



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

**2012**Department of the Treasury  
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation <b>RICHARD P. &amp; LAURINE KIMMEL CHARITABLE FOUNDATION, INC.</b>		A Employer identification number <b>36-3617581</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>1248 "O" STREET</b>	Room/suite <b>#792</b>	B Telephone number (see instructions) <b>402-475-1797</b>
City or town, state, and ZIP code <b>LINCOLN NE 68508</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation 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 <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 22,094,931</b>	J Accounting method <input checked="" type="checkbox"/> Cash Accrual 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		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	229,064	229,064		
	4 Dividends and interest from securities	692,277	692,277		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	-31,835			
	b Gross sales price for all assets on line 6a 8,316,708				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	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) Stmt 2	676				
12 Total. Add lines 1 through 11	890,182	921,341	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	110,000	20,000		90,000
	14 Other employee salaries and wages	158,239	21,500		136,739
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 3	102,945			102,945
	b Accounting fees (attach schedule) Stmt 4	29,070	10,175		18,895
	c Other professional fees (attach schedule) Stmt 5	1,671			1,671
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 6	27,668	16,066		11,602
	19 Depreciation (attach schedule) and depletion Stmt 7	272,905	1,191		
	20 Occupancy	17,541	7,016		10,525
	21 Travel, conferences, and meetings	7,529			7,529
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 8	90,238	10,846		79,392
	24 Total operating and administrative expenses. Add lines 13 through 23	817,806	86,794	0	459,298
	25 Contributions, gifts, grants paid See Statement 9	7,614,013			7,614,013
26 Total expenses and disbursements. Add lines 24 and 25	8,431,819	86,794	0	8,073,311	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-7,541,637				
b Net investment income (if negative, enter -0-)		834,547			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash – non-interest-bearing		244,373	73,019	73,019
	2	Savings and temporary cash investments			2,844,377	2,844,377
	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 (att schedule) ▶	0			
		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)				
	b	Investments – corporate stock (attach schedule) See Stmt 10		20,283,989	15,996,038	15,852,112
	c	Investments – corporate bonds (attach schedule) See Stmt 11		2,776,854	2,223,089	2,305,375
	11	Investments – land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch ) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ 1,017,622				
		Less accumulated depreciation (attach sch ) ▶ Stmt 12 357,168		4,288,069	660,454	1,017,622
	15	Other assets (describe ▶ See Statement 13 )		3,268	2,426	2,426
	16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)		27,596,553	21,799,403	22,094,931
<b>Liabilities</b>	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 ▶ See Statement 14 )		811	8	
	23	<b>Total liabilities</b> (add lines 17 through 22)		811	8	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input checked="" type="checkbox"/>				
	24	Unrestricted		27,595,742	21,799,395	
	25	Temporarily restricted				
	26	Permanently restricted				
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see instructions)		27,595,742	21,799,395	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		27,596,553	21,799,403	

**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	27,595,742
2	Enter amount from Part I, line 27a	2	-7,541,637
3	Other increases not included in line 2 (itemize) ▶ See Statement 15	3	1,745,290
4	Add lines 1, 2, and 3	4	21,799,395
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	21,799,395

**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.)
<b>1a N/A</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

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

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	
<b>3</b> 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		<b>3</b>	

**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	1,567,462	21,626,138	0.072480
2010	800,066	20,889,642	0.038300
2009	1,179,518	18,392,988	0.064129
2008	618,776	24,046,884	0.025732
2007	740,499	25,822,205	0.028677

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.229318
<b>3</b> 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	<b>3</b>	0.045864
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	21,192,904
<b>5</b> Multiply line 4 by line 3	<b>5</b>	971,991
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	8,345
<b>7</b> Add lines 5 and 6	<b>7</b>	980,336
<b>8</b> 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	<b>8</b>	8,073,311

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</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	<b>1</b>	<b>8,345</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>8,345</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>8,345</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	<b>11,000</b>
<b>b</b>	Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>11,000</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	<b>2,655</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <b>2,655</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>NE</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

**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		<b>X</b>
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		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>KIMMELORCHARD.COM</b>	13	<b>X</b>	
14	The books are in care of ► <b>KYLE L. SITZMAN CPA</b> <b>3901 NORMAL BLVD</b> Located at ► <b>LINCOLN</b>	Telephone no ► <b>402-484-7676</b> NE ZIP+4 ► <b>68506</b>		
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? 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 <b>X</b>

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	N/A	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<b>X</b>
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	<b>X</b>

**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)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 16				

**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

**0**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (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		0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>20,272,325</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>1,243,314</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>21,515,639</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>21,515,639</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>322,735</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>21,192,904</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>1,059,645</b>

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>1,059,645</b>
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	<b>8,345</b>
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>8,345</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>1,051,300</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>1,051,300</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>1,051,300</b>

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	<b>8,073,311</b>
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>8,073,311</b>
<b>5</b>	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)	<b>5</b>	<b>8,345</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>8,064,966</b>

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				<b>1,051,300</b>
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				<b>272,403</b>
<b>d</b> From 2010				
<b>e</b> From 2011				<b>504,819</b>
<b>f</b> Total of lines 3a through e	<b>777,222</b>			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <b>8,073,311</b>				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				<b>1,051,300</b>
<b>e</b> Remaining amount distributed out of corpus	<b>7,022,011</b>			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>7,799,233</b>			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	<b>7,799,233</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				<b>272,403</b>
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				<b>504,819</b>
<b>e</b> Excess from 2012				<b>7,022,011</b>

## Form 990-PF (2012)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year <b>SEE ATTACHMENT</b>  <b>KOV PUBLIC CHARITY</b>  <b>NEBRASKA CITY NE</b>	<b>NONE</b>  <b>NONE</b>	<b>501 (C) (3)</b> <b>PUBLIC CHARITY</b>  <b>501 (C) (3)</b> <b>OPERATIONAL ASSETS</b>	<b>CHARITY</b>  <b>ASSETS</b>	<b>2,514,013</b>  <b>5,100,000</b>
<b>Total</b>			<b>▶ 3a</b>	<b>7,614,013</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	229,064	
4	Dividends and interest from securities			14	692,277	
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					-31,835
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	OTHER			1	676	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		922,017	-31,835
13	Total. Add line 12, columns (b), (d), and (e)				13	890,182

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
  - (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?


☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign  
Here**

  
Signature of officer or trustee

3-1-2013

**PRESIDENT**

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

**Paid**  
**Preparer**  
**Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

**KYLE L. SITZMAN, CPA**

02/26/13

Firm's name ▶	Buckley & Sitzman, LLP
Firm's address ▶	3901 Normal Blvd Ste 100 Lincoln, NE 68506-5200

PTIN	P00767944
------	-----------

Firm's EIN ▶ 47-0350235

Phone no	402-484-7676
----------	--------------

K2700 RICHARD P & LAURINE KIMMEL  
 36-3617581  
 FYE: 12/31/2012

## Federal Statements

### Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
MS/CITIGROUP #309-124448-303	Various	Various	Various	\$ 6,382,950	\$ 5,373,778	\$	\$	\$	\$ 1,009,172
MS/CITIGROUP #309-124448-303	Various	Various	Various	\$ 1,933,758	\$ 2,974,765				\$ -1,041,007
Total				\$ 8,316,708	\$ 8,348,543	\$	\$ 0	\$ 0	\$ -31,835

### Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OTHER	\$ 676	\$	\$
Total	\$ 676	\$ 0	\$ 0

### Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
VARIOUS ATTORNEYS	\$ 102,945	\$	\$	\$ 102,945
Total	\$ 102,945	\$ 0	\$ 0	\$ 102,945

K2700 RICHARD P. & LAURINE KIMMEL  
36-3617581  
FYE 12/31/2012

## Federal Statements

### Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BUCKLEY & SITZMAN CPA'S	\$ 29,070	\$ 10,175	\$	\$ 18,895
Total	\$ 29,070	\$ 10,175	0	\$ 18,895

### Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
VARIOUS	\$ 1,671	\$	\$	\$ 1,671
Total	\$ 1,671	0	0	\$ 1,671

### Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE	\$ 8,332	\$ 8,332	\$	\$
PAYROLL	19,336	7,734		11,602
Total	\$ 27,668	\$ 16,066	0	\$ 11,602



K2700 RICHARD P. & LAURINE KIMMEL  
36-3617581  
FYE 12/31/2012

## Federal Statements

### Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
	Depreciation	\$	\$			\$ 272,905	\$	\$
Total		\$ 0	\$ 0			\$ 272,905	\$ 0	\$ 0

### Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses		\$	\$	
ADVERTISING	3,518			3,518
ARTIST STIPENDS-NET	13,911			13,911
BANK CHARGES	90			90
CLEANING SERVICES	3,281			3,281
COMPUTER SUPPLIES & SERVICE	3,745	375		3,370
CUSTODIAL FEES	6,658	6,658		
DIRECTORS FEES	10,000	2,000		
DUES & SUBSCRIPTIONS	2,351			8,000
INSURANCE	6,104			2,351
MEALS AND ENTERTAINMENT	4,318			6,104
OFFICE SUPPLIES	4,311	431		4,318
POSTAGE	991			3,880
MAINTENANCE	4,230			991
SEMINARS	1,448			4,230
SUPPLIES	3,610			1,448
UTILITIES	13,818	1,382		3,610
WEBSITE	7,854			12,436
Total	\$ 90,238	\$ 10,846	\$ 0	\$ 79,392

**Statement 9 - Form 990-PF, Part I, Line 25 - Noncash Contributions, Gifts, Grants**

<u>Amount</u>	<u>Noncash Description</u>	<u>FMV Explanation</u>	<u>Book Value Amount</u>	<u>Book Value Explanation</u>	<u>Date</u>
2,514,013	OPERATING COSTS				
5,100,000	REAL ESTATE	APPRAISAL	3,355,160	DEPR COST	3/01/12

# Federal Statements

## Statement 10 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PER ATTACHMENT	\$ 20,283,989	\$ 15,996,038	Cost	\$ 15,852,112
Total	\$ 20,283,989	\$ 15,996,038		\$ 15,852,112

## Statement 11 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PER ATTACHMENT	\$ 2,776,854	\$ 2,223,089	Cost	\$ 2,305,375
Total	\$ 2,776,854	\$ 2,223,089		\$ 2,305,375

## Statement 12 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 4,288,069	\$ 1,017,622	\$ 357,168	\$ 1,017,622
Total	\$ 4,288,069	\$ 1,017,622	\$ 357,168	\$ 1,017,622

**Federal Statements**

FYE: 12/31/2012

**Statement 13 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
FOREIGN TAX WITHHELD	\$ 3,268	\$ 2,426	\$ 2,426
Total	\$ 3,268	\$ 2,426	\$ 2,426

**Statement 14 - Form 990-PF, Part II, Line 22 - Other Liabilities**

Description	Beginning of Year	End of Year
TAXES WITTHELD	\$ 811	\$ 8
Total	\$ 811	\$ 8

**Statement 15 - Form 990-PF, Part III, Line 3 - Other Increases**

Description	Amount
FMV > COST OF CONTRIBUTED R/E	\$ 1,745,290
Total	\$ 1,745,290

K2700 RICHARD P. & LAURINE KIMMEL  
36-3617581  
FYE: 12/31/2012

## Federal Statements

### Statement 16 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ERNEST L. WEYENETH 1248 "O" STREET, STE. 792 LINCOLN NE 68508	PRESIDENT	20.00	110,000	0	0
PATRICIA HOLMES 153 S. 56TH ROAD NEBRASKA CITY NE 68410	DIRECTOR	5.00	0	0	0
TYLER CROWNOVER 80 S. ROAD UNADILLA NE 68454	DIRECTOR	5.00	0	0	0
WILLIAM CARROLL 1115 3RD AVENUE NEBRASKA CITY NE 68410	DIRECTOR	5.00	0	0	0
LEN WEYENETH 1248 O STREET, STE. 792 LINCOLN NE 68508	DIRECTOR	5.00	0	0	0

K2700, RICHARD P. & LAURINE KIMMEL

36-3617581

## Federal Statements

FYE: 12/31/2012

### Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

#### Description

APPLICATION'S ARE TO BE SUBMITTED PER THE ATTACHED

### Form 990-PF, Part XV, Line 2c - Submission Deadlines

#### Description

MARCH 31, JUNE 30, SEPTEMBER 30, DECEMBER 31

### Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

#### Description

RESTRICTIONS ARE PER THE ATTACHED STATEMENTS

**Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.**

**Audited Financial Statements  
For the Year Ended  
December 31, 2012**

**BUCKLEY & SITZMAN, LLP  
3901 Normal Blvd., Ste 100  
Lincoln, Nebraska 68506  
402-484-7676**

## TABLE OF CONTENTS

	Page
Independent Auditors' Report	1
Statement of Assets, Liabilities and Net Assets Arising from Cash Transactions	2
Statement of Cash Receipts and Disbursements and Changes in Net Assets	3
Notes to Financial Statements	4 - 5
Supplemental Schedules:	
Schedule of Investments	6
Schedule of Equity Contributions (Principal) and Amount Held in Excess of Principal	7
Schedule of Charitable Donations	8



## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors  
Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.

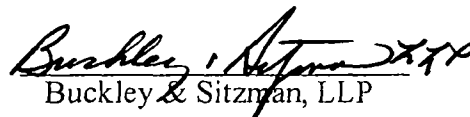
We have audited the accompanying statement of assets, liabilities and net assets arising from cash transactions of Richard P. Kimmel & Laurine Kimmel Charitable Foundation, Inc. as of December 31, 2012, and the related statement of cash receipts and disbursements, and changes in net assets for the year then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As described in Note A, these financial statements were prepared on the basis of cash receipts and disbursements, which is a comprehensive basis of accounting other than generally accepted accounting principles.

In our opinion, such financial statements present fairly, in all material respects, the assets, liabilities and net assets arising from cash transactions of Richard P. Kimmel & Laurine Kimmel Charitable Foundation, Inc. as of December 31, 2012, and its cash receipts and disbursements and changes in net assets for the year then ended on the basis of accounting described in Note A.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

  
Buckley & Sitzman, LLP

Lincoln, Nebraska  
February 11, 2013

**Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.  
Statement of Assets, Liabilities & Net Assets  
Arising from Cash Transactions  
December 31, 2012**

Assets

Cash

Petty cash funds	\$ 77
Checking accounts	4,104
Bank custodial account	63,038
Western Asset Gov't. money market account	2,844,377
MS Liquid Asset Fund	5,801
	<u>\$ 2,917,397</u>

Other:

Foreign tax withheld	\$ 2,426
Repair Claim Receivable	-
	<u>\$ 2,426</u>

Investment Securities, at Cost

Corporate bonds	\$ 2,223,087
Common & Preferred stocks/Mutual funds	15,996,039
	<u>\$ 18,219,126</u>

Property & Equipment, at Cost

Allowance for Depreciation	\$ 1,017,622
	357,168
	<u>\$ 660,454</u>

**TOTAL ASSETS**

\$ 21,799,403

Liabilities & Net Assets

Payroll taxes withheld	\$ 8
------------------------	------

Net assets	<u>21,799,395</u>
------------	-------------------

**TOTAL LIABILITIES & NET ASSETS**

\$ 21,799,403

See accompanying notes to financial statements

**Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.  
Statement of Cash Receipts and Disbursements  
and Changes in Net Assets  
For the Year Ended December 31, 2012**

Cash Receipts

Interest/Dividend Income	\$ 921,341
Artist fees	8,589
Land Lease & other	676
	<hr/>
Total Receipts	\$ 930,606

Cash Disbursements

Salaries	\$ 268,239
Charitable donations	2,514,013
Accountant fees	29,070
Advertising	3,518
Artist stipends	22,500
Attorney fees	102,945
Bank Charges	90
Cleaning service	3,281
Computer supplies & service	3,745
Custodial fees	6,658
Directors fees	10,000
Dues & subscriptions	2,351
Insurance	6,104
Meals & Entertainment	4,318
Meetings & Gatherings	826
Office supplies	4,311
Postage	991
Professional fees-other	1,671
Rent	17,541
Repairs and maintenance	4,230
Seminars	1,448
Supplies	3,610
Taxes - Form 990-PF	8,332
Taxes - payroll	19,336
Travel & meetings	6,703
Utilities	13,818
Website	7,854
	<hr/>
Total Disbursements	\$ 3,067,503

Excess of Cash Disbursements over Cash Receipts	\$ (2,136,897)
Net Gain on Sale/(Loss) of Investments/Assets Transferred	1,713,455
Non-Cash Deduction - Depreciation	(272,905)
Non-Cash Donation--Assets to KOV Public Charity	(5,100,000)
Net Assets - December 31, 2011	<hr/> 27,595,742
Net Assets - December 31, 2012	<hr/> <u>\$ 21,799,395</u>

See accompanying notes to financial statements

**Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.  
Notes to Financial Statements  
For the Year Ended December 31, 2012**

**A. Summary of Significant Accounting Policies**

1. The financial statements of the Foundation are prepared on the basis of cash transactions. Accordingly, income is recognized when received and expenses are recognized when paid. Under generally accepted accounting principles, income would be recognized when earned and expenses would be recognized when incurred.
2. Investments and depreciable assets are stated at cost. The Foundation uses the specific identification method for determining the cost of investments sold. Maintenance and repairs are charged to expenses as paid; new acquisitions are capitalized. Depreciation is provided over estimated useful lives of the depreciable asset on mainly a straight-line basis.
3. The preparation of the accompanying financial statements in conformity with generally accepted accounting principles requires management to make certain estimates and assumptions that directly affect the results of reported assets, liabilities, revenue, and expenses. Actual results may differ from these estimates.

**B. Historical Information**

The Foundation was incorporated in the State of Nebraska on November 10, 1988 as a private non-operating foundation under Code Sections 501(c)(3) and 509(a).

The Foundation is organized exclusively for charitable purposes to make distributions to organizations described in Code Sections 170(c)(1) and 501(c)(3) which are operating within the States of Nebraska and Iowa, with emphasis being placed on those qualifying organizations located and operating within Nebraska City, Nebraska and Otoe County, Nebraska. The Foundation also participates in operating facilities for educational purposes related to fruit production and art development.

The funding for the Foundation was entirely from bequests from Richard P. and Laurine Kimmel, who are both deceased. The Foundation has the ability to request funding grants from public charities.

**C. Estimated Market Value of Net Assets**

Estimated market values at December 31, 2012 were determined as follows:

1. Investments in U.S. securities at latest bid quotation;
2. Investments in common stock at closing prices on national securities exchange or latest bid quotations.

The total estimated market value of the Foundation's net assets, including cash and property at book value, at December 31, 2012 was \$22,216,259.

**Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.  
Notes to Financial Statements  
For the Year Ended December 31, 2012**

**D.      Federal Excise Tax and Required Distributions**

The Internal Revenue Service has classified the Foundation as a private non-operating foundation as defined in Code Section 509(a). The 2012 federal excise tax liability was \$8,345 and there had been estimated tax payments of \$11,000 paid. The Foundation has no amounts required to be paid in 2013 to satisfy 2012 distribution requirements. At December 31, 2012, the Foundation had accumulated excess distributions of \$7,779,233.

**E.      Leasing Agreements**

The Foundation conducts its business in leased office space under a non-cancellable operating lease expiring September 30, 2013. The required minimum monthly lease payment for this term is \$1,303.

The Foundation has also entered into operating leases of office equipment.

**F.      Commitments and Subsequent Events**

In addition to charitable contributions of \$2,514,013 paid in 2012, the Foundation is committed, at December 31, 2012, to additional payments of \$373,000 to be made in 2013.

The Foundation paid expenses of \$459,298 that qualify as contributions paid.

**G.      Transfer of Non-cash Assets to a Public Charity**

The Foundation transferred all of its assets used for the operations of the orchard and educational facilities in Nebraska City, NE to the Kimmel Orchard & Vineyard Educational Foundation, Inc. (KOV). KOV is a qualified public charity under code section 501(c) (3). The non-cash assets transferred had a value of \$5,100,000 and a book value, at time of transfer, of \$3,354,710.

Richard P. Kimmel & Laurine Kimmel  
Charitable Foundation, Inc.  
Schedule of Equity Contributions (Principal)  
and Amount Held in Excess of Principal  
December 31, 2012

	<u>@ Cost</u>	<u>@ Market</u>
Richard P and Laurine Kimmel	\$ 34,000	\$ 34,000
Laurine Kimmel Trust	4,139,558	4,139,558
Richard Kimmel Life Insurance	29,572	29,572
Richard P. Kimmel Trust	<u>26,691,691</u>	<u>26,691,691</u>
	\$ 30,894,821	\$ 30,894,821
Non-cash assets transferred to public charity	<u>\$ (3,386,545)</u>	<u>\$ (5,100,000)</u>
	\$ 27,508,276	\$ 25,794,821
Total Net Assets - December 31, 2012	<u>\$ 21,799,395</u>	<u>\$ 22,216,259</u>
Net Assets in Excess/(Deficit) of Equity Contributions (Principal)	<u><u>\$ (9,095,426)</u></u>	<u><u>\$ (8,678,562)</u></u>

See accompanying notes to financial statements

**Richard P. Kimmel & Laurine Kimmel**  
**Charitable Foundation, Inc.**  
**Schedule of Charitable Donations**  
**January 1 - December 31, 2012**

Bright Lights	\$ 1,500
ESU #4	15,000
Friends of Arbor Lodge	10,000
Friends of Lied	14,800
Joslyn Art Museum	10,000
Kappa Foundation	2,000
Lincoln Arts Council	3,400
Lourdes Central Catholic	100,000
Make A Wish Foundation	500
Nebraska Community Foundation	1,230,000
Nebraska Kidney Foundation	5,346
NET Foundation	5,000
Otoe County Agricultural Society	7,877
SCC Educational Foundation	12,500
Southeast Nebraska Community Action	10,000
Special Olympics Nebraska	5,000
Unadilla Volunteer Fire Dep't	3,000
University of Nebraska Foundation	186,550
	<u>\$ 1,622,473</u>
Kimmel Orchard & Vineyard-Public Chanty	
Cash	\$ 750,000
Assets	5,100,000
Expenses	141,540
	<u>\$ 5,991,540</u>
	<u><u>\$ 7,614,013</u></u>

See accompanying notes to financial statements