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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation THE NELL J. REDFIELD FOUNDATION		A Employer identification number 27-1017158
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 61		B Telephone number (see instructions) (775) 323-1373
City or town, state, and ZIP code RENO, NV 89504		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 83,075,001.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	31,980.	31,980.		ATCH 1
4	Dividends and interest from securities	2,222,330.	2,222,330.		ATCH 2
5a	Gross rents	105,462.	105,462.		
b	Net rental income or (loss)	1,218,061.			
6a	Net gain or (loss) from sale of assets not on line 10		1,218,061.		
b	Gross sales price for all assets on line 6a	6,144,223.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 3	29,481.	470.		
12	Total. Add lines 1 through 11	3,607,314.	3,578,303.		
13	Compensation of officers, directors, trustees, etc.	275,000.	100,000.		175,000.
14	Other employee salaries and wages	83,864.	50,318.		33,546.
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4	18,159.	10,895.		7,264.
c	Other professional fees (attach schedule) *	224,214.	224,000.		214.
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 6	39,672.	30,169.		
19	Depreciation (attach schedule) and depletion	2,321.	2,321.		
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 7	66,733.	40,039.		26,694.
24	Total operating and administrative expenses. Add lines 13 through 23	709,963.	457,742.		242,718.
25	Contributions, gifts, grants paid	4,599,743.			4,599,743.
26	Total expenses and disbursements. Add lines 24 and 25	5,309,706.	457,742.	0	4,842,461.
27	Subtract line 26 from line 12	-1,702,392.			
a	Excess of revenue over expenses and disbursements		3,120,561.		
b	Net investment income (if negative, enter -0-)				
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	37,629.	211,982.	211,982.
	2 Savings and temporary cash investments	1,448,730.	1,353,609.	1,353,609.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* 1,067,682.	ATCH 8
	Less allowance for doubtful accounts ▶	1,166,830.	1,067,682.	1,067,682.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule). **	229,500.	229,500.	226,404.
	b Investments - corporate stock (attach schedule) ATCH 10	61,982,889.	60,256,728.	64,031,005.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment, basis	1,986,366.		
Less accumulated depreciation (attach schedule) ▶	1,986,366.	1,986,366.	7,891,000.	
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 11		81,476.	81,476.	
14 Land, buildings, and equipment, basis	48,634.			
Less accumulated depreciation (attach schedule) ▶	48,634.	2,321.		
15 Other assets (describe ▶ ATCH 12)	2,078,324.	2,078,324.	8,211,843.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	68,932,589.	67,265,667.	83,075,001.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue		35,470.	ATCH 13
	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	35,470.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	68,932,589.	67,230,197.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	68,932,589.	67,230,197.	
	31 Total liabilities and net assets/fund balances (see instructions)	68,932,589.	67,265,667.	

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	68,932,589.
2 Enter amount from Part I, line 27a	2	-1,702,392.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	67,230,197.
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	67,230,197.

**ATCH 9

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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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,218,061.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3	0	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	4,477,452.	81,800,541.	0.054736
2010	4,765,288.	79,849,070.	0.059679
2009	3,283,323.	73,573,420.	0.044626
2008	3,031,385.	81,230,437.	0.037318
2007	3,772,057.	89,112,345.	0.042329
2 Total of line 1, column (d)			0.238688
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			0.047738
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			81,014,486.
5 Multiply line 4 by line 3			3,867,470.
6 Enter 1% of net investment income (1% of Part I, line 27b)			31,206.
7 Add lines 5 and 6			3,898,676.
8 Enter qualifying distributions from Part XII, line 4			4,842,461.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	31,206.
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	31,206.
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	31,206.
6 Credits/Payments.			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16,243.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	32,858.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	49,101.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	135.
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	17,760.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 17,760. Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NV,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> GERALD C. SMITH Telephone no <input type="checkbox"/> 775-323-1373			
Located at <input type="checkbox"/> FOUNDATION ADDRESS ZIP+4 <input type="checkbox"/>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	1c	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) <input type="checkbox"/>	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/>	4b	X

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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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 14		275,000.	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 ☐

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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
ATCH 15		223,680.
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3	▶

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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	65,401,251.
b	Average of monthly cash balances	1b	662,639.
c	Fair market value of all other assets (see instructions)	1c	16,184,319.
d	Total (add lines 1a, b, and c)	1d	82,248,209.
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	82,248,209.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,233,723.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	81,014,486.
6	Minimum investment return. Enter 5% of line 5	6	4,050,724.

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	4,050,724.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	31,206.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	31,206.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,019,518.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,019,518.
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	4,019,518.

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	4,842,461.
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	4,842,461.
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	31,206.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,811,255.

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

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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				4,019,518.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				2,510,793.
b From 2008				
c From 2009				
d From 2010				808,600.
e From 2011				416,779.
f Total of lines 3a through e	3,736,172.			
4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ 4,842,461.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				4,019,518.
e Remaining amount distributed out of corpus	822,943.			
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	4,559,115.			
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				
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)	2,510,793.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,048,322.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	808,600.			
d Excess from 2011	416,779.			
e Excess from 2012	822,943.			

Form 990-PF (2012)

NOT APPLICABLE

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or		4942(j)(5)
---------------	--	------------

- (4) Gross investment income .

[illegible]

ATCH 19

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 Paid during the year SEE ATTACHMENT A				4,599,743.
Total			▶ 3a	4,599,743.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

- | | | | | |
|---|---|-------|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| 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

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 and correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

KIMBERLY D. COONEY

Preparer's signature

Kohlensäure & Sauer

Date

ce 3/2

Check		if
-------	--	----

self-employed

P00184039

Firm's name ▶ GRANT THORNTON LLP

Firm's EIN ▶ 36-6055558

Firm's address ▶ 100 WEST LIBERTY STREET, SUITE 770

RENO, NV

89501

Phone no 775-786-1520

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
200,000.		22,650.057 SHRS COLUMBIA DIVIDEND OPPORT 182,106.				P	12/27/2011 17,894.	09/25/2012
200,000.		22,722.273 SHRS COLUMBIA DIVIDEND OPPORT 182,727.				P	12/27/2011 17,273.	12/18/2012
50,000.		1,514.233 SHRS DODGE & COX INT'L STOCK 68,716.				P	03/28/2007 -18,716.	09/25/2012
250,000.		7,108.331 SHRS DODGE & COX IN'L STOCK 323,896.				P	VARIOUS -73,896.	12/18/2012
50,000.		1,253.133 SHRS AMER EUROPACIFIC GROWTH F 47,657.				P	09/18/2009 2,343.	09/25/2012
250,000.		5,976.572 SHRS AMER EUROPACIFIC GROWTH F 227,289.				P	09/18/2009 22,711.	12/18/2012
700,000.		38,064.166 SHRS T ROWE PRICE INSTL LARGE 499,809.				P	VARIOUS 200,191.	02/24/2012
100,000.		5,636.979 SHRS T ROWE PRICE INSTL LARGE- 74,014.				P	08/25/2006 25,986.	06/22/2012
200,000.		10,493.179 SHRS T ROWE PRICE INSTL LARGE 137,775.				P	08/25/2006 62,225.	09/25/2012
1,198,562.		115,4768.444 SHRS PIMCO LOW DURATION FUN 1,209,013.				P	VARIOUS -10,451.	03/21/2012
200,000.		17,452.007 SHRS PIMCO TOTAL RETURN FUN I 190,576.				P	05/19/2008 9,424.	07/23/2012
400,000.		33,167.496 SHRS PIMCO REAL RETURN INSTL 357,003.				P	VARIOUS 42,997.	02/24/2012

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
200,000.		7,898.894 SHRS T ROWE PRICE MID CAP VALU 200,237.				P	12/22/2006 -237.	09/24/2012
250,000.		10,048.232 SHRS T ROWE PRICE MID CAP VAL 254,723.				P	12/22/2006 -4,723.	10/31/2012
600,000.		27,881.041 SHRS ROYCE SPECIAL EQUITY FUN 580,665.				P	VARIOUS 19,335.	02/24/1999
200,000.		13,793.103 SHRS VANGUARD PRIMECAP CORE F 157,931.				P	06/27/2006 42,069.	02/24/2012
300,000.		19,828.156 SHRS VANGUARD PRIMECAP CORE F 232,025.				P	08/25/2006 67,975.	12/18/2012
795,661.		LONG-TERM CAPITAL GAIN DISTRIBUTIONS				P	VARIOUS 795,661.	VARIOUS
TOTAL GAIN (LOSS)							<u>1,218,061.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST	21,287.	21,287.
US GOVERNMENT INTEREST	10,693.	10,693.
TOTAL	31,980.	31,980.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	2,222,330.	2,222,330.
TOTAL	<u>2,222,330.</u>	<u>2,222,330.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	470.	470.
REFUND - IRS	29,011.	
TOTALS	<u>29,481.</u>	<u>470.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	18,159.	10,895.		7,264.
TOTALS	<u>18,159.</u>	<u>10,895.</u>		<u>7,264.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEE	534.	320.	214.
TRUST ADMINISTRATION FEES	223,680.	223,680.	
TOTALS	<u>224,214.</u>	<u>224,000.</u>	<u>214.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REAL ESTATE TAXES	15,716.	15,716.
FEDERAL EXCISE TAX	9,503.	
FOREIGN TAXES PAID	14,453.	14,453.
TOTALS	<u>39,672.</u>	<u>30,169.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT EXPENSE	32,627.	19,576.	13,051.
INSURANCE	13,174.	7,904.	5,270.
POSTAGE, SHIPPING, DELIVERY	2,106.	1,264.	842.
TELEPHONE	4,607.	2,764.	1,843.
OFFICE EXPENSE	12,767.	7,660.	5,107.
DUES & SUBSCRIPTIONS	987.	592.	395.
MISCELLANEOUS EXPENSE	465.	279.	186.
TOTALS	66,733.	40,039.	26,694.

ATTACHMENT 8FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: N/R - DINGMAN

BEGINNING BALANCE DUE 844,901.

ENDING BALANCE DUE 844,901.ENDING FAIR MARKET VALUE 844,901.

BORROWER: N/R - FIRST FINANCIAL PLANNING

BEGINNING BALANCE DUE 321,929.

ENDING BALANCE DUE 222,781.ENDING FAIR MARKET VALUE 222,781.TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 1,166,830.TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 1,067,682.TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 1,067,682.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>ATTACHMENT 9</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA INVESTMENTS	229,500.	226,404.
US OBLIGATIONS TOTAL	<u>229,500.</u>	<u>226,404.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DODGE & COX INTL STOCK FUND	4,170,472.	3,365,277.
T ROWE PRICE INSTL LARGE-CAP	4,950,019.	6,574,703.
PIMCO TOTAL RETURN FUND INSTL	14,109,424.	14,499,347.
AMER EUROPACIFIC GROWTH FUND	3,095,054.	3,364,511.
T ROWE PRICE MID CAP VALUE FUN	6,380,753.	6,291,422.
ROYCE SPECIAL EQUITY	3,098,730.	3,210,368.
VANGUARD PRIMECAP CORE FUND	5,508,913.	6,478,159.
PIMCO REAL RETURN INSTL FD	5,900,731.	6,765,870.
PIMCO ALL ASSET INSTITUTIONAL	7,207,465.	7,159,918.
PIMCO LOW DURATION FUND INSTL		
COLUMBIA DIVIDEND OPPORTUNITY	5,835,167.	6,321,430.
TOTALS	<u>60,256,728.</u>	<u>64,031,005.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED DIVIDENDS	81,476.	81,476.
TOTALS	<u>81,476.</u>	<u>81,476.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 12

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WATER RIGHTS	1,614,497.	6,902,525.
229.76 SEWER HOOKUPS	456,327.	824,264.
ARROW CREEK GOLF MEMBERSHIP	7,500.	
TRAFFIC CREDITS		485,054.
TOTALS	<u>2,078,324.</u>	<u>8,211,843.</u>

ATTACHMENT 13FORM 990PF, PART II - DEFERRED REVENUE

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED OPTIONS REVENUE	35,470.
TOTALS	<u>35,470.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
GERALD C. SMITH P.O. BOX 61 RENO, NV 89504	VP, SECRETARY & DIRECTOR/MGR 40.00	225,000. 0 0
KENNETH G WALKER P.O. BOX 61 RENO, NV 89504	TREASURER, VP & DIRECTOR 2.76	25,000. 0 0
HELEN JEANE JONES P.O. BOX 61 RENO, NV 89504	PRESIDENT & DIRECTOR 2.76	25,000. 0 0
GRAND TOTALS		<u>275,000.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FARMERS AND MERCHANTS TRUST 302 PINE AVENUE 2ND FLOOR LONG BEACH, CA 90802	TRUST ADMINISTRATION	223,680.
TOTAL COMPENSATION		<u>223,680.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

GERALD C. SMITH
P.O. BOX 61
RENO, NV 89501
775-323-1373

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

FORM LETTER ENTITLED "THE NELL J. REDFIELD FOUNDATION GRANTS,
POLICIES, PROCEDURES"

990PF, PART XV - SUBMISSION DEADLINES

DEADLINE IS AT LEAST 10 DAYS BEFORE A REGULARLY SCHEDULED QUARTERLY
MEETING OF THE BOARD

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GENERALLY LIMITED TO QUALIFIED ORGANIZATIONS THAT ARE LOCATED IN
NORTHERN NEVADA

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

THE NELL J. REDFIELD FOUNDATION

Employer identification number

27-1017158

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	35,167.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	35,167.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,182,894.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	1,182,894.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		35,167.
14 Net long-term gain or (loss):			
a Total for year	14a		1,182,894.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		1,218,061.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,400	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)	30	
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

Employer identification number

27-1017158

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	35,167.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA

2F 1221 2 000

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235-0169675

PAGE 41

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	1,182,894.
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Schedule D-1 (Form 1041) 2012

Neil J. REDFIELD FOUNDATION
GRANTS SCHEDULE OF EXPENSES AND PAYABLE
FOR THE PERIOD JANUARY 1, 2012 THROUGH DECEMBER 31, 2012

Note: All of the entities below qualify as tax exempt charitable organizations having a 501(c)(3) tax exempt status which is consistent with the Foundation's grant making policy

Recipient's Name	Relationship	Status of Recipient	Description (per the Minutes of the Board)	Amount Paid
A V.A. Ballet 73 West Plumb Lane, Reno, NV 89509	None	170(b)(1)(A)(vi)	To assist with operating costs	10,000 00
Sage Ridge Scholar Mail Stop 0007, Reno, NV 89557	None	170(b)(1)(A)(ii)	To assist with College Expense for Redfield Scholar Bryce Old	11,672 79
Gonzaga University Student Accounts, Box 3463, Spokane, WA 99220	None	170(b)(1)(A)(iv)	To assist with College Expense for Redfield Scholar Courtney Barton	21,534 73
Sierra Kids Foundation 348 Mill St., Reno, NV 89501	None	509(a)(2)	Scholarships for children who can not afford autism treatments	8,000 00
Holland Project 140 Vesta St., Reno, NV 89502	None	509(a)(2)	To fund Home is on the Horizon program, remaining for operating expenses	50,000 00
Douglas County Sheriff's Search & Rescue P O Box 1306, Minden, NV 89423	None	170(b)(1)(A)(vi)	Pledge Grant for purchase of emergency equipment	10,000 00
UNR Foundation UNR Foundation, Mail Stop 0007, Reno, NV 89557	None	170(b)(1)(A)(iv)	To help with education and community outreach	1,651,192 95
Rennselaer Polytechnic P O Box 2500, Troy, NY 12181	None	170(b)(1)(A)(ii)	To assist with College Expense for Redfield Scholar - Zachary Dayton	31,068 43
Special Recreation Services 3660 Baker Lane Suite 103, Reno, NV 89509	None	509(a)(2)	to fund 2012 Camp Lotsafun Programs	50,000 00
Great Basin Institute 18250 Mt. Rose Hwy, Reno, NV 89511	None	170(b)(1)(A)(vi)	Provide scholarships for 2012 summer sessions for needy students	21,060 00
HAWC (Health Access Washoe County) 1450 Ridgeview Dr Suite 200, Reno, NV 89519	None	170(b)(1)(A)(iv)	to provide support for medical programs for 2012	165,000 00
Nevada Diabetes Association 1005 Terminal Way, St 104, Reno, NV 89502	None	509(a)(2)	Provide scholarships for Camp Buck	10,000 00
Oneida County Hospital 150 N 200 West, Malad City, ID 83252	None	170(b)(1)(A)(iii)	Purchase new equipment	55,000 00
Westcare - Reno Community Trage Center 315 Record St., #103, Reno, NV 89512	None	170(b)(1)(A)(iii)	To provide additional treatment days/admissions	50,000 00
VSA Nevada 250 Court Street, Reno, NV 89501	None	170(b)(1)(A)(vi)	Lake Mansion Repairs	10,000 00
YMCA Greater Long Beach 17130 Van Buren Blvd., Riverside, CA 92504	None	170(b)(1)(A)(vi)	Books	10,000 00
Desert Research Institute 2215 Raggio Parkway, Reno, NV 89512	None	170(b)(1)(A)(iv)	2nd of 4 annual installments to fund the Nell Redfield Fountaion Post Doctoral Fellowship	125,000 00
Renown 1300 Mill Street, Reno, NV 89502	None	170(b)(1)(A)(iii)	Final installment of Construction Costs of Children's Hospital	375,000 00
Nevada Discovery Museum 490 S. Center Street, Reno, NV 89501	None	170(b)(1)(A)(vi)	DaVinci Remodel	84,000 00
Bristlecone Family Resources 1725 S. McCarran blvd., Reno, NV 89502	None	170(b)(1)(A)(vi)	To assist with purchase of new building	50,000 00
Bishop Manogue 110 Bishop Manogue Dr., Reno, NV 89511	None	170(b)(1)(A)(ii)	Fund Redfield Scholarships	50,000 00
C*A*R*E* Chest 7910 N. Virginia St., Reno, NV 89506	None	170(b)(1)(A)(vi)	Medical Prescription programs	30,000 00
Children's Cabinet 1090 S. Rock Blvd, Reno, NV 89502	None	509(a)(3)-Type I	Help fund variety of children's programs	18,000 00
First Tee of Northern Nevada 5605 Riggins Ct., St 206, Reno, NV 89502	None	170(b)(1)(A)(vi)	Underwrote direct program expenses for disadvantaged youth	25,000 00
For Kids Foundation Box 8222, Reno, NV 89507	None	509(a)(2)	Support Children in Need	10,000 00
Northern Nevada Children's Cancer Foundation 980 Sandhill Rd Suite 200, Reno, NV 89521	None	170(b)(1)(A)(vi)	Family Assistance Fund	10,000 00
REMSA 450 Edison Way, Reno, NV 89502	None	509(a)(2)	To purchase Ventilators	40,000 00
Reno Chamber Orchestra Box 70211, Reno, NV 89570	None	170(b)(1)(A)(vi)	Underwrote production cost of one concert	30,000 00
Reno Philharmonic 925 Riverside Dr., #3, Reno, NV 89503	None	509(a)(2)	Fund 2 programs	100,000 00
Tru Vista Box 2446, Reno, NV 89505	None	170(b)(1)(A)(vi)	Fund Family Needs Program and Integrated Services Case management	10,000 00
Reno Parks & Rec 1301 Valley Road, Reno, NV 89512	None	509(a)(2)	Support the Whittaker Park and Pat Baker Park pals programs	5,000 00
Sage Ridge School 2515 Crossbow Ct., Reno, NV 89511	None	170(b)(1)(A)(ii)	Fund scholarships	25,000 00
Washoe K-12 Education Parent Initiative 645 Sierra Rose Dr #101, Reno, NV 89511	None	170(b)(1)(A)(ii)	To support Parent University initiative	150,000 00
Challenger Learning Center of Northern Nevada P O Box 51779, Sparks, NV 89435	None	170(b)(1)(A)(vi)	Mission Control	50,000 00
Alzheimer's Association of Northern Nevada 1301 Cordone Ave., St 180, Reno, NV 89502	None	509(a)(2)	Physican's Outreach Initiative/Early Stage Programs	25,000 00
American Lung Association 10615 Double R Blvd., Reno, NV 89521	None	170(b)(1)(A)(vi)	Camp Breathe Easy funding	5,000 00
Carmel of Reno 1950 LaFond Dr., Reno, NV 89509	None	170(b)(1)(A)(i)	Fund CD Production	45,000 00

Foster Grandparent Program 406 Pyramid Way, Sparks, NV 89431	None	170(b)(1)(A)(vi)	support volunteer program	10,000 00
Good Shepard's Clothes Closet 335 Record St., Reno, NV 89512	None	170(b)(1)(A)(vi)	General Operating Expenses	15,000 00
KNPB 1195 Corporate Blvd., St. C, Reno, NV 89502	None	509(a)(2)	Annual Program Funding and Education Projects	50,000 00
Nevada Youth Empowerment Project 2030 W 6th St., Reno, NV 89503	None	170(b)(1)(A)(vi)	Yearly Rent	16,800 00
Oneida County Library Box 185, 31 N 100W, Malad, ID 83252	None	170(b)(1)(A)(vi)	Purchase new books/pave parking lot	13,000 00
Pioneer Center of the Performing Arts 100 S Virginia St., Reno, NV 89501	None	170(b)(1)(A)(vi)	Artists fees and school programs	5,000 00
Community Foundation of Western Nevada 1885 S Arlington Ave., #103, Reno, NV 89509	None	170(b)(1)(A)(vi)	Plumas Park Renovations and General Funding	55,000 00
Rainshadow Charter High School 121 Vesta St., Reno, NV 89502	None	170(b)(1)(A)(vi)	Purchase Van	25,000 00
Senior Companion Program 1380 Greg St. Suite 212, Sparks, NV 89431	None	170(b)(1)(A)(vi)	fund rural in home support programs	10,000 00
Sierra Arts Foundation 17 S Virginia St., Reno, NV 89501	None	170(b)(1)(A)(vi)	Wittenberg/Cyesis/Turning Point projects	27,489 00
Oakland Elizabeth House 980 Sandhill Rd., St 200, Reno, NV 89521	None	170(b)(1)(A)(vi)	Program support	30,000 00
Theatre Works of Northern Nevada 17 S Virginia St., Reno, NV 89501	None	170(b)(1)(A)(vi)	Seasonal support for 2013 season	10,000 00
Step 2 P O Box 40674, Reno, NV 89504	None	509(a)(2)	Purchase Van for programs	37,000 00
Community Health Alliance 1450 Ridgeview Dr Suite 200, Reno, NV 89519	None	170(b)(1)(A)(iii)	Neil Road and Sun Valley clinic programs	100,000 00
Catholic Community Services of Northern Nevada Box 5099, Reno, NV 89513	None	170(b)(1)(A)(vi)	To support St Vincent's programs	20,000 00
Committee to Aid Abused Women 1735 Vassar St., Reno, NV 89502	None	170(b)(1)(A)(vi)	Adopt-A-Family Thanksgiving program	20,000 00
Community Outreach 2530 Cannan St., Reno, NV 89512	None	509(a)(2)	Food baskets for needy families	5,000 00
Reno-Sparks Gospel Mission, Inc Box 5956, Reno, NV 89513	None	170(b)(1)(A)(vi)	Purchase food for needy families for holiday season	10,000 00
Salvation Army 1931 Sutro St., Reno, NV 89512	None	509(a)(3)-Type I	Purchase food for needy families for holiday season	10,000 00
Assistance League Box 7376, Reno, NV 89510	None	509(a)(2)	Purchase food for needy families for holiday season and support operations	40,000 00
Food Bank of Northern Nevada 550 Italy Dr., McCarran, NV 89434	None	170(b)(1)(A)(vi)	Purchase food for needy families for holiday season	70,000 00
Oneida County Senior Citizens, Inc 150 North 200 West, Malad, ID 83252	None	170(b)(1)(A)(vi)	Purchase food and help with utility costs for Senior Center	10,000 00
Active 20-30 Club P O Box 9402, Reno, NV 89507	None	509(a)(2)	Children's Christmas shopping spree	2,500 00
Access to Healthcare Network 4001 S Virginia St., Suite F, Reno, NV 89502	None	170(b)(1)(A)(vi)	Assist in support of the AHN patient healthcare fund	50,000 00
Animal Ark Box 60057, Reno, NV 89506+	None	509(a)(2)	Fund education project and wild feline enclosure project	15,800 00
Big Brothers Big Sisters of Northern Nevada 745 W Moana Lane, Suite 200, Reno, NV 89509	None	170(b)(1)(A)(vi)	Help fund school based mentoring programs	15,000 00
Boys and Girls Club of Truckee Meadows 2580 East 9th St., Reno, NV 89512	None	170(b)(1)(A)(vi)	1st installment of new building	250,000 00
CitiCare P O Box 7101, Reno, NV 89510	None	170(b)(1)(A)(vi)	Matching donation to provide transportation for handicapped patrons	25,000 00
Empowerment Center 7400 S Virginia St., Reno, NV 89511	None	170(b)(1)(A)(vi)	to refurbish showers at sober living facility	13,125 00
Friends in Service Helping 138 E Long St., Carson City, NV 89706	None	170(b)(1)(A)(vi)	Assist with annual operation costs	5,000 00
Nevada Museum of Art 160 W Liberty St., Reno, NV 89501	None	170(b)(1)(A)(vi)	School Services	62,500 00
Nevada Opera Association P. O Box 3256, Reno, NV 89505	None	509(a)(2)	Underwrote 2012 season	10,000 00
Northern Nevada Literacy Council 1400 Wedekind Rd., Reno, NV 89512	None	170(b)(1)(A)(vi)	To provide services to adult learners	10,000 00
Reno Dance Company P O Box 17064, Reno, NV 89511	None	509(a)(2)	Underwrote programs and outreach to children	10,000 00
City of Sparks Parks and Recreation 98 Richards Way, Sparks, NV 89431	None	170(b)(1)(A)(v)	Neighborhood Free Playground and Leisure without Limits programs	50,000 00
Veteran's Guest House, Inc 880 Locust St., Reno, NV 89502	None	170(b)(1)(A)(vi)	Assist with cost of guest lodging	10,000 00
Volunteers of America 315 Record St., Reno, NV 89512	None	170(b)(1)(A)(vi)	Support services and work at Reno Community Assistance Center	20,000 00
Casa de Vida 1290 Mill Street, Reno, NV 89502	None	170(b)(1)(A)(vi)	Pathways to Success programs	25,000 00
Northern Nevada Rave Family Foundation Box 2072, Sparks, NV 89432	None	170(b)(1)(A)(vi)	Support Family Center Teen Volunteer Program	10,000 00

Totals

4,599,742 90

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE NELL J. REDFIELD FOUNDATION	27-1017158
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	P.O. BOX 61	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	RENO, NV 89504	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► GERALD C. SMITH

Telephone No ► 775 323-1373

FAX No ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2012 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	30,743.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	16,243.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	32,858.

Caution If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions

Form **8868** (Rev. 1-2013)

JSA

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