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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

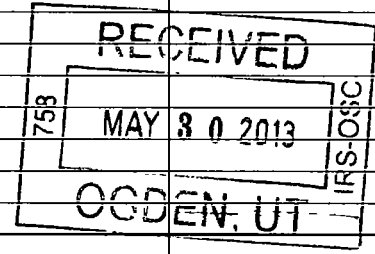
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation HAMER D. & PHYLLIS C. SHAFER FOUNDATION CHARITABLE TRUST		A Employer identification number 35-1997098
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 548	Room/suite	B Telephone number 765-284-7721
City or town, state, and ZIP code MUNCIE, IN 47308-0548		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) \$ 1,519,796.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	429,371.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7.	7.		STATEMENT 2
	4 Dividends and interest from securities	37,256.	37,256.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-11,599.			STATEMENT 1
	b Gross sales price for all assets on line 6a	685,155.			
	7 Capital gain net income (from Part IV, line 2)		100,562.		
	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					
12 Total Add lines 1 through 11	455,035.	137,825.			
Operating and Administrative Expenses	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	4,135.	3,308.		827.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	2,571.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses STMT 6	6,023.	5,962.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	12,729.	9,270.		827.	
25 Contributions, gifts, grants paid	336,000.			336,000.	
26 Total expenses and disbursements Add lines 24 and 25	348,729.	9,270.		336,827.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	106,306.				
b Net investment income (if negative, enter -0-)		128,555.			
c Adjusted net income (if negative, enter -0-)			N/A		



SCANNED MAY 30 2013

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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		59,849.	216,470.	216,470.
	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		75,076.	60,350.	62,771.
	b	Investments - corporate stock STMT 9		94,624.	108,553.	133,465.
	c	Investments - corporate bonds STMT 10		616,044.	720,969.	765,923.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		463,792.	305,330.	340,138.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 12)		0.	1,029.	1,029.	
16	Total assets (to be completed by all filers)		1,309,385.	1,412,701.	1,519,796.	
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 ▶ EXCISE TAX PAYABLE)		2,990.	0.	
23	Total liabilities (add lines 17 through 22)		2,990.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		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		1,306,395.	1,412,701.		
30	Total net assets or fund balances		1,306,395.	1,412,701.		
31	Total liabilities and net assets/fund balances		1,309,385.	1,412,701.		

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	1,306,395.
2	Enter amount from Part I, line 27a	2	106,306.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,412,701.
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	1,412,701.

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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			
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 685,155.		584,593.	100,562.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			100,562.

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 **100,562.**

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	304,754.	1,206,107.	.252676
2010	441,067.	796,865.	.553503
2009	453,272.	1,056,508.	.429028
2008	450,863.	1,261,027.	.357536
2007			

2 Total of line 1, column (d) 2 **1.592743**

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 **.398186**

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 **1,326,840.**

5 Multiply line 4 by line 3 5 **528,329.**

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 **1,286.**

7 Add lines 5 and 6 7 **529,615.**

8 Enter qualifying distributions from Part XII, line 4 8 **336,827.**

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.

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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	2,571.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,571.
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	2,571.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,600.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,600.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
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	1,029.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 1,029. Refunded <input type="checkbox"/> 0.	11		0.

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 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
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 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"/> IN		
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

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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	<input type="checkbox"/>	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	<input type="checkbox"/>	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	<input type="checkbox"/>
14 The books are in care of ▶ TERRY L. WALKER, PRES., TRUSTEE Telephone no. ▶ (765) 808-0800 Located at ▶ P.O. BOX 548, MUNCIE, IN ZIP+4 ▶ 47308			
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 type="checkbox"/> Yes <input checked="" 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 N/A ▶ <input type="checkbox"/>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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 ▶ _____, _____, _____			
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	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. ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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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)?

☐ 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

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		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

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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. 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.

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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	1,248,608.
b Average of monthly cash balances	1b	98,438.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,347,046.
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	1,347,046.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,206.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,326,840.
6 Minimum investment return. Enter 5% of line 5	6	66,342.

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	66,342.
2a Tax on investment income for 2012 from Part VI, line 5	2a	2,571.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,571.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	63,771.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	63,771.
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	63,771.

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	336,827.
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	336,827.
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	336,827.

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				63,771.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	397,232.			
c From 2009	400,765.			
d From 2010	402,384.			
e From 2011	248,039.			
f Total of lines 3a through e	1,448,420.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	336,827.			
a Applied to 2011, but not more than line 2a			0.	
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				63,771.
e Remaining amount distributed out of corpus	273,056.			
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	1,721,476.			
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				0.
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	1,721,476.			
10 Analysis of line 9:				
a Excess from 2008	397,232.			
b Excess from 2009	400,765.			
c Excess from 2010	402,384.			
d Excess from 2011	248,039.			
e Excess from 2012	273,056.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2012)

**HAMER D. & PHYLLIS C. SHAFER FOUNDATION
CHARITABLE TRUST**

Form 990-PF (2012)

35-1997098 Page 11

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				
BALL MEMORIAL HOSPITAL FOUNDATION 2401 W. UNIVERSITY AVE. MUNCIE, IN 47303	N/A	PUBLIC CHARITY	STEVEN CLARK MEMORIAL	500.
BALL STATE UNIVERSITY FOUNDATION 2800 W. BETHEL AVE. MUNCIE, IN 47304	N/A	PUBLIC UNIVERSITY	SHAFER FELLOWS	100,000.
BOYS & GIRLS CLUB OF MUNCIE 1710 S. MADISON ST. MUNCIE, IN 47302	N/A	PUBLIC CHARITY	ACADEMIC SUCCESS PROGRAM	10,000.
CORNERSTONE CENTER FOR THE ARTS 520 E. MAIN ST. MUNCIE, IN 47305	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	10,000.
FIRST PRESBYTERIAN CHURCH 1400 W. RIVERSIDE AVE. MUNCIE, IN 47303	N/A	PUBLIC CHARITY	ANNUAL SUPPORT, NAYLOR FUND, WINDOWS PROJECT	38,000.
Total	SEE CONTINUATION SHEET(S)			336,000.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

223621
12-05-12

Part XVII

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| 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.

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

PRESIDENT

**Paid
Preparer
Use Only**

Print/Type preparer's name

MARLA K. TEMPLETON,
CPA

Preparer's signature

MARLA K. TEMPLETO

Date _____

05/10/13

Check ☐ if
self-employed

PTIN

P00359333

Firm's name ► **WHITINGER & COMPANY LLC**

Firm's address ► 1100 W WHITE RIVER BLVD
MUNCIE, IN 47303-3776

Firm's EIN ► 35-0905017

Phone no. **765-284-3384**

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2012

Name of the organization

HAMER D. & PHYLLIS C. SHAFER FOUNDATION
CHARITABLE TRUST

Employer identification number

35-1997098

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization
**HAMER, D. & PHYLLIS C. SHAFER FOUNDATION
 CHARITABLE TRUST**

Employer identification number

35-1997098**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PHYLLIS C. SHAFER P.O. BOX 548 MUNCIE, IN 47308	\$ 429,371.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2		\$	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

35-1997098

[illegible]

Name of organization

**HAMER. D. & PHYLLIS C. SHAFER FOUNDATION
CHARITABLE TRUST**

Employer identification number

35-1997098**Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	<div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div> <div style="border-bottom: 1px solid black; height: 15px;"></div>	

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	AMERICAN EUROPACIFIC GROWTH (296.881 SHS)	P	07/11/11	01/19/12
b	AMERICAN EUROPACIFIC GROWTH (167.012 SHS)	P	07/11/11	01/19/12
c	AMERICAN EUROPACIFIC GROWTH (296.881 SHS)	P	10/11/11	01/19/12
d	ITT CORPORATION NEW COM (62 SHS)	P	05/18/10	01/18/12
e	EXELIS INC COM (125 SHS)	P	05/18/10	01/18/12
f	FEDERAL FARM CREDIT BANK (50000 SHS)	P	01/18/11	01/25/12
g	VANGUARD REIT INDEX ETF (.525 SHS)	P	07/11/11	02/07/12
h	VANGUARD REIT INDEX ETF (1006 SHS)	P	07/11/11	02/24/12
i	LOWE'S COMPANIES INC COM (270 SHS)	D	04/18/12	04/23/12
j	LOWE'S COMPANIES INC COM (965 SHS)	D	04/18/12	04/23/12
k	LOWE'S COMPANIES INC COM (185 SHS)	D	04/18/12	04/23/12
l	MFS NEW DISCOVERY INTL (135.257 SHS)	P	07/11/11	05/09/12
m	XYLEM INC COM (125 SHS)	P	05/18/10	05/11/12
n	SUPERVALU INC COM (290 SHS)	P	12/26/08	05/11/12
o	MFS NEW DISCOVERY INTL (462.107 SHS)	P	07/11/11	05/15/12

(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 10,970.		12,522.	-1,552.
b 6,173.		7,045.	-872.
c 10,973.		10,661.	312.
d 1,358.		1,216.	142.
e 1,250.		1,586.	-336.
f 50,000.		50,000.	0.
g 33.		32.	1.
h 62,020.		61,979.	41.
i 8,423.		6,053.	2,370.
j 30,103.		19,989.	10,114.
k 5,771.		2,688.	3,083.
l 3,000.		3,147.	-147.
m 3,267.		3,672.	-405.
n 1,520.		3,659.	-2,139.
o 10,000.		10,753.	-753.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1,552.
b			-872.
c			312.
d			142.
e			-336.
f			0.
g			1.
h			41.
i			2,370.
j			10,114.
k			3,083.
l			-147.
m			-405.
n			-2,139.
o			-753.

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	VANGUARD INTL GROWTH ADMIRAL SHARES (936.505 SHS)	P	07/11/11	06/15/12
b	VANGUARD REIT INDEX ETF (49 SHS)	P	07/11/11	07/09/12
c	JARDEN CORPORATION COM (855 SHS)	D	08/22/12	08/22/12
d	AMERICAN EUROPACIFIC GROWTH (237.072 SHS)	D	08/23/12	08/27/12
e	MFS NEW DISCOVERY INTL (388.72 SHS)	P	07/11/11	08/27/12
f	VANGUARD INTL GROWTH ADMIRAL SHARES (181.995 SHS)	P	07/11/11	08/27/12
g	ARTISAN MIDCAP VALUE (774 SHS)	D	08/23/12	08/27/12
h	T ROWE MIDCAP GROWTH (294 SHS)	D	08/22/12	08/27/12
i	FRANKLIN SMALL CAP VALUE (320 SHS)	D	08/23/12	08/27/12
j	VANGUARD SMALL CAP INDEX SIGNAL CLASS (355 SHS)	D	08/23/12	08/27/12
k	PROTECTIVE LIFE INTERNOTES (25000 SHS)	P	05/13/08	08/27/12
l	S&P SMALL CAP 600 GROWTH (67 SHS)	D	08/22/12	08/27/12
m	S&P SMALL CAP 600 GROWTH (85 SHS)	D	08/22/12	08/27/12
n	S&P MID-CAP 400 GROWTH (85 SHS)	D	08/22/12	08/27/12
o	S&P MID-CAP 400 VALUE (39 SHS)	D	08/22/12	08/27/12

(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 50,000.		59,112.	-9,112.
b 3,235.		3,019.	216.
c 41,294.		5,874.	35,420.
d 9,132.		9,187.	-55.
e 8,925.		9,046.	-121.
f 10,361.		11,488.	-1,127.
g 16,107.		12,144.	3,963.
h 17,061.		14,688.	2,373.
i 14,214.		11,414.	2,800.
j 11,921.		11,307.	614.
k 25,575.		25,000.	575.
l 5,505.		3,602.	1,903.
m 6,515.		4,744.	1,771.
n 9,369.		7,273.	2,096.
o 3,258.		2,815.	443.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-9,112.
b			216.
c			35,420.
d			-55.
e			-121.
f			-1,127.
g			3,963.
h			2,373.
i			2,800.
j			614.
k			575.
l			1,903.
m			1,771.
n			2,096.
o			443.

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	S&P MID-CAP 400 VALUE (63 SHS)	D	08/22/12	08/27/12
b	VANGUARD REIT INDEX ETF (19.035 SHS)	P	07/11/11	08/27/12
c	VANGUARD REIT INDEX ETF (55.965 SHS)	P	10/11/11	08/27/12
d	BAKER HUGHES INC COM (35 SHS)	D	08/31/09	08/27/12
e	CHUBB CORP COM (20 SHS)	P	06/23/08	08/27/12
f	HCC INSURANCE HLDGS COM (15 SHS)	D	05/03/10	08/27/12
g	ALLIANT CORP COM (45 SHS)	P	03/25/09	08/27/12
h	MDU RES GROUP INC COM (25 SHS)	P	03/25/09	08/27/12
i	NOBLE CORPORATION COM (30 SHS)	P	03/26/09	08/27/12
j	STRYKER CORP COM (15 SHS)	D	12/22/08	08/27/12
k	NVIDIA CORP COM (200 SHS)	D	05/14/09	10/18/12
l	NVIDIA CORP COM (30 SHS)	P	05/14/09	10/18/12
m	NVIDIA CORP COM (585 SHS)	D	09/12/12	10/16/12
n	MICROSOFT CORPORATION COM (105 SHS)	D	09/12/12	10/31/12
o	AMERICAN EUROPACIFIC GROWTH (34.785 SHS)	D	08/23/12	10/31/12

(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	5,262.		4,423.	839.
b	1,262.		1,173.	89.
c	3,712.		2,872.	840.
d	1,648.		1,214.	434.
e	1,468.		1,019.	449.
f	486.		404.	82.
g	2,011.		1,082.	929.
h	548.		395.	153.
i	1,148.		734.	414.
j	804.		595.	209.
k	2,558.		1,732.	826.
l	384.		260.	124.
m	7,484.		5,066.	2,418.
n	3,035.		2,601.	434.
o	1,382.		1,364.	18.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			839.
b			89.
c			840.
d			434.
e			449.
f			82.
g			929.
h			153.
i			414.
j			209.
k			826.
l			124.
m			2,418.
n			434.
o			18.

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	MFS NEW DISCOVERY INTL (111.041 SHS)	P	07/11/11	10/31/12
b	VANGUARD INTL GROWTH ADMIRAL SHARES (41.169 SHS)	P	07/11/11	10/31/12
c	BUCKLE INC COM (185 SHS)	D	09/12/12	10/31/12
d	HORMEL FOODS CORP COM (55 SHS)	D	09/12/12	10/31/12
e	PROCTER & GAMBLE CO COM (25 SHS)	P	09/12/12	10/31/12
f	THE J.M SMUCKER COMPANY COM (65 SHS)	P	03/18/11	10/31/12
g	TARGET CORP COM (55 SHS)	D	09/12/12	10/31/12
h	FRANKLIN SMALL CAP VALUE (294.629 SHS)	D	10/31/12	11/05/12
i	FRANKLIN SMALL CAP VALUE (186.245 SHS)	D	10/31/12	11/05/12
j	FRANKLIN SMALL CAP VALUE (96.213 SHS)	D	10/31/12	11/05/12
k	FRANKLIN SMALL CAP VALUE (253.742 SHS)	D	10/31/12	11/05/12
l	FRANKLIN SMALL CAP VALUE (1751.301 SHS)	D	10/31/12	11/05/12
m	FRANKLIN SMALL CAP VALUE (253.742 SHS)	D	10/31/12	11/05/12
n	FRANKLIN SMALL CAP VALUE (294.629 SHS)	D	10/31/12	11/05/12
o	FRANKLIN SMALL CAP VALUE (186.245 SHS)	D	10/31/12	11/05/12

(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 2,655.		2,584.	71.
b 2,429.		2,599.	-170.
c 8,107.		7,866.	241.
d 1,614.		970.	644.
e 1,739.		1,101.	638.
f 5,542.		4,554.	988.
g 3,495.		2,587.	908.
h 13,942.		13,606.	336.
i 8,813.		7,263.	1,550.
j 4,553.		3,557.	996.
k 12,007.		9,053.	2,954.
l 82,872.		62,469.	20,403.
m 12,007.		9,051.	2,956.
n 13,942.		10,509.	3,433.
o 8,813.		6,643.	2,170.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			71.
b			-170.
c			241.
d			644.
e			638.
f			988.
g			908.
h			336.
i			1,550.
j			996.
k			2,954.
l			20,403.
m			2,956.
n			3,433.
o			2,170.

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	FRANKLIN SMALL CAP VALUE (96.213 SHS)	D	10/31/12	11/05/12
b	ABBOT LABORATORIES (25000 SHS)	P	04/18/08	12/10/12
c	AMERICAN EUROPACIFIC GROWTH (30.588 SHS)	D	08/23/12	12/24/12
d				
e				
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 4,553.		3,432.	1,121.
b 26,277.		24,901.	1,376.
c 1,270.		1,199.	71.
d			
e			
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) 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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,121.
b			1,376.
c			71.
d			
e			
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	100,562.
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

**HAMER D. & PHYLLIS C. SHAFER FOUNDATION
CHARITABLE TRUST**

35-1997098

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
HABITAT FOR HUMANITY 1923 S. HOYT AVE. MUNCIE, IN 47302	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	20,000.
INTERLOCHEN CENTER FOR THE ARTS P.O. BOX 199 INTERLOCHEN, MI 49643	N/A	PUBLIC CHARITY	CLASSROOM FOR THE FUTURE PROJECT	60,000.
MASTERWORKS CHORALE 520 E. MAIN ST. MUNCIE, IN 47305	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	3,500.
MUNCIE CHILDREN'S MUSEUM 515 S. HIGH ST. MUNCIE, IN 47305	N/A	PUBLIC CHARITY	HALF-PRICED SUNDAYS AND WINTER WONDERLAND PROJECT	16,000.
MUNCIE SYMPHONY ORCHESTRA 2000 UNIVERSITY AVE. MUNCIE, IN 47306	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	10,000.
MUNCIE-DELAWARE CLEAN & BEAUTIFUL 201 E. JACKSON ST. MUNCIE, IN 47305	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	3,000.
UNITED WAY OF DELAWARE COUNTY P.O. BOX 968 MUNCIE, IN 47308	N/A	PUBLIC CHARITY	ANNUAL SUPPORT	14,000.
YOUTH OPPORTUNITY CENTER 3700 W. KILGORE AVE. MUNCIE, IN 47304	N/A	PUBLIC CHARITY	ANNUAL SUPPORT AND ENDOWMENT	51,000.
Total from continuation sheets				177,500.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
AMERICAN EUROPACIFIC GROWTH (296.881 SHS)		07/11/11	01/19/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,970.	12,520.	0.	0.	-1,550.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
AMERICAN EUROPACIFIC GROWTH (167.012 SHS)		07/11/11	01/19/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,173.	7,045.	0.	0.	-872.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
AMERICAN EUROPACIFIC GROWTH (296.881 SHS)		10/11/11	01/19/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,973.	10,661.	0.	0.	312.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ITT CORPORATION NEW COM (62 SHS)	1,358.	1,216.	0.	0.	142.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
EXELIS INC COM (125 SHS)	1,250.	1,586.	0.	0.	-336.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FEDERAL FARM CREDIT BANK (50000 SHS)	50,000.	50,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD REIT INDEX ETF (.525 SHS)	33.	32.	0.	0.	1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD REIT INDEX ETF (1006 SHS)	62,020.	61,979.	0.	0.	41.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOWE'S COMPANIES INC COM (270 SHS)	8,423.	8,667.	0.	0.	-244.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOWE'S COMPANIES INC COM (965 SHS)	30,103.	30,977.	0.	0.	-874.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOWE'S COMPANIES INC COM (185 SHS)	5,771.	5,938.	0.	0.	-167.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
MFS NEW DISCOVERY INTL (135.257 SHS)		07/11/11	05/09/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,000.	3,147.	0.	0.	-147.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
XYLEM INC COM (125 SHS)		05/18/10	05/11/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,267.	3,672.	0.	0.	-405.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SUPERVALU INC COM (290 SHS)		12/26/08	05/11/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,520.	3,659.	0.	0.	-2,139.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
MFS NEW DISCOVERY INTL (462.107 SHS)		07/11/11	05/15/12	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,000.	10,753.	0.	0.	-753.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INTL GROWTH ADMIRAL SHARES (936.505 SHS)	50,000.	59,112.	0.	0.	-9,112.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD REIT INDEX ETF (49 SHS)	3,235.	3,019.	0.	0.	216.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
JARDEN CORPORATION COM (855 SHS)	41,294.	41,356.	0.	0.	-62.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH (237.072 SHS)	9,132.	9,187.	0.	0.	-55.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MFS NEW DISCOVERY INTL (388.72 SHS)	8,925.	9,046.	0.	0.	-121.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INTL GROWTH ADMIRAL SHARES (181.995 SHS)	10,361.	11,488.	0.	0.	-1,127.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ARTISAN MIDCAP VALUE (774 SHS)	16,107.	16,223.	0.	0.	-116.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
T ROWE MIDCAP GROWTH (294 SHS)	17,061.	17,099.	0.	0.	-38.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (320 SHS)	14,214.	14,333.	0.	0.	-119.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD SMALL CAP INDEX SIGNAL CLASS (355 SHS)	11,921.	11,964.	0.	0.	-43.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PROTECTIVE LIFE INTERNOTES (25000 SHS)	25,575.	25,000.	0.	0.	575.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
S&P SMALL CAP 600 GROWTH (67 SHS)	5,505.	5,505.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
S&P SMALL CAP 600 GROWTH (85 SHS)	6,515.	6,542.	0.	0.	-27.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
S&P MID-CAP 400 GROWTH (85 SHS)	9,369.	9,373.	0.	0.	-4.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
S&P MID-CAP 400 VALUE (39 SHS)	3,258.	3,273.	0.	0.	-15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
S&P MID-CAP 400 VALUE (63 SHS)	5,262.	5,288.	0.	0.	-26.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD REIT INDEX ETF (19.035 SHS)	1,262.	1,173.	0.	0.	89.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD REIT INDEX ETF (55.965 SHS)	3,712.	2,873.	0.	0.	839.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BAKER HUGHES INC COM (35 SHS)	1,648.	2,531.	0.	0.	-883.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CHUBB CORP COM (20 SHS)	1,468.	1,019.	0.	0.	449.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
HCC INSURANCE HLDGS COM (15 SHS)	486.	476.	0.	0.	10.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALLIANT CORP COM (45 SHS)	2,011.	1,082.	0.	0.	929.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MDU RES GROUP INC COM (25 SHS)	548.	395.	0.	0.	153.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NOBLE CORPORATION COM (30 SHS)	1,148.	734.	0.	0.	414.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STRYKER CORP COM (15 SHS)	804.	885.	0.	0.	-81.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NVIDIA CORP COM (200 SHS)	2,558.	3,460.	0.	0.	-902.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NVIDIA CORP COM (30 SHS)	384.	260.	0.	0.	124.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NVIDIA CORP COM (585 SHS)	7,484.	7,862.	0.	0.	-378.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MICROSOFT CORPORATION COM (105 SHS)	3,035.	3,230.	0.	0.	-195.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH (34.785 SHS)	1,382.	1,348.	0.	0.	34.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MFS NEW DISCOVERY INTL (111.041 SHS)	2,655.	2,584.	0.	0.	71.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INTL GROWTH ADMIRAL SHARES (41.169 SHS)	2,429.	2,599.	0.	0.	-170.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BUCKLE INC COM (185 SHS)	8,107.	8,251.	0.	0.	-144.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
HORMEL FOODS CORP COM (55 SHS)	1,614.	1,598.	0.	0.	16.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PROCTER & GAMBLE CO COM (25 SHS)	1,739.	1,709.	0.	0.	30.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
THE J.M SMUCKER COMPANY COM (65 SHS)	5,542.	4,554.	0.	0.	988.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
TARGET CORP COM (55 SHS)	3,495.	3,545.	0.	0.	-50.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (294.629 SHS)	13,942.	13,712.	0.	0.	230.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (186.245 SHS)	8,813.	8,668.	0.	0.	145.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (96.213 SHS)	4,553.	4,478.	0.	0.	75.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (253.742 SHS)	12,007.	11,809.	0.	0.	198.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (1751.301 SHS)	82,872.	81,506.	0.	0.	1,366.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (253.742 SHS)	12,007.	11,809.	0.	0.	198.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (294.629 SHS)	13,942.	13,712.	0.	0.	230.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (186.245 SHS)	8,813.	8,668.	0.	0.	145.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FRANKLIN SMALL CAP VALUE (96.213 SHS)	4,553.	4,478.	0.	0.	75.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ABBOT LABORATORIES (25000 SHS)	26,277.	24,901.	0.	0.	1,376.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AMERICAN EUROPACIFIC GROWTH (30.588 SHS)	1,270.	1,185.	0.	0.	85.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-11,599.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
FIRST MERCHANTS BANK	7.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	7.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MERCHANTS TRUST COMPANY	37,256.	0.	37,256.
TOTAL TO FM 990-PF, PART I, LN 4	37,256.	0.	37,256.

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	4,135.	3,308.		827.
TO FORM 990-PF, PG 1, LN 16B	4,135.	3,308.		827.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	2,571.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,571.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUST FEES	6,023.	5,962.			0.
TO FORM 990-PF, PG 1, LN 23	6,023.	5,962.			0.

	FOOTNOTES	STATEMENT	7
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SCHEDULE B, PAGE 3, PART II (B)

ACCENTURE-65 SHS	4,196.
ARTISAN MIDCAP VALUE-774 SHS	16,223.
AUTOMATIC DATA PROCESSING-80 SHS	4,716.
BECTON DICKINSON & CO-50 SHS	3,907.
BED BATH & BEYOND-55 SHS	3,832.
BUCKLE-210 SHS	9,366.
AMERICAN EUROPACIFIC GROWTH-707 SHS	27,396.
FRANKLIN SMALL CAP VALUE-320 SHS	14,333.
FRANKLIN SMALL CAP VALUE-2582.13 SHS	120,172.
FRANKLIN SMALL CAP VALUE-253.742 SHS	11,809.
FRANKLIN SMALL CAP VALUE-186.245 SHS	8,668.
FRANKLIN SMALL CAP VALUE-96.213 SHS	4,478.
FRANKLIN SMALL CAP VALUE-294.629 SHS	13,712.
HARRIS-235 SHS	11,113.
JACK HENRY & ASSOCIATES-160 SHS	6,005.
HORMEL FOODS-55 SHS	1,598.
S&P MID CAP 400 GROWTH ETF-85 SHS	9,373.
S&P MID CAP 400 VALUE ETF-39 SHS	3,273.
S&P MID CAP 400 VALUE ETF-63 SHS	5,288.
S&P SMALL CAP 600 VALUE ETF-85 SHS	6,542.
S&P SMALL CAP 600 GROWTH ETF-67 SHS	5,505.
JARDEN-855 SHS	41,356.
LOWE'S-185 SHS	5,939.
LOWE'S-965 SHS	30,977.
LOWE'S-270 SHS	8,667.
MICROSOFT-105 SHS	3,230.
MICROCHIP TECHNOLOGY-135 SHS	4,583.
NVIDIA-585 SHS	7,862.
PROCTOR & GAMBLE-25 SHS	1,709.
T ROWE PRICE MIDCAP GROWTH-294 SHS	17,099.
CONSUMER DISCRETION SECTOR ETF SPDR-20 SHS	935.
TARGET-55 SHS	3,545.
VANGUARD SMALL CAP INDEX-355 SHS	11,964.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
HOUSTON TX 1.140%		X	35,274.	35,239.
MARYLAND ST DOT 3.600%		X	25,076.	27,532.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			60,350.	62,771.
TOTAL TO FORM 990-PF, PART II, LINE 10A			60,350.	62,771.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCENTURE	4,196.	4,322.
AUTOMATIC DATA PROCESSING	15,525.	16,510.
BB&T CORP	6,337.	8,296.
BECTON DICKINSON & CO	3,906.	3,910.
BED BATH & BEYOND	3,832.	3,075.
BUCKLE INC.	1,115.	1,116.
HARRIS CORP DEL	17,685.	22,522.
HENRY JACK & ASSOCIATES	12,731.	21,986.
MICROCHIP TECHNOLOGY	10,997.	12,058.
THE J.M. SMUCKER COMPANY	32,229.	39,670.
TOTAL TO FORM 990-PF, PART II, LINE 10B	108,553.	133,465.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ANHEUSER BUSCH 4.375%	25,075.	25,028.
AT&T INC. 2.5%	49,956.	52,129.
BB&T CORP 5.200%	24,375.	27,872.
BECTON DICKINSON & CO 3.250%	100,975.	107,343.
BECTON DICKINSON & CO 3.125%	52,390.	53,425.
BROADCOM 2.700%	52,056.	53,578.
CAMPBELL SOUP CO 3.050%	50,500.	54,055.
EMERSON ELECTRIC 5.125%	25,018.	28,773.
HEWLETT PACKARD 3.750%	30,720.	29,067.

LOWES COMPANIES 2.125%	48,953.	51,868.
LOWES COMPANIES 5.000%	25,225.	27,928.
SHELL INTL FINANCE CORP 4.300%	24,906.	28,962.
SYSCO CORP 5.250%	25,307.	29,802.
UNITED PARCEL SERVICE 3.125%	31,291.	32,271.
WAL-MART STORES 4.125%	103,842.	113,784.
WAL-DISNEY 1.125%	50,380.	50,038.
TOTAL TO FORM 990-PF, PART II, LINE 10C	720,969.	765,923.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERICAN EUROPACIFIC GROWTH	COST	15,677.	16,647.
CONSUMER DISCRETION SECTOR ETF SPDR	COST	935.	949.
MFS NEW DISCOVERY INTL	COST	114,776.	122,125.
VANGUARD INTL GROWTH ADMIRAL SHS	COST	85,607.	87,175.
VANGUARD REIT INDEX SIGNAL CLASS	COST	88,335.	113,242.
TOTAL TO FORM 990-PF, PART II, LINE 13		305,330.	340,138.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
EXCISE TAX OVERPAYMENT	0.	1,029.	1,029.
TO FORM 990-PF, PART II, LINE 15	0.	1,029.	1,029.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PHYLLIS C. SHAFER MUNCIE, IN	TRUSTEE, VICE PRES. 0.50	0.	0.	0.
TERRY L. WALKER MUNCIE, IN	TRUSTEE, PRES. 1.00	0.	0.	0.
CHRIS FANCHER MUNCIE, IN	TRUSTEE, SECY. 0.50	0.	0.	0.
KENNETH R. BRINER MUNCIE, IN	TRUSTEE, TREAS. 0.50	0.	0.	0.
RAY L. CHAMBERS MUNCIE, IN	TRUSTEE, VICE PRES. 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.