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
JOY C HINSON-RIDER FOUNDATION

% THE CONNABLE OFFICE INC

Number and street (or P O box number if mail is not delivered to street address)
136 E MICHIGAN AVE STE 1201
Suite

Room/suite

City or town, state, and ZIP code
KALAMAZOO, MI 49007

A Employer identification number
38-3163729

B Telephone number (see instructions)
(269) 382-5800

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 703,978

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

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

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

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	16	16		
	4	Dividends and interest from securities.	16,237	16,237		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	5,249			
	b	Gross sales price for all assets on line 6a 116,396				
	7	Capital gain net income (from Part IV, line 2) . . .		5,249		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	21,502	21,502		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	2,371	0	0	2,371
	c	Other professional fees (attach schedule)	7,500	2,400		5,100
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	251			
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule).	44			44
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,166	2,400	0	7,515
	25	Contributions, gifts, grants paid.	28,000			28,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	38,166	2,400	0	35,515
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-16,664			
	b	**Net investment income** (if negative, enter -0-)		19,102		
	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	36,935	16,896	16,896
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	578,136	588,901	687,082
	c	Investments—corporate bonds (attach schedule)	7,390	0	0
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	622,461	605,797	703,978
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	622,461	605,797	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	622,461	605,797	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	622,461	605,797	

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	622,461
2	Enter amount from Part I, line 27a	2	-16,664
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	605,797
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	605,797

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)
1 a	PUBLICLY TRADED SECURITIES			
b	CAPITAL GAIN DIVIDENDS	P		
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	113,078		111,147	1,931
b				3,318
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				1,931
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	5,249
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	35,093	698,955	0 050208
2010	29,444	650,157	0 045288
2009	26,436	572,632	0 046166
2008	37,973	689,301	0 055089
2007	37,222	770,359	0 048318

2	**Total** of line 1, column (d).	2	0 245069
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 049014
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	680,660
5	Multiply line 4 by line 3.	5	33,362
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	191
7	Add lines 5 and 6.	7	33,553
8	Enter qualifying distributions from Part XII, line 4.	8	35,515

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	191
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	191
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	191
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	155		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	155
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	36
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

		Line	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		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 ▶

14 The books are in care of ▶THE CONNABLE OFFICE INC Telephone no ▶(269) 382-5800

Located at ▶136 E MICHIGAN AVE 1201 Kalamazoo MI ZIP +4 ▶49007

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

		Line	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		No

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

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

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

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

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

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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
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 N/A	
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	665,304
b	Average of monthly cash balances	1b	25,721
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	691,025
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	0
3	Subtract line 2 from line 1d	3	691,025
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,365
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	680,660
6	**Minimum investment return.** Enter 5% of line 5	6	34,033

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	34,033
2a	Tax on investment income for 2012 from Part VI, line 5	2a	191		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	191
3	Distributable amount before adjustments Subtract line 2c from line 1			3	33,842
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	33,842
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	33,842

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	35,515
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	35,515
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	191
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	35,324

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					33,842
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 2010 , 2009 , 2008					
3 Excess distributions carryover, if any, to 2012					
a From 2007.					
b From 2008.	261				
c From 2009.					
d From 2010.					
e From 2011.	1,037				
f Total of lines 3a through e.		1,298			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 35,515					
a Applied to 2011, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					33,842
e Remaining amount distributed out of corpus		1,673			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,971			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				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)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .					
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		2,971			
10 Analysis of line 9					
a Excess from 2008. . . .	261				
b Excess from 2009. . . .					
c Excess from 2010. . . .					
d Excess from 2011. . . .	1,037				
e Excess from 2012. . . .	1,673				

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))

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

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**				28,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	16	
4 Dividends and interest from securities. . . .			14	16,237	
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	5,249	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				21,502	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 21,502

(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

****** | 2013-03-15 | ******

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
Daniel Fuller	Daniel Fuller			

Firm's name ▶ BDO USA LLP | Firm's EIN ▶

Firm's address ▶ 200 OTTAWA AVE NW STE 300 GRAND RAPIDS, MI 49503 | Phone no (616) 774-7000

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES S HILBOLDT 136 E MICHIGAN AVE STE 1201 KALAMAZOO,MI 49007	EMERITUS TRUSTEE 1 0	0		
JAMES C MELVIN 136 E MICHIGAN AVE STE 1201 KALAMAZOO,MI 49007	PRESIDENT/TRUSTEE 1 0	0		
LOYAL A ELDRIDGE III 136 E MICHIGAN AVE STE 1201 KALAMAZOO,MI 49007	VICE PRES /SECRETARY/TRUSTEE 1 0	0		
DAVID S KRUIS 136 E MICHIGAN AVE STE 1201 KALAMAZOO,MI 49007	TREASURER/TRUSTEE 2 0	0		
BRADLEY E WELLER 136 E MICHIGAN AVE STE 1201 KALAMAZOO,MI 49007	VICE PRESIDENT/TRUSTEE 1 0	0		

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHAMBER MUSIC ALBUQUERQUE 1504 SAN PEDRO NE ALBUQUERQUE,NM 87110	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	2,500
COUSTEAU SOCIETY INC 870 GREENBRIER CIRCLE STE 402 CHESAPEAKE,VA 23320	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	1,500
INTERNATIONAL PLANNED PARENTHOOD FEDERATION 120 WALL ST 9TH FLOOR NEW YORK,NY 10005	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	7,000
NATIONAL AUDUBON SOCIETY INC 700 BROADWAY NEW YORK,NY 10003	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	1,500
NEGATIVE POPULATION GROWTH 210 THE PLAZA PO BOX 1206 TEANECK,NJ 07666	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	2,000
NEW MEXICO PHILHARMONIC PO BOX 21428 ALBUQUERQUE,NM 87154	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	4,000
SANTA FE CHAMBER MUSIC FESTIVAL LTD PO BOX 853 SANTA FE,NM 87504	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	4,000
SANTA FE OPERA PO BOX 2408 SANTA FE,NM 87504	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	4,000
THE SIERRA CLUB FOUNDATION 85 SECOND ST STE 750 SAN FRANCISCO,CA 94105	NONE	OTHER PUBLIC CHARITY	OPERATING SUPPORT	1,500
Total . . . . ▶ **3a**				28,000

TY 2012 Accounting Fees Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,371			2,371

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

TY 2012 Investments Corporate Stock Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS	113,414	123,823
U.S. EQUITY FUNDS	174,470	214,744
INTERNATIONAL EQUITY FUNDS	158,616	194,462
ABSOLUTE RETURN	65,522	66,825
COMMODITIES	46,939	48,529
REAL ESTATE INVESTMENTS	29,940	38,699

TY 2012 Land, Etc. Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

TY 2012 Other Expenses Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION RENEWAL FEE	15			15
MICHIGAN ANNUAL REPORT FEE	20			20
MISCELLANEOUS FEES	9			9

TY 2012 Other Professional Fees Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY FEES	2,400	2,400		
CLERICAL FEES	5,100			5,100

TY 2012 Taxes Schedule

Name: JOY C HINSON-RIDER FOUNDATION

EIN: 38-3163729

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	251			

Joy C Hinson-Rider Foundation
As of December 31 2012

Shares	Asset Name	How Acq	Date Acquired	Date Sold	Holding Period	Sale Proceeds	Original Cost	Realized Gain (Loss)
283 000	iPath S&P 500 VIX Short-Term Futures ETN	Buy	02 24 2012	05 17 2012	Short	5 842	6 940	(1 098)
130 000	ProShares Short MSCI EAFE ETF	Buy	11 03 2011	01 10 2012	Short	6 594	6 508	86
125 000	SPDR S&P Dividend ETF	Buy	09 22 2011	09 12 2012	Short	7 275	5 968	1 307
11 000	iShares Barclays TIPS Bond Fund	Buy	10 30 2008	05 17 2012	Long	1 318	1 030	288
38 000	iShares Barclays TIPS Bond Fund	Buy	10 30 2008	07 16 2012	Long	4 605	3 558	1 048
28 000	iShares Barclays TIPS Bond Fund	Buy	08 07 2009	05 17 2012	Long	3 354	2 803	551
111 000	iShares MSCI Japan Index Fund	Buy	05 27 2009	11 15 2012	Long	982	1 047	(65)
329 000	iShares MSCI Japan Index Fund	Buy	05 27 2009	01 10 2012	Long	3 017	3 102	(86)
373 000	iShares MSCI Japan Index Fund	Buy	05 06 2010	01 10 2012	Long	3 420	3 744	(324)
191 000	iShares MSCI Japan Index Fund	Buy	07 13 2011	11 15 2012	Long	1 690	2 051	(361)
839 140	Ivy Asset Strategy Fund-Cl A	Buy	03 25 2010	03 22 2012	Long	21 207	18 587	2 620
944 770	Lazard International Equity Open Fund	Buy	04 22 2008	02 03 2012	Long	13 000	15 494	(2 494)
2 093 790	PIMCO Commodity Real Return Strategy Fund	Buy	01 23 2009	06 27 2012	Long	12 835	13 002	(168)
227 170	PIMCO Total Return Fund	Buy	06 26 2008	06 27 2012	Long	2 567	2 410	157
917 960	PIMCO Total Return Fund	Buy	05 29 2009	06 27 2012	Long	10 373	9 574	799
264 350	T Rowe Price Equity Income Fund	Buy	07 11 2006	10 19 2012	Long	7 000	7 130	(130)
303 950	T Rowe Price Equity Income Fund	Buy	07 11 2006	10 03 2012	Long	8 000	8 199	(199)
	Total Short Term Gain (Loss)					19 710	19 415	295
	Total Long Term Gain (Loss)					93 368	91 732	1 636
	Total Schedule D					113 078	111 147	1 931
	Total Long Term Capital Gain Distribution							3 305
	Class Action Settlement Treated as Long Term Capital Gain Distribution							13
	Total Gain (Loss)							5 249

JOY C. HINSON-RIDER FOUNDATION
38-3163729

136 E. MICHIGAN AVENUE, SUITE 1201, KALAMAZOO, MI 49007
2012 RETURN OF PRIVATE FOUNDATION EXEMPT FROM INCOME TAX
FORM 990-PF

PART VIII - INFORMATION ABOUT OFFICERS, DIRECTORS, AND TRUSTEES

NOTE (1)

The Connable Office, Inc has been appointed agent by the Trustees of the Foundation to serve as custodian and investment manager of the funds and property of the Foundation For these services, under the Agency Agreement, The Connable Office, Inc receives annual fees at the rate of 1% of the market value of the assets, with a minimum annual fee of $7,500

Messrs Hilboldt, Melvin, Eldridge, Kruis and Weller are employed by, or have an ownership interest in, The Connable Office, Inc

Account Name: Joy C Hinson-Rider Foundation

Prices As Of : 12/31/2012

Shares	Asset Description		Cost	Market
	Fixed Income Funds			
3,555 067	PIMCO Hıgh Yıeld Fund		29,935 78	34,270 85
643 92	PIMCO Total Return Fund		7,011 61	7,237 66
2,365 486	PIMCO Unconstraıned Bond Fund-Cl I		26,470 00	27,155 78
281 426	VG Short Term Bond Index Fund-Sıg		3,000 00	2,991 56
4,704 058	VG Total Bond Market Index Fund		46,995 94	52,168 00
	Sub Total	$	**113,413.33**	**123,823.85**
	U S Equity Funds			
288 306	Baron Growth Fund		11,658 56	15,470 50
590 372	Hennessy Small Cap Fınancıal Fund-Cl I		6,500 00	7,367 84
303	SPDR S&P 500 ETF Trust		26,670 22	43,150 23
4,718 115	T Rowe Prıce Equıty Income Fund		114,180 54	124,794 14
1,071 139	Thırd Avenue Small Cap Value Fund		15,460 36	23,961 38
	Sub Total	$	**174,469.68**	**214,744.09**
	International Equity Funds			
930 441	Harbor Internatıonal Fund		34,044 80	57,798 99
403	ıShares MSCI Emergıng Markets Index Fund		13,079 63	17,873 05
377	ıShares MSCI EMU Index Fund		11,800 63	12,614 42
3,208 286	Lazard Internatıonal Equıty Open Fund		45,405 82	47,931 79
1,061 75	Matthews Asıan Growth and Income Fund-Cl I		17,341 00	19,748 55
1,424 546	Matthews Japan Fund-Cl I		18,297 70	17,464 93

Account Name: Joy C Hinson-Rider Foundation

Shares	Asset Description		Cost	Market
		Prices As Of : 12/31/2012		
711 771	Virtus Emerging Markets Opportunities Fd-Cl I		6,470 00	7,338 36
3,783 062	Wasatch Emerging Markets Small Cap Fund		9,532 00	10,630 40
83	Wisdom Tree Japan Hedged Equity Fund		2,644 58	3,061 04
	Sub Total	$	**158,616.16**	**194,461.53**
	Absolute Return			
440 558	AQR Diversified Arbitrage Fund Cl N		4,839 91	4,850 54
2,134 269	Eaton Vance Global Macro Abs Return Fund-Cl A		21,300 00	21,001 21
2,219 235	IVA Worldwide Fund-Cl A		34,038 90	35,285 84
512 846	PIMCO All Asset All Authority Fund-Cl I		5,343 49	5,687 46
	Sub Total	$	**65,522.30**	**66,825.05**
	Commodities			
151	First Trust ISE-Revere Natural Gas Index		2,306 10	2,367 68
48	iShares DJ US Oil Equipment Index		2,532 52	2,448 48
277	Market Vectors Agribusiness ETF		13,940 63	14,614 52
273	Market Vectors Gold Miners ETF		10,089 57	12,664 47
11	SPDR Energy Select Sector		816 78	785 62
83	SPDR S&P Metals & Mining		3,193 84	3,745 79
158	SPDR S&P Oil & Gas Exploration & Prod		7,970 06	8,544 64
210 504	VG Precious Metals and Mining Fund-Inv		6,089 89	3,357 54
	Sub Total	$	**46,939.39**	**48,528.74**
	Real Estate Investments			

Account Name: Joy C Hinson-Rider Foundation

Prices As Of : 12/31/2012

Shares	Asset Description		Cost	Market
347 403	Cohen & Steers Institutional Realty Shares		7,549 28	14,618 72
348 208	EII International Property Fund		6,414 00	6,720 41
351	SPDR DJ Wilshire International Real Estate Fd		13,777 79	14,513 85
39	SPDR Dow Jones REIT		2,199 38	2,845 83
	Sub Total	$	**29,940.45**	**38,698.81**
	Bank Accounts			
79 84	Fifth Third Sweep Account		79 84	79 84
	Sub Total	$	**79.84**	**79.84**
	Money Market Funds			
11,100	Federated Inst Prime Obligations MM Cash Res		11,100 00	11,100 00
200	Northern Trust Inst USGS MM 2012 Inc Tax Res		200 00	200 00
5,516 05	Northern Trust Inst USGS MM Invested Cash		5,516 05	5,516 05
	Sub Total	$	**16,816.05**	**16,816.05**
	Grand Total	$	**605,797.20**	**703,977.96**