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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation Thomas A. & Sharon K. Ruder Foundation		A Employer identification number 35-2063035
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 2482	Room/suite SUITE C	B Telephone number (see instructions) (812) 479-5551
City or town, state, and ZIP code EVANSVILLE IN 47728-0482		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		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) \$ 671,334	J Accounting method <input checked="" type="checkbox"/> Cash <input 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) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	34,400			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	20,872	20,872		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	29,340			
b Gross sales price for all assets on line 6a 475,795				
7 Capital gain net income (from Part IV, line 2)		29,340		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	84,612	50,212	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	635	185		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	35			
24 Total operating and administrative expenses. Add lines 13 through 23	670	185	0	0
25 Contributions, gifts, grants paid	27,675			27,675
26 Total expenses and disbursements. Add lines 24 and 25	28,345	185	0	27,675
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	56,267			
b Net investment income (if negative, enter -0-)		50,027		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cashó non-interest-bearing			
	2 Savings and temporary cash investments	9,358	51,143	51,143
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investmentsó U S and state government obligations (attach schedule)			
	b Investmentsó corporate stock (attach schedule)	507,419	511,860	583,396
	c Investmentsó corporate bonds (attach schedule)	19,774	29,809	36,795
	11 Investmentsó land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investmentsó mortgage loans				
13 Investmentsó other (attach schedule)				
14 Land, buildings, and equipment basis ▶	1,718			
Less accumulated depreciation (attach schedule) ▶	1,718			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filersó see the instructions. Also, see page 1, item I)	536,551	592,812	671,334	
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 (attach schedule)			
	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 and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	536,551	592,812	
	30 Total net assets or fund balances (see instructions)	536,551	592,812	
	31 Total liabilities and net assets/fund balances (see instructions)	536,551	592,812	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of yearó Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	536,551
2 Enter amount from Part I, line 27a	2	56,267
3 Other increases not included in line 2 (itemize) ▶ rounding adj	3	-6
4 Add lines 1, 2, and 3	4	592,812
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)ó Part II, column (b), line 30	6	592,812

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 Pó Purchase Dó Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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			0
b			0
c			0
d			0
e			0

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	29,340
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	29,340

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	24,820	548,242	0.045272
2010	21,470	502,222	0.042750
2009	20,775	422,129	0.049215
2008	21,862	424,626	0.051485
2007	15,100	450,804	0.033496

2 Total of line 1, column (d)	2	0.222218
3 Average distribution ratio for the 5-year base periodó divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.044444
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	607,272
5 Multiply line 4 by line 3	5	26,990
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	500
7 Add lines 5 and 6	7	27,490
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	27,675

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948) see instructions)

1 a 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	500
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	500
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	500
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	400	
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	400	
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	100	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0	
Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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. \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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
4 a 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?		X
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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	

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 NONE	13	X	
14	The books are in care of THOMAS A RUDER Telephone no (812) 479-5551 Located at 3000 E MORGAN AVE STE C EVANSVILLE IN ZIP+4 47711			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041b Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement to see instructions.)	2b	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. 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.)	3b	N/A
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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1) through (5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

6b X

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? ☐ Yes ☒ No

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS A RUDER PO BOX 2482 EVANSVILLE, IN 47728	PRESIDENT 4.00			
SHARON K RUDER PO BOX 2482 EVANSVILLE, IN 47728	SECRETARY 2.00			

2 Compensation of five highest-paid employees (other than those included on line 16 see instructions). If none, enter "NONE."

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

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

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

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

Total number of others receiving over \$50,000 for professional services

**Part IX-A Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	594,439
b	Average of monthly cash balances	1b	22,081
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	616,520
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	616,520
4	Cash deemed held for charitable activities. Enter 1% of line 3 (for greater amount, see instructions)	4	9,248
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	607,272
6	Minimum investment return. Enter 5% of line 5	6	30,364

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	30,364
2a	Tax on investment income for 2012 from Part VI, line 5	2a	500
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	500
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,864
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	29,864
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	29,864

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	27,675
b	Program-related investments total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	27,675
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	500
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	27,175

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				29,864
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			27,042	
b Total for prior years: 20 08 , 20 09 , 20 10		24,820		
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. ► \$ 27,675				
a Applied to 2011, but not more than line 2a			27,042	
b Applied to undistributed income of prior years (Election requiredó see instructions)				
c Treated as distributions out of corpus (Election requiredó see instructions)				
d Applied to 2012 distributable amount				633
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	0			
b Prior years' undistributed income Subtract line 4b from line 2b		24,820		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amountó see instructions		24,820		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amountó see instructions			0	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				29,231
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 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	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test: enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test: enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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).)

THOMAS A. RUDER

SHARON K RUDER

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.

NA

NA

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:

THOMAS A RUDER PO BOX 2482 EVANSVILLE, IN 47728-0482 (812) 479-5551

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

NO FORMAL APPLICATION PROCESS

c Any submission deadlines

NO FORMAL DEADLINE

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

NO FORMAL RESTRICTIONS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
ALBION BACON PO BOX 3164 EVANSVILLE, IN 47731			DOMESTIC VIOLENCE SHELTER PROGRAMS	1,000
ALZHEIMER ASSOCIATION 6100 DUTCHMANS LNAE SUITE 401 LOUISVILLE, KY 40205			ALZHEIMER'S RESEARCH	100
AURORA HOMELESS 1100 LINCOLN AVE EVANSVILLE, IN 47714			HOMELESS PROGRAMS	5,250
HANOVER COLLEGE PO BOX 108 HANOVER, IN 47243			SCHOLARSHIP	10,000
ISU FOUNDATION 30 N 5TH ST TERRA HAUTE, IN 47809			SCHOLARSHIP	125
JUNIOR ACHIEVEMENT 233 SE 3RD EVANSVILLE, IN 47708			FINANCIAL LITERACY/EDUCATION AL PROGRAM	250
PUBLIC EDUCATION FOUNDATION 100 NW SECOND ST #304 EVANSVILLE, IN 47708			BOSSE ATHLETICS PROGRAMS	500
SOUTHERN IL UNIVERSITY 1235 DOUGLAS DR CARBONDALE, IL 62901			SCHOLARSHIP	500
ST MATTHEW'S UCC 3044 SOMERVILLE RD LYNVILLE, IN 47619			MINISTRY	100
ST JOSEPH CATHOLIC CHURCH 607 IOWA ST EVANSVILLE, IN 47712			MINISTRY TO THE POOR	850
USI FOUNDATION 8600 UNIVERSITY BLVD EVANSVILLE, IN 47712			SCHOLARSHIP	6,900
Total . . . See Attached Statement			▶ 3a	27,675
b <i>Approved for future payment</i>				
Total . . .			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WESSELMAN PARK NATURE SOCIETY

Street

551 N BOEKE

City

EVANSVILLE

State

IN

Zip Code

47711

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

EDUCATIONAL PROGRAMS

Amount

2,100

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

1, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		Net Gain or Loss
											Capital Gains/Losses		
								Other sales			475,785	448,455	20,340
											0	0	0
1	X	AMEREN CORP			8/13/2008	P	8/14/2012	6,870	8,382				-1,512
2	X	AMERIANA BANCORP			10/7/2010	P	12/10/2012	7,626	4,230				3,396
3	X	BANK OF AMERICA CORP			10/7/2010	P	8/13/2012	1,506	2,672				0
4	X	BANK OF AMERICA CORP			10/7/2010	P	9/17/2012	1,847	2,737			1,163	-890
5	X	BANK OF AMERICA PFD H			6/11/2009	P	2/23/2012	6,425	4,888				1,537
6	X	BRISTOL MYERS SQUIBB CO			7/20/2004	P	16/2012	6,834	4,710				2,124
7	X	BRISTOL MYERS SQUIBB CO			4/15/2005	P	16/2012	6,834	5,314				1,520
8	X	CISCO SYSTEMS INC			9/8/2007	P	9/17/2012	1,884	3,228				-1,344
9	X	DEVON ENERGY CORP			2/7/2012	P	12/27/2012	5,157	6,465				-1,308
10	X	WALT DISNEY CO			1/6/2012	P	10/6/2012	10,443	8,030				2,413
11	X	DISCOVER FINL SVCS			4/2/2012	P	7/11/2012	6,817	6,801				16
12	X	DISCOVER FINL SVCS			7/11/2012	P	7/11/2012	34,060	34,400				-310
13	X	DOW CHEMICAL CO			5/14/2012	P	8/10/2012	5,900	6,374				-474
14	X	EXELON CORP			7/13/2012	P	12/27/2012	8,740	11,471				-2,731
15	X	EXELON CORP			9/11/2012	P	12/27/2012	5,827	7,123				-1,296
16	X	FERRO CORP			10/21/2011	P	10/15/2012	1,318	3,078				-1,761
17	X	FERRO CORP			12/20/2011	P	10/15/2012	1,562	2,824				-1,262
18	X	GENERAL ELECTRIC			6/18/2008	P	12/27/2012	6,144	7,536				-1,392
19	X	HARTFORD FINL PFD A			10/7/2010	P	8/13/2012	18,751	24,181				-5,410
20	X	ILLINOIS TOOL WORKS INC			5/14/2012	P	9/13/2012	12,281	11,222				1,059
21	X	INDIANA COMMUNITY BK			1/26/2012	P	4/25/2012	23,130	20,660				2,470
22	X	INTEL CORP			8/25/2004	P	12/27/2012	6,138	6,573				-435
23	X	INTEL CORP			5/11/2004	P	12/27/2012	6,138	8,373				-2,235
24	X	ISHARES S&P PFF INDX			9/22/2009	P	4/2/2012	3,857	3,637				220
25	X	ISHARES DJ US REG BK IDX			6/13/2008	P	12/27/2012	4,800	5,988				-1,188
26	X	JPMORGAN CHASE & CO			12/21/1998	P	5/11/2012	44,003	30,558				13,445
27	X	MEDTRONIC INC			5/14/2012	P	10/23/2012	4,141	3,805				336
28	X	METLIFE INC			10/31/2011	P	12/27/2012	3,251	3,649				-388
29	X	METLIFE INC			4/27/2012	P	12/27/2012	19,507	21,806				-2,299
30	X	PEPCO HOLDINGS INC			6/3/2005	P	12/27/2012	7,204	8,524				-1,320
31	X	SPDR S&P MID CAP 400			9/4/2002	P	4/2/2012	18,015	7,825				10,080
32	X	UNUMPROVIDENT CORP			11/7/2007	P	12/27/2012	6,139	7,484				-1,355
33	X	VECTREN CORP			9/22/2006	P	16/2012	14,797	13,065				1,732
34	X	VECTREN CORP			6/1/2011	P	16/2012	14,797	14,133				664
35	X	ZIONS BANCORP PFD C			3/12/2010	P	11/12/2012	9,488	9,040				448
36	X	WELLS FARGO			10/5/2010	P	5/11/2012	17,754	13,843				3,911
37	X	WELLS FARGO			12/28/2011	P	5/25/2012	31,984	27,400				4,584
38	X	WELLS FARGO			12/28/2011	P	5/11/2012	15,431	12,741				2,690
39	X	WELLS FARGO			10/5/2010	P	16/2012	30,776	27,557				3,219
40	X	WELLS FARGO			12/23/2009	P	16/2012	37,596	35,100				2,496

Part I, Line 18 (990-PF) - Taxes

		635	185	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax				
4	FOREIGN TAXES PAID	185	185		
5	Federal Taxes Prior Year	50			
6	Federal Current Year Tax Payments	400			
7					
8					
9					
10					

Part I, Line 23 (990-PF) - Other Expenses

		35	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Fund Raising				
2	ACCRUED INTEREST ON BOND PURCHASE	35			
3					
4					
5					
6					
7					
8					
9					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	ALLEGHENY ENERGY CVEX FE 66.3 SHAR	200				583,396
2	AMEREN CORP	200	8,382	0	6,626	0
3	AMERIANA BANCORP	1,000	4,230	0	4,020	0
4	BANK AMERICA CORP	800	2,672	6,293	1,112	9,288
5	BB&T CORP	300	9,771	9,771	7,551	8,733
6	BRISTOL MYERS	400	10,024	0	14,096	0
7	CISCO SYSTEMS	1,600	10,418	28,758	9,040	31,439
8	CONSOLIDATED EDISON	300				
9	EDISON INTL	100	3,136	3,136	4,140	4,519
10	EMC CORP	600	12,669	12,669	12,924	15,180
11	EMERSON ELECTRIC	200	6,302	6,302	9,318	10,592
12	FIRST ENERGY	261				
13	GENERAL ELECTRIC	300	12,804	5,268	10,746	6,297
14	GLAXOSMITHKLINE	200				
15	GREAT PLAINS ENERGY	200	4,623	4,623	4,356	4,062
16	HUNTINGTON BANCSHARES	1,200	6,411	6,411	6,588	7,668
17	INTEL	300	6,573	0	7,275	0
18	ISHARES DOW JONES US REG BK	200	5,988	0	4,232	0
19	ISHARES S&P US PFD	100	3,637	0	3,562	0
20	ISHARES S&P 100 INDEX	200				
21	JPMORGAN CHASE	1,166	30,558	0	38,770	0
22	ING GROUP PERPETUAL DEBT	300				
23	MICROSOFT CORP	200				
24	NEXTERA ENERGY	400	11,796	11,796	24,352	27,676
25	NOVARTIS ADR	400	5,704	22,911	5,717	25,320
26	OLD NATIONAL BANCORP	600	3,504	7,281	3,495	7,122
27	PEPCO	375	8,524	0	7,613	0
28	PFIZER	200	4,776	4,776	4,328	5,016
29	SECTOR SPDR INDUSTRIAL	269	10,698	10,698	9,079	10,195
30	SEMPRA ENERGY	200	11,764	11,764	11,000	14,188
31	SOUTHWEST GAS	200				
32	SPDR S&P MID 400	100	7,925	0	15,949	0
33	UNUMPROVIDENT	200	10,024	2,530	10,535	4,164
34	VECTREN	1,000	27,198	0	30,230	0
35	WELL FARGO	4,365	116,641	0	120,299	0
36	BANK OF AMERICA BMLPRI	760	11,554	16,298	10,209	18,871
37	BANK OF AMERICA BMLPRG	1,000	16,370	16,370	13,700	18,520
38	BANK OF AMERICA BMLPRH	362	4,888	0	4,970	0
39	HARTFORD FINL PFD	1,000	24,161	0	18,780	0
40	MORGAN STANLEY PFD A	500	9,208	9,208	7,355	9,770
41	ZIONS BANCORP PFD C	360	9,040	0	9,086	0
42	ALCOA INC	300	2,978	2,978	2,595	2,604
43	CENTERPOINT ENERGY	300	5,241	5,241	6,027	5,775
44	ELI LILLY	300	11,606	11,606	12,468	14,796
45	EMPIRE DISTRICT ELECTRIC	400	7,582	7,582	8,436	8,152
46	FERRO CORP	1,100	5,902	0	5,379	0

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
47	LINCOLN NATL CORP	500	5,996	10,642	5,826	12,950
48	MERCK & CO INC	600	14,136	21,885	15,080	24,564
49	METLIFE INC	100	3,649	0	3,118	0
50	PNC BANCORP	100	6,153	6,153	5,767	5,831
51	ZION BANCORP PFD A	200	3,614	3,614	3,310	4,408
52	SUNTRUST PFD A	400	8,589	8,589	7,912	9,420
53	ATLANTIC POWER CORP	500	0	5,701		5,715
54	ENCANA CORP	400		8,789		7,904
55	AMERICAN INTERNATIONAL GROUP	100		3,255		3,530
56	BANK NEW YORK MELLON CORP	1,000		22,120		25,700
57	CAPITAL ONE FINANCIAL CORP	200		11,386		11,586
58	CONOCOPHILLIPS	100		5,450		5,799
59	CSX CORP	300		5,873		5,919
60	EI DUPONT DE NEMOURS	200		8,987		8,996
61	ENTERGY CORP	104		7,081		6,630
62	FIFTH THIRD BANCORP	1,500		20,746		22,800
63	HARTFORD FINL SERVICES	300		6,051		6,732
64	ISHARES TR HIGH DIV ETF HDV	100		5,870		5,876
65	KEYCORP	1,000		8,362		8,420
66	MORGAN STANLEY	400		6,922		7,648
67	PEPSICO INC	200		13,744		13,686
68	PHILLIPS 66	500		16,012		26,550
69	PIEDMONT NATURAL GAS CO	300		9,300		9,393
70	PPL CORP	600		16,916		17,178
71	REGIONS FINL CORP	1,000		7,076		7,130
72	SPDR S&P MID CAP 400	100		18,374		18,571
73	SUNTRUST BKS INC	300		8,303		8,505
74	UNITED TECHNOLOGIES CORP	100		7,651		8,201
75	WESTERN UNION CORP	200		8,717		9,527
76	ZIONS BANCORP	200		4,021		4,280
77						
78						
79						
80						
81						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		19,774	29,809	24,407	36,795
		Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
Description	Interest Rate	Maturity Date			
1 APPALACHIAN POWER SR NT 037735CM7	7.00%	4/1/2038	9,930	13,421	13,610
2 CITIGROUP SR NT 172967EP2	6.88%	3/5/2038	9,844	10,986	13,165
3 CITIGP RETAIL MED TR NT 1730T3AQ6	5.75%	5/15/1937	10,035		10,020
4					
5					
6					
7					

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		1,718	1,718	1,718	0	0	0	0
Asset Description		Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	ORGANIZATIONAL COST 12/03/1998	1,718	1,718	1,718	0	0		
2					0	0		
3					0	0		
4					0	0		
5					0	0		
6					0	0		
7					0	0		
8					0	0		
9					0	0		
10					0	0		

IV (980-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount	

Part VII-A, Line 10 (990-PF) - Substantial Contributors

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country
1	THOMAS A RUDER		PO BOX 2482	EVANSVILLE	IN	47728-0482	
2	SHARON K RUDER		PO BOX 2482	EVANSVILLE	IN	47728-0482	
3							
4							
5							
6							
7							
8							
9							
10							

VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	THOMAS A RUDER		PO BOX 2482	EVANSVILLE	IN	47728		PRESIDENT	4 00			
2	SHARON K RUDER		PO BOX 2482	EVANSVILLE	IN	47728		SECRETARY	2 00			
3												
4												
5												
6												
7												
8												
9												
10												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 0
2 First quarter estimated tax payment		2 0
3 Second quarter estimated tax payment	4/5/2012	3 400
4 Third quarter estimated tax payment		4 0
5 Fourth quarter estimated tax payment		5 0
6 Other payments		6
7 Total		7 400

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1 27,042
2	2
3	3
4	4
5	5
6	6
7	7
8	8
9	9
10 Total	10 27,042

Part XIII, Line 2b, Column B (990-PF) - Undistributed Income for Prior Years

1 Undistributed income for the 3rd year 2010	1 24,820
2 Undistributed income for the 4th year 2009	2
3 Undistributed income for the 5th year 2008	3
4 Total	4 24,820

DIRECT PUBLIC SUPPORT

DIRECT PUBLIC SUPPORT		Total:	34,400
1	THOMAS A. RUDER, CONTRIBUTOR	1	34,400
2		2	
3		3	
4		4	
5		5	

990PF XV

990PF XV		Total:	564,896
1	THOMAS A. RUDER	1	553,035
2	SHARON K. RUDER	2	11,861
3		3	
4		4	
5		5	