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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
SCHWEINFURTH FOUNDATION

A Employer identification number
37-1331754

Number and street (or P O box number if mail is not delivered to street address) PO BOX 387
Room/suite

B Telephone number (see instructions)
(314) 418-2643

City or town, state, and ZIP code
ST LOUIS, MO 63166

C If exemption application is pending, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,911,281

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

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

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

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

	Line	Description	(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	103,665	103,572	94	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	121,300			
	b	Gross sales price for all assets on line 6a 1,408,471				
	7	Capital gain net income (from Part IV, line 2)		121,300		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	4,704		4,704	
	12	**Total.** Add lines 1 through 11	229,669	224,872	4,798	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	40,369	40,369		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	2,500	0	0	2,500
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	1,965	1,965		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	1,045			1,045
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,879	42,334	0	3,545
	25	Contributions, gifts, grants paid	184,760			184,760
	26	**Total expenses and disbursements.** Add lines 24 and 25	230,639	42,334	0	188,305
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-970			
	b	**Net investment income** (if negative, enter -0-)		182,538		
	c	**Adjusted net income** (if negative, enter -0-)			4,798	

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	17,528	7,468	7,468
	2	Savings and temporary cash investments	95,915	177,257	177,257
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	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)	2,920,290	3,033,440	3,346,531
	c	Investments—corporate bonds (attach schedule)	535,473	350,551	380,025
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	3,569,206	3,568,716	3,911,281
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	3,569,206	3,568,716	
	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 page 17 of the instructions)	3,569,206	3,568,716	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,569,206	3,568,716	

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	3,569,206
2	Enter amount from Part I, line 27a	2	-970
3	Other increases not included in line 2 (itemize) ▶	3	480
4	Add lines 1, 2, and 3	4	3,568,716
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,568,716

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	121,300
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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	186,926	3,842,327	0 048649
2010	156,889	3,706,282	0 042331
2009	201,732	3,369,530	0 059869
2008	229,539	3,998,249	0 05741
2007	203,556	4,532,602	0 044909

2	**Total** of line 1, column (d)	2	0 253168
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 050634
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,755,720
5	Multiply line 4 by line 3	5	190,167
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,825
7	Add lines 5 and 6	7	191,992
8	Enter qualifying distributions from Part XII, line 4	8	188,305

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,651
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	3,651
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,651
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,253		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,253
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	0
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	1,602
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,602	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶US BANK NA Telephone no ▶(314) 418-2643

Located at ▶PO BOX 387 ST LOUIS MO ZIP +4 ▶63166

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

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

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

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

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

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

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

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

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
US BANK NA PO BOX 387 ST LOUIS,MO 63166	TRUSTEE 0	40,369		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,812,914
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,812,914
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,812,914
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,194
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,755,720
6	**Minimum investment return.** Enter 5% of line 5	6	187,786

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	187,786
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 3,651		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,651
3	Distributable amount before adjustments Subtract line 2c from line 1	3	184,135
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	184,135
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	184,135

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	188,305
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	188,305
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	188,305

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					184,135
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 2010 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.	0				
b From 2008.	3,379				
c From 2009.	34,855				
d From 2010.	0				
e From 2011.	1,138				
f Total of lines 3a through e.		39,372			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 188,305					
a Applied to 2011, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2012 distributable amount.					184,135
e Remaining amount distributed out of corpus		4,170			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		43,542			
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.			0		
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		43,542			
10 Analysis of line 9					
a Excess from 2008. . . .	3,379				
b Excess from 2009. . . .	34,855				
c Excess from 2010. . . .	0				
d Excess from 2011. . . .	1,138				
e Excess from 2012. . . .	4,170				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

JAMES ACTON
US BANK 235 NORTH ELM PO BOX 709
CENTRALIA,IL 62801
(618) 545-1217

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

PLEASE CONTACT THE ABOVE

c Any submission deadlines

MAY 1ST

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

TO 501(C)(3) ORGANIZATIONS THAT BENEFIT THE GREATER MT VERNON IL AREA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ 3a				184,760
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	103,665	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	121,300	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a FEDERAL TAX REFUND			01	4,704	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				229,669	

13 Total. Add line 12, columns (b), (d), and (e) 13 229,669

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2013-04-12 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name			Firm's EIN	
Firm's address			Phone no	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MT VERNON CITY SCHOOLS FOUNDATION ATTN JUDITH YORK PO BOX 194 MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	8,000
MT VERNON TWNSHP HS DIST 201 FNDTN 320 SOUTH 7TH ST MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	34,911
LIFEBOAT ALLIANCE FAMILY SHELTER ATTN JENNIFER ODANIEL MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	3,000
SPECIAL OLYMPICS ILLINOIS SE AREA 14 C/O RHONDA G KNIGHT PO BOX 320 NORRIS CITY,IL 62869	NONE	PUBLIC	EXEMPT PURPOSE	3,500
JEFFERSON COUNTY HISTORICAL SOCIETY ATTN GEORGE KUHN ATTN JAMIE WHEELER MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	1,958
REND LAKE COLLEGE FOUNDATION C/O SHAWNA HALL 468 N KEN GRAY PARKWAY INA,IL 62846	NONE	PUBLIC	EXEMPT PURPOSE	9,000
SHAKESPEARE CLUB FOUNDATION ATTN G W HOWARD III MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	5,900
MOUNT VERNON CITY SCHOOLS DIST 80 2710 NORTH STREET MOUNT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	13,240
OPDYKE- BELLE RIVE GRADE SCH DIST 5 BELLE RIVE ATTENDANCE CENTER BELLE RIVE,IL 62810	NONE	PUBLIC	EXEMPT PURPOSE	4,000
MITCHELL FOUNDATION ATTN HILLARY SETTLE PO BOX 923 MOUNT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	70,000
BOARD OF TRUSTEES OF UNIV OF IL ATTN TATIANA SOROKINA CHAMPAIGN,IL 618207406	NONE	PUBLIC	EXEMPT PURPOSE	991
YMCA OF JEFFERSON COUNTY ATTN LARRY CORNETT ATTN LARRY CORNETT MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	9,000
FIRST PRESBYTERIAN CHURCH C/O REV ROBERT J DYER 2424 BROADWAY MT VERNON,IL 62864	NONE	PUBLIC	EXEMPT PURPOSE	21,260
Total . . . . ▶ **3a**				184,760

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			10,824
			292
			11
			-783
			-225
			36,387

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-888
			367
			-388
			958
			-1,805
			-1,442
			-882
			21
			4,662
			-979
			-1,306
			1,227
			-3,421
			738
			152
			677
			469
			1,051
			1,762
			119
			-1,974
			996
			-332
			-1,589
			1,555
			-1,778
			2,520
			749
			998
			-993

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			5,558
			360
			-1,016
			-294
			-163
			584
			-1,713
			-1,619
			-242
			677
			-1,086
			727
			-1,186
			1,964
			2,965
			-942
			529
			697
			-378
			6,141
			-265
			1,857
			-10,999
			647
			160
			732
			197
			-998
			591

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			347
			236
			473
			810
			-2,479
			433
			-141
			12
			1,918
			-63
			449
			1,043
			207
			1,059
			382
			235
			79
			2,400
			-978
			5,671
			2,043
			35,852
			1,908
			2,857
			1,335
			1,246
			297
			-599
			801
			2,196

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
11,523		699	10,824
3,648		3,356	292
11			11
11,923		12,706	-783
2,825		3,050	-225
39,008		2,621	36,387
			425

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
8,074		8,962	-888
1,568		1,201	367
8,627		9,015	-388
15,205		14,247	958
13,449		15,254	-1,805
9,755		11,197	-1,442
11,094		11,976	-882
7,508		7,487	21
11,135		6,473	4,662
35,501		36,480	-979
6,109		7,415	-1,306
10,373		9,146	1,227
22,894		26,315	-3,421
5,858		5,120	738
8,322		8,170	152
3,433		2,756	677
9,491		9,022	469
10,892		9,841	1,051
2,365		603	1,762
119			119
6,100		8,074	-1,974
16,611		15,615	996
8,263		8,595	-332
15,188		16,777	-1,589
15,287		13,732	1,555
10,860		12,638	-1,778
29,885		27,365	2,520
12,168		11,419	749
23,388		22,390	998
25,928		26,921	-993

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
15,765		10,207	5,558
5,526		5,166	360
11,352		12,368	-1,016
4,181		4,475	-294
3,401		3,564	-163
7,227		6,643	584
10,745		12,458	-1,713
22,055		23,674	-1,619
39,758		40,000	-242
2,718		2,041	677
17,236		18,322	-1,086
70,000		70,000	
4,749		4,022	727
5,696		6,882	-1,186
10,420		8,456	1,964
16,684		13,719	2,965
6,685		7,627	-942
7,351		6,822	529
3,528		2,831	697
1,916		2,294	-378
81,063		74,922	6,141
3,283		3,548	-265
7,661		5,804	1,857
29,963		40,962	-10,999
4,949		4,302	647
2,207		2,047	160
34,906		34,174	732
5,896		5,699	197
6,629		7,627	-998
8,537		7,946	591

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,296		2,949	347
1,313		1,077	236
5,917		5,444	473
6,360		5,550	810
39,072		41,551	-2,479
6,135		5,702	433
2,631		2,772	-141
2,059		2,047	12
6,944		5,026	1,918
11,534		11,597	-63
6,593		6,144	449
6,008		4,965	1,043
2,587		2,380	207
4,217		3,158	1,059
1,746		1,364	382
137,618		137,383	235
895		816	79
7,692		5,292	2,400
17,162		18,140	-978
6,021		350	5,671
13,006		10,963	2,043
37,949		2,097	35,852
32,230		30,322	1,908
92,654		89,797	2,857
5,690		4,355	1,335
6,033		4,787	1,246
2,472		2,175	297
42,043		42,642	-599
6,165		5,364	801
6,933		4,737	2,196

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
20 APPLE INC		2005-05-17	2012-12-04
20 PRECISION CASTPARTS CORP		2012-06-20	2012-12-04
BANK OF AMERICA SECURITY LITIGATION			2012-12-05
265 DICKS SPORTING GOODS INC		2012-08-14	2012-12-14
50 P N C FINANCIAL SERVICES GROUP INC		2012-07-06	2012-12-14
75 APPLE INC		2005-05-17	2012-12-20
CAPITAL GAIN DIVIDENDS	P		

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
105 MEAD JOHNSON NUTRITION CO		2012-06-20	2012-07-12
50 CBS CORP CLASS B NON VOTING		2011-09-19	2012-07-20
275 CBS CORP CLASS B NON VOTING		2012-07-05	2012-07-20
25 GOOGLE INC CL A		2012-01-25	2012-07-24
20 PRICELINE COM INC		2012-05-01	2012-07-30
135 CERNER CORPORATION		2012-07-05	2012-08-02
165 TERADATA CORP DEL		2012-07-05	2012-08-02
250 SEAGATE TECHNOLOGY		2012-05-08	2012-08-02
325 FOOT LOCKER INC		2011-09-02	2012-08-09
950 J P MORGAN CHASE CO		2012-05-15	2012-08-20
100 LULULEMON ATHLETICA INC		2012-05-15	2012-08-20
210 STARBUCKS CORP		2011-12-06	2012-08-29
975 INTEL CORP		2012-03-09	2012-09-11
50 CHEVRON CORPORATION		2012-01-30	2012-09-18
300 E M C CORPORATION		2011-07-11	2012-09-18
30 PERRIGO CO		2011-09-02	2012-09-18
130 AMERICAN TOWER CORP		2012-08-27	2012-10-22
53 GRAINGER W W INC		2012-07-09	2012-10-22
35 ACCENTURE PLC CL A		2003-06-03	2012-10-22
APPLE COMPUTER INC SECURITIES LITIGATION			2012-10-23
360 SPIRIT AEROSYSTEMS HOLDINGS INC		2012-10-22	2012-10-25
225 AMERICAN TOWER CORP		2012-08-27	2012-11-20
500 CALPINE CORP		2012-08-01	2012-11-20
275 P N C FINANCIAL SERVICES GROUP INC		2012-07-06	2012-11-20
150 PERRIGO CO		2011-09-09	2012-11-20
225 RED HAT INC		2012-07-30	2012-11-20
700 VERIZON COMMUNICATIONS INC		2012-03-09	2012-11-20
215 COVIDIEN PLC		2012-06-20	2012-11-20
265 EXXON MOBIL CORP		2012-07-06	2012-11-26
45 APPLE INC		2012-04-19	2012-12-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
245 QUALCOMM INC		2007-10-02	2012-05-01
95 CHECK POINT SOFTWARE TECH LTD		2011-12-06	2012-05-01
125 CONCHO RES INC		2012-01-27	2012-05-08
50 OCCIDENTAL PETROLEUM CORPORATION		2012-04-10	2012-05-09
40 OCCIDENTAL PETROLEUM CORPORATION		2011-12-16	2012-05-10
85 OCCIDENTAL PETROLEUM CORPORATION		2010-07-07	2012-05-10
125 NOBLE ENERGY INC		2012-01-27	2012-05-15
225 PIONEER NAT RES CO		2012-04-10	2012-05-15
40000 BARCLAYS 18MO 200% EEM 6/20/12		2010-12-15	2012-06-20
85 CBS CORP CLASS B NON VOTING		2011-09-19	2012-06-20
30 GOOGLE INC CL A		2012-03-09	2012-06-20
70000 JPMORGAN 18MO 200% EFA MTN 6/20/12		2010-12-15	2012-06-20
85 LAUDER ESTEE COS INC CL A		2011-12-06	2012-06-20
90 LULULEMON ATHLETICA INC		2012-05-01	2012-06-20
285 MACYS INC		2011-07-11	2012-06-20
145 PERRIGO CO		2012-01-27	2012-06-20
10 PRICELINE COM INC		2012-05-01	2012-06-20
50 RALPH LAUREN CORP		2011-12-22	2012-06-20
65 STARBUCKS CORP		2011-12-06	2012-06-22
30 LULULEMON ATHLETICA INC		2012-05-01	2012-06-25
75000 AT&T INC 6 700% 11/15/13		2008-11-25	2012-06-29
75 CAMERON INTL CORP		2011-12-16	2012-07-05
175 CAMERON INTL CORP		2007-04-25	2012-07-05
600 I SHARES MSCI EAFE INDEX FUND E T F		2011-02-23	2012-07-05
145 MACYS INC		2011-07-11	2012-07-05
15 RALPH LAUREN CORP		2011-12-22	2012-07-05
200 MIDCAP SPDR TRUST SERIES I E T F		2011-02-23	2012-07-05
10 GOOGLE INC CL A		2012-01-25	2012-07-10
10 PRICELINE COM INC		2012-05-01	2012-07-10
170 LAUDER ESTEE COS INC CL A		2011-09-06	2012-07-12

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
30 CHEVRON CORPORATION		2011-11-18	2012-01-03
50 FOOT LOCKER INC		2011-10-12	2012-01-25
125 STARBUCKS CORP		2011-12-06	2012-01-25
85 BORG WARNER INC		2012-01-09	2012-01-30
300 SPDR S&P 500 ETF TRUST		2011-03-03	2012-01-30
70 ANADARKO PETROLEUM CORP		2011-12-06	2012-02-09
100 E M C CORPORATION		2011-07-11	2012-02-09
45 DIRECTV CL A		2011-11-01	2012-02-14
100 POLARIS INDS INC		2011-09-06	2012-02-14
255 DIRECTV CL A		2011-11-01	2012-02-22
60 CHEVRON CORPORATION		2012-01-30	2012-02-28
100 ECOLAB INC		2011-09-12	2012-02-29
25 PERRIGO CO		2012-01-27	2012-02-29
10 MASTERCARD INC		2011-09-06	2012-03-01
10 RALPH LAUREN CORP		2011-12-22	2012-03-09
1000 SPDR S&P 500 ETF TRUST		2011-03-03	2012-03-09
15 CHECK POINT SOFTWARE TECH LTD		2011-12-06	2012-03-09
35 GRAINGER W W INC		2011-07-28	2012-03-27
165 CATERPILLAR INC		2012-03-05	2012-03-28
10 APPLE INC		2005-05-17	2012-03-30
140 HUMANA INC		2012-02-14	2012-03-30
60 APPLE INC		2005-05-17	2012-04-10
2981 537 NUVEEN STRATEGIC INCOME I		2008-02-12	2012-04-10
8571 143 NUVEEN STRATEGIC INCOME I		2011-11-08	2012-04-10
100 STARBUCKS CORP		2011-12-06	2012-04-10
105 UNITED HEALTH GROUP INCORPORATED		2011-11-08	2012-04-10
40 CHECK POINT SOFTWARE TECH LTD		2011-12-06	2012-04-10
4276 986 T ROWE PRICE INTL BOND FUND		2011-02-23	2012-04-11
95 LAUDER ESTEE COS INC CL A		2011-12-06	2012-05-01
15 MASTERCARD INC		2011-09-06	2012-05-01

TY 2012 Accounting Fees Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	2,500			2,500

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TY 2012 Investments Corporate Bonds Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HOUSEHOLD FIN 4.75% 7/15/13	98,100	102,087
JP MORGAN CHASE 6% 7/5/17	103,579	117,265
ATT INC 6.70% 11/15/13		
MORGAN STANLEY 4.2% 11/20/14	50,207	52,170
CATERPILLAR FINL SVCS CORP MTN	49,429	54,091
DU PONT EI NEMOUR DD 4.75%	49,236	54,412
JP MORGAN CHASE & CO 6/20/2012		
BARCLAYS BK PLC MEDIUM TERM		

TY 2012 Investments Corporate Stock Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL ELEC CO	36,967	37,257
WHOLE FOODS MKT INC	23,179	22,790
AMPHENOL CORP CL A	18,026	20,057
CHEVRON CORP	12,389	13,518
CONCHO RES INC		
GRAINGER WW INC		
NOBLE ENERGY INC		
CHECK POINT SOFTWARE TECH LTD		
PRAXAIR INC	16,285	16,418
UNITED HEALTH GROUP INCORP	15,635	18,713
AMAZON COM INC	41,131	41,394
ANADARKO PETROLEUM CORP		
FIFTH THIRD BANCORP	25,410	26,600
MASTERCARD INC	11,052	17,195
PERRIGO CO		
DICKS SPORTING GOODS INC	7,574	7,278
CBS CORP CLASS B NON VOTING	22,980	27,586
DISCOVERY COMMUNICATIONS INC C	14,207	16,822
ACCENTURE PLC CL A	6,239	12,635
APPLE INC		
HUNT JB TRANS SVCS INC	10,299	10,449
NUVEEN INFLATION PRO SEC CL I	99,147	113,405
ISHARES MSCI EAFE VALUE INDEX	27,838	30,400
LAUDER ESTEE COS INC CL A		
OCCIDENTAL PETROLEUM CORP		
CF INDUSTRIES HOLDINGS INC	7,642	8,126
PPG INDS INC	21,370	27,070
QUALCOMM INC	21,525	24,744
CAMERON INTL CORP		
CAPITAL ONE FINANCIAL CORP	23,187	24,620

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NUVEEN STRATEGIS INCOME I	24,006	26,966
NUVEEN TOTAL RETURN BD FD CL I		
NUVEEN HIGH INCOME BOND FD	100,000	103,008
RALPH LAUREN CORP	6,140	6,746
INTERNATIONAL BUSINESS MACHINE	38,767	38,310
HUMANA INC		
ISHARES RUSSELL 2000 GROWTH FD	40,026	40,507
INGERSOLL RAND PLC	28,209	28,057
MACYS INC	6,450	8,584
MICROSOFT CORP	12,703	11,352
T ROWE PRICE INTL BOND FUND	151,208	153,469
AMERIPRISE FINL INC	8,828	10,647
I SHARES MSCI EAFE INDEX FUND	210,884	210,382
PHILIP MORRIS INTL	36,555	38,893
GENERAL MILLS INC	5,256	5,659
PNC FINANCIAL SERVICES GROUP	9,067	8,747
MIDCAP SPDR TRUST SER 1	120,357	185,710
STARBUCKS CORP		
PRECISION CASTPARTS CORP	11,587	13,259
AMERICAN EXPRESS CO	7,608	9,197
ISHARES DJ SELECT DIVIDEND ETF	74,265	85,860
DIRECTV	20,083	20,064
EMC CORPORATION	17,261	17,078
POLARIS INDS INC	10,283	11,360
LULULEMON ATHLETICA INC	30,717	32,398
MCKESSON CORPORATION	22,344	27,634
KANSAS CITY SOUTHERN	8,706	8,765
AMERICAN EUROPACIFIC GRTH F2	164,446	158,916
ECOLAB INC		
FOOT LOCKER INC	10,556	10,439

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES MSCI EMERGING MKTS ETF	109,254	110,875
ROWE T PRICE MID-CAP GROWTH FD	55,000	88,702
SCOUT INTERNATIONAL FUND	148,508	165,675
T ROWE PRICE SM CAP VAL	53,451	87,679
WILLIAMS COS INC	14,746	15,552
CREDIT SUISSE COMMOD RET STRAT	65,000	58,037
ISHARES IBOXX HY CORP BD	48,812	51,343
ABERDEEN FDS EMRGN MKT INSTL	69,000	77,393
NUVEEN REAL ESTATE SECS I	214,144	255,050
GOLDMAN SACHS MC VALUE CL INST	20,000	23,436
IPATH DOW JONES UBS COMMODITY	89,351	82,700
DRIEHAUS ACTIVE INCOME FUND	79,448	78,464
ISHARES RUSSELL MIDCAP GROWTH	53,090	62,800
SPDR DJ WILSHIRE INTERNATIONAL	119,546	124,050
SPDR S&P 500 ETF TRUST	138,866	156,651
TFS MARKET NEUTRAL FUND	116,830	119,040

TY 2012 Other Expenses Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	15	0		15
OTHER ALLOCABLE EXPENSE-INCOME	1,030	0		1,030

TY 2012 Other Income Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	4,704	0	4,704

TY 2012 Other Increases Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Description	Amount
COST ADJ	480

TY 2012 Taxes Schedule

Name: SCHWEINFURTH FOUNDATION

EIN: 37-1331754

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON QUALIFIED FOR	1,735	1,735		0
FOREIGN TAXES ON NONQUALIFIED	230	230		0