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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2012**Open to Public Inspection**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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation HUTCHISON FOUNDATION		A Employer identification number 36-4126011
Number and street (or P O box number if mail is not delivered to street address) P O BOX 429	Room/suite	B Telephone number (see instructions) 618-842-2107
City or town, state, and ZIP code FAIRFIELD, IL 62837		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"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 967,059	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	34,631	34,631		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	64	64			
12 Total. Add lines 1 through 11	34,695	34,695	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	5,355	2,677		2,678
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	950			950
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	992			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15			
	24 Total operating and administrative expenses. Add lines 13 through 23	7,312	2,677	0	3,628
	25 Contributions, gifts, grants paid	44,785			44,785
26 Total expenses and disbursements. Add lines 24 and 25	52,097	2,677	0	48,413	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(17,402)				
b Net investment income (if negative, enter -0-)		32,018			
c Adjusted net income (if negative, enter -0-)			0		

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	50,538	4,866	4,866
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	147,311	122,311	170,620
	c	Investments—corporate bonds (attach schedule)	225,755	275,756	281,262
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	490,506	493,775	510,001	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ OIL ROYALTY)	1	1	310	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	914,111	896,709	967,059	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	914,111	896,709	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	914,111	896,709	
	31	Total liabilities and net assets/fund balances (see instructions)	914,111	896,709	

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	914,111
2	Enter amount from Part I, line 27a	2	(17,402)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	896,709
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	896,709

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: inline-block; vertical-align: middle;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } </div>	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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.

(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	44,244	934,051	0.0474
2010	37,681	891,512	0.0423
2009	35,141	775,941	0.0453
2008	68,212	1,012,566	0.0674
2007	50,209	1,087,503	0.0462

2 Total of line 1, column (d)	2	0.2486
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	.04972
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	929,154
5 Multiply line 4 by line 3	5	46,198
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	320
7 Add lines 5 and 6	7	46,518
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	48,413

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
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	1	320
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	320
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	320
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	768
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	768
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	448
11	Enter the amount of line 10 to be. Credited to 2013 estimated tax 448 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ 0 (2) On foundation managers. ► \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► ILLINOIS		
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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	X	
14	The books are in care of ► TRUST DEPT FAIRFIELD NATIONAL BANK Telephone no. ► 618-842-2107 Located at ► 220 E MAIN ST FAIRFIELD, IL ZIP+4 ► 62837			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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** ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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 **6b** ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **7b** ☐ Yes ☒ 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?

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
FAIRFIELD NATIONAL BANK PO BOX 429 FAIRFIELD, IL 62837	TRUSTEE 10 HR/WEEK	5,355	0	0

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 ☐ Yes ☒ No

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	NONE	
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	NONE	
2		
3	All other program-related investments. See instructions	
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	899,918
b	Average of monthly cash balances	1b	43,090
c	Fair market value of all other assets (see instructions)	1c	296
d	Total (add lines 1a, b, and c)	1d	943,304
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	943,304
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	14,150
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	929,154
6	Minimum investment return. Enter 5% of line 5	6	46,458

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	46,458
2a	Tax on investment income for 2012 from Part VI, line 5	2a	320
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	320
3	Distributable amount before adjustments Subtract line 2c from line 1	3	46,138
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	46,138
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	46,138

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	48,413
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	48,413
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	320
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,093

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				46,138
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			42,691	
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	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 48,413				
a Applied to 2011, but not more than line 2a			42,691	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				5,722
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				40,416
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	0			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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 **N/A**

b Check box to indicate whether the foundation 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					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE ATTACHED

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

SEE ATTACHED

- c** Any submission deadlines:

SEE ATTACHED

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

SEE ATTACHED

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED				
Total			▶ 3a	44,785
b <i>Approved for future payment</i> SEE ATTACHED				
Total			▶ 3b	4,547

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						
4 Dividends and interest from securities			14	34,631		
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a _____						
b OIL ROYALTY _____			15	64		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0		34,695		0
13 Total. Add line 12, columns (b), (d), and (e)				13		34,695

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

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Part I, line 11 Other Income

Oil Royalty \$64

Part I, Operating and Administrative Expenses

<u>Name of Provider</u>	<u>Type of Service Provided</u>	<u>Amount Paid</u>
<u>Line 16b, Accounting Fees</u>		
McDowell, Kenshalo & Jesop, LLC	Preparation of Form 990PF	<u>\$ 950</u>
<u>Line 18, Taxes</u>		
United States Treasury	Federal Excise Tax	<u>\$ 992</u>
<u>Line 23, Other Expenses</u>		
Illinois Charity Fund	Annual State Filing Fee	<u>\$ 15</u>

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Part II - Investment Securities	Book Value	Book Value	Fair Market Value
	<u>12-31-11</u>	<u>12-31-12</u>	<u>12-31-12</u>

Line 10b - Corporate Stock

CSX Corporation	\$ 15,177	\$ 15,177	\$ 45,221
Southern Company	22,014	22,014	38,529
BAC Cap Tr III GTD 7% Pref	25,000		
Barclay BK PLC Spon Ser 4 Pref	40,000	40,000	40,288
Duetsche BK Cap Tr III	20,120	20,120	21,552
GMAC Pines 7.35%	<u>25,000</u>	<u>25,000</u>	<u>25,030</u>
Total	<u>\$147,311</u>	<u>\$122,311</u>	<u>\$170,620</u>

Line 10c - Corporate Bonds

Bank of America Internotes 4.5%	\$ 25,000	\$ 25,000	\$ 26,607
Barclay BK Med Ter Nts 2.25%	50,000	50,000	50,093
HSBC Fin Corp Internotes 4.1.5%	50,000	50,000	52,324
Morgan Stanley DW Md Trm Nts 4.0%	50,000	50,000	50,933
Morgan Stanley Gbl Md Trm 4.1%	50,755	50,755	52,111
Goldman Sachs Group Inc 2.25%		<u>50,001</u>	<u>49,194</u>
Total	<u>\$225,755</u>	<u>\$275,756</u>	<u>\$281,262</u>

Line 13 - Other Investments

Fundamental Investors Fund CL A	\$126,043	\$129,312	\$150,687
American Balanced Fund CL A	104,689	104,689	118,542
American Capital Inc Bldr CL A	153,181	153,181	142,204
American Cap Wrld Gr & Inc CL A	<u>106,593</u>	<u>106,593</u>	<u>98,568</u>
Total	<u>\$490,506</u>	<u>\$493,775</u>	<u>\$510,001</u>

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Part XV, Line 2a-d - Grants, Loans, and Scholarship Programs

The Hutchison Foundation makes grants and awards to qualifying organizations and scholarships to students who meet its scholarship guidelines (see below). The Foundation's advisory committee reviews applications on a quarterly basis. Applications for consideration are accepted by the Fairfield National Bank Trust Department, P.O. Box 429 Fairfield, IL 62837 Attention: Dave Scarlett, Trust Officer. Telephone (618) 842-2107

THE HUTCHISON FOUNDATION SCHOLARSHIP GUIDELINES

The Hutchison Foundation has created and will offer scholarships to area high school graduates.

By offering these scholarships The Hutchison Foundation demonstrates its support for area young people and their future in the Wayne County, Illinois, area. The purpose of the scholarships are to create an opportunity for the recipients to attend college who might not otherwise have attended.

The criteria for becoming a scholarship recipient are:

1. The student must be in the current graduating class of a Wayne County, Illinois area high school.
2. The student must have a minimum 2.5 cumulative grade point average on a 4.0 scale or the equivalent.
3. The student must have a minimum composite score of 18 on the ACT test.
4. The student must be active in school and community activities.
5. The student must pursue a degree at an accredited university, college or community college, and must attend an education institution as defined in the Internal Revenue Code Section 170(b)(1)(A)(ii).
6. Each applicant must provide a written request for consideration, and demonstrate a financial need.

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Part XV, Line 2a-d - Grants, Loans, and Scholarship Programs (continued)

7. Documents submitted with the application must include the following:
- (a) The High School Transcript and copy of ACT score.
 - (b) Three letters of recommendation from persons who are not related to the student.
 - (c) Employment history.
 - (d) List of community activities participated in.
 - (e) List of awards received and associations participated in.
 - (f) Goals and objectives of the student and how they coincide with the proposed degree objectives.

The student should apply through his/her high school counseling office.

The number and amount of the scholarships will be determined by the Advisory Committee of The Foundation and will be disbursed in two increments annually on or about October 1 and February 1.

The recipients must maintain a 2.5 G.P.A. on a 4.0 scale and remain a full-time student as classified by the school to receive second semester and subsequent awards.

The recipients must prove enrollment as a full-time student at such school prior to receipt of the initial scholarship funds. Prior to subsequent disbursements, the recipient must provide a certified copy of transcript documenting enrollment and grade point average which meets scholarship standards.

The recipients must provide supporting documentation such as invoices for tuition, books or room and board to prove scholarship funds were used as intended. If funds are determined to be used for purposes other than intended, recipients will be pursued by whatever lawful means necessary to recover scholarship funds.

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Part XV, Line 3a - Grant and Contributions Paid During Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Travis Hughes RR 1, Box 177 Xenia, IL 62899	None		Education Scholarship	\$ 500
Kathryn Pond PO Box 172 Cisne, IL 62823	None		Education Scholarship	300
Billy Hatfield RR 2, Box 123 Dahlgren, IL 62828	None		Education Scholarship	1,000
Katherine Hall Po Box 236 Cisne, IL 62823	None		Education Scholarship	600
Kayla Burner RR 1, Box 70 Sims, IL 62886	None		Education Scholarship	600
Charsie Haygood 306 SW 4 th St. Fairfield, IL 62837	None		Education Scholarship	600
Amy Scarbrough 837 IL Hwy 15 Sims, IL 62886	None		Education Scholarship	1,000
William C. Yarnell RR 1, Box 248 Fairfield, IL 62837	None		Education Scholarship	1,250
Brea Slover 304 SW 5 th St. Fairfield, IL 62837	None		Education Scholarship	300

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Part XV, Line 3a - Grant and Contributions Paid During Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Amanda Hanks RR 1, Box 42 Mt. Erie, IL 62446	None		Education Scholarship	1,000
Jacob Murphy PO Box 305 Mill Shoals, IL 62862	None		Education Scholarship	750
Kelby Fenton RR 3, Box 468 Fairfield, IL 62837	None		Education Scholarship	1,000
Junior Achievement of SE In P.O. Box 429 Fairfield, IL 62837	None	501(c)(3)	Operations	1,000
Fairfield Public Library 300 SE 2 nd St. Fairfield, IL 62837	None	Public	Operations Summer Reading Program Computer Purchase	1,500 500 1,320
Fairfield Park District 115 N.E. Third Fairfield, IL 62837	None	Public	Public Swim Lesson Program Operations	3,500 2,000
Happy Day Express, Inc. RR 1, Box 250 Fairfield, IL 62837	None	501(c)(3)	Operation of Christian Day Care Center	14,900

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Part XV, Line 3a - Grant and Contributions Paid During Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Wayne-White Electric Operation Round Up Kare & Share Dennis Scranton Memorial Cancer Fund 1501 W. Main St. Fairfield, IL 62837	None	501(c)(3)	Cancer Patient Transportation	3,000
First United Methodist Church 109 S. 1 st St. Fairfield, IL 62837	None	Religious	Benevolence Sound Equipment	1,500 965
Salvation Army 906 Tower Square Plaza Marion, IL 62959	None	501(c)(3)	Harrisburg, IL Tornado Victims	1,000
Fairfield Comm High School 300 W. King St. Fairfield, IL 62837	None	Public	Scholastic Team	200
Wayne County Historical Society South 1 st St. Fairfield, IL 62837	None	501(c)(3)	Hanna House Museum	1,500
Fairfield Memorial Hospital Foundation NW 11 th St Fairfield, IL 62837	None	501(c)(3)	Support of Charitable Hospital	2,000
First Financial Bank FBO Lawrence Clark Ewing 303 W. Delaware St, Fairfield, IL 62837	None	Individual	Benevolence Medical Expense for Cancer Patient	1,000
				<u>\$44,785</u>

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Part XV, Line 3b - Grant and Contributions Approved For Future Payments

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Toni Braddock RR 1, Box 199A Wayne City, IL 62895	None		Education Scholarship	1,000
Zack Harrell RR 3, Box 104 Cisne, IL 62823	None		Education Scholarship	300
Tylar Hayes RR 2, Box 316 Bluford, IL 62814	None		Education Scholarship	1,000
Bobbi Petet PO Box 250 Fairfield, IL 62837	None		Education Scholarship	238
Amber Fouts 1405 N. Miller St. Salem, IL 62881	None		Education Scholarship	300
Brandon Nixon PO Box 124 Cisne, IL 62823	None		Education Scholarship	509
Rhiannon Savage RR 5, Box 342D Fairfield, IL 62837	None		Education Scholarship	300
Emma Talbert RR 2, Box 244 Wayne City, IL 62895	None		Education Scholarship	300
Andy Thomason 910 W. North Avenue Flora, IL 62839	None		Education Scholarship	600

\$ 4,547