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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 01-01-2012 , and ending 12-31-2012

Name of foundation
GEORGE AND FRANCES BALL FOUNDATION

A Employer identification number
35-6033917

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 1408

B Telephone number (see instructions)

City or town, state, and ZIP code
MUNCIE, IN 47308

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 88,529,080

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	376	376	376	
	4	Dividends and interest from securities	2,207,067	2,207,067	2,207,067	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,878,188			
	b	Gross sales price for all assets on line 6a 13,045,181				
	7	Capital gain net income (from Part IV, line 2)		2,878,188		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	5,085,631	5,085,631	2,207,443	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	45,077			45,077
	14	Other employee salaries and wages	39,615			39,615
	15	Pension plans, employee benefits	26,303			26,303
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	58,968	58,968		
	c	Other professional fees (attach schedule)	235,873	235,873		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	95,053	26,839		
	19	Depreciation (attach schedule) and depletion	284	284		
	20	Occupancy	35,688			35,688
	21	Travel, conferences, and meetings	467			467
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,579	2,579		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	539,907	324,543		147,150
	25	Contributions, gifts, grants paid	4,050,163			4,050,163
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,590,070	324,543		4,197,313
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	495,561			
	b	**Net investment income** (if negative, enter -0-)		4,761,088		
	c	**Adjusted net income** (if negative, enter -0-)			2,207,443	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,097,669	2,310,436	2,310,436
	3	Accounts receivable ▶ 13,703			
		Less allowance for doubtful accounts ▶	7,979	13,703	13,703
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,299,891	6,289,019	6,805,690
	b	Investments—corporate stock (attach schedule)	54,308,769	52,497,095	66,810,379
	c	Investments—corporate bonds (attach schedule)	15,824,248	11,926,170	12,588,624
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			248
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 15,065			
		Less accumulated depreciation (attach schedule) ▶ 14,817	532	248	
	15	Other assets (describe ▶)	1		
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	72,539,089	73,036,671	88,529,080
Liabilities	17	Accounts payable and accrued expenses	1,216	3,237	
	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)	1,216	3,237	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	31,967,307	31,967,307	
	29	Retained earnings, accumulated income, endowment, or other funds	40,570,566	41,066,127	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	72,537,873	73,033,434	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	72,539,089	73,036,671	

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	72,537,873
2	Enter amount from Part I, line 27a	2	495,561
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	73,033,434
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	73,033,434

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,878,188
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	-17,561

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	3,982,535	86,638,217	0 04597
2010	3,825,874	81,276,742	0 04707
2009	4,425,642	75,039,084	0 05898
2008	4,983,695	90,306,961	0 05519
2007	4,682,875	102,961,125	0 04548

2	**Total** of line 1, column (d).	2	0 25269
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	0 05054
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	86,687,864
5	Multiply line 4 by line 3.	5	4,380,945
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	47,611
7	Add lines 5 and 6.	7	4,428,556
8	Enter qualifying distributions from Part XII, line 4.	8	4,197,313

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	95,222
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	95,222
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	95,222
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	95,222		
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	95,222
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ 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	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Yes	

Website address ▶N/A

14 The books are in care of ▶BALL ASSOCIATES Telephone no ▶(765) 741-5500

Located at ▶P O BOX 1408 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 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).		2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*.		3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

Part VIII **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	
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 page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	87,934,868
b	Average of monthly cash balances		1b	73,116
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	88,007,984
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	
3	Subtract line 2 from line 1d		3	88,007,984
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,320,120
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	86,687,864
6	**Minimum investment return.** Enter 5% of line 5		6	4,334,393

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	4,334,393
2a	Tax on investment income for 2012 from Part VI, line 5	2a 95,222		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	95,222
3	Distributable amount before adjustments Subtract line 2c from line 1		3	4,239,171
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	4,239,171
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	4,239,171

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	4,197,313
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,197,313
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,197,313

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				4,239,171
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			3,969,115	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 4,197,313				
a Applied to 2011, but not more than line 2a			3,969,115	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				228,198
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				4,010,973
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

KRIS GROSS
PO BOX 1408
MUNCIE, IN 47308
(765) 741-5500

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

DESCRIPTION OF PROJECT, BUDGET, COPY OF IRS EXEMPTION LETTER

c Any submission deadlines

APPLICATIONS ACCEPTED ANYTIME

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

MIDWEST & EDUCATIONAL MAJOR AREAS OF SUPPORT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				4,050,163
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				3,763,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	376	
4 Dividends and interest from securities. . . .			14	2,207,067	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,878,188	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				5,085,631	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 5,085,631

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-05-13	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
TAMARA S PHILLIPS CPA	TAMARA S PHILLIPS CPA			P06089000

Firm's name ▶ Ball Associates

Firm's EIN ▶

Firm's address ▶ 222 S Mulberry Street Muncie, IN 473052802

Phone no (765) 741-5500

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1,000 Best Buy Company	P	2011-12-22	2012-08-23
1,500 ITT Corporation	P	2011-06-21	2012-01-18
1,000 Wal Mart Stores Inc	P	1990-08-10	2012-09-20
1,000 Wal Mart Stores Inc	P	1990-08-10	2012-03-07
400 VF Corporation	P	2010-09-03	2012-12-10
600 VF Corporation	P	2009-05-22	2012-10-15
Vanguard Total Bond Mkt Signal Class - LTG	P	2011-01-01	2012-12-27
105,983 802 Vanguard Total Bond Mkt Signal Class - LTG	P	2011-01-01	2012-04-04
Vanguard Total Bond Mkt Indx ETF - LTG	P	2011-01-01	2012-12-31
7,441 86 Vanguard Short Term Invst Admiral Class	P	2010-06-23	2012-04-10
Vanguard Short Term Invest Adm Class - LTG	P	2011-01-01	2012-12-31
Vanguard Inflation Prot Admiral Class - LTG	P	2011-01-01	2012-12-21
4,000 Vanguard FTSE All Wrld EX-US ETF	P	2008-05-13	2012-08-15
2,000 US Bancorp Del Com	P	2011-01-01	2012-07-20
2,000 US Bancorp Del Com	P	2004-09-23	2012-03-02
800 United Technologies Corp	P	1981-10-01	2012-12-10
1,100 United Technologies Corp	P	1981-10-01	2012-10-25
2,500 United Technologies Corp	P	1981-10-01	2012-09-20
1,000 United Technologies Corp	P	1981-10-01	2012-03-07
1,300 T Rowe Price Group Inc	P	2005-08-17	2012-12-04
5,000 T Rowe Price Group Inc	P	2005-03-22	2012-10-15
1,500 Sysco Corporation	P	1995-09-15	2012-10-25
1,500 Sysco Corporation	P	1995-09-15	2012-10-15
1,400 Stryker Corporation	P	2005-09-21	2012-03-07
2,600 Schlumberger Ltd	P	1998-02-12	2012-12-03
800 Schlumberger Ltd	P	2003-01-22	2012-10-15
900 Schlumberger Ltd	P	2002-08-05	2012-10-15
400 Schlumberger Ltd	P	2002-07-24	2012-10-15
365,996 91 SBA GUAR POOL 5 110% 4-1-25	P	2008-09-02	2012-10-01
388,468 11 SBA Guar Pool 5 110% 4-1-25	P	2008-09-02	2012-04-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1,200 Procter & Gamble Co	P	1992-02-27	2012-12-03
2,500 Procter & Gamble co	P	1992-02-27	2012-08-10
Proceeds fr JPMorgan/Enron-Victim Trust	P	2011-01-01	2012-08-15
3,500 Phillips 66	P	2011-01-01	2012-05-21
400 Pepsico Inc	P	1990-10-29	2012-12-05
600 Pepsico Inc	P	1990-10-29	2012-08-10
1,000 Pepsico Inc	P	1990-10-29	2012-06-07
1,000 Pepsico Inc	P	1990-10-29	2012-03-06
300,000 Oklahoma City OK Tax 5 200%-10-1-12	P	2007-07-20	2012-10-01
Nuveen Midcap Growth - LTG	P	2011-01-01	2012-12-18
Northern Small Cap Value - LTG	P	2011-01-01	2012-12-21
Noble Corporation-Adj rtn of capital	P	2011-01-01	2012-07-27
Noble Corporation-Adj rtn of capital	P	2011-01-01	2012-07-27
2,000 Nasdaq Biotech Index ETF Ishares	P	2006-09-06	2012-09-20
5,400 MSCI EAFE SPDR	P	2011-01-01	2012-01-06
4,000 MSCI EAFE ETF Ishares	P	2011-01-01	2012-05-31
1,000 MSCI EAFE ETF Ishares	P	2006-11-22	2012-03-08
2,500 Microsoft Corporation	P	1997-03-25	2012-12-04
5,000 Masco Corporation	P	1993-02-24	2012-10-24
2,000 Masco Corporation	P	2011-03-25	2012-10-24
2,000 Masco Corporation	P	1993-02-24	2012-08-17
10,000 Lowe's Companies	P	2011-01-01	2012-11-20
18,000 Lowes Companies	P	1998-07-16	2012-04-17
1,000 JP Morgan Chase	P	1992-02-27	2012-03-07
1,500 Johnson & Johnson	P	1990-10-26	2012-12-03
3,500 ITT Corporation	P	2011-01-01	2012-01-18
6,000 Intel Corporation	P	1993-04-14	2012-10-15
Franklin Small Cap Value - LTG	P	2011-01-01	2012-12-20
105,493 39 FNMA PTP Pool - 5 000% 6-1-18	P	2005-03-17	2012-02-27
99,333 37 FNMA PTP 9 000% - 6-1-18	P	2005-03-17	2012-04-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
84,761 97 FNMA PTP 5 000% 6-1-18	P	2005-03-17	2012-09-25
90,071 6 FNMA PTP 5 000% 6-1-18	P	2005-03-17	2012-07-16
81,955 07 FNMA PTP 5 000% - 6-1-18	P	2005-03-17	2012-10-25
93,028 03 FNMA PTP 5 000% - 6-1-18	P	2005-03-17	2012-06-25
108,896 44 FNMA PTP 5 000% - 6-1-18	P	2005-03-17	2012-01-25
79,557 74 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2012-11-26
87,534 06 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2012-08-27
95,875 37 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2012-05-25
102,438 67 FNMA PTP - 5 000% 6-1-18	P	2005-03-17	2012-03-26
76,626 89 FNMA PTP - 5 000% 6/1/18	P	2005-03-17	2012-12-27
2,000 First Merchants Corp	P	1983-03-28	2012-11-29
2,000 First Merchants Corp	P	1983-03-28	2012-10-31
2,500 First Merchants Corp	P	1983-03-28	2012-09-26
2,500 First Merchants Corp	P	1983-03-28	2012-07-31
1,059 First Merchants Corp	P	1983-03-28	2012-07-11
1,441 First Merchants Corp	P	1983-03-28	2012-07-10
2,500 First Merchants Corp	P	1983-03-28	2012-06-26
3,000 First Merchants Corp	P	1983-03-28	2012-06-18
2,000 First Merchants Corp	P	1983-03-28	2012-04-03
2,000 First Merchants Corp	P	1983-03-28	2012-03-26
3,000 First Merchants Corp	P	1983-03-28	2012-03-01
3,000 First Merchants Corp	P	1983-03-28	2012-02-01
3,000 First Merchants Corp	P	1983-03-28	2012-01-19
4,000 First Merchants Corp	P	1983-03-28	2012-01-06
19,116 983 Fidelity Advisor Diversified Intl Class	P	2007-12-27	2012-03-27
9,000 Fidelity Advisor Diversified Intl Class	P	2007-12-27	2012-03-08
28,673 834 Fidelity Advisor Diversified Intl Class	P	2011-01-01	2012-01-09
214,810 69 FHLMC FHR 3203 VA CMO 5 000%8-15-17	P	2007-12-06	2012-07-16
229,899 42 FHLMC FHR 3203 VA CMO 5 000% 8-17	P	2007-12-06	2012-02-15
202,511 81 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-11-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
205,605 73 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-10-15
208,686 82 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-09-17
217,853 59 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-06-15
220,883 86 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-05-15
223,901 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-04-16
226,906 72 FHLMC FHR 3203 VA CMO 5 000% 8-15-17	P	2007-12-06	2012-03-15
211,755 12 FHLMC FHR 3203 VA CMO 5% 8-15-17	P	2007-12-06	2012-08-15
199,404 99 FHLMC FHR 3203 VA CMO - 5 000% 8/15/17	P	2007-12-06	2012-12-17
232,879 7 FHLMC FHR 3203 - 5 000% 8/15/17	P	2007-12-06	2012-01-17
6,193 17 FHLMC CMO FHRR R004 - 5 125% 12-15-13	P	2006-06-26	2012-03-15
2,568 27 FHLMC CMO FHRR 5 125% 12-15-13	P	2006-06-26	2012-04-16
9,276 06 FHLMC CMO FHRR - 5 125% 12-15-13	P	2006-06-26	2012-02-15
12,471 65 FHLMC CMO FHRR - 5 125% 12/15/13	P	2006-06-26	2012-01-17
21,442 26 FHLMC CMO FHR 5 500% 10-15-30	P	2006-03-07	2012-06-15
67,327 11 FHLMC CMO FHR 5 500% 10-15-30	P	2006-03-07	2012-04-16
92,032 53 FHLMC CMO FHR 3033 - 5 500% 10/15/30	P	2006-03-07	2012-03-15
133,229 59 FHLMC CMO FHR - 5 500%, 10/15/30	P	2006-03-07	2012-01-17
42,409 13 FHLMC CMO FHR - 5 500% 10-15-30	P	2006-03-07	2012-05-15
111,281 98 FHLMC CMO FHR - 5 500% 10-15-30	P	2006-03-07	2012-02-15
600,000 FHLB - 5 750% 5-15-12 - Matured	P	2006-03-03	2012-05-15
Federated Total Return Bond - LTG	P	2011-01-01	2012-12-31
315,000 Federal Farm Cr Bk -1-12-18 - Called	P	2011-01-18	2012-01-25
500 Exxon Mobil Corporation	P	1982-04-29	2012-08-23
1,000 Exxon Mobil Corporation	P	1982-04-29	2012-07-20
1,000 Exxon Mobil Corporation	P	1982-04-29	2012-03-07
7,000 Exelis Inc	P	2011-01-01	2012-01-18
9,500 Endo Health Solutions Inc	P	2011-01-01	2012-05-11
6,500 Emerson Electric	P	1992-06-01	2012-11-20
3,000 Emerson Electric	P	1992-06-01	2012-10-25
1,300 Ecolab Inc	P	2009-02-23	2012-12-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
12,339 99 Dodge & Cox International	P	2007-10-18	2012-12-27
9,541 984 Dodge & Cox International	P	2011-01-01	2012-08-15
14,144 272 Dodge & Cox International	P	2007-10-11	2012-05-30
3,000 Danaher Corporation	P	2005-12-21	2012-10-15
750,000 ConocoPhillips Corp-4 750%-10-15-12	P	2006-12-20	2012-10-15
700 Chevron Corporation	P	2011-01-01	2012-12-05
700 Chevron	P	2011-01-01	2012-03-07
Black Rock Small Cap Growth - LTG	P	2011-01-01	2012-12-10
2,000 Best Buy Company	P	2009-09-24	2012-08-23
3,000 Best Buy Company	P	2011-01-01	2012-07-27
2,500 Best Buy Company	P	2008-04-18	2012-02-13
500 Automatic Data Processing	P	2011-01-01	2012-12-05
1,700 Automatic Data Processing	P	2011-01-01	2012-08-17
2,500 Automatic Data Processing	P	2011-01-01	2012-07-20
1,500 Automatic Data Processing	P	2011-01-01	2012-03-07
Artisan Midcap Value - LTG	P	2011-01-01	2012-12-21
1,200 Alliant Corporation	P	2009-05-19	2012-12-04
500 Accenture	P	2008-08-15	2012-12-05
1,600 Accenture	P	2011-01-01	2012-10-25
1,800 Accenture	P	2007-07-06	2012-08-17
500,000 Abbott Labs Com	P	2008-08-19	2012-12-10
2,000 Abbott Labs Com	P	2003-08-06	2012-10-15
700 Abbott Labs Com	P	2004-05-06	2012-07-20
1,300 Abbott Labs Com	P	2003-11-28	2012-07-20
3,000 Exelis Inc	P	2011-06-21	2012-01-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
17,944		23,020	-5,076
32,847		32,829	18
73,898		10,557	63,341
59,409		10,557	48,852
59,452		30,180	29,272
98,512		32,977	65,535
4,973			4,973
530			530
3,689			3,689
80,000		79,702	298
2,923			2,923
18,702			18,702
169,477		230,840	-61,363
67,235		56,831	10,404
58,621		57,623	998
64,751		9,044	55,707
84,907		12,435	72,472
204,837		28,262	176,575
82,589		11,305	71,284
82,370		41,810	40,560
319,137		150,157	168,980
46,035		13,629	32,406
47,159		13,630	33,529
72,631		70,918	1,713
184,966		77,079	107,887
58,176		14,548	43,628
65,448		16,839	48,609
29,088		7,864	21,224
37,434		36,966	468
22,471		22,190	281

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
83,585		18,230	65,355
166,569		37,979	128,590
15,860			15,860
110,745		41,831	68,914
27,947		9,473	18,474
43,157		14,210	28,947
67,709		23,684	44,025
62,209		23,684	38,525
300,000		297,321	2,679
153,248			153,248
23,289			23,289
		557	-557
		571	-571
285,166		145,044	140,122
265,513		390,693	-125,180
190,796		265,634	-74,838
54,339		71,630	-17,291
65,867		52,780	13,087
76,464		87,700	-11,236
30,586		28,540	2,046
27,798		35,080	-7,282
345,336		108,614	236,722
577,746		201,874	375,872
39,839		28,699	11,140
104,281		21,451	82,830
76,644		66,887	9,757
130,202		29,346	100,856
31,720			31,720
3,055		3,074	-19
3,458		3,480	-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,807		2,824	-17
2,538		2,553	-15
2,397		2,412	-15
2,956		2,975	-19
3,403		3,424	-21
2,931		2,949	-18
2,772		2,789	-17
2,847		2,865	-18
3,105		3,125	-20
2,490		2,506	-16
26,492		2,671	23,821
28,516		2,671	25,845
39,004		3,338	35,666
34,701		3,338	31,363
13,385		1,414	11,971
18,226		1,924	16,302
29,919		3,338	26,581
35,558		4,006	31,552
23,943		2,671	21,272
23,963		2,671	21,292
33,369		4,006	29,363
29,407		4,006	25,401
27,066		4,006	23,060
36,315		5,341	30,974
299,753		422,868	-123,115
138,869		199,080	-60,211
400,000		659,634	-259,634
3,056		3,059	-3
2,993		2,996	-3
3,107		3,111	-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,094		3,098	-4
3,081		3,085	-4
3,043		3,047	-4
3,030		3,034	-4
3,018		3,021	-3
3,005		3,009	-4
3,068		3,072	-4
3,120		3,124	-4
2,980		2,984	-4
3,625		3,541	84
2,568		2,508	60
3,083		3,011	72
3,196		3,121	75
21,442		21,389	53
24,918		24,856	62
24,705		24,644	61
21,948		21,893	55
20,967		20,914	53
19,249		19,201	48
600,000		600,000	
16,263			16,263
315,000		315,000	
43,524		6,853	36,671
85,490		13,707	71,783
85,878		13,707	72,171
69,987		86,587	-16,600
317,487		230,910	86,577
313,340		127,057	186,283
143,592		58,642	84,950
93,465		41,980	51,485

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
426,717		613,051	-186,334
300,000		476,482	-176,482
400,000		710,467	-310,467
168,624		83,378	85,246
750,000		750,000	
73,904		23,854	50,050
76,677		24,440	52,237
63,074			63,074
35,888		75,795	-39,907
53,193		115,674	-62,481
62,824		108,890	-46,066
28,619		7,699	20,920
99,389		26,176	73,213
141,005		67,680	73,325
81,254		60,195	21,059
103,937			103,937
53,067		29,158	23,909
34,775		20,463	14,312
106,939		68,029	38,910
110,323		77,487	32,836
525,530		497,790	27,740
142,874		72,826	70,048
45,563		29,128	16,435
84,617		54,409	30,208
29,995		42,498	-12,503

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-5,076
			18
			63,341
			48,852
			29,272
			65,535
			4,973
			530
			3,689
			298
			2,923
			18,702
			-61,363
			10,404
			998
			55,707
			72,472
			176,575
			71,284
			40,560
			168,980
			32,406
			33,529
			1,713
			107,887
			43,628
			48,609
			21,224
			468
			281

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			65,355
			128,590
			15,860
			68,914
			18,474
			28,947
			44,025
			38,525
			2,679
			153,248
			23,289
			-557
			-571
			140,122
			-125,180
			-74,838
			-17,291
			13,087
			-11,236
			2,046
			-7,282
			236,722
			375,872
			11,140
			82,830
			9,757
			100,856
			31,720
			-19
			-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-17
			-15
			-15
			-19
			-21
			-18
			-17
			-18
			-20
			-16
			23,821
			25,845
			35,666
			31,363
			11,971
			16,302
			26,581
			31,552
			21,272
			21,292
			29,363
			25,401
			23,060
			30,974
			-123,115
			-60,211
			-259,634
			-3
			-3
			-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-4
			-4
			-4
			-4
			-3
			-4
			-4
			-4
			-4
			84
			60
			72
			75
			53
			62
			61
			55
			53
			48
			16,263
			36,671
			71,783
			72,171
			-16,600
			86,577
			186,283
			84,950
			51,485

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-186,334
			-176,482
			-310,467
			85,246
			50,050
			52,237
			63,074
			-39,907
			-62,481
			-46,066
			20,920
			73,213
			73,325
			21,059
			103,937
			23,909
			14,312
			38,910
			32,836
			27,740
			70,048
			16,435
			30,208
			-12,503

Form 990PF Part VIII Line 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
TAMARA S PHILLIPS 7290 W CR 200 S YORKTOWN,IN 47396	Treasurer 4 00	0		
NORMAN E BECK 3708 ALLEN COURT MUNCIE,IN 47304	Executive Direc 20 00	45,077	3,448	
RONALD K FAUQUHER 9001 W LONEBEECH DRIVE MUNCIE,IN 47304	Director 1 00	0		
JON H MOLL 2308 W WILSHIRE ROAD MUNCIE,IN 47304	Director 1 00	0		
ROBERT M SMITSON 5200 W PINERIDGE RD MUNCIE,IN 47304	DIRECTOR 1 00	0		
STEFAN S ANDERSON 2705 W TWICKINGHAM DRIVE MUNCIE,IN 47304	VP & Director 1 00	0		
JOAN McKEE 1012 N BRIAR ROAD MUNCIE,IN 47304	Secretary & Dir 1 00	0		
DOUGLAS J FOY PO BOX 1515 MUNCIE,IN 47308	Asst Treasurer 1 00	0		
JOSEPH F WIESE 5915 FIFE TRAIL CARMEL,IN 46033	Director 1 00	0		
FRANK A BRACKEN 5150 PLANTATION DRIVE INDIANAPOLIS,IN 46250	PRESIDENT & DIR 1 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
IVY TECH FOUNDATION 4301 S COWAN ROAD MUNCIE,IN 47302		PUB UNIV	ASSOCIATE FACULTY DEVELOPMENT INST	200,000
DELAWARE COUNTY SHERIFFS OFFICE 100 WEST WASHINGTON ST MUNCIE,IN 47305		PC	D A R E PROGRAM	2,500
YWCA OF MUNCIE 310 EAST CHARLES ST MUNCIE,IN 47305		PC	ELEVATOR REPAIR/CHIMNEY/FRONT PATIO REPAIRS	49,365
UNITED NEGRO COLLEGE FUND 3737 N MERIDIAN ST STE 203 INDIANAPOLIS,IN 46208		PC	INDIANA 2011/2012 ANNUAL CAMPAIGN	5,000
RILEY CHILDRENS FOUNDATION 30 S MERIDIAN ST SUITE 200 INDIANAPOLIS,IN 46204		PC	LUKE B WIESE FUND JUVENILE DIABETES	50,000
PSI IOTA XI SORORITY ALPHA CHAPTER 7305 W RIVER ROAD YORKTOWN,IN 47396		PC	BUILDING REPAIRS	15,000
MUNCIE PUBLIC LIBRARY 2005 S HIGH STREET MUNCIE,IN 47303		PC	CONNECTION CORNER EQUIPMENT/SUPPLIES	15,990
MUNCIE DOWNTOWN DEVELOPMENT PTNSHP 111 E ADAMS ST MUNCIE,IN 47305		PC	THREE TRAILS MUSIC SERIES	20,000
MASTERWORKS CHORALE 520 EAST MAIN ST MUNCIE,IN 47305		PC	FALL 2012 CONCERT	2,500
CENTRAL INDIANA COMMUNITY FOUNDATION 615 N ALABAMA ST INDIANAPOLIS,IN 46204		PC	WINGS TO FLY SCHOLARSHIP	5,000
BIG BROTHERS BIG SISTERS 220 N WALNUT ST MUNCIE,IN 47305	N/A	PC	EXTERIOR BUILDING REPAIR	14,308
DELAWARE COUNTY SOIL & WATER CONSERVATIO 3641 N BRIARWOOD LANE MUNCIE,IN 47304	N/A	PC	CASH MATCH - IDEM ENVIR PROBLEMS	25,000
CORNERSTONE CENTER FOR THE ARTS 520 E MAIN ST MUNCIE,IN 47305	NA	PC	GENERAL OPERATIONS	60,000
MUNCIE CIVIC THEATER 216 E MAIN STREET MUNCIE,IN 47305	N/A	PC	UNDERWRITE SCRIPTS/ROYALTIES/MUSIC	25,000
ARTS PLACE INC PO BOX 804 PORTLAND,IN 47371	N/A	PC	MUSICWORKS PROGRAM	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SECOND HARVEST FOOD BANK 6621 N OLD ST RD 3 MUNCIE, IN 47303	N/A	PC	26' REFRIGERATED BOX TRUCK	20,000
COMMUNITY FDTN OF MUNCIE & DELAWARE CO PO BOX 807 MUNCIE, IN 47308	NA	PC	B5 EARLY CHILDHOOD INITIATIVE	75,000
BOY SCOUTS OF AMERICA 300 S WALNUT ST MUNCIE, IN 47305	N/A	PC	MORE SCOUTS, MORE WAYS	25,000
VSA OF INDIANA 4105 NORTH WALNUT STREET MUNCIE, IN 47303	N/A	PC	ART FOR CHILDREN WITH DISABILITIES	6,000
UNITED WAY OF DELAWARE COUNTY INC PO BOX 968 MUNCIE, IN 47308	N/A	PC	ANNUAL CAMPAIGN	200,000
RED-TAIL CONSERVANCY INC PO BOX 8 MUNCIE, IN 47308	N/A	PC	OPERATIONS/LIVING LIGHTLY	20,000
MUNCIE SYMPHONY ORCHESTRA 1419 WEST MARSH STREET MUNCIE, IN 47306	N/A	PC	OPERATIONS & PICNIC & POPS EVENT	44,000
MINNETRISTA CULTURAL FOUNDATION INC 1200 N MINNETRISTA PARKWAY MUNCIE, IN 47303	N/A	POF	OPERATIONS/ENDOWMENT	1,210,500
KEUKA COLLEGE 141 CENTRAL AVE KEUKA PARK, NY 14478	N/A	PC	GEORGE HARVEY BALL SCHOLARSHIP	50,000
GREATER MUNCIE IN HABITAT FOR HUMANITY PO BOX 1119 MUNCIE, IN 47308	N/A	PC	ACQUISITION OF PROPERTY	25,000
ENERGIZE - ECI PO BOX 1912 MUNCIE, IN 47308	N/A	PC	OPERATIONAL SUPPORT	75,000
DELAWARE ADVANCEMENT CORPORATION PO BOX 842 MUNCIE, IN 47308	N/A	PC	VISION 2016 AND FAFSA WORKSHOPS	65,000
COLLEGE MENTORS FOR KIDS 212 W 10TH STREET INDIANAPOLIS, IN 46202	N/A	PC	BSU CHAPTER EXPANSION	5,000
CHRISTIAN MINISTRIES OF DELAWARE COUNTY PO BOX 1088 MUNCIE, IN 47308	N/A	PC	MEN'S SHELTER	15,000
BALL STATE UNIVERSITY FOUNDATION DEPARTMENT OF JOURNALISM MUNCIE, IN 47306	N/A	EOF	FRANK & JUDY BRACKEN SCHOLARSHIP	20,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BALL STATE UNIVERSITY FOUNDATION PO BOX 672 MUNCIE,IN 47306	N/A	EOF	BSU PLANETARIUM - HYBRID STAR PROJECTOR	100,000
BALL STATE UNIVERSITY FOUNDATION PO BOX 672 MUNCIE,IN 47308	N/A	EOF	IMMERSIVE LEARNING/HONOR COLLEGE	1,580,000
Total . . . . ▶ **3a**				4,050,163

Form 990PF Part XV Line 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
b *Approved for future payment*				
MUNCIE SYMPHONY ORCHESTRA 1419 WEST MARSH STREET MUNCIE,IN 47306		PC	OPERATIONS	35,000
MINNETRISTA CULTURAL FOUNDATION INC1200 N MINNETRISTA PARKWAY MUNCIE,IN 47303		PC	ENDOWMENT FUND	150,000
IVY TECH FOUNDATION4301 S COWAN ROAD MUNCIE,IN 47302		PUB UNIV	ACADEMIC SUCCESS CENTER	600,000
DELAWARE ADVANCEMENT CORP PO BOX 842 MUNCIE,IN 47308		PC	VISION 2016	240,000
BALL STATE UNIVERSITY FOUNDATIONPO BOX 672 MUNCIE,IN 47308		ST UNIV	IMMERSIVE LEARNING/HONORS COLLEGE/BRACKEN SCHOLARSHIP	2,738,000
Total . . . . ▶ **3b**				3,763,000

TY 2012 Accounting Fees Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BALL ASSOCIATES	58,968	58,968	0	0

TY 2012 Investments Corporate Bonds Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD SHORT TERM INVEST ADMIRAL	976,683	989,160
VANGUARD TOTAL BOND MKT SIGNAL CLS	2,000,000	2,021,417
VANGUARD TOTAL BOND MKT INDEX ETF	1,210,057	1,201,629
COLUMBIA HIGH YIELD BOND	1,000,000	1,014,649
ROYAL BANK OF CANADA 1-22	200,000	208,140
BECTON DICKINSON 3.25% 11-20	236,787	268,358
WAL-MART STORES 2-19	257,768	284,460
VANGUARD SHORT TERM INVEST ADMIRAL		
VANGUARD TOTAL BOND MARKET SIGNAL CLASS		
FEDERATED TOTAL RETURN BOND	1,300,000	1,325,146
250,000 PRAXAIR 9-15	250,937	266,873
VANGUARD INFLATION PROTECTED	1,560,000	1,926,907
500000 LOWES COMPANIES 10-15	487,314	558,550
500000 ABBOTT LABORATORIES 3-14		
500000 BERKSHIRE HATHAWAY 5-13	503,550	507,750
750000 PAR TARGET CORP NOTES 6-13	472,969	482,353
600000 PAR PROCTER & GAMBLE 8-14	598,818	644,442
600000 PAR JP MORGAN CHASE & CO	600,156	600,000
265456 PAR FED NATL MTG ASN PTP 6-18	74,600	80,567
350000 PAR FEDERAL HOME LN MTG CP 10-30		
332319 PAR FEDERAL HOME LOAN MTG 8-17	196,531	208,223
193575 PAR FEDERAL HOME LOAN MTG 12-13		
750000 PAR CONOCOPHILLIPS CORP		

TY 2012 Investments Corporate Stock Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD REIT INDEX ETF	848,788	842,240
NASDAQ BIOTECH INDEX ETF ISHARES	253,827	480,270
QUALCOMM INCORPORATED	268,899	265,996
NUCOR CORP	119,897	129,480
HONEYWELL INTL INC	192,839	190,410
EMC CORPORATION	151,467	151,800
BANK OF NEW YORK MELLON CORP	327,232	257,000
APPLE COMPUTER INC	187,749	159,652
MFS NEW DISCOVERY ıNTL	1,475,000	1,576,057
AMERICAN EROPACIFIC GROWTH	1,700,000	1,830,359
FRANKLIN SMALL CAP VALUE	1,030,000	1,045,108
COVIDIEN ADR	324,730	346,440
MATERIALS SECTOR SPDR	152,560	150,160
XYLEM INC	298,805	271,000
TARGET CORP	216,750	266,265
OWENS & MINOR INC	159,108	159,656
OMNICOM GROUP	108,955	149,880
HENRY JACK & ASSOCIATES	397,569	475,046
FLOWERS FOOD INC	229,111	290,875
EXELIS INC		
CULLEN FROST BANKERS	175,092	162,810
BUCKLE INC	312,491	343,728
NOBLE CORPORATION	276,890	243,740
ITT CORPORATION		
HCC INSURANCE HLDGS	311,166	409,310
BED BATH & BEYOND	306,241	419,325
ADOBE SYSTEMS INC	267,380	350,424
TRANSOCEAN LTD	195,812	111,650
NORTHERN SMALL CAP VALUE	550,000	931,763
S&P 600 SMALL CAP GROWTH ISHARES	908,044	1,173,619

Name of Stock	End of Year Book Value	End of Year Fair Market Value
S&P 600 SMALL CAP VALUE ISHARES	1,033,936	1,267,051
ISHARES S&P SMALL CAP 600 CORE	149,795	267,102
VF CORP	210,056	498,201
3M COMPANY	243,346	278,550
JM SMUCKER COMPANY	328,604	517,440
MDU RES GROUP INC	373,669	414,180
ECOLAB INC	203,658	424,210
DONALDSON INC	162,289	361,240
CHUBB CORP	380,847	640,220
BECTON DICKINSON & CO	380,327	390,950
BAXTER INTERNATIONAL INC	260,856	366,630
BAKER HUGHES INC	377,269	392,138
APACHE CORP	418,761	353,250
ALLIANT CORP	266,954	408,363
VANGUARD FTSE ALL WORLD EXUS ETF	4,486,956	4,246,286
BLACK ROCK SMALL CAP GROWTH	900,000	928,335
S&P 400 MIDCAP VALUE ISHARES	2,205,962	2,669,761
S&P 400 MIDCAP GROWTH ISHARES	2,184,715	2,796,180
COLUMBIA MIDCAP VALUE	1,200,000	1,430,430
NORTHERN TR CORP	379,046	300,960
ENDO PHARM HLDG INC		
BEST BUY COMPANY INC		
BANK OF NEW YORK MELLON CORP		
VANGUARD INTL GROWTH	3,550,000	3,417,354
MSCI EAFE INDEX ISHARES		
FID ADV DIV INTL FUND		
DODGE & COX INTERNATIONAL STOCK	3,145,000	2,564,335
ISHARES RUSSELL 2000	600,084	656,414
S&P 400 MIDCAP SPDR	549,694	673,199
NUVEEN MIDCAP GROWTH	1,900,000	2,139,373

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ARTISAN MID CAP VALUE FUND	2,220,000	2,416,786
WAL-MART STORES	47,508	307,035
VERIZON COMMUNICATIONS	225,311	432,700
VECTREN CORP	335,949	411,600
UNITED TECHNOLOGIES	97,221	705,286
US BANCORP DEL	243,518	287,460
SYSCO CORP	118,121	411,580
STRYKER CORP	432,180	498,862
SCHLUMBERGER LTD	210,401	540,529
MSCI ACWI SPDR	3,285,285	2,685,612
PROCTOR & GAMBLE	121,534	543,120
T ROWE PRICE GROUP INC	272,355	566,519
PEPSICO INC	189,470	547,440
ORACLE CORP	263,720	433,160
NVIDIA CORP	266,428	220,680
MICROCHIP TECHNOLOGY	417,087	430,188
MICROSOFT CORPORATION	409,993	467,420
MEDTRONIC INCORPORATED	523,221	410,200
MASCO CORP		
LOWE'S COMPANIES		
KOHL'S CORP	612,069	494,270
KIMBERLY CLARK	129,795	439,036
JOHNSON & JOHNSON	85,803	420,600
JP MORGAN CHASE & CO	218,302	351,753
BIOTECHNOLOGY I SHARES		
IBM CORP	160,226	383,100
INTEL CORP	68,474	288,680
HARRIS CORP DEL	602,154	636,480
GRACO INC	331,814	514,900
FIRST MERCHANTS CORP	41,396	460,040

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXXON MOBIL	130,213	822,225
EMERSON ELECTRIC		
DU PONT EL DE NEMOURS	213,552	269,871
DANAHER CORP	209,993	447,200
CONOCOPHILLIPS	132,663	405,930
COLGATE PALMOLIVE CO	267,917	418,160
CISCO SYSTEMS	757,025	685,764
CHEVRON CORP	215,976	713,724
BALL CORP	68,936	2,998,250
AUTOMATIC DATA PROCESSING	150,897	557,914
ABBOTT LABS	355,513	589,500
AT&T INC	118,164	471,940
ACCENTURE LTD	308,685	538,650

TY 2012 Investments Government Obligations Schedule

Name:	GEORGE AND FRANCES BALL FOUNDATION
EIN:	35-6033917
Software ID:	12000229
Software Version:	2012v2.0
US Government Securities - End of Year Book Value:	324,456
US Government Securities - End of Year Fair Market Value:	369,847
State & Local Government Securities - End of Year Book Value:	5,964,563
State & Local Government Securities - End of Year Fair Market Value:	6,435,843

TY 2012 Land, Etc. Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	15,065	14,817	248	

TY 2012 Other Expenses Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	2,579	2,579		

TY 2012 Other Professional Fees Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	235,873	235,873	0	0

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TY 2012 Taxes Schedule

Name: GEORGE AND FRANCES BALL FOUNDATION

EIN: 35-6033917

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON DIVIDENDS	26,839	26,839		
FEDERAL TAXES	68,214			