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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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE 1040 FOUNDATION C/O RICK KOOPMAN		A Employer identification number 30-6057235
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 65		B Telephone number (303) 442-5474
City or town, state, and ZIP code BOULDER, CO 80306-0065		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,274,519. (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"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		16,188.	16,188.		STATEMENT 1
4 Dividends and interest from securities		52,490.	52,490.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<4,755.>			
b Gross sales price for all assets on line 6a		231,926.			
7 Capital gain net income (from Part IV, line 2)			0.		
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)					
11 Other income		1,294.	1,294.		STATEMENT 3
12 Total. Add lines 1 through 11		65,217.	69,972.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,392.	239.		2,153.
c Other professional fees STMT 5		4,989.	4,989.		0.
17 Interest					
18 Taxes STMT 6		1,639.	410.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		695.	69.		626.
24 Total operating and administrative expenses. Add lines 13 through 23		9,715.	5,707.		2,779.
25 Contributions, gifts, grants paid		108,838.			108,838.
26 Total expenses and disbursements. Add lines 24 and 25		118,553.	5,707.		111,617.
27 Subtract line 26 from line 12		<53,336.>			
a Excess of revenue over expenses and disbursements			64,265.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

4

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	70,129.	114,920.	114,920.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 8	326,315.	276,419.	300,167.
	b Investments - corporate stock STMT 9	1,017,788.	1,018,768.	1,413,352.
	c Investments - corporate bonds STMT 10	472,620.	423,724.	446,080.
11 Investments - land buildings and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,886,852.	1,833,831.	2,274,519.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,886,852.	1,833,831.	
30 Total net assets or fund balances	1,886,852.	1,833,831.		
31 Total liabilities and net assets/fund balances	1,886,852.	1,833,831.		

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	1,886,852.
2 Enter amount from Part I, line 27a	2	<53,336.>
3 Other increases not included in line 2 (itemize) ▶ NONTAXABLE DISTRIBUTIONS	3	315.
4 Add lines 1, 2, and 3	4	1,833,831.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,833,831.

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			
b SEE ATTACHED STATEMENTS			
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 231,926.		236,681.	<4,755.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			<4,755.>

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	<4,755.>
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) If (loss), enter -0- in Part I, line 8		3	N/A

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	107,407.	2,243,549.	.047874
2010	99,480.	2,172,030.	.045800
2009	116,398.	2,010,661.	.057890
2008	122,718.	2,355,317.	.052103
2007	120,695.	2,545,674.	.047412

2 Total of line 1, column (d)	2	.251079
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	.050216
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,278,681.
5 Multiply line 4 by line 3	5	114,426.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	643.
7 Add lines 5 and 6	7	115,069.
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	111,617.

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)		1	1,285.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	1,285.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,285.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,280.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	1,280.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	5.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2013 estimated tax			

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
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? If "Yes," attach the statement required by General Instruction T.		X
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 type="checkbox"/> CT		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► RICK KOOPMAN Located at ► P.O. BOX 65, BOULDER, CO	Telephone no ►	(303) 442-5474	
		ZIP+4 ►	80306-0065	
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	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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)?

☐ 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)?

N/A

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?

N/A

☐ 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

6b

X

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

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

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.

(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
RICK KOOPMAN P.O. BOX 65 BOULDER, CO 80306-0065	PRESIDENT 1.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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	2,195,324.
b	Average of monthly cash balances	1b	118,058.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,313,382.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,313,382.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,701.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,278,681.
6	Minimum investment return. Enter 5% of line 5	6	113,934.

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	113,934.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,285.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,285.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	112,649.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	112,649.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	112,649.

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	111,617.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	111,617.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,617.

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				112,649.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			108,838.	
b Total for prior years		0.		
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	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 111,617.				
a Applied to 2011, but not more than line 2a			108,838.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				2,779.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income: Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011: Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2012: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				109,870.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
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)

N/A

1 a 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


☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 Subtract line 2d from line 2c. 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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ANDERSON RANCH ARTS CENTER 5263 OWL CREEK ROAD SNOWMASS VILLAGE, CO 81615	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
CITY OF BOULDER PARKS & RECREATION 3198 BROADWAY BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
BOULDER COMMUNITY HOSPITAL FOUNDATION 1100 BALSAM BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
BOULDER PUBLIC LIBRARY FOUNDATION 1000 CANYON BOULEVARD BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total	SEE CONTINUATION SHEET(S)			108,838.
b Approved for future payment				
NONE				
Total				0.

Unrelated business income		Excluded by section 512, 513, or 514		(e)
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
		14	16,188.	
		14	52,490.	
		14	1,294.	
		18	<4,755.>	
	0.		65,217.	0.

13
65,217

Form **990-PF** (2012)

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
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

5/14/13

Date _____

press

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	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	ARIC T. HILMAS CPA	ARIC T. HILMAS CP	05/08/13		P00075447
	Firm's name ▶ HILMAS & ASSOCIATES, LLC				Firm's EIN ▶ 84-1565922
	Firm's address ▶ 1371 HECLA DRIVE, SUITE D110 LOUISVILLE, CO 80027-2329				Phone no (303) 604-2191

Form **990-PF** (2012)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BOULDER SHELTER FOR THE HOMELESS 4869 N. BROADWAY BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
CAREER COLLABORATIVE, INC. 711 ATLANTIC AVENUE BOSTON, MA 02111	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
CLINICA FAMILY HEALTH SERVICES 2525 13TH STREET BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
COLORADO PUBLIC RADIO 7409 SOUTH ALTON COURT CENTENNIAL, CO 80112	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
COMMUNITY FOOD SHARE 6363 HORIZON LANE LONGMONT, CO 80503	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
DAIRY CENTER FOR THE ARTS 2590 WALNUT STREET BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
EMERGENCY FAMILY ASSISTANCE ASSOCIATION 900 ARAPAHOE AVENUE BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
FOOTHILLS UNITED WAY 1285 CIMARRON DRIVE, SUITE 101 LAFAYETTE, CO 80026	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
HOSPICECARE OF BOULDER AND BROOMFIELD COUNTIES 2594 TRAILRIDGE DRIVE EAST LAFAYETTE, CO 80026	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
HUMANE SOCIETY OF BOULDER VALLEY 2323 55TH STREET BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total from continuation sheets				92,838.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MEALS ON WHEELS OF BOULDER 909 ARAPAHOE AVENUE BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN STREET LANDER, WY 82520	N/A	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
PENLAND SCHOOL OF CRAFTS P.O. BOX 37 PENLAND, NC 28765	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE 835 NORTH STREET BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
SPECIAL TRANSIT 4880 PEARL STREET BOULDER, CO 80301	N/A	PUBLIC CHARITY	OPERATING SUPPORT	4,338.
THE COMMUNITY FOUNDATION SERVING BOULDER COUNTY 1123 SPRUCE STREET BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
THE MENTAL HEALTH FOUNDATION 800 E. 10TH STREET 1333 IRIS AVE 800 E. 10TH STREET BOULDER, CO 80304	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
BOULDER MUSEUM OF CONTEMPORARY ART 1750 13TH STREET BOULDER, CO 80302	N/A	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
THE HARTFORD FOUNDATION FOR PUBLIC GIVING 10 COLUMBUS BOULEVARD, 8TH FLOOR HARTFORD, CT 06106	N/A	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA, N.A.	16,188.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,188.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA, N.A.	58,874.	6,384.	52,490.
TOTAL TO FM 990-PF, PART I, LN 4	58,874.	6,384.	52,490.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	1,294.	1,294.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,294.	1,294.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,392.	239.		2,153.
TO FORM 990-PF, PG 1, LN 16B	2,392.	239.		2,153.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	4,989.	4,989.		0.
TO FORM 990-PF, PG 1, LN 16C	4,989.	4,989.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	410.	410.		0.
2012 FORM 990-PF TAX DEPOSITS	1,229.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,639.	410.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	695.	69.		626.
TO FORM 990-PF, PG 1, LN 23	695.	69.		626.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
25,000 TENN VALLEY AUTH NTS 4.750%		X	24,995.	25,660.
100,000 U.S. TREASURY NTS 4.250%	X		98,766.	102,527.
50,000 U.S. TREASURY NTS 4.500%	X		49,225.	56,355.
100,000 U.S. TREASURY NTS 5.125%	X		103,433.	115,625.
TOTAL U.S. GOVERNMENT OBLIGATIONS			251,424.	274,507.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			24,995.	25,660.
TOTAL TO FORM 990-PF, PART II, LINE 10A			276,419.	300,167.

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
400 SHS AGILENT TECHNOLOGIES INC			12,462.	16,376.
500 SHS AT&T INC			12,582.	16,855.
600 SHS CISCO SYSTEMS INC			10,835.	11,790.
540 SHS COCA COLA CO			11,582.	19,575.
230 SHS CONOCOPHILLIPS			5,008.	13,338.
300 SHS EXELON CORP			16,387.	8,922.
500 SHS EXXON MOBIL CORP			20,734.	43,275.
225 SHS INTERNATIONAL BUSINESS MACHS CORP			14,492.	43,099.
200 SHS ILLINOIS TOOL WORKS INC			9,027.	12,162.
250 SHS JOHNSON & JOHNSON			9,584.	15,773.
500 SHS JPMORGAN CHASE & CO			16,694.	21,985.
300 SHS MCDONALDS CORP			8,796.	26,463.
200 SHS MERCK & CO INC			8,386.	8,188.
900 SHS MICROSOFT CORP			22,344.	24,039.
400 SHS PEPSICO INC			15,991.	27,372.
800 SHS PFIZER INC			18,751.	20,063.
400 SHS PROCTER & GAMBLE CO			19,216.	27,156.
200 SHS RIO TINTO PLC ADR			5,151.	11,618.
225 SHS SCHLUMBERGER LTD			15,453.	15,592.
475 SHS UNITED TECHNOLOGIES CORP			15,763.	38,955.
500 SHS US BANCORP			15,250.	15,970.
500 SHS VERIZON COMMUNICATIONS INC			19,610.	21,635.
240 SHS WAL-MART STORES INC			12,007.	16,375.
600 SHS WELLS FARGO & CO			13,261.	20,508.
360 SHS DISNEY WALT CO			12,021.	17,924.
150 SHS AIR PRODS & CHEMS INC			7,569.	12,603.
250 SHS COLGATE PALMOLIVE CO			15,636.	26,135.
250 SHS CONSOLIDATED EDISON INC			10,268.	13,885.

150	SHS HESS CORP	7,452.	7,944.
100	SHS MONSANTO CO	8,815.	9,465.
300	SHS SOUTHERN CO	10,496.	12,843.
150	SHS 3M CO	8,964.	13,927.
300	SHS FREEPORT-MCMORAN COPPER & GOLD	3,197.	10,260.
350	SHS TEVA PHARMACEUTICAL INDS LTD ADR	15,310.	13,069.
250	SHS ABBOTT LABS	12,801.	16,375.
200	SHS AMGEN INC	10,934.	17,240.
150	SHS APACHE CORP	14,667.	11,775.
100	SHS APPLE INC	27,636.	53,217.
250	SHS CHEVRON CORP	17,257.	27,035.
900	SHS EMC CORP	14,003.	22,770.
125	SHS GILEAD SCIENCES INC	5,387.	9,181.
250	SHS HONEYWELL INTL INC	9,404.	15,868.
500	SHS LOWES COS INC	9,988.	17,760.
150	SHS MCKESSON CORP	8,171.	14,544.
250	SHS PNC FINL SVCS GROUP INC	12,777.	14,577.
65	SHS PRECISION CASTPARTS CORP	6,462.	12,312.
200	SHS PRICE T ROWE GROUP INC	10,397.	13,023.
200	SHS PRUDENTIAL FINANCIAL INC	10,024.	10,666.
250	SHS TARGET CORP	11,512.	14,793.
560	SHS TEXAS INSTRUMENTS INC	13,330.	17,298.
250	SHS THERMO FISHER SCIENTIFIC CORP	11,291.	15,945.
300	SHS AXIS CAP HLDGS LTD	8,552.	10,392.
200	SHS PARKER HANNIFIN CORP	9,884.	17,012.
300	SHS PRINCIPAL FINL GROUP INC	8,052.	8,556.
400	SHS ISHARES RUSSELL 2000 INDEX FUND	23,588.	33,727.
500	SHS ISHARES MSCI AUSTRALIA INDEX FUND	11,854.	12,570.
400	SHS ISHARES MSCI CDA INDEX FUND	10,240.	11,360.
105	SHS POTASH CORP SASK INC	3,383.	4,272.
200	SHS TYCO INTL LTD	3,040.	5,850.
125	SHS ISHARES MSCI BRAZIL FREE IDX FUND	8,723.	6,993.
640	SHS VANGUARD MSCI EMERGING MKTS ETF	22,468.	28,499.
500	SHS POWERSHARES GLOBAL WATER PORT	9,202.	9,005.
100	SHS AMAZON.COM INC	19,744.	25,087.
285	SHS VANGUARD REIT ETF	16,671.	18,753.
1,253.121	SHS COLUMBIA ACORN FUND	25,551.	38,158.
1,366.782	SHS COLUMBIA MID CAP GROWTH FUND	24,274.	36,356.
619.857	SHS COLUMBIA ACORN INTERNATIONAL FUND	20,096.	25,315.
2,843.830	SHS PIMCO COMM REAL RETURN STRAT FUND	22,750.	18,883.
115	SHS PHILLIPS 66	1,488.	6,107.
100	SHS ADT CORP	1,988.	4,649.
3,142.857	SHS JOHN HANCOCK FDS III DISCIPLINED	37,400.	41,800.
595	SHS JPMORGAN ALERIAN MLP INDEX	21,751.	22,884.
970.421	SHS ARTISAN INTL VALUE FUND	23,950.	29,481.
461.198	SHS HARBOR INTERNATIONAL FUND	23,950.	28,650.
47	SHS PENTAIR LTD	1,065.	2,310.
475	SHS WISDOMTREE EMGNG MKTS HY EQ FUND	23,969.	27,165.
TOTAL TO FORM 990-PF, PART II, LINE 10B		1,018,768.	1,413,352.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
40,642.135 SHS COLUMBIA INTERMEDIATE BOND FUND	366,656.	384,881.
340 SHS ISHARES S&P US PFD STK INDEX FUND	13,268.	13,471.
2,331.328 SHS COLUMBIA INC OPPORTUNITIES FUND	22,150.	23,500.
1,483.670 SHS MFS EMERGING MKTS DEBT FUND	21,650.	24,228.
TOTAL TO FORM 990-PF, PART II, LINE 10C	423,724.	446,080.

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	2,294.22 SHS COLUMBIA FDS SER TR MIDCAP	P	03/21/07	01/23/12
b	478.93 SHS COLUMBIA FDS SER TR MIDCAP	P	10/27/09	01/23/12
c	100 SHS TRANSOCEAN LTD	P	10/21/08	06/04/12
d	50 SHS TRANSOCEAN LTD	P	11/18/08	06/04/12
e	30 SHS COCA COLA	P	02/25/05	06/04/12
f	600 SHS CORNING INC	P	08/19/09	06/04/12
g	40 SHS DISNEY WALT CO	P	03/15/07	06/04/12
h	4,685.84 SHS COLUMBIA FDS SER TR I INTERMED	P	10/06/10	06/04/12
i	150.37 SHS COLUMBIA ACORN TR FD	P	09/08/03	06/04/12
j	700 SHS ISHARES TR MSCI EAFE INDEX FD	P	10/27/09	06/04/12
k	60 SHS WAL MART STORES INC	P	06/15/05	06/04/12
l	60 SHS VANGUARD INTL EQUITY INDEX FD	P	10/06/10	06/04/12
m	25 SHS JOHNSON AND JOHNSON	P	08/18/03	06/04/12
n	10 SHS PRECISION CASTPARTS CORP	P	10/27/09	06/04/12
o	25 SHS SCHLUMBERGER LTD	P	04/24/06	06/04/12

(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 30,972.		35,698.	<4,726.>
b 6,465.		5,000.	1,465.
c 4,009.		7,765.	<3,756.>
d 2,005.		3,417.	<1,412.>
e 2,207.		1,287.	920.
f 7,317.		9,363.	<2,046.>
g 1,773.		1,335.	438.
h 44,000.		43,344.	656.
i 4,275.		3,066.	1,209.
j 32,817.		38,437.	<5,620.>
k 3,957.		3,002.	955.
l 2,226.		2,814.	<588.>
m 1,557.		1,065.	492.
n 1,595.		994.	601.
o 1,548.		1,717.	<169.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<4,726.>
b			1,465.
c			<3,756.>
d			<1,412.>
e			920.
f			<2,046.>
g			438.
h			656.
i			1,209.
j			<5,620.>
k			955.
l			<588.>
m			492.
n			601.
o			<169.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8

3

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	140 SHS TEXAS INSTRUMENTS INC	P	10/27/09	06/04/12
b	50,000 UNITED STATES TREAS NTS 4.375%	P	10/13/05	08/15/12
c	25,000 CONOCOPHILLIPS NT	P	11/12/03	10/15/12
d	.99 SHS PENTAIR LTD	P	08/19/09	10/30/12
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,778.		3,355.	423.
b 50,000.		50,000.	0.
c 25,000.		25,000.	0.
d 41.		22.	19.
e 6,384.			6,384.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			423.
b			0.
c			0.
d			19.
e			6,384.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<4,755.>
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A