PLACE JACKSON, TN 383058838	PRES-DIRECTO 2 00	0	0	0
MONA CAMPBELL 100 CHARLESTON PLACE JACKSON, TN 383058838	SEC-DIRECTOR 1 00	0	0	0
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.				

Part VIII

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

Part IX-A

Expenses

1	
2	
3	
4	

Part IX-B

Amount

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,419,277
b	Average of monthly cash balances.	1b	752,065
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,171,342
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	3,171,342
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	47,570
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,123,772
6	Minimum investment return. Enter 5% of line 5.	6	156,189

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	156,189
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	6,006
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,006
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	150,183
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	150,183
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	150,183

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	403,834
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	403,834
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	403,834
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				150,183
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only.			138,651	
b	Total for prior years 2008 , 2009 , 2010		220,067		
3	Excess distributions carryover, if any, to 2012				
a	From 2007.				
b	From 2008.				
c	From 2009.				
d	From 2010.				
e	From 2011.				
f	Total of lines 3a through e.				
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 403,834				
a	Applied to 2011, but not more than line 2a			138,651	
b	Applied to undistributed income of prior years (Election required—see instructions).		 220,067		
c	Treated as distributions out of corpus (Election required—see instructions).				
d	Applied to 2012 distributable amount.				45,116
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				105,067
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9	Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2008. . . .				
b	Excess from 2009. . . .				
c	Excess from 2010. . . .				
d	Excess from 2011. . . .				
e	Excess from 2012. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

JAMES E CAMPBELL AND MONA CAMPBELL

b

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

2

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

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

a

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

JAMES CAMPBELL
100 CHARLESTON PLACE
JACKSON, TN 38305
(731) 668-9399
JMCAMPBELL@HMCOMPANY.COM

b

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

GRANT APPLICATION PRESCRIBED BY BYLAWS INCLUDING HISTORY OF ORGANIZATION, NATURE OF THE REQUEST AND THE PROPOSED USE OF THE FUNDS

c

Any submission deadlines

NONE

d

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

NONE

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> JACKSON SYMPHONY ASSOCIATION 207 E LAFAYETTE JACKSON, TN 38301			OPERATIONS	50,000
FIRST PRESBYTERIAN CHURCH 1573 N HIGHLAND JACKSON, TN 38301			CENTRUY FUND	298,834
UNION UNIVERSITY 1050 UNION UNIVERSITY DR JACKSON, TN 38305			LIBRARY CONSTRUCTION	25,000
WEST TENN HEALTHCARE FOUNDATION 620 SKYLINE DRIVE JACKSON, TN 38301			HANDS UP OPERATIONS	30,000
Total  3a				403,834
b <i>Approved for future payment</i>				
Total  3b				

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					7,942
4	Dividends and interest from securities. . . .					67,277
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					226,990
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .					302,209
13	Total. Add line 12, columns (b), (d), and (e).					302,209

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

**Paid
Preparer
Use Only**

Sign Here ***** Signature of officer or trustee	2013-08-12 Date		***** Title		May the IRS discuss this return with the preparer shown below (see instr)? Yes No
Paid Preparer Use Only	Print/Type preparer's name MICHAEL M HEWITT	Preparer's Signature MICHAEL M HEWITT	Date 2013-08-13	Check if self-employed ☒	PTIN
	Firm's name ALEXANDER THOMPSON ARNOLD PLLC			Firm's EIN	
	227 OIL WELL RD Firm's address			Phone no (731) 427-8571	
JACKSON, TN 38305					

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)
CALL SPDR S&P 500 ET 01-21-12 135 0	P	2011-08-29	2012-01-04
CALL NUCOR CORP 01-21-12 44 00	P	2011-11-08	2012-01-21
JP MORGAN CHASE & CO COM ISINUS4662	P	2011-01-21	2012-04-02
CALL PROCTER & GAMBL 07-21-12 67 5	P	2012-04-20	2012-04-24
CALL WALGREEN CO 07-21-12 40 00	P	2012-04-24	2012-05-24
CALL MICROSOFT CORP 07-21-12 31 0	P	2012-04-04	2012-07-21
CALL GOLDMAN SACHS G 10-20-12 110 0	P	2012-06-11	2012-10-10
CALL CATERPILLAR INC 11-17-12 100	P	2012-09-14	2012-11-17
CALL CATERPILLAR INC 01-21-12 105	P	2011-10-25	2012-01-10
PUT NUCOR CORP 01-21-12 37 00	P	2011-08-04	2012-01-21
JP MORGAN CHASE & CO COM ISINUS4662	P	2012-01-18	2012-04-02
CALL CATERPILLAR INC 05-19-12 110	P	2012-01-10	2012-04-26
CALL KRAFT FOODS INC 01-19-13 25 0	P	2011-02-28	2012-05-31
PUT NUCOR CORP COM 07-21-12 36 00	P	2012-04-24	2012-07-21
CALL NUCOR CORP COM 10-20-12 39 00	P	2012-06-06	2012-10-16
CALL CATERPILLAR INC 11-17-12 92	P	2012-09-17	2012-11-17
CALL CATERPILLAR INC 01-21-12 110	P	2011-10-25	2012-01-10
CALL NUCOR CORP 04-21-12 49 00	P	2011-11-16	2012-01-30
CALL MICROSOFT CORP 04-21-12 30 0	P	2012-01-20	2012-04-04
PUT JP MORGAN CHASE 05-19-12 33 0	P	2012-02-07	2012-04-26
CALL KRAFT FOODS INC 01-19-13 25 0	P	2011-03-01	2012-05-31
CALL PROCTER & GAMBL 07-21-12 67 5	P	2012-04-20	2012-07-21
CALL WALGREEN CO EXP 10-20-12 36 0	P	2012-06-11	2012-10-16
CALL BANK AMER CORP 12-22-12 9 00	P	2012-09-06	2012-11-30
ABBOTT LABS COM	P	2012-01-10	2012-01-11
CALL SPDR S&P 500 ET 04-21-12 139 0	P	2012-01-12	2012-01-30
CALL GOLDMAN SACHS G 04-21-12 120 0	P	2012-01-24	2012-04-04
CALL SPDR S&P 500 ET 06-16-12 138 0	P	2012-03-05	2012-05-07
CALL KRAFT FOODS INC 06-16-12 37 0	P	2012-03-16	2012-05-31
CALL SPDR S&P 500 ET 08-18-12 140 0	P	2012-06-11	2012-07-31

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)
CALL JP MORGAN CHASE 10-20-12 42 0	P	2012-06-29	2012-10-16
CALL BANK AMER CORP 01-19-13 5 00	P	2011-02-28	2012-12-17
ABBOTT LABS COM	P	2012-01-10	2012-01-11
INTEL CORP COM	P	2011-11-03	2012-01-31
CALL SPDR S&P 500 ET 04-21-12 138 0	P	2012-01-04	2012-04-04
PUT CATERP ILLAR INC 05-19-12 95	P	2012-04-11	2012-05-07
KIMBERLY CLARK CORP	P	2011-12-07	2012-06-05
CALL SPDR S&P 500 ET 08-18-12 141 0	P	2012-06-11	2012-07-31
CALL JP MORGAN CHASE 10-20-12 42 0	P	2012-08-08	2012-10-16
CALL BANK AMER CORP 01-19-13 7 50	P	2011-01-11	2012-12-17
CALL NUCOR CORP 01-21-12 42 00	P	2011-11-08	2012-01-19
INTEL CORP COM	P	2012-01-31	2012-02-01
PUT PROCTER & GAMBL 04-21-12 62 5	P	2012-01-30	2012-04-16
CALL BP PLC SPONS AD 07-21-12 46 0	P	2012-03-20	2012-05-07
PUT JP MORGAN CHASE 06-16-12 39 0	P	2012-04-23	2012-06-06
PUT JP MORGAN CHASE 09-22-12 38 0	P	2012-06-06	2012-09-06
CALL MICROSOFT CORP 10-20-12 31 0	P	2012-07-23	2012-10-20
CALL SPDR S&P 500 ET 12-22-12 143 0	P	2012-09-24	2012-12-20
CALL NUCOR CORP 01-21-12 42 00	P	2011-11-02	2012-01-19
INTEL CORP COM	P	2012-01-31	2012-02-01
PUT PROCTER & GAMBL 04-21-12 62 5	P	2012-01-30	2012-04-16
CALL GOLDMAN SACHS G 07-21-12 125 0	P	2012-04-04	2012-05-07
CALL GENERAL MILLS I 07-21-12 41 0	P	2012-04-23	2012-06-06
CALL BANK AMER CORP 09-22-12 9 00	P	2012-06-29	2012-09-06
CALL BP PLC SPONS AD 10-20-12 45 0	P	2012-06-19	2012-10-20
CALL JP MORGAN CHASE 12-22-12 43 0	P	2012-10-16	2012-12-20
CALL KIMBERLY CLARK 01-19-13 40 00	P	2011-01-07	2012-01-20
INTEL CORP COM	P	2011-11-03	2012-02-02
PUT KIMBERLY CLARK 04-21-12 70 00	P	2012-02-21	2012-04-21
CALL GOLDMAN SACHS G 07-21-12 130 0	P	2012-04-04	2012-05-07

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)
PHILLIPS 66 COM	P	2011-05-05	2012-06-11
CALL CATERP ILLAR INC 09-22-12 90	P	2012-07-31	2012-09-17
CALL BP PLC SPONS AD 10-20-12 45 0	P	2012-08-08	2012-10-20
CALL JP MORGAN CHASE 12-22-12 43 0	P	2012-10-16	2012-12-20
CALL KIMBERLY CLARK 01-21-12 70 00	P	2011-10-19	2012-01-20
INTEL CORP COM	P	2011-11-03	2012-02-02
PUT PROCTER & GAMBL 04-21-12 62 5	P	2012-01-30	2012-04-21
CALL BP PLC SPONS AD 07-21-12 46 0	P	2012-03-20	2012-05-08
KIMBERLY CLARK CORP	P	2009-02-20	2012-06-15
CALL CATERP ILLAR INC 09-22-12 90	P	2012-07-27	2012-09-17
CALL BP PLC SPONS AD 10-20-12 46 0	P	2012-07-27	2012-10-20
CALL NUCOR CORP COM 12-22-12 40 00	P	2012-11-12	2012-12-21
CALL KIMBERLY CLARK 01-21-12 67 50	P	2011-10-19	2012-01-20
CALL KIMBERLY CLARK 02-18-12 75 00	P	2011-12-20	2012-02-18
CALL WALGREEN CO 04-21-12 37 00	P	2012-03-02	2012-04-21
CALL JP MORGAN CHASE 09-22-12 50 0	P	2012-05-01	2012-05-11
GENERAL MILLS INC COM	P	2012-07-05	2012-07-06
CALL CATERP ILLAR INC 11-17-12 92	P	2012-09-17	2012-09-18
PUT GOLDMAN SACHS G 10-20-12 95 0	P	2012-07-11	2012-10-20
PUT JP MORGAN CHASE 12-22-12 37 0	P	2012-09-06	2012-12-22
CALL MICROSOFT CORP 01-21-12 29 0	P	2011-10-24	2012-01-20
CALL SPDR S&P 500 ET 03-17-12 135 0	P	2011-12-20	2012-03-05
PUT WALGREEN CO 04-21-12 30 00	P	2012-03-02	2012-04-21
MICROSOFT CORP COM	P	2011-01-21	2012-05-17
PUT GOLDMAN SACHS G 07-21-12 100 0	P	2012-04-13	2012-07-11
CALL CATERP ILLAR INC 09-22-12 90	P	2012-09-17	2012-09-18
CALL NUCOR CORP COM 10-20-12 42 00	P	2012-06-29	2012-10-20
PUT DOW CHEM CO EXP 12-22-12 27 0	P	2012-10-03	2012-12-22
PUT PROCTER & GAMBL 01-21-12 62 5	P	2011-11-08	2012-01-21
CALL NUCOR CORP 04-21-12 45 00	P	2012-01-19	2012-03-08

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)
PUT NUCOR CORP 04-21-12 38 00	P	2011-11-08	2012-04-21
MICROSOFT CORP COM	P	2011-01-21	2012-05-17
PUT JP MORGAN CHASE 07-21-12 38 0	P	2012-04-23	2012-07-11
PUT CONOCO PHILLIPS 09-22-12 52 5	P	2012-07-24	2012-09-22
PUT NUCOR CORP COM 10-20-12 35 00	P	2012-07-23	2012-10-20
CALL MICROS OFT CORP 12-22-12 31 0	P	2012-11-02	2012-12-22
CALL PROCTER & GAMBL 01-21-12 67 5	P	2011-10-24	2012-01-21
CALL NUCOR CORP 04-21-12 49 00	P	2012-01-23	2012-03-08
CALL PROCTER & GAMBL 04-21-12 70 0	P	2012-01-04	2012-04-21
CALL MICROS OFT CORP 05-19-12 32 0	P	2012-01-31	2012-05-19
PUT BP PLC SPONS AD 07-21-12 38 0	P	2012-04-23	2012-07-12
SPDR S&P 500 ETF TR TR UNIT	P	2012-09-20	2012-09-24
PUT NUCOR CORP COM 10-20-12 37 00	P	2012-07-12	2012-10-20
PUT CATERP ILLAR INC 12-22-12 80	P	2012-11-15	2012-12-22
CALL GENERAL MILLS I 01-21-12 42 5	P	2011-10-24	2012-01-21
CALL KRAFT FOODS INC 03-17-12 37 0	P	2011-12-16	2012-03-16
CALL GENERAL MILLS I 04-21-12 43 0	P	2012-01-23	2012-04-21
CALL SPDR S&P 500 ET 06-16-12 140 0	P	2012-04-04	2012-05-23
PUT NUCOR CORP COM 07-21-12 38 00	P	2012-04-19	2012-07-12
CALL SPDR S&P 500 ET 10-20-12 142 0	P	2012-07-31	2012-09-24
PUT JP MORGAN CHASE 10-20-12 37 0	P	2012-07-11	2012-10-20
CALL CISCO SYSTEMS I 01-19-13 12 5	P	2011-02-28	2012-12-26
CALL SPDR S&P 500 ET 01-21-12 135 0	P	2012-01-12	2012-01-21
CALL BP PLC SPONS AD 04-21-12 44 0	P	2011-11-08	2012-03-20
PROCTER & GAMBLE CO COM	P	2012-04-20	2012-04-24
CALL WALGREEN CO 07-21-12 38 00	P	2012-04-23	2012-05-24
PUT NUCOR CORP COM 07-21-12 38 00	P	2012-04-11	2012-07-12
JP MORGAN CHASE & CO COM ISINUS4662	P	2009-06-12	2012-10-02
CALL NUCOR CORP COM 11-17-12 39 00	P	2012-10-16	2012-11-12
CALL DOW CHEMICAL DONATED	P	2012-08-20	2013-12-26

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)
1,630		130	1,500
746			746
190,404		222,594	-32,190
2,909		2,464	445
887		258	629
4,380			4,380
2,157		10,487	-8,330
1,698			1,698
2,221		324	1,897
4,814			4,814
12,153		12,630	-477
8,048		2,019	6,029
58,254		31,975	26,279
2,165			2,165
4,213		3,335	878
18,911			18,911
1,190		86	1,104
1,254		1,355	-101
2,589		4,580	-1,991
1,694		142	1,552
34,423		18,632	15,791
1,518			1,518
2,372		3,509	-1,137
3,522		11,598	-8,076
126,296		130,075	-3,779
1,561		1,330	231
2,099		3,585	-1,486
11,050		6,979	4,071
11,963		11,496	467
1,451		1,929	-478

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)
3,211		8,724	-5,513
36,268		62,060	-25,792
126,296		107,993	18,303
39,097		36,423	2,674
1,744		3,926	-2,182
1,960		1,357	603
75,162		63,431	11,731
2,266		2,787	-521
192		1,091	-899
20,754		50,591	-29,837
1,486		1,145	341
93,652		58,855	34,797
142		9	133
9,919		1,203	8,716
1,168		10,994	-9,826
10,481		1,281	9,200
1,725			1,725
15,620		4,329	11,291
2,683		2,994	-311
20,558		18,097	2,461
1,137		68	1,069
2,691		541	2,150
1,077		543	534
2,893		762	2,131
2,575			2,575
1,629		1,082	547
49,497		35,143	14,354
38,663		36,423	2,240
1,243			1,243
1,808		277	1,531

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)
16,085		16,684	-599
2,358		3,319	-961
696			696
13,036		9,204	3,832
4,193		4,914	-721
29,897		28,210	1,687
853			853
9,919		1,156	8,763
64,021		41,503	22,518
5,905		9,484	-3,579
1,013			1,013
4,859		11,766	-6,907
999		1,295	-296
655			655
1,190			1,190
1,623		333	1,290
230,259		231,283	-1,024
7,004		7,863	-859
8,338			8,338
3,166			3,166
1,342		1,667	-325
2,665		6,391	-3,726
670			670
107,404		108,663	-1,259
3,030		7,133	-4,103
5,757		4,742	1,015
2,967			2,967
1,833			1,833
2,597			2,597
5,872		1,263	4,609

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)
6,485			6,485
101,437		101,244	193
1,698		6,573	-4,875
2,484			2,484
1,918			1,918
861			861
3,603			3,603
232		93	139
662			662
2,026			2,026
1,504		272	1,232
199,719		191,495	8,224
12,073			12,073
2,293			2,293
1,790			1,790
6,996		9,664	-2,668
1,197			1,197
5,139		240	4,899
3,766		3,552	214
6,937		12,337	-5,400
6,935			6,935
51,717		49,572	2,145
		114	-114
32,875		21,941	10,934
238,790		216,421	22,369
2,307		324	1,983
3,373		3,694	-321
32,625		32,031	594
4,990		4,967	23
27,160		17,929	9,231

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	
			1,500
			746
			-32,190
			445
			629
			4,380
			-8,330
			1,698
			1,897
			4,814
			-477
			6,029
			26,279
			2,165
			878
			18,911
			1,104
			-101
			-1,991
			1,552
			15,791
			1,518
			-1,137
			-8,076
			-3,779
			231
			-1,486
			4,071
			467
			-478

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	
			-5,513
			-25,792
			18,303
			2,674
			-2,182
			603
			11,731
			-521
			-899
			-29,837
			341
			34,797
			133
			8,716
			-9,826
			9,200
			1,725
			11,291
			-311
			2,461
			1,069
			2,150
			534
			2,131
			2,575
			547
			14,354
			2,240
			1,243
			1,531

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	
			-599
			-961
			696
			3,832
			-721
			1,687
			853
			8,763
			22,518
			-3,579
			1,013
			-6,907
			-296
			655
			1,190
			1,290
			-1,024
			-859
			8,338
			3,166
			-325
			-3,726
			670
			-1,259
			-4,103
			1,015
			2,967
			1,833
			2,597
			4,609

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	
			6,485
			193
			-4,875
			2,484
			1,918
			861
			3,603
			139
			662
			2,026
			1,232
			8,224
			12,073
			2,293
			1,790
			-2,668
			1,197
			4,899
			214
			-5,400
			6,935
			2,145
			-114
			10,934
			22,369
			1,983
			-321
			594
			23
			9,231

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization JAMES E CAMPBELL FAMILY FOUNDATION	Employer identification number 26-3889180
---	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization JAMES E CAMPBELL FAMILY FOUNDATION	Employer identification number 26-3889180
---	---

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	JAMES E AND MONA CAMPBELL 100 CHARLESTON PLACE JACKSON, TN 38305	\$ 231,674	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

JAMES E CAMPBELL FAMILY FOUNDATION

Employer identification number

26-3889180

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization JAMES E CAMPBELL FAMILY FOUNDATION	Employer identification number 26-3889180
---	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: JAMES E CAMPBELL FAMILY FOUNDATION

EIN: 26-3889180

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,885	1,885		

TY 2012 Applied to Prior Year Election

Name: JAMES E CAMPBELL FAMILY FOUNDATION

EIN: 26-3889180

Election: TREATMENT OF QUALIFYING DISTRIBUTIONS ELECTION ELECTION
IS MADE TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN
EXCESS OF THE IMMEDIATE PRECEDING YEAR'S UNDISTRIBUTED
INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FOR
THE TAX YEARS ENDING: 2008 279 2009 98,034 2010 121,754

TY 2012 Compensation Explanation**Name:** JAMES E CAMPBELL FAMILY FOUNDATION**EIN:** 26-3889180

Person Name	Explanation
JAMES CAMPBELL	
MONA CAMPBELL	

TY 2012 General Explanation Attachment

Name: JAMES E CAMPBELL FAMILY FOUNDATION

EIN: 26-3889180

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDED DECEMBER 31, 2012 26-3889180 JAMES E CAMPBELL FAMILY FOUNDATION JAMES E CAMPBELL FAMILY FOUNDATION 100 CHARLESTON PLACE JACKSON, TN 38305 TREATMENT OF QUALIFYING DISTRIBUTIONS ELECTION UNDER IRC SECTION 4942(H)(2) AND REG 53.4942(A)-3(D)(2), THE NONOPERATING PRIVATE FOUNDATION ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FROM THE TAX YEARS ENDING TAX YEAR AMOUNT _____ _____ CORPUS /S/ _____ NAME _____ _____ TITLE _____

TY 2012 Investments Corporate
Stock Schedule

Name: JAMES E CAMPBELL FAMILY FOUNDATION
EIN: 26-3889180

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC	208,838	269,680
BP PPLC	231,285	166,560
CATERPILLAR INC	94,988	250,524
CONOCO PHILLIPS	69,744	57,437
GOLDMAN SACHS GROUP INC	99,054	109,610
INTEL CORP	99,519	94,852
JP MORGAN CHASE & CO	191,673	219,846
KIMBERLY CLARK CORP		
MICROSOFT CORP		
NUCOR CORP	224,404	258,960
PROCTER & GAMBLE CO	73,722	81,468
GOLDMANSACHS GROUP INC 6.2% PFD	100,557	113,175
JPMORGAN CHASE CAP 6.35% TR PFD	102,107	118,816
WELLS FARGO & CO PFD	100,685	132,074
ABBOT LABS CALLS		
BANK OF AMERICA CORP CALLS	55,461	59,346
BP PLC CALLS	81,842	72,910
CATERPILLAR INC CALLS	89,310	117,824
CISCO SYSTEMS INC CALLS	42,106	47,144
GENERAL MILLS INC CALLS		
INTEL CORP CALLS	52,949	41,160
JP MORGAN CHASE & CO CALLS	42,004	61,382
KIMBERLY CLARK CORP CALLS		
KRAFT FOOD CALLS		
MICROSOFT CORP CALLS	43,958	37,056
NUCOR CORP CALLS	31,671	58,540
PROCTER & GAMBLE CO CALLS		
SPDR S&P 500 ETF CALLS	93,396	119,683
WALGREEN CO CALLS	55,734	74,910

TY 2012 Taxes Schedule

Name: JAMES E CAMPBELL FAMILY FOUNDATION

EIN: 26-3889180

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	18,703			

TY 2012 GeneralDependencySmall

Name: JAMES E CAMPBELL FAMILY FOUNDATION

EIN: 26-3889180

Business Name or Person Name:

Taxpayer Identification Number:

**Form, Line or Instruction
Reference:**

Regulations Reference:

Description: QUALIFYING DISTRIBUTIONS

Attachment Information: YEAR ENDED: DECEMBER 31, 2012 26-3889180 JAMES E CAMPBELL
FAMILY FOUNDATION JAMES E CAMPBELL FAMILY FOUNDATION
100 CHARLESTON PLACE JACKSON, TN 38305 TREATMENT OF
QUALIFYING DISTRIBUTIONS ELECTION UNDER IRC SECTION 4942
(H)(2) AND REG. 53.4942(A)-3(D)(2), THE NONOPERATING
PRIVATE FOUNDATION ELECTS TO TREAT CURRENT YEAR
QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY
PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE
OUT OF: UNDISTRIBUTED INCOME FROM THE TAX YEARS ENDING:
TAX YEAR AMOUNT _____

_____ CORPUS /S/

NAME
TITLE