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Form 990-PF

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

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

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

Name of foundation: RALPH WILSON FOUNDATION. A Employer identification number: 45-4078238. B Telephone number: (254) 774-8333. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 3,091,213. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(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 . . . . .	377,500	355,726	355,726			
	<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 page 15 of the 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>10a</b> Investments—U S and state government obligations (attach schedule)						
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	150,185 <input type="checkbox"/>	245,348	252,389			
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	1,034,283 <input type="checkbox"/>	933,763	974,696			
	<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) . . . . .	1,508,696 <input type="checkbox"/>	1,434,448	1,508,402			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
<b>15</b> Other assets (describe ▶ _____)	<input type="checkbox"/> 139						
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,070,803	2,969,285	3,091,213				
<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 ▶ _____)	<input type="checkbox"/> 12 <input type="checkbox"/>	1,061					
<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	12	1,061					
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	<b>24</b> Unrestricted . . . . .	3,070,791	2,968,224				
	<b>25</b> Temporarily restricted . . . . .						
	<b>26</b> Permanently restricted . . . . .						
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	<b>27</b> Capital stock, trust principal, or current funds . . . . .						
	<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 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,070,791	2,968,224					
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,070,803	2,969,285					

**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>	3,070,791
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-101,495
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	2,969,296
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	<b>5</b>	1,072
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	2,968,224

**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</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

<b>2</b>	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 }	<b>2</b>	10,109
<b>3</b>	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	}	<b>3</b>	

**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		3,015,557	
2010			
2009			
2008			
2007			

<b>2</b> Total of line 1, column (d).	<b>2</b>	
<b>3</b> 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	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	<b>4</b>	3,067,848
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	1,061
<b>7</b> Add lines 5 and 6.	<b>7</b>	1,061
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	168,000

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)**

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	1,061
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	1,061
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	1,061
<b>6</b>	Credits/Payments		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	1,061
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

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

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

<b>11</b> 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). . . . .	<b>11</b>		<b>No</b>
<b>12</b> 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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of <b>THOMAS BAIRD</b> Telephone no <b>(254) 774-8333</b> Located at <b>15 N MAIN ST TEMPLE TX</b> ZIP+4 <b>76501</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b> 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? . . . . .	<b>16</b>		<b>No</b>

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country **N/A**

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

		<b>Yes</b>	<b>No</b>
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
<b>1a</b> During the year did the foundation (either directly or indirectly)			
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(2)</b> 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			
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(5)</b> 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			
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>		
<b>c</b> 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? . . . . .	<b>1c</b>		
<b>2</b> 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))			
<b>a</b> 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 <b>20___, 20___, 20___, 20___</b>			
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	<b>2b</b>		
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20___, 20___, 20___, 20___</b>			
<b>3a</b> 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>b</b> If "Yes," did it have excess business holdings in 2012 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ) . . . . .	<b>3b</b>		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

**5a** During the year did the foundation pay or incur any amount to

**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

**(3)** Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).  Yes  No

**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here.  Yes  No

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No  
If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**  Yes  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
NONE				

**Total** number of other employees paid over \$50,000.  Yes  No

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total** number of others receiving over \$50,000 for professional services. . . . . **▶**

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

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

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3. . . . . **▶**

**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>	2,757,313
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	357,254
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	3,114,567
<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>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	3,114,567
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	46,719
<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>	3,067,848
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	153,392

**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>	153,392
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	1,061
<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>	1,061
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	152,331
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	152,331
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	152,331

**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>	168,000
<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>	
<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>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<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>	168,000
<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>	1,061
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	166,939

**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				152,331
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .			14,033	
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .				
<b>b</b> From 2008. . . . .				
<b>c</b> From 2009. . . . .				
<b>d</b> From 2010. . . . .				
<b>e</b> From 2011. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>168,000</u>				
<b>a</b> Applied to 2011, but not more than line 2a			14,033	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2012 distributable amount. . . . .				152,331
<b>e</b> Remaining amount distributed out of corpus	1,636			
<b>5</b> Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<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	1,636			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				0
<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). . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	1,636			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .				
<b>b</b> Excess from 2009. . . . .				
<b>c</b> Excess from 2010. . . . .				
<b>d</b> Excess from 2011. . . . .				
<b>e</b> Excess from 2012. . . . .	1,636			

**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			<b>(e) Total</b>
	<b>(a) 2012</b>	<b>(b) 2011</b>	<b>(c) 2010</b>	<b>(d) 2009</b>	
<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 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) )

NA

**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

NA

**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  
NA

**b** The form in which applications should be submitted and information and materials they should include  
N/A

**c** Any submission deadlines  
N/A

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

**Part XV** **Supplementary Information** (continued)

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

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> RALPH WILSON YOUTH CLUB PO BOX 1346 TEMPLE, TX 76503			OPERATING & CAPITAL EXPENSES	164,000
TEMPLE CIVIC THEATRE 2413 SOUTH 13TH STREET TEMPLE, TX 76504			OPERATING & CAPITAL EXPENSES	2,000
CULTURAL ACTIVITIES CENTER 3011 NORTH 3RD STREET TEMPLE, TX 76501			OPERATING & CAPITAL EXPENSES	2,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	168,000

<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	



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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (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 Table with 3 columns: (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 Signature of officer or trustee Date Title

Paid Preparer Use Only Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN Firm's name MATTHEWSLUDWICKTEMPLIN & MONTGOMERY PC Firm's EIN Firm's address TEMPLE, TX 76504 Phone no (254) 771-0061

**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 WILSON  1028 POINT VIEW CIRCLE BELTON, TX 76513	PRESIDENT 0 01	0	0	0
THOMAS C BAIRD  15 N MAIN ST TEMPLE, TX 76501	VICE PRESIDE 0 01	0	0	0
JANICE WILSON  4402 STAGECOACH TRAIL TEMPLE, TX 76502	SECRETARY 0 01	0	0	0
SHARON WILSON  5006 SUNFLOWER LANE TEMPLE, TX 76502	TREASURER 0 01	0	0	0
SUNNY WILSON  4320 SUNFLOWER LANE TEMPLE, TX 76502	HONORARY CHA 0 01	0	0	0
MARIA WILSON  1028 POINT VIEW CIRCLE BELTON, TX 76513	DIRECTOR 0 01	0	0	0
TERESA WILSON  12114 SANDY COURT HERNDON, VA 20170	DIRECTOR 0 01	0	0	0
DEAN WINKLER  2703 AIRPORT RD TEMPLE, TX 76504	DIRECTOR 0 01	0	0	0
BETTE SNYDER  413 COLE AVENUE TEMPLE, TX 76501	DIRECTOR 0 01	0	0	0
PHILLIP SNYDER  413 COLE AVENUE TEMPLE, TX 76501	DIRECTOR 0 01	0	0	0
JOHN CUNNINGHAM JR  3001 SLEEPY HOLLOW TEMPLE, TX 76502	DIRECTOR 0 01	0	0	0
BILL REEDER  4815 BRIGHTON PLACE TEMPLE, TX 76502	DIRECTOR 0 01	0	0	0
JEFFERY WILSON  31 MARGRANITA CRESCENT AUSTIN, TX 78703	DIRECTOR 0 01	0	0	0

**Form 990PF Part XVI-A Line 11 - Other revenue:**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		<b>(e)</b> Related or exempt function income (See the instructions )
	<b>(a)</b> Business code	<b>(b)</b> Amount	<b>(c)</b> Exclusion code	<b>(d)</b> Amount	
<b>11</b> Other revenue					
<b>a</b> K-1 LOSS - INERGY, LP					-1,030
<b>b</b> K-1 LOSS - PLAINS ALL AMERI					-34
<b>c</b> K-1 OTHER LOSS - PLANINS AL					-22
<b>d</b> K-1 LOSS - ENERGY TRANSFER					-264
<b>e</b> K-1 NET SEC 1231 LOSS					-2
<b>f</b> K-1 LOSS - SUBURBAN PROPANE					-74
<b>g</b> K-1 NET SEC 1231 LOSS - SUB					-11
<b>h</b> K-1 LOSS - PVR PARTNERS, LP					-594
<b>i</b> K-1 LOSS - PVR PARTNERS, LP					-2,551
<b>j</b> K-1 RENTAL INC - PVR PARTNE					7
<b>k</b> K-1 RENTAL INC - PVR PARTNE					36
<b>l</b> K-1 NET SEC 1231 - PVR PART					103
<b>m</b> K-1 NET SEC 1231 - PVR PART					352
<b>n</b> K-1 LOSS - ENTERPRISE PRODU					-559
<b>o</b> K-1 LOSS - ENTERPRISE PRODU					-1,614
<b>p</b> K-1 LT CAP GAIN - ENTERPRIS					352
<b>q</b> K-1 NET SEC 1231 - ENTERPRI					-10
<b>r</b> K-1 NET SEC 1231 - ENTERPRI					-38

## TY 2012 Accounting Fees Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,505	5,505		

# TY 2012 Compensation Explanation

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Person Name	Explanation
JAMES WILSON	
THOMAS C BAIRD	
JANICE WILSON	
SHARON WILSON	
SUNNY WILSON	
MARIA WILSON	
TERESA WILSON	
DEAN WINKLER	
BETTE SNYDER	
PHILLIP SNYDER	
JOHN CUNNINGHAM JR	
BILL REEDER	
JEFFERY WILSON	

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

**TY 2012 Gain/Loss from Sale of Other Assets Schedule**

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CASH IN LIEU - SUBURBAN PROPANE PART		PURCHASE	2012-09		1				1	
4,770 SH IVA INTERNATIONAL	2011-12	DONATION	2012-06		68,879	69,690			-811	
16,971 SH IVA WORLDWIDE	2011-12	DONATION	2012-06		253,717	258,978			-5,261	
95,000 CD M&T BANK	2011-12	DONATION	2012-08		95,000	98,685			-3,685	
100,000 HSBC FINANCE CORP 3 75%	2011-12	DONATION	2012-09		100,000	100,520			-520	
100,000 CD AMERICAN CHARTERED BANK	2011-12	DONATION	2012-09		100,000	101,282			-1,282	
176 SH PROCTER & GAMBLE CO	2011-12	DONATION	2012-01		11,645	11,787			-142	
154 SH PHILLIP MORRIS INTL INC	2011-12	DONATION	2012-01		11,836	12,181			-345	
153 SH PHILLIP MORRIS INTL INC	2011-12	DONATION	2012-01		11,458	12,102			-644	
347 PLAINS ALL AMER PIPL LP	2011-12	DONATION	2012-02		26,260	25,270			990	
15,676 COMSTOCK PARTNERS	2011-12	DONATION	2012-02		24,611	27,276			-2,665	
160 HATTERAS FINL CORP	2011-12	DONATION	2012-03		4,614	4,213			401	
208 HATTERAS FINL CORP	2011-12	DONATION	2012-03		5,946	5,477			469	
59 HATTERAS FINL CORP	2011-12	DONATION	2012-03		1,678	1,553			125	
253 ENERGY TRANSFER PTNRS LP	2011-12	DONATION	2012-03		11,797	11,021			776	
463 ISHARES BARLCYS 20 YR	2012-01	PURCHASE	2012-03		53,265	54,852			-1,587	
27,947 SH COMSTOCK PARTNERS	2011-12	DONATION	2012-03		41,921	48,628			-6,707	
552 PIMPCO TOTAL RETURN FUND	2011-12	DONATION	2012-03		6,072	5,983			89	
1,352 ANNUALLY CAP MGMT INC	2011-12	DONATION	2012-03		22,019	21,740			279	
36 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		1,290	1,107			183	
36 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		1,260	1,107			153	
59 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		2,108	1,815			293	
127 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		4,568	3,907			661	
365 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		13,017	11,227			1,790	
36 SH TELEKOMUNIKASI INDONESIA	2011-12	DONATION	2012-05		1,290	1,107			183	
78 ENI S P A SPONSORED ADR	2012-03	PURCHASE	2012-05		3,097	3,738			-641	
115 ENI S P A SPONSORED ADR	2012-03	PURCHASE	2012-05		4,566	5,546			-980	
133 ROYAL DUTCH SHELL PLC	2012-02	PURCHASE	2012-05		8,311	9,686			-1,375	
108 SH SEALED AIR CORP	2012-03	PURCHASE	2012-05		1,743	2,120			-377	
125 SH SEALED AIR CORP	2012-03	PURCHASE	2012-05		2,017	2,485			-468	
187 SH SEALED AIR CORP	2012-03	PURCHASE	2012-05		3,015	3,718			-703	
130 SH TIME WARNER CABLE	2012-03	PURCHASE	2012-05		9,668	10,497			-829	
23 ENTERPRISE PRDTS PRTN LP	2011-12	DONATION	2012-05		1,146	1,062			84	
45 ENTERPRISE PRDTS PRTN LP	2011-12	DONATION	2012-05		2,208	2,079			129	
1,411 ISHARES GOLD TR	2011-12	DONATION	2012-05		21,258	21,267			-9	
448 HUGOTON ROYALTY TR	2011-12	DONATION	2012-05		3,754	8,584			-4,830	
343 HUGOTON ROYALTY TR	2011-12	DONATION	2012-05		2,416	6,572			-4,156	
403 HUGOTON ROYALTY TR	2011-12	DONATION	2012-05		2,918	7,721			-4,803	
113 HUGOTON ROYALTY TR	2011-12	DONATION	2012-05		779	2,165			-1,386	
141 SPDR GOLD TR	2011-12	DONATION	2012-05		21,174	21,198			-24	
94 HUGOTON ROYALTY TR	2011-12	DONATION	2012-06		634	1,801			-1,167	
53 HUGOTON ROYALTY TR	2011-12	DONATION	2012-06		357	1,015			-658	
89 HUGOTON ROYALTY TR	2011-12	DONATION	2012-06		585	1,705			-1,120	
660 SEALED AIR CORP	2012-03	PURCHASE	2012-06		10,069	13,324			-3,255	
21 ENTERPRISE PRDTS PRTN LP	2011-12	DONATION	2012-06		980	970			10	
333 SH PROCTER & GAMBLE CO	2012-03	PURCHASE	2012-06		20,009	22,456			-2,447	
96 TCW EMERGING	2012-07	PURCHASE	2012-11		894	863			31	
324 PIMPCO TOTAL RETURN FUND	2011-12	DONATION	2012-11		3,755	3,512			243	
17 ENI S P A SPONSORED ADR	2012-03	PURCHASE	2012-11		766	820			-54	
27 BLACKROCK HLTH SCIENCES	2011-12	DONATION	2012-11		752	677			75	
861 MARKET VESTORS ETF TR	2012-02	DONATION	2012-11		42,624	45,030			-2,406	
30 ENTERPRISE PRDTS PRTN LP	2011-12	DONATION	2012-11		1,590	1,386			204	
129 BLACKROCK HLTH SCIENCES	2011-12	DONATION	2012-11		3,586	3,233			353	
1,105 MARKET VESTORS EFT TR	2012-06	PURCHASE	2012-11		54,750	48,681			6,069	
52 BLACKROCK HLTH SCIENCE	2011-12	DONATION	2012-11		1,414	1,303			111	
842 MARKET VESTORS EFT TR	2012-06	PURCHASE	2012-11		38,558	38,956			-398	
921 ISHARES GOLD TR	2011-12	DONATION	2012-12		14,967	13,881			1,086	
92 SPDR GOLD TRUST	2011-12	DONATION	2012-12		14,890	13,831			1,059	
1,030 ISHARES GOLD TR	2011-12	DONATION	2012-12		16,707	15,524			1,183	
104 SPDR GOLD TRUST	2011-12	DONATION	2012-12		16,801	15,635			1,166	
ISHARES GOLD TR	2012-01	PURCHASE	2002-12		202				202	
SPDR GOLD TRUST	2012-01	PURCHASE	2012-12		326				326	

**TY 2012 Investments Corporate  
Bonds Schedule****Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
BANK OF AMERICA	194,351	217,350
FORD MOTOR CREDIT	218,667	237,500
GENERAL ELECTRIC CAP CORP	214,263	211,118
GOLDMAN SACH GROUP	96,949	106,933
HSBC FINANCE CORP 3.75% SEP 2012		
HSBC FINANCE CORP 5.15% JAN 2013	103,189	100,070
PRINCIPAL LIFE INS	106,344	101,725

**TY 2012 Investments Corporate  
Stock Schedule****Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ACHILLION	8,665	7,321
ALTRIA GROUP INC	29,290	28,705
ANNALY CAP MGMT INC		
COCA COLA	32,414	32,806
DR. PEPPER SNAPPLE GROUP	31,673	33,886
ENI S P A SPONSORED ADR	17,153	18,231
GILEAD SCIENCES INC COM	12,544	13,735
HATTERAS FINL CORP		
KINDER MORGAN MANAGEMENT	52,851	54,633
FRAC KINDER MORGAN MGMT	398	
MERRIMACK PHARMACEUTICLS	8,684	7,661
PHILIP MORRIS INTL INC		
PROCTOR GAMBLE CO		
ROYAL DUTCH	18,608	17,996
SENIOR HSG PPTYX TRSBI	16,304	17,588
TELEKOMUNIKASI INDONESIA		
TIME WARNER CABLE	16,764	19,827

**TY 2012 Investments - Other Schedule****Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
CD - M&T BANK	AT COST		
CD - AMERICAN CHARTERED BANK	AT COST		
BLACKROCK HL SC OPP INST	AT COST	33,646	33,842
BLACKROCK HEALTH SCIENCES	AT COST	54,104	58,730
COMSTOCK PARTNERS CAP	AT COST		
DOUBLELINE TOTAL RETURN	AT COST	302,551	306,583
H&Q HEALTHCARE FND SBI	AT COST	26,923	32,197
IVA INTERNATIONAL	AT COST		
IVA WORLDWIDE	AT COST		
MARKET VESTORS ETF TR	AT COST		
PIMPCO TOTAL RETURN FD	AT COST	249,526	258,734
PIMPCO TOTAL RETURN FUND	AT COST	283,015	288,979
STRATEGIC GLOBAL INCOME	AT COST	64,044	70,186
ENERGY TRANSFER PTNRS LP	AT COST		
ENTERPRISE PRDTS PRTN LP	AT COST	26,556	31,450
INERGY LP	AT COST	25,009	32,105
PLAINS ALL AMERN PIPL LP	AT COST		
PVR PARTNERS LP	AT COST	29,564	35,463
SUBURBAN PROPANE	AT COST	4,778	6,723
HUGOTON ROYALTY TR UBI	AT COST		
ISHARES GOLD TR	AT COST	65,678	67,380
SPDR GOLD TR	AT COST	65,797	67,400
TCW EMERGING	AT COST	66,007	68,233
WISDOM TREE TRUST JAPAN	AT COST	137,250	150,397

## TY 2012 Other Assets Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED ROYALTY	139		

**TY 2012 Other Decreases Schedule****Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

<b>Description</b>	<b>Amount</b>
EXCISE TAX	1,061
NON-DEDUCTIBLE EXPENSE	11

## TY 2012 Other Expenses Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ADMINISTRATIVE EXPENSE	164	164		
INVESTMENT EXPENSE	562	562		
MANAGED ACCOUNT FEES	18,704	18,704		
MISCELLANEOUS	38	38		
OFFICE EXPENSE - APPLICATION	850			

## TY 2012 Other Income Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 INTEREST INC - INERGY, LP	1	1	1
K-1 DIVIDEND INC - INERGY, LP	13	13	13
K-1 INTEREST INC - ENERGY TRA	2	2	2
K-1 INTEREST INC - SUBURBAN	1	1	1
K-1 INTEREST INC - ENTERPRISE	1	1	1
ML 428-02084	557	557	557
K-1 ROYALTIES - PVR PARTNERS	15	15	15
K-1 ROYALTIES - PVR PARTNERS	81	81	81
K-1 LOSS - INERGY, LP	-1,030		-1,030
K-1 LOSS - PLAINS ALL AMERICA	-34		-34
K-1 OTHER LOSS - PLANINS ALL	-22		-22
K-1 LOSS - ENERGY TRANSFER PT	-264		-264
K-1 NET SEC 1231 LOSS	-2		-2
K-1 LOSS - SUBURBAN PROPANE	-74		-74
K-1 NET SEC 1231 LOSS - SUBUR	-11		-11
K-1 LOSS - PVR PARTNERS, LP	-594		-594
K-1 LOSS - PVR PARTNERS, LP	-2,551		-2,551
K-1 RENTAL INC - PVR PARTNERS	7		7
K-1 RENTAL INC - PVR PARTNERS	36		36
K-1 NET SEC 1231 - PVR PARTNE	103		103
K-1 NET SEC 1231 - PVR PARTNE	352		352
K-1 LOSS - ENTERPRISE PRODUCT	-559		-559
K-1 LOSS - ENTERPRISE PRODUCT	-1,614		-1,614
K-1 LT CAP GAIN - ENTERPRISE	352		352
K-1 NET SEC 1231 - ENTERPRISE	-10		-10
K-1 NET SEC 1231 - ENTERPRISE	-38		-38

## TY 2012 Other Liabilities Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	12	1,061

# TY 2012 Taxes Schedule

**Name:** RALPH WILSON FOUNDATION

**EIN:** 45-4078238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEVERANCE TAX	57	57		
FOREIGN TAX EXPENSE	362	362		