Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation: HENRY P. AND SUSAN C. CROWELL TRUST CASH CLEARING ACCOUNT 22-62161

A Employer identification number: 36-6038028

Number and street (or P.O. box number if mail is not delivered to street address): P.O. BOX 804358

Room/suite:

B Telephone number (see instructions): 312- 630-6000

City or town, state, and ZIP code: CHICAGO, IL 60680

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 99,963,779.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________________
(Part I, column (d) must be on cash basis.)

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

POSTMARK DATE NOV 15 2013
ENVELOPE

SCANNED NOV 25 2013

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,850,496.	1,850,496.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,951,214.			
b	Gross sales price for all assets on line 6a 21,869,927.				
7	Capital gain net income (from Part IV, line 2)		1,951,214.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	354,929.	878,184.		STMT 2
12	**Total.** Add lines 1 through 11	4,156,639.	4,679,894.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.	879,740.	536,670.		343,070.
14	Other employee salaries and wages	55,742.	NONE	NONE	55,742.
15	Pension plans, employee benefits	31,479.	NONE	NONE	31,479.
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	1,000.	500.	NONE	500.
c	Other professional fees (attach schedule) STMT 4	18,581.			18,581.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	160,914.	914.		
19	Depreciation (attach schedule) and depletion	2,316.			
20	Occupancy	50,716.			50,716.
21	Travel, conferences, and meetings	14,918.	NONE	NONE	14,918.
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 6	26,048.			26,048.
24	**Total operating and administrative expenses.** Add lines 13 through 23	1,241,454.	538,084.	NONE	541,054.
25	Contributions, gifts, grants paid	4,225,000.			4,225,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	5,466,454.	538,084.	NONE	4,766,054.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-1,309,815.			
b	**Net investment income** (if negative, enter -0-)		4,141,810.		
c	**Adjusted net income** (if negative, enter -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	2,089,353.	1,336,356.	1,336,356.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	50,251,991.	41,245,833.	50,569,901.
	c	Investments - corporate bonds (attach schedule) STMT 8	30,001,665.	25,444,857.	26,883,934.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 9	8,195,062.	20,899,006.	21,173,588.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	90,538,071.	88,926,052.	99,963,779.
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)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27	Capital stock, trust principal, or current funds	90,538,071.	88,926,052.	
	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)	90,538,071.	88,926,052.	
	31	Total liabilities and net assets/fund balances (see instructions)	90,538,071.	88,926,052.	

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	90,538,071.
2	Enter amount from Part I, line 27a	2	-1,309,815.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	89,228,256.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	302,204.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	88,926,052.

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	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	20,913,141.		19,918,713.	994,428.
b	956,786.			956,786.
c				
d				
e				

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

	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				994,428.
b				956,786.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 1,951,214.

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.

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	4,369,615.	98,837,607.	0.044210
2010	4,094,110.	92,069,365.	0.044468
2009	4,432,119.	80,702,688.	0.054919
2008	5,822,697.	95,987,215.	0.060661
2007	5,424,796.	111,889,428.	0.048484

2	**Total** of line 1, column (d)	2	0.252742
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050548
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	98,806,999.
5	Multiply line 4 by line 3	5	4,994,496.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	41,418.
7	Add lines 5 and 6	7	5,035,914.
8	Enter qualifying distributions from Part XII, line 4	8	4,766,054.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	82,836.
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	82,836.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	82,836.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 160,000.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	160,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	358.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	76,806.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 76,806. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
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?	13	X	

Website address ▶ WWW.CROWELLTRUST.ORG

14 The books are in care of ▶ NORTHERN TRUST COMPANY Telephone no. ▶ (312)630-6000
Located at ▶ P.O. BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
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)*

		Yes	No
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 [X] 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 [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . [ ] Yes [X] 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 [X] 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 [X] 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**		
	Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ [ ]		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . [ ] Yes [ ] No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . [ ] Yes [X] No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 11		879,740.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 THE HENRY P. & SUSAN C. CROWELL TRUST HELPS TO DEVELOP BOARD MEMBERS FROM RECIPIENT ORGANIZATIONS THROUGH PROGRAMS IN ORDER TO BUILD CAPACITY TO FULFILL MISSION.	
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	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	100,311,674.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	100,311,674.
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	NONE
3	Subtract line 2 from line 1d	3	100,311,674.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,504,675.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	98,806,999.
6	**Minimum investment return.** Enter 5% of line 5	6	4,940,350.

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

1	Minimum investment return from Part X, line 6			1	4,940,350.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	82,836.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	82,836.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,857,514.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	4,857,514.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,857,514.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,766,054.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,766,054.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,766,054.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1	Distributable amount for 2012 from Part XI, line 7				4,857,514.
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			3,935,465.	
b	Total for prior years: 20 10 ,20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 ...... NONE				
b	From 2008 ...... NONE				
c	From 2009 ...... NONE				
d	From 2010 ...... NONE				
e	From 2011 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 4,766,054.				
a	Applied to 2011, but not more than line 2a			3,935,465.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2012 distributable amount				830,589.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e	Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions				
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				4,026,925.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9.				
a	Excess from 2008 ... NONE				
b	Excess from 2009 ... NONE				
c	Excess from 2010 ... NONE				
d	Excess from 2011 ... NONE				
e	Excess from 2012 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the 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 STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				4,225,000.
Total . . . . . . ▶ 3a				4,225,000.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	1,850,496.	
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			14	1,951,214.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b MISC INCOME			14	67,277.	
c DEFERRED INCOME			14	-523,255.	
d PARTNERSHIP INCOME			14	810,907.	
e					
12 Subtotal. Add columns (b), (d), and (e)				4,156,639.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 4,156,639.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

[signature] | 11/15/2013 | Title

Signature of officer or trustee | Date | Title

THE NORTHERN TRUST COMPAN

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	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Form **4562**

Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2012

Attachment Sequence No 179

Name(s) shown on return: HENRY P. AND SUSAN C. CROWELL TRUST CASH

Identifying number: 36-6038028

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	804.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,492.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property	See					
b 5-year property	Detail	804.	5.000		200DB	20.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	2,316.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.)*

24a Do you have evidence to support the business/investment use claimed? [ ] Yes [ ] No | 24b If "Yes," is the evidence written? [ ] Yes [ ] No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions):					
43 Amortization of costs that began before your 2012 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

HENRY P. AND SUSAN C. CROWELL TRUST CASH

2012

36-6038028

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
COMPUTER	10/04/2006	3,896.	100.000			3,896.	3,896.	3,896.	SL	MQ	5.000				
COMPUTER/VIDEO	04/30/2007	7,588.	100.000			7,588.	6,831.	7,588.	SL	HY	5.000				757.
COMPUTER	12/31/2008	4,995.	100.000		2,498.	2,497.	1,559.	2,058.	SL	MQ	5.000				499.
OFFICE	12/31/2008	685.	100.000		343.	342.	213.	281.	SL	MQ	5.000				68.
OFFICE FURNISHINGS	12/31/2008	1,676.	100.000		838.	838.	525.	693.	SL	MQ	5.000				168.
COMPUTER	12/31/2010	5,945.	100.000		5,945.				SL	HY	5.000				
OFFICE EQUIPMENT	10/03/2012	1,608.	100.000		804.	804.		20.	SL	MQ	5.000				20.
Less: Retired Assets															
Subtotals		26,393.			10,428.	15,965.	13,024.	14,536.							1,512.

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less: Retired Assets															
Subtotals															
TOTALS		26,393.			10,428.	15,965.	13,024.	14,536.							1,512.

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
2X9024 1 000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		1,850,496.	1,850,496.
	TOTAL	1,850,496.	1,850,496.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	810,907.	810,907.
MISC INCOME	67,277.	67,277.
DEFERRED INCOME	-523,255.	
TOTALS	354,929.	878,184.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
PROFESSIONAL FEES	18,581.	18,581.
TOTALS	18,581.	18,581.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX	160,000.	
FOREIGN TAXES	914.	914.
TOTALS	160,914.	914.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MISC EXPENSES	3,538.	3,538.
INSURANCE	3,288.	3,288.
OFFICE EXPENSES	9,063.	9,063.
PROJECT EXPENSES	9,837.	9,837.
STATE FILINGS	322.	322.
TOTALS	26,048.	26,048.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		41,245,833.	50,569,901.
	TOTALS	41,245,833.	50,569,901.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		25,444,857.	26,883,934.
	TOTALS	25,444,857.	26,883,934.

HENRY P. AND SUSAN C. CROWELL TRUST CASH 36-6038028

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	20,899,006.	21,173,588.
TOTALS		20,899,006.	21,173,588.

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	62,970.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		62,970.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	893,816.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		893,816.00

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
DR. EDWIN FRIZEN
ADDRESS:
1800 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CHAIRMAN EMERITUS
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,250.

OFFICER NAME:
THE NORTHERN TRUST COMPANY
ADDRESS:
P.O. BOX 803878
CHICAGO, IL 60680
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 596,300.

OFFICER NAME:
DR. JANE OVERSTREET
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE, SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,250.

OFFICER NAME:
MR. JOHN T. BASS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
VICE CHAIRMAN, TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 32,350.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
DR. JOHN ROBINSON
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CHAIRMAN
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,250.

OFFICER NAME:
MR. JOHN LEWIS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 31,250.

OFFICER NAME:
CANDACE SPARKS
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 115,150.

OFFICER NAME:
LOWELL L KLINE
ADDRESS:
1880 OFFICE CLUB POINT, SUITE 2200
COLORADO SPRINGS, CO 80920
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 18
COMPENSATION .... 10,940.

TOTAL COMPENSATION: 879,740.

FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
HENRY P. & SUSAN C. CROWELL TRUST
ADDRESS:
1880 OFFICE CLUB POINTE, SUITE 2200
COLORADO SPRINGS, CO 80920
RECIPIENT'S PHONE NUMBER: 719 272-8300
FORM, INFORMATION AND MATERIALS:
SEE FOOTNOTE
SUBMISSION DEADLINES:
SEE FOOTNOTE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE FOOTNOTE

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: HENRY P. AND SUSAN C. CROWELL TRUST CASH

Employer identification number: 36-6038028

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-67,842.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	62,970.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-4,872.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					22,172.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,040,098.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	893,816.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	1,956,086.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-4,872.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			1,956,086.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			1,951,214.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: HENRY P. AND SUSAN C. CROWELL TRUST CASH

Employer identification number: 36-6038028

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 23907.07 NTGI-QM COMMON DA AGGREGATE BOND INDEX FUND -	05/31/2012	06/25/2012	2,611,178.00	2,599,012.00	12,166.00
1845.19 NTGI-QM COMMON DAI BOND INDEX FUND - NON-LENDI	11/09/2012	11/14/2012	203,091.00	202,708.00	383.00
35266.06 MFB NORTHERN FDS ESTATE INDEX FD	11/11/2011	06/25/2012	282,834.00	271,196.00	11,638.00
56566.4 PIMCO COMMODITY RE STRATEGY FUND	12/07/2011	06/25/2012	350,146.00	459,752.00	-109,606.00
199.04 PIMCO COMMODITY REA STRATEGY FUND	12/07/2011	11/06/2012	1,361.00	1,511.00	-150.00
87.09 MFO VANGUARD INFLATI SECURITIES FUND ADMIRAL	12/27/2011	05/18/2012	2,500.00	2,409.00	91.00
39508.64 MFB NTGI MFB NTGI DAILY RUSSELL 1000 INDEX -	04/30/2012	05/22/2012	477,897.00	463,964.00	13,933.00
5480.94 MFB NTGI MFB NTGI-DAILY RUSSELL 1000 INDEX -	05/31/2012	06/25/2012	65,886.00	65,853.00	33.00
13333.87 MFB NTGI MFB NTGI DAILY RUSSELL 1000 INDEX -	10/31/2012	11/06/2012	174,674.00	171,004.00	3,670.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -67,842.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
HENRY P. AND SUSAN C. CROWELL TRUST CASH	36-6038028

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)	
6a 16273.1 NTGI-QM COMMON DAI BOND INDEX FUND - NON-LENDI	06/30/2010	06/25/2012	1,777,380.00	1,685,861.00	91,519.00	
556.67 NTGI-QM COMMON DAIL BOND INDEX FUND - NON-LENDI	06/30/2010	11/14/2012	61,270.00	57,670.00	3,600.00	
1930.63 MFB NTGI COMMON DA SHORT-TERM GOVERNMENT BOND	06/30/2010	05/22/2012	20,260.00	20,486.00	-226.00	
83201.83 MFB NTGI COMMON D SHORT-TERM GOVERNMENT BOND	06/30/2010	06/25/2012	873,120.00	883,211.00	-10,091.00	
9550.38 MFB NTGI COMMON DA SHORT-TERM GOVERNMENT BOND	06/30/2010	11/14/2012	100,279.00	101,506.00	-1,227.00	
18755.5 MFB NORTHERN FDS G ESTATE INDEX FD	12/09/2010	05/18/2012	146,668.00	151,732.00	-5,064.00	
275538.93 MFB NORTHERN FDS ESTATE INDEX FD	12/09/2010	06/25/2012	2,209,822.00	1,909,794.00	300,028.00	
55318.19 MFB NORTHN HI YIE FD	04/04/2011	05/18/2012	398,291.00	403,674.00	-5,383.00	
116282.62 MFB NORTHN HI YI FD	12/09/2010	06/25/2012	836,072.00	845,375.00	-9,303.00	
20638.5 MFB NORTHN HI YIEL	12/09/2010	11/06/2012	154,376.00	150,042.00	4,334.00	
17016.02 MFB NORTHN HI YIE FD	12/09/2010	11/14/2012	126,429.00	123,706.00	2,723.00	
301279.33894 PIMCO COMMODI REALRETURN STRATEGY FUND	06/16/2011	06/25/2012	1,864,919.00	2,688,678.00	-823,759.00	
5018.56106 PIMCO COMMODITY STRATEGY FUND	12/09/2010	06/25/2012	31,065.00	44,268.00	-13,203.00	*
15781.08 PIMCO COMMODITY R STRATEGY FUND	12/09/2010	11/06/2012	107,943.00	124,119.00	-16,176.00	
3607.28578 PIMCO COMMODITY STRATEGY FUND	05/28/2010	11/14/2012	24,602.00	26,982.00	-2,380.00	*
6911.19422 PIMCO COMMODITY STRATEGY FUND	05/28/2010	11/14/2012	47,134.00	51,696.00	-4,562.00	
2856.73 MFO VANGUARD INFLA PROTECTED SECURITIES FUND A	12/09/2010	05/18/2012	82,017.00	73,361.00	8,656.00	
10666.33 MFO VANGUARD INFL PROTECTED SECURITIES FUND A	12/09/2010	06/25/2012	307,297.00	273,911.00	33,386.00	
754.44 MFO VANGUARD INFLAT PROTECTED SECURITIES FUND A	12/09/2010	11/14/2012	22,256.00	19,374.00	2,882.00	
111653.15 MFB NTGI MFB NTG DAILY RUSSELL 1000 INDEX -	01/31/2011	05/22/2012	1,350,557.00	1,121,736.00	228,821.00	
502094.72 MFB NTGI MFB NTG DAILY RUSSELL 1000 INDEX -	08/31/2010	06/25/2012	6,035,681.00	4,851,818.00	1,183,863.00	
15239.03 MFB NTGI MFB NTGI DAILY RUSSELL 1000 INDEX -	06/30/2010	11/06/2012	199,631.00	143,554.00	56,077.00	

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 1,040,098.00

* INDICATES WASH SALE

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2012

ORGANIZATION NAME	ADDRESS	GRANT AMOUNT
UNIVERSITY OF THE NATIONS	75-5851 KUAKINI HIGHWAY 256 KAILUA-KONA, HI 96740-2199	$ 3,000.00
CIRCLES OF LOVE BIBLE CHURCH	1525 NOWATA PLACE COLORADO SPRINGS, CO 80915	$ 500.00
ECUMENICAL SOCIAL MINISTRIES	201 N WEBER ST COLORADO SPRINGS, CO 80903	$ 500.00
ACTS MINISTRY	1405 N PRESIDENT ST WHEATON, IL 60187	$ 10,000.00
AFMIN USA, INC.	P.O. BOX 70578 TUSCALOOSA, AL 35407	$ 30,000.00
ALL NATIONS FAMILY	PO BOX 55 GRANDVIEW, MO 64030	$ 15,000.00
ALPHA USA	2275 HALF DAY ROAD, SUITE 185 BANNOCKBURN, IL 60015	$ 40,000.00
APEX	PO BOX 1558 COLUMBUS, OH 43216-1558	$ 35,000.00
ARAB VISION	11868 PRESTON ROAD DALLAS, TX 75230	$ 10,000.00
ARROW OUTREACH INC	8442 FM 16 VAN, TX 75790	$ 15,000.00
ATHLETES IN ACTION	651 TAYLOR DRIVE XENIA, OH 45385	$ 25,000.00
AU STABLE INSTITUTE OF ENVIRONMENTAL STUDIES	7526 SUNSET TRAIL NE MANCELONA, MI 49659	$ 10,000.00
AWANA CLUBS INTERNATIONAL	ONE EAST BODE ROAD STREAMWOOD, IL 60107-6658	$ 50,000.00
BANNER COMMUNICATIONS	PO BOX 358625 GAINESVILLE, FL 32635	$ 20,000.00
BIBLICA	1820 JET STREAM DRIVE COLORADO SPRINGS, CO 80921	$ 52,000.00
BIOLA UNIVERSITY	13800 BIOLA AVE. LA MIRADA, CA 90639	$ 50,000.00
CHILDREN'S HOPECHEST	PO BOX 63842 COLORADO SPRINGS, CO 80962	$ 20,000.00
CHOSEN PEOPLE MINISTRIES, INC	241 EAST 51ST STREET NEW YORK, NY 10022	$ 25,000.00
CHRISTIAN LEADERS FOR AFRIC	PO BOX 114 CABINS, WV 26855	$ 25,000.00
CITYTEAM INTERNATIONAL	2304 ZANKER RD SAN JOSE, CA 95131-1115	$ 40,000.00
COLUMBIA INTERNATIONAL UNIVERSITY	7435 MONTICELLO RD. COLUMBIA, SC 29230	$ 50,000.00
COMHINA, INC	PO BOX 593754 ORLANDO, FL 32859-3754	$ 20,000.00
CROSSWORLD	8320 N OAK TRAFFICWAY KANSAS CITY, MO 64155	$ 25,000.00
DEAF VIDEO COMMUNICATIONS OF AMERICA, INC.	25W560 GENEVA RD SUITE 10 CAROL STREAM, IL 60188-2231	$ 20,000.00
DENVER SEMINARY	6399 SOUTH SANTE FE DRIVE LITTLETON, CO 80120	$ 75,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2012

ORGANIZATION NAME	ADDRESS		GRANT AMOUNT
DEVELOPMENT ASSOCIATES INTERNATIONAL	PO BOX 49278 COLORADO SPRINGS, CO 80949	$	215,000.00
DEVELOPMENT ASSOCIATES INTERNATIONAL -	PO BOX 49278 COLORADO SPRINGS, CO 80949	$	20,000.00
DISCIPLE NATIONS ALLIANCE, INC	1110 E. MISSOURI AVENUE, STE 393 PHOENIX, AZ 85014	$	10,000.00
ECHOCUBA	PO BOX 546135 MIAMI, FL 33154	$	10,000.00
ELAM MINISTRIES	5755 NORTH POINT PARKWAY, SUITE 217 ALPHARETTA, GA 30022	$	75,000.00
ENGINEERING MINISTRIES INTERNATIONAL	130 E. KIOWA STREET, SUITE 200 COLORADO SPRINGS, CO 80903	$	25,000.00
ENGLISH LANGUAGE INSTITUTE/CHINA	1629 BLUE SPRUCE FORT COLLINS, CO 80524	$	50,000.00
ETHIOPIAN GRADUATE SCHOOL OF THEOLOGY	250 LYTTON AVENUE PALO ALTO, CA 94301-4359	$	50,000.00
EVANGELICAL CHRISTIAN CREDIT UNION	955 W. IMPERIAL HWY BREA, CA 92822-2400	$	15,000.00
EVERY GENERATION MINISTRIES	PO BOX 891179 TEMECULA, CA 92589	$	40,000.00
FAITH AND LEARNING INTERNATIONAL	209 E LIBERTY DR, PO BOX 480 WHEATON, IL 60187	$	20,000.00
FAR EAST BROADCASTING COMPANY, INC.	15700 IMPERIAL HIGHWAY LA MIRADA, CA 90638	$	40,000.00
FOCUS ON THE FAMILY	8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920	$	20,000.00
FRIENDS OF FORMAN CHRISTIAN COLLEGE	3434 ROSWELL ROAD NW ATLANTA, GA 30305	$	50,000.00
FULLER THEOLOGICAL SEMINARY	135 NO OAKLAND AVE PASADENA, CA 91182	$	100,000.00
GLOBAL MAPPING INTERNATIONAL	PO BOX 63719 COLORADO SPRINGS, CO 80962	$	70,000.00
GLOBAL MEDIA OUTREACH	910 E HAMILTON AVE CAMPBELL, CA 95008	$	25,000.00
GLOBAL RECORDINGS NETWORK	41823 ENTERPRISE CIRCLE N, 200 TEMECULA, CA 92590	$	15,000.00
GLOBAL STRATEGIES FOR HIV PREVENTION	104 DOMINICAN DRIVE SAN RAFAEL, CA 94901	$	30,000.00
GOODWORD PARTNERSHIP	PO BOX 24104 EDINA, MN 55424	$	20,000.00
GORDON - CONWELL THEOLOGICAL SEMINARY	130 ESSEX STREET SOUTH HAMILTON, MA 01982	$	50,000.00
GRAIN OF WHEAT INTERNATIONAL	1000 PEACHTREE INDUSTRIAL BLVD 18, SUWANEE, GA 30024	$	35,000.00
HAGAR USA	316 N. BARSTOW STREET, STE C EAU CLAIRE, WI 54703	$	20,000.00
HARVESTERS REACHING THE NATIONS	2001 W PLANO PKWY, STE 3432 PLANO, TX 75075	$	25,000.00
HAVEN MINISTRIES	11671 STERLING AVENUE, SUITE F RIVERSIDE, CA 92503-4971	$	15,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2012

ORGANIZATION NAME	ADDRESS	GRANT AMOUNT
HCJB GLOBAL	1065 GARDEN OF THE GODS ROAD COLORADO SPRINGS, CO 80907	$ 35,000.00
HOPE BIBLE MISSION INC	9801 UNIVERSITY AVE CLIVE, IA 50325	$ 15,000.00
HOPE INTERNATIONAL	227 GRANITE RUN DRIVE, SUITE 250 LANCASTER, PA 17601	$ 25,000.00
HORIZONS INTERNATIONAL	PO BOX 18478 BOULDER, CO 80308	$ 40,000.00
INTERNATIONAL COUNCIL FOR EVANGELICAL THEOLOGICAL EDUCATION	9438 ARCOLA LN CHARLOTTE, NC 28277	$ 10,000.00
INTERNATIONAL JUSTICE MISSION	PO BOX 58147 WASHINGTON, DC 20037-8147	$ 30,000.00
INTERNATIONAL STUDENTS, INC.	7222 COMMERCE CENTER DRIVE SUITE 200 COLORADO SPRINGS, CO 80919	$ 50,000.00
INTERNATIONAL WORLD MINISTRIES MIRACLE	P.O. BOX 1532 COLORADO SPRINGS, CO 80901	$ 25,000.00
INTERSERVE	PO BOX 418 UPPER DARBY, PA 19082	$ 30,000.00
INTERVARSITY CHRISTIAN FELLOWSHIP	PO BOX 7895 MADISON, WI 53707-7895	$ 40,000.00
INT'L FELLOWSHIP OF EVANGELICAL STUDENT	PO BOX 436 30 S BONSON STREET PLATTEVILLE, WI 53818	$ 25,000.00
ISKANDER EVANGELISTIC ASSN CREDIT CHURCH	31 RIVER ROAD DRIVE EAST MAYFLOWER,AR 72106	$ 35,000.00
JOHN STOTT MINISTRIES	1050 CHESTNUT STREET, SUITE 203 MENLO PARK, CA 94025	$ 75,000.00
JORDAN EVANGELICAL THEOLOGICAL SEMINARY	PO BOX 33042 TULSA, OK 74153	$ 20,000.00
LANCASTER BIBLE COLLEGE & GRAD SCHOOL	901 EDEN ROAD LANCASTER, PA 17601	$ 30,000.00
LIFE IN ABUNDANCE, INTERNATIONAL	1605 E. ELIZABETH STREET PASADENA, CA 91104	$ 60,000.00
MAGAZINE TRAINING INTERNATIONAL	5376 TOMAH DR. STE 210 COLORADO SPRINGS, CO 80918	$ 15,000.00
MEDIA ASSOCIATES INTERNATIONAL, INC.	351 S. MAIN PLACE, SUITE 230 CAROL STREAM, IL 60188	$ 20,000.00
MIDDLE EAST BIBLE OUTREACH	12170 GEORGIA HWY 92 WOODSTUCK, GA 30188	$ 25,000.00
MIDDLE EAST MEDIA	PO BOX 82350 KENMORE, WA 98028	$ 30,000.00
MILITARY COMMUNITY YOUTH MINISTRIES	540 NORTH CASCADE AVENUE, SUITE 300 COLORADO SPRINGS, CO 80903	$ 30,000.00
MISSION AVIATION FELLOWSHIP	PO BOX 47 NAMPA, ID 83653	$ 75,000.00
MISSION MEDICAL CLINIC	2125 E. LA SALLE COLORADO SPRINGS, CO 80909	$ 30,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2012

ORGANIZATION NAME	ADDRESS	GRANT AMOUNT
MISSION TRAINING INTERNATIONAL, INC.	PO BOX 1220 PALMER LAKE, CO 80133	$ 65,000.00
MOODY BIBLE INSTITUTE	820 N. LASALLE BLVD CHICAGO, IL 60610	$ 100,000.00
MORNING STAR DEVELOPMENT	PO BOX 62327 COLORADO SPRINGS, CO 80962-2327	$ 30,000.00
NORTHWESTERN COLLEGE	3003 SNELLING AVE. NORTH SAINT PAUL, MINNESOTA 55113-1598	$ 25,000.00
OMF INTERNATIONAL	10 WEST DRY CREEK CIRCLE LITTLETON, CO 80120-4413	$ 20,000.00
OPEN DOORS USA	PO BOX 27001 SANTA ANA, CA 92799	$ 30,000.00
OVERSEAS COUNCIL	PO BOX 17368 INDIANAPOLIS, IN 46217	$ 100,000.00
OXFORD CENTRE FOR MISSION STUDIES	738 S PLYMOUTH BLVD, APT F LOS ANGELES, CA 90005	$ 35,000.00
PIONEERS	10123 WILLIAM CAREY DRIVE ORLANDO, FLORIDA 32827-6020	$ 200,000.00
PLANT WITH PURPOSE	4903 MORENA BLVD, STE 1215 SAN DIEGO, CA 92117	$ 15,000.00
PROJECT MEDSEND	999 ORONOQUE LN STE 3E STRATFORD, CT 06614-1379	$ 25,000.00
RIO GRANDE BIBLE INSTITUTE	4300 S. BUSINESS HWY 281 EDINBURG, TX 78539	$ 40,000.00
SAT-7 NORTH AMERICA	PO BOX 2770 EASTON, MD 21601	$ 40,000.00
SCHOLARLEADERS INTERNATIONAL	27850 IRMA LEE CIRCLE LAKE FOREST, IL 60045	$ 20,000.00
SEND INTERNATIONAL	PO BOX 513, FARMINGTON, MI 48332	$ 30,000.00
SIM USA INC	PO BOX 7900 CHARLOTTE, NC 28241-7900	$ 79,000.00
SPRINGS RESCUE MISSION	5 W LAS VEGAS ST. COLORADO SPRINGS, CO 80903	$ 30,000.00
STEIGER INTERNATIONAL	27 MARRAM WAY PEKA PEKA, NEW ZELAND	$ 35,000.00
TAYLOR UNIVERSITY	236 WEST READE AVE UPLAND, IN 46989	$ 25,000.00
TEACHBEYOND	PO BOX 6248 BLOOMINGDALE, IL 60108	$ 30,000.00
THE CHRISTIAN PERFORMING ARTISTS FLWSHP	1001 COLLEGE AVE WINONA LAKE, IN 46590	$ 15,000.00
THE FOLD FAMILY MINISTRIES, INC.	PO BOX 1188 LYNDONVILLE, VT 05851	$ 20,000.00
THE MAILBOX CLUB, INC.	404 EAGER ROAD VALDOSTA, GA 31602	$ 40,000.00
THE NAVIGATORS	1610 COLGATE COLORADO SPRINGS, CO 80918	$ 45,000.00
THE OUTREACH FOUNDATION	1911 DOUGLAS BLVD, STE 85 ROSEVILLE, CA 95661	$ 10,000.00

HENRY P. AND SUSAN C. CROWELL TRUST
CONTRIBUTIONS, GIFTS, GRANTS PAID
EIN: 36-6038028
FOR CALENDAR YEAR ENDING DECEMBER 31, 2012

ORGANIZATION NAME	ADDRESS	GRANT AMOUNT
THE WORD FOR THE WORLD USA	PO BOX 26363 COLORADO SPRINGS, CO 80936	$ 50,000.00
THEOLOGICAL BOOK NETWORK, INC	3529 PATTERSON, SE GRAND RAPIDS, MI 49546	$ 25,000.00
THORNSTON EDUCATION FUND	18395 LAZY SUMMER WAY MONUMENT CO 80132	$ 30,000.00
TIRZAH INTERNATIONAL	142 LEDGESTONE PLACE THE WOODLANDS, TX 77382	$ 40,000.00
TRINITY INTERNATIONAL UNIVERSITY	2065 HALF DAY ROAD DEERFIELD, IL 60015	$ 35,000.00
US PARTNERS OF EQUIP INDIA	PO BOX 1314 WHEATON, IL 60187-1314	$ 20,000.00
UW SPORTS MINISTRY	2501 W. COLORADO AVENUE, SUITE 204 COLORADO SPRINGS, CO 80904	$ 15,000.00
VIETNAM MINISTRIES, INC .	PO BOX 4568 ANAHEIM, CA 92803	$ 20,000.00
VIVA NORTH AMERICA	601 UNION ST, STE 3010 SEATTLE, WA 98101	$ 15,000.00
WHEATON COLLEGE	500 COLLEGE AVE WHEATON, IL 60187-5593	$ 30,000.00
WORLD BIBLE TRANSLATION CENTER	4028 DALEY AVE. FORT WORTH, TEXAS 76180	$ 25,000.00
WORLD RELIEF CORPORATION OF THE NATIONAL ASSOCIATION OF EVANGELICALS	7 EAST BALTIMORE STREET BALTIMORE, MARYLAND 21202	$ 50,000.00
WORLDVENTURE	1501 W. MINERAL AVENUE LITTLETON, CO 80120-5612	$ 195,000.00
WYCLIFFE BIBLE TRANSLATORS	11221 JOHN WYCLIFFE BLVD ORLANDO, FL 32832	$ 50,000.00
YOUNG LIFE	PO BOX 520, 420 N CASCADE AVE COLORADO SPRINGS, CO 80903	$ 40,000.00
	TOTAL GRANTS PAID:	$ 4,225,000.00

Portfolio Statements

31 DEC 12

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Funds - common stock							
Emerging Markets Region - USD							
NTCC EMERGING MARKETS FD (FGT) CUSIP 901991240							
83,971 200	103 3865	11,495 19	8,681,488 46	8,297,314 20	384,174 26	0 00	384,174 26
Total USD		11,495 19	8,681,488 46	8,297,314 20	384,174 26	0 00	384,174 26
Total Emerging Markets Region		11,495 19	8,681,488 46	8,297,314 20	384,174 26	0 00	384,174 26
International Region - USD							
NTCC INTL SECURITIES FD FGT CUSIP 665994968							
96,191 380	149 1843	14,576 25	14,350,243 69	12,293,646 14	2,056,597 55	0 00	2,056,597 55
Total USD		14,576 25	14,350,243 69	12,293,646 14	2,056,597 55	0 00	2,056,597 55
Total International Region		14,576 25	14,350,243 69	12,293,646 14	2,056,597 55	0 00	2,056,597 55
United States - USD							
MFB NTGI COM DAILY S&P 400 MIDCAP EQTY INDEX FD - LENDING CUSIP 003999927							
40,324 330	62 954	7,199 51	2,538,577 87	2,504,335 53	34,242 34	0 00	34,242 34
MFB NTGI MFB NTGI-QM COMMON DAILY RUSSELL 1000 INDEX - NON LENDING CUSIP COB9989E9							
1,679,636 350	13 104	0 00	22,009,954 73	15,900,114 92	6,109,839 81	0 00	6,109,839 81
NTCC SMALL CAP FD FGT CUSIP 629439928							
16,724 020	185 0719	11,807 84	3,095,146 15	2,355 932 04	739,214 11	0 00	739,214 11
Total USD		19,007 35	27,643,678 75	20,760,382 49	6,883,296 26	0 00	6,883,296 26
Total United States		19,007 35	27,643,678 75	20,760,382 49	6,883,296 26	0 00	6,883,296 26
Total Funds - Common Stock							
1,916,847.280		**45,078.79**	**50,675,410.90**	**41,351,342.83**	**9,324,068.07**	**0.00**	**9,324,068.07**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Total Equities							
1,916,847.280		**45,078.79**	**50,675,410.90**	**41,351,342.83**	**9,324,068.07**	**0.00**	**9,324,068.07**

Fixed Income

Funds - government agencies

United States - USD

MFO VANGUARD INFLATION PROTECTED SECURITIES FUND ADMIRAL CUSIP 922031737							
55,176 510 Issue Date 27 Jun 08	28 54	0 00	1,574,737 59	1,418,720 27	156,017 32	0 00	156,017 32
Total USD		0 00	1,574,737 59	1,418,720 27	156,017 32	0 00	156,017 32
Total United States		0 00	1,574,737 59	1,418,720 27	156,017 32	0 00	156,017 32
Total Funds - Government Agencies **55,176.510**		**0.00**	**1,574,737.59**	**1,418,720.27**	**156,017.32**	**0.00**	**156,017.32**

Funds - corporate bond

United States - USD

MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
1,154,702 820 Issue Date 25 Aug 08	7 55	0 00	8,718,006 29	8,045,261 20	672,745 09	0 00	672,745 09
NTGI-QM COMMON DAILY AGGREGATE BOND INDEX FUND - NON-LENDING CUSIP 222999EO8							
107,745 790	109 358	0 00	11,782,864 10	11,115,678 27	667,185 83	0 00	667,185 83
Total USD		0 00	20,500,870 39	19,160,939 47	1,339,930 92	0 00	1,339,930 92
Total United States		0 00	20,500,870 39	19,160,939 47	1,339,930 92	0 00	1,339,930 92
Total Funds - Corporate Bond **1,262,448.610**		**0.00**	**20,500,870.39**	**19,160,939.47**	**1,339,930.92**	**0.00**	**1,339,930 92**

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Fixed Income							
Funds - other fixed income							
United States - USD							
MFB NTGI COMMON DAILY SHORT-TERM GOVERNMENT BOND INDEX FUND - LENDING CUSIP 664992906							
460,587 110 Issue Date 04 Feb 04	10 497	1,730 73	4,834,782 89	4,891,653 74	-56,870 85	0 00	-56,870 85
Total USD		1,730 73	4,834,782 89	4,891,653 74	-56,870 85	0 00	-56,870 85
Total United States		1,730 73	4,834,782 89	4,891,653 74	-56,870 85	0 00	-56,870 85
Total Funds - Other Fixed Income **460,587.110**		**1,730.73**	**4,834,782.89**	**4,891,653.74**	**-56,870.85**	**0.00**	**-56,870.85**
Total Fixed Income **1,778,212.230**		**1,730.73**	**26,910,390 87**	**25,471,313.48**	**1,439,077.39**	**0.00**	**1,439,077.39**
Real Estate							
Funds - real estate							
United States - USD							
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541							
54,607 540	9 23	0 00	504,027 59	376,544 87	127,482 72	0 00	127,482 72
Total USD		0 00	504,027 59	376,544 87	127,482 72	0 00	127,482 72
Total United States		0 00	504,027 59	376,544 87	127,482 72	0 00	127,482 72
Total Funds - Real Estate **54,607.540**		**0.00**	**504,027.59**	**376,544.87**	**127,482.72**	**0.00**	**127,482.72**

Mineral interests

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Real Estate							
Mineral interests							
United States - USD							
/FOR CMOINQ MULTIPLE BLOCKS IN R LEE **INC CUSIP 997050MO4							
1 000	1 00	0 00	1 00	0 00	1 00	0 00	1 00
/FOR CMOINQ MULTIPLE BLOCKS IN R LEE TRACTS 1,**INC CUSIP 997050MO4							
1 000	10 00	0 00	10 00 *	0 00	10 00	0 00	10 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
AGGREGATE MINERAL INTEREST HOLDING FOR INCOME AND EXPENSE ITEM POSTING CUSIP 995555M06							
1 000	1 00	0 00	1 00	0 00	1 00	0 00	1 00
Total USD		0 00	12 00	0 00	12 00	0 00	12 00
Total United States		0 00	12 00	0 00	12 00	0 00	12 00
Total Mineral Interests **3.000**		**0.00**	**12.00**	**0.00**	**12.00**	**0.00**	**12.00**
Total Real Estate **54,610.540**		**0.00**	**504,039.59**	**376,544 87**	**127,494.72**	**0.00**	**127,494.72**
Venture Capital and Partnerships							
Partnerships							
United States - USD							
MAKENA CAPITAL ASSOCIATES US CUSIP 000727099							
18 000,000 000	18,297,760 00	0 00	18,297,760 00 *	18,000,000 00	297,760 00	0 00	297,760 00
		* Market value based on prices received from an external manager or other client-directed pricing source					

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Venture Capital and Partnerships							
Partnerships							
Total USD		0 00	18,297,760 00	18,000,000 00	297,760 00	0 00	297,760 00
Total United States		0 00	18,297,760 00	18,000,000 00	297,760 00	0 00	297,760 00
Total Partnerships **18,000,000.000**		**0.00**	**18,297,760.00**	**18,000,000 00**	**297,760.00**	**0.00**	**297,760.00**
Total Venture Capital and Partnerships **18,000,000.000**		**0.00**	**18,297,760.00**	**18,000,000.00**	**297,760.00**	**0.00**	**297,760 00**
Commodities							
Funds - commodity linked							
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
357,197 100	6 64	0 00	2,371,788 74	2,522,460 90	-150,672 16	0 00	-150,672 16
Total USD		0 00	2,371,788 74	2,522,460 90	-150,672 16	0 00	-150,672 16
Total United States		0 00	2,371,788 74	2,522,460 90	-150,672 16	0 00	-150,672 16
Total Funds - Commodity Linked **357,197.100**		**0.00**	**2,371,788.74**	**2,522,460.90**	**-150,672.16**	**0.00**	**-150,672.16**
Total Commodities **357,197.100**		**0 00**	**2,371,788.74**	**2,522,460.90**	**-150,672.16**	**0.00**	**-150,672 16**

Cash and Cash Equivalents

Funds - short term investment

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Cash and Cash Equivalents							
Funds - short term investment							
USD - COMMON SHORT TERM INVESTMENT FUND							
	1 00	273 36	1,211,137 03	1,211,137 03	0 00	0 00	0 00
Total funds - short term investment - all currencies		273 36	1,211,137 03	1,211,137 03	0 00	0 00	0 00
Total funds - short term investment - all countries		273 36	1,211,137 03	1,211,137 03	0 00	0 00	0 00
Total Funds - Short Term Investment **1,211,137.030**		**273.36**	**1,211,137.03**	**1,211,137.03**	**0.00**	**0.00**	**0.00**
Total Cash and Cash Equivalents **1,211,137.030**		**273.36**	**1,211,137 03**	**1,211,137.03**	**0.00**	**0.00**	**0 00**
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-131,967 09	-131,967 09	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-131,967 09	-131,967 09	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-131,967 09	-131,967 09	0 00	0 00	0 00
Total Pending trade purchases **0.000**		**0.00**	**-131,967.09**	**-131,967 09**	**0.00**	**0.00**	**0.00**
Total Adjustments To Cash **0.000**		**0 00**	**-131,967 09**	**-131,967.09**	**0 00**	**0.00**	**0.00**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Total 23,318,004.180		47,082.88	99,838,560.04	88,800,832.02	11,037,728.02	0.00	11,037,728.02