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Form **990-PF**

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

OMB No. 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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

Name of foundation <b>GERALDINE AND R A BARROWS FOUNDATION 100137</b>		A Employer identification number <b>43-1184875</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>UMB BANK, P. O. BOX 415044 M/S 1020307</b>		B Telephone number (see instructions) <b>816- 860-7711</b>
City or town, state, and ZIP code <b>KANSAS CITY, MO 64141-6692</b>		C If exemption application is pending, check here <input type="checkbox"/>  D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>  E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		
Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 7,098,232.</b> J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	210,723.	208,629.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-31,689.			
	b Gross sales price for all assets on line 6a	2,112,407.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,734.			STMT 1
	12 Total. Add lines 1 through 11	181,768.	208,629.		
	13 Compensation of officers, directors, trustees, etc.	57,056.	28,528.		28,528.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	2,032.	164.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	13.	13.		
	24 Total operating and administrative expenses. Add lines 13 through 23	59,901.	28,705.	NONE	29,328.
	25 Contributions, gifts, grants paid	349,900.			349,900.
	26 Total expenses and disbursements. Add lines 24 and 25	409,801.	28,705.	NONE	379,228.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-228,033.			
	b Net investment income (if negative, enter -0-)		179,924.		
	c Adjusted net income (if negative, enter -0-)				

no

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash - non-interest-bearing . . . . .			
	<b>2</b>	Savings and temporary cash investments . . . . .			
	<b>3</b>	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	<b>4</b>	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .			
	<b>10 a</b>	Investments - U.S. and state government obligations (attach schedule) .			
	<b>b</b>	Investments - corporate stock (attach schedule) . . . . .			
	<b>c</b>	Investments - corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments - land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)			
	<b>12</b>	Investments - mortgage loans . . . . .			
	<b>13</b>	Investments - other (attach schedule) . . . . .	5,645,993.	5,422,165.	7,098,232.
	<b>14</b>	Land, buildings, and equipment: basis Less: accumulated depreciation ▶ (attach schedule)			
<b>15</b>	Other assets (describe ▶)				
<b>16</b>	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	5,645,993.	5,422,165.	7,098,232.	
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .			
	<b>18</b>	Grants payable . . . . .			
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons .			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶)			
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b>	Unrestricted . . . . .			
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>				
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .	5,645,993.	5,422,165.	
	<b>28</b>	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds . .			
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	5,645,993.	5,422,165.		
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	5,645,993.	5,422,165.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	5,645,993.
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-228,033.
<b>3</b>	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 5</b>	<b>3</b>	4,205.
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	5,422,165.
<b>5</b>	Decreases not included in line 2 (itemize) ▶	<b>5</b>	
<b>6</b>	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	<b>6</b>	5,422,165.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
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 2,112,407.		2,144,096.	-31,689.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			-31,689.		
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	-31,689.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	356,022.	7,060,127.	0.050427
2010	340,891.	6,839,363.	0.049843
2009	339,932.	6,657,559.	0.051060
2008	432,763.	7,391,132.	0.058552
2007	314,481.	7,681,505.	0.040940
2 Total of line 1, column (d)			2 0.250822
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 0.050164
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 7,092,102.
5 Multiply line 4 by line 3			5 355,768.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,799.
7 Add lines 5 and 6			7 357,567.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 379,228.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	1,799.
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	1,799.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	1,799.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	3,736.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	3,736.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	1,937.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 900. Refunded <input type="checkbox"/> . . . . .	11	1,037.	

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>UMB BANK, N.A.</u> Telephone no. <u>(816) 860-7711</u>			
	Located at <u>1010 GRAND, KANSAS CITY, MO</u> ZIP+4 <u>64106</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .	15		
and enter the amount of tax-exempt interest received or accrued during the year . . . . .				
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	Yes	No
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <u></u>		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) . . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**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** ☒

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
UMB BANK, N.A. 1010 GRAND, KANSAS CITY, MO 64106	TRUSTEE 1	57,056.	- 0 -	- 0 -

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

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

**Total** number of other employees paid over \$50,000 ☐ **NONE**

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,969,546.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	230,558.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	7,200,104.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7,200,104.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	108,002.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	7,092,102.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	354,605.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	354,605.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	1,799.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,799.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	352,806.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	352,806.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	352,806.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	379,228.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	379,228.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	1,799.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	377,429.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				352,806.
<b>2</b> Undistributed income, if any, as of the end of 2012:				
<b>a</b> Enter amount for 2011 only . . . . .			NONE	
<b>b</b> Total for prior years: 20 <u>10</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007 . . . . .	NONE			
<b>b</b> From 2008 . . . . .	72,540.			
<b>c</b> From 2009 . . . . .	11,872.			
<b>d</b> From 2010 . . . . .	7,257.			
<b>e</b> From 2011 . . . . .	6,750.			
<b>f</b> Total of lines 3a through e . . . . .	98,419.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>379,228.</u>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2012 distributable amount . . . . .				352,806.
<b>e</b> Remaining amount distributed out of corpus . . . . .	26,422.			
<b>5</b> Excess distributions carryover applied to 2012 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	124,841.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	124,841.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008 . . . . .	72,540.			
<b>b</b> Excess from 2009 . . . . .	11,872.			
<b>c</b> Excess from 2010 . . . . .	7,257.			
<b>d</b> Excess from 2011 . . . . .	6,750.			
<b>e</b> Excess from 2012 . . . . .	26,422.			

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

SEE STATEMENT 6

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b>  SEE STATEMENT 10				349,900.
<b>Total</b> . . . . .			▶ <b>3a</b>	349,900.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			▶ <b>3b</b>	





FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	2,734.
	-----
TOTALS	2,734.
	=====

## FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
	-----	-----	-----	-----
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====



## FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	164.	164.
FEDERAL ESTIMATES - INCOME	1,868.	
	-----	-----
TOTALS	2,032.	164.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	6.	6.
OTHER NON-ALLOCABLE EXPENSE -	7.	7.
TOTALS	13.	13.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

ROUNDING	4.
EATON VANCE ADJ	39.
ADJ FOR FUTURE FEES PAYABLE	4,162.
	-----
TOTAL	4,205.
	=====

RECIPIENT NAME:

JAN LEONARD, UMB BANK

ADDRESS:

P.O. BOX 41962

KANSAS CITY, MO 64106

RECIPIENT'S PHONE NUMBER: 816-860-1933

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GEOGRAPHIC: KC AREA CHARITY FIELDS: UNDERPRIVILEGED CHILDREN

## RECIPIENT NAME:

AFA (AGRICULTURAL FUTURE  
OF AMERICA)

## ADDRESS:

P. O. BOX 414838  
KANSAS CITY, OH 64141

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 150,000.

## RECIPIENT NAME:

CENTRAL UNITED METHODIST  
CHURCH

## ADDRESS:

5144 OAK ST.  
KANSAS CITY, MO 64113

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

PROGRAM SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

KANSAS CITY SYMPHONY

## ADDRESS:

1020 CENTRAL, SUITE 300  
KANSAS CITY, MO 64105-1672

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING EXPENSES

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 50,000.

RECIPIENT NAME:  
NAZARENE THEOLOGICAL  
SEMINARY  
ADDRESS:  
1700 E. MEYER BLVD.  
KANSAS CITY, MO  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
PROGRAM SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
KANSAS CITY ROSE SOCIETY  
ADDRESS:  
WORNALL RD & W 51ST TERRACE  
KANSAS CITY, MO 64112  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
THE SALVATION ARMY  
ADDRESS:  
3637 BROADWAY  
KANSAS CITY, MO 64111  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 45,000.

RECIPIENT NAME:  
KEMPER MUSEUM OF CONTEMPORARY  
ART  
ADDRESS:  
4420 WARWICK BOULEVARD  
KANSAS CITY, MO 64111  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 400.

RECIPIENT NAME:  
LAZARUS MINISTRIES  
ADDRESS:  
205 E 9TH STREET  
KANSAS CITY, MO 64106  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
VISION RESEARCH FOUNDATION  
ADDRESS:  
2300 HOLMES STREET  
KANSAS CITY, MO 64108  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
THE CHILDREN'S PLACE  
ADDRESS:  
970-A NORTHWEST BLUE PARKWAY  
LEE'S SUMMIT, MO 64086  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
OZANAM  
ADDRESS:  
421 E 137 STREET  
KANSAS CITY, MO 64145  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
CITY UNION MISSION  
ADDRESS:  
1100 E 11TH STREET  
KANSAS CITY, MO 64106  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 45,000.

TOTAL GRANTS PAID: 349,900.  
=====





Account Name:

Geraldine and R A Barrows Foundation

Account Number: 100137

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Statement Period: Dec. 1 - Dec. 31, 2012

## Statement of Investment Position

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated	
		Unit	Total	Unit	Total		Annual Income	Yield %
Equity Securities								
Common Stock								
1,140 3M Corp	MMM 88579Y101	9.13	10,411.74	92.85	105,849.00	95,437.26	2,690	2.54
2,090 Abbott Laboratories	ABT 002824100	31.96	66,799.29	65.50	136,895.00	70,095.71	1,170	0.85
1,800 Alcoa Inc	AA 013817101	17.99	32,375.25	8.68	15,624.00	(16,751.25)	216	1.38
825 Alexander & Baldwin Inc	ALEX 014491104	18.09	14,924.21	29.37	24,230.25	9,306.04	0	
2,523 Alliant Energy Corp	LNT 018802108	33.54	84,611.41	43.91	110,784.93	26,173.52	4,541	4.10
1,230 Ameren Corp	AEE 023608102	41.86	51,492.05	30.72	37,785.60	(13,706.45)	1,968	5.21
950 American Electric Power Inc	AEP 025537101	32.16	30,550.10	42.68	40,546.00	9,995.90	1,786	4.40
1,120 Arch Coal Inc	ACI 039380100	24.26	27,171.20	7.32	8,198.40	(18,972.80)	134	1.64
2,460 AT & T Inc	T 00206R102	4.05	9,971.10	33.71	82,926.60	72,955.50	4,428	5.34
540 BHP Billiton Ltd One ADR Represents 2 Ord Shrs	BHP 088606108	48.84	26,371.87	78.42	42,346.80	15,974.93	1,210	2.86
3,800 Cerner Corp	CERN 156782104	15.66	59,498.78	77.51	294,538.00	235,039.22	0	
1,345 Chevron Corp	CVX 166764100	58.68	78,927.11	108.14	145,448.30	66,521.19	4,842	3.33
1,425 Cigna Corp	CI 125509109	7.23	10,307.50	53.46	76,180.50	65,873.00	57	0.07
958 Coca Cola Co	KO 191216100	31.21	29,896.79	36.25	34,727.50	4,830.71	977	2.81
1,000 Colgate Palmolive Co	CL 194162103	84.57	84,566.60	104.54	104,540.00	19,973.40	2,480	2.37
2,955 ConocoPhillips	COP 20825C104	22.37	66,110.75	57.99	171,360.45	105,249.70	7,801	4.55
600 Digital Realty Trust Inc	DLR 253868103	74.66	44,795.52	67.89	40,734.00	(4,061.52)	1,752	4.30

UMB Bank of America, N.A. Member FDIC





Account Name:

Geraldine and R A Barrows Foundation

Account Number: 100137

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Statement Period: Dec. 1 - Dec. 31, 2012

## Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities (continued)							
Common Stock (continued)							
1,000 Eaton Corp Plc	ETN G29183103	51.95	51,945.00	54.18	54,180.00	2,235.00	1,520 2.81
Sedol B8KQN82 665 EMC Corp	EMC 268648102	28.27	18,797.16	25.30	16,824.50	(1,972.66)	0
698 ExxonMobil Corp	XOM 30231G102	5.07	3,539.07	86.55	60,411.90	56,872.83	1,591 2.63
850 Firstenergy Corp	FE 337932107	35.64	30,293.75	41.76	35,496.00	5,202.25	1,870 5.27
855 Great Plains Energy Inc	GXP 391164100	32.07	27,419.85	20.31	17,365.05	(10,054.80)	744 4.28
1,385 Heinz H J Co	HNZ 423074103	33.86	46,896.10	57.68	79,886.80	32,990.70	2,853 3.57
800 Home Depot Inc	HD 437076102	51.89	41,510.16	61.85	49,480.00	7,969.84	928 1.88
623 Illinois Tool Works Inc	ITW 452308109	48.01	29,907.12	60.81	37,884.63	7,977.51	947 2.50
1,850 Intel Corp	INTC 458140100	37.41	69,213.13	20.62	38,147.00	(31,066.13)	1,665 4.36
1,375 International Business Machines	IBM 459200101	42.17	57,987.87	191.55	263,381.25	205,393.38	4,675 1.77
640 Johnson & Johnson	JNJ 478160104	59.85	38,303.00	70.10	44,864.00	6,561.00	1,562 3.48
1,200 Johnson Controls Inc	JCI 478366107	33.03	39,633.24	30.67	36,804.00	(2,829.24)	912 2.48
1,330 Kimberly Clark Corp	KMB 494368103	42.71	56,810.90	84.43	112,291.90	55,481.00	3,937 3.51
3,400 Marathon Oil Corp	MRO 565849106	6.60	22,440.77	30.66	104,244.00	81,803.23	2,312 2.22
1,700 Marathon Petroleum Corp	MPC 56585A102	8.93	15,179.97	63.00	107,100.00	91,920.03	2,380 2.22
825 Matson Inc	MATX 57686G105	18.09	14,924.21	24.72	20,394.00	5,469.79	495 2.43
379 McDonalds Corp	MCD 580135101	78.87	29,893.59	88.21	33,431.59	3,538.00	1,167 3.49
745 Mando Inc	MDT	44.65	31,026.80	41.02	29,320.30	(1,706.50)	744 2.54

# Statement of Investment Position (continued)

## Units Description

Symbol  
Cusip

Cost Basis

Market Value

Estimated  
Annual Yield  
Income %

Unrealized  
Gain / (Loss)

Total

Unit

Total

Unit

Total

Unit

Total

Unit

Total

Unit

Total

## Equity Securities (continued)

### Common Stock (continued)

5,360 Microsoft Corp

1,615 Molex Inc

1,260 Nucor Corp

2,095 Occidental Petroleum Corp

1,300 Paychex Inc

1,805 Pepsico Inc

835 Pfizer Inc

1,170 PG&amp;E Corporation

1,477 Phillips 66

280 Roche Holding Ltd - ADR  
One ADR repstg 1/2 Share

1,140 Schlumberger Ltd

680 Spectra Energy Corp

484 Stanley Black &amp; Decker Inc

850 Target Corp

520 Texas Instruments Inc

200 Toronto Dominion Bank

361 V F Corp

855 Walgreen Co

MSFT

594918104

MOLX

608554101

NUE

670346105

OXY

674599105

PAYX

704326107

PEP

713448108

PFE

717081103

PCG

69331C108

PSX

718546104

RHHBY

771195104

SLB

806857108

SE

847560109

SWK

854502101

TGT

87612E106

TXN

882508104

TD

891160509

VFC

918204108

WAGC

34.85 186,810.40 26.71 143,163.99 (43,646.41) 4,931 3.44

37.54 60,627.54 27.33 44,137.95 (16,489.59) 1,421 3.22

26.85 33,835.41 43.16 54,381.60 20,546.19 1,852 3.41

14.28 29,923.20 76.61 160,497.95 130,574.75 4,525 2.82

31.02 40,328.86 31.10 40,430.00 101.14 1,716 4.24

20.34 36,716.41 68.43 123,516.15 86,799.74 3,881 3.14

17.66 16,512.10 25.08 23,449.15 6,937.05 898 3.83

42.34 49,540.92 40.18 47,010.60 (2,530.32) 2,129 4.53

13.30 19,637.77 53.10 78,428.70 58,790.93 1,477 1.88

43.26 12,112.80 50.25 14,071.12 1,958.32 432 3.07

24.83 28,310.23 69.30 79,000.40 50,690.17 1,254 1.59

20.20 13,736.90 27.38 18,618.40 4,881.50 830 4.46

23.68 11,462.26 73.97 35,801.48 24,339.22 949 2.65

26.23 24,913.75 59.17 56,211.50 31,297.75 1,368 2.43

66.89 34,781.19 30.89 16,062.80 (18,718.39) 437 2.72

72.70 14,539.12 84.33 16,866.00 2,326.88 621 3.68

81.09 29,274.36 150.97 54,500.17 25,225.81 1,256 2.31

26.01 22,236.41 37.01 31,643.55 9,407.14 941 2.97



Account Name: Geraldine and R A Barrows Foundation

Account Number: 100137

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Statement Period: Dec. 1 - Dec. 31, 2012

## Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Equity Securities (continued)							
Common Stock (continued)							
2,199 Weyerhaeuser Co	WY 962166104	16.46	36,198.81	27.82	61,176.18	24,977.37	1,495 2.44
Total Common Stock		2,173,298.27		3,848,038.04		1,674,739.77	104,751
Total Equity Securities		2,173,298.27		3,848,038.04		1,674,739.77	104,751
Fixed Income Securities							
Government & Agency Bonds							
19,563.666 Govt National Mtg Assn DTD 12/1/2002 5.0000% 12/20/2017 Pool # 003313	36202DVE8	1.02	19,979.38	109.63	21,446.67	1,467.29	978 4.56
758.516 Govt National Mtg Assn DTD 2/1/1999 6.0000% 2/15/2014 Pool # 434197	36207KKJ8	1.00	758.53	102.88	780.32	21.79	46 5.83
26,663.0925 Govt National Mtg Assn DTD 3/1/2003 5.0000% 3/15/2018 Pool # 602200	36200H7M0	1.04	27,654.61	109.58	29,216.92	1,562.31	1,333 4.56
31,265.9985 Govt National Mtg Assn DTD 3/1/2003 5.0000% 3/15/2018 Pool # 591972	36201ST58	1.04	32,428.72	107.48	33,606.06	1,177.34	1,563 4.65
28,615.0178 Govt National Mtg Assn DTD 8/1/2003 5.0000% 8/15/2018 Pool # 612970	36202X6F9	1.03	29,536.09	109.58	31,355.80	1,819.71	1,431 4.56
75,471.536 Govt National Mtg Assn II DTD 6/1/2004 5.0000% 6/20/2019 Pool # 003563	36202D5Y3	1.01	76,556.44	109.59	82,712.09	6,155.65	3,774 4.56
15,641.3145 Govt National Mtg Assn II DTD 8/1/2004 5.0000% 8/20/2019 Pool # 003589	36202D7A3	1.02	15,963.92	109.59	17,141.90	1,177.98	782 4.56
Total Government & Agency Bonds		202,877.69		216,259.76		13,382.07	9,907
Corporate Bonds							
100,000 Allac Inc DTD 8/9/2010 3.450% 8/15/2015 Sr Unsecured Notes	001055AE2	1.06	106,493.00	106.71	106,711.00	218.00	3,450 1.45



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## Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Corporate Bonds (continued)							
100,000 Alcoa Inc DTD 1/25/2007 5.550% 2/1/2017	013817AL5	1.10	110,112.00	108.25	108,254.00	(1,858.00)	5,550 3.20
BBB- 100,000 AT&T Inc DTD 8/18/2011 2.400% 8/15/2016	00206RAY8	1.02	101,552.00	104.36	104,357.00	2,805.00	2,400 2.06
A- 100,000 Bhp Billiton Finance DTD 4/17/2003 4.800% 4/15/2013	055451AA6	1.06	106,208.00	101.25	101,253.00	(4,955.00)	4,800 2.99
A+ 100,000 BP Capital Markets Plc DTD 10/1/2010 3.125% 10/1/2015	05565QBN7	1.06	105,796.00	106.16	106,155.00	359.00	3,125 1.51
A 100,000 Cisco Systems Inc DTD 3/16/2011 1.625% 3/14/2014	17275RAJ1	1.01	101,352.00	101.50	101,496.00	144.00	1,625 1.12
A+ 100,000 E I Du Pont De Nemours Co DTD 9/23/2010 1.950% 1/15/2016	263534CD9	1.02	102,392.00	103.12	103,117.00	725.00	1,950 1.37
Sr Unsecured Notes A 75,000 General Electric Co DTD 12/6/2007 5.250% 12/6/2017	369604BC6	1.16	87,093.00	117.92	88,436.25	1,343.25	3,938 2.19
Senior Unsecured Notes AA+ 100,000 Georgia Power Company DTD 11/12/2008 6.000% 11/1/2013	373334JM4	1.12	111,751.00	104.44	104,436.00	(7,315.00)	6,000 0.99
Sr Unsecured Notes A 50,000 Goldman Sachs Group Inc DTD 9/29/2004 5.000% 10/1/2014	38143UAW1	1.05	52,634.00	106.52	53,259.50	625.50	2,500 2.77
A- 100,000 Hewlett Packard Co DTD 5/31/2011 1.550% 5/30/2014	428236BK8	1.01	100,879.00	99.78	99,776.00	(1,103.00)	1,550 1.25





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## Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield %
		Unit	Total	Unit	Total		
Fixed Income Securities (continued)							
Corporate Bonds (continued)							
100,000 Home Depot Inc DTD 3/24/2006 5.400% 3/1/2016 Senior Notes A-	437076AP7	1.16	115,638.00	114.24	114,242.00	(1,396.00)	5,400 1.21
100,000 Honeywell International Inc DTD 3/15/2007 5.300% 3/15/2017 A	438516AS5	1.19	118,578.00	117.25	117,254.00	(1,324.00)	5,300 1.33
100,000 IBM Corp DTD 11/6/2009 2.100% 5/6/2013 Sr Unsecured Notes AA-	459200GR6	1.00	100,256.00	100.62	100,624.00	368.00	2,100 2.02
150,000 Lowes Companies Inc DTD 11/22/2010 2.125% 4/15/2016 Sr Unsecured Notes Call 3/15/16 @ 100 A-	548661CS4	1.02	152,505.00	103.74	155,604.00	3,099.00	3,188 1.73
150,000 Merck & Co Inc DTD 12/10/2010 2.250% 1/15/2016 AA	58933YAB1	1.05	156,769.50	104.49	156,730.50	(39.00)	3,375 1.15
100,000 Occidental Petroleum Corp DTD 8/18/2011 1.750% 2/15/2017 Sr Unsecured Notes A	674599CB9	1.02	102,247.00	102.54	102,544.00	297.00	1,750 1.26
100,000 Pepsico Inc DTD 1/14/2010 3.100% 1/15/2015 A-	713448BM9	1.05	105,196.00	104.96	104,956.00	(240.00)	3,100 1.58
100,000 Pfizer Inc DTD 3/24/2009 5.350% 3/15/2015 Sr Unsecured Notes AA	717081DA8	1.12	112,108.00	110.13	110,131.00	(1,977.00)	5,350 0.83
100,000 Phillips 66 DTD 3/12/2012 2.950% Ser 144A 5/1/2017 BBB	718546AG9	1.02	102,492.00	105.98	105,984.00	3,492.00	2,950 2.41
100,000 Shell International E		1.00	100,000.00	100.00	100,000.00	0.00	0.00 0.00

# Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Income	Yield %
		Unit	Total	Unit	Total			
Fixed Income Securities (continued)								
Corporate Bonds (continued)								
100,000 Simon Property Group Inc DTD 11/16/2011 2.800% 1/30/2017 Sr Unsecured A-	828807CH8	1.07	106,749.00	105.52	105,519.00	(1,230.00)	2,800	1.16
150,000 Teva Pharma Fin IV LLC DTD 11/10/2011 1.700% 11/10/2014 A-	88166HAA5	1.01	150,939.00	102.30	153,453.00	2,514.00	2,550	1.48
100,000 UnitedHealth Group Inc DTD 12/15/2007 6.000% 6/15/2017 Sr Unsecured Notes A	91324PAW2	1.21	121,295.00	119.94	119,940.00	(1,355.00)	6,000	1.64
75,000 Vale Overseas Ltd DTD 1/10/2006 6.250% 1/11/2016 A-	91911TAF0	1.14	85,215.00	112.51	84,382.50	(832.50)	4,688	2.41
100,000 Verizon Communications Inc DTD 4/3/2007 5.500% 4/1/2017 Senior Unsecured Notes A-	92343VAG9	1.18	117,983.00	117.35	117,350.00	(633.00)	5,500	1.67
100,000 Wachovia Corp DTD 6/8/2007 5.750% 6/15/2017 Senior Notes A+	929903DT6	1.19	118,909.00	118.44	118,437.00	(472.00)	5,750	1.49
Total Corporate Bonds		2,980,857.50		2,948,802.75		(12,054.75)	100,688	
Total Fixed Income Securities		3,163,735.19		3,165,082.61		1,327.32	110,594	
Money Markets and Cash								
Money Market Funds								
85,049.35 Fidelity Treasury Only Fund #680	233809300	1.00	85,049.35	1.00	85,049.35		8	0.01
Total Money Market Funds		85,049.35		85,049.35		0.00	8	





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### Statement of Investment Position (continued)

Units Description	Symbol Cusip	Cost Basis		Market Value		Unrealized Gain / (Loss)	Estimated Annual Yield Income %
		Unit	Total	Unit	Total		
Money Markets and Cash (continued)							
Cash							
83.77 Cash		1.00	83.77	1.00	83.77		0
Total Cash			83.77		83.77	0.00	0
Total Money Markets and Cash			85,133.12		85,133.12	0.00	8
Account Total			5,422,164.58		7,098,231.67	1,676,067.09	215,353