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

2012

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 \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation

ROBERT AND MARILYN HARRIS CHARITABLE  
FOUNDATION TRUST

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

407 ADAMS STREET

A Employer identification number

47-0833594

City or town, state, and ZIP code

DENVER, CO 80206

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

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

I Fair market value of all assets at end of year J Accounting method:  Cash  Accrual  
 (from Part II, col. (c), line 16)  Other (specify) ► \$ 550,621. (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).)		(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			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments				
	3				
	4 Dividends and interest from securities	13,702.	13,702.	13,702.	STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	71,859.	12,034.	12,034.	
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	25,736.	25,736.	25,736.	
	13 Compensation of officers, directors, trustees, etc		0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4	2,721.	2,721.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		4,445.	3,552.	336.
	25 Contributions, gifts, grants paid		20,750.		20,750.
	26 Total expenses and disbursements. Add lines 24 and 25		25,195.	3,552.	21,086.
	27 Subtract line 26 from line 12:		541.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		22,184.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

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	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		32,255.	29,493.	29,493.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 5	68,311.	123,669.	179,561.
	b Investments - corporate stock	STMT 6	339,720.	263,136.	303,706.
	c Investments - corporate bonds	STMT 7	12,469.	36,998.	37,861.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers)		452,755.	453,296.	550,621.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	24 Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	25 Unrestricted		452,755.	453,296.	
	26 Temporarily restricted				
	27 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	28 Capital stock, trust principal, or current funds				
	29 Paid-in or capital surplus, or land, bldg., and equipment fund				
	30 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances		452,755.	453,296.	
	31 Total liabilities and net assets/fund balances		452,755.	453,296.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	452,755.
2 Enter amount from Part I, line 27a	2	541.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	453,296.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	453,296.

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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 SCHWAB - SEE ATTACHED</b>			P	01/01/10	12/31/12
<b>b SCHWAB - SEE ATTACHED</b>			P	01/01/10	12/31/12
<b>c SCHWAB - CAPITAL GAIN DISTRIBUTION</b>			P	01/01/10	12/31/12
<b>d</b>					
<b>e</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 446.</b>		<b>443.</b>			<b>3.</b>
<b>b 68,082.</b>		<b>59,382.</b>			<b>8,700.</b>
<b>c 3,331.</b>					<b>3,331.</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			(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			
<b>a</b>					<b>3.</b>
<b>b</b>					<b>8,700.</b>
<b>c</b>					<b>3,331.</b>
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	<b>12,034.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8				<b>3</b>	<b>N/A</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 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	<b>24,108.</b>	<b>528,060.</b>	<b>.045654</b>
2010	<b>36,142.</b>	<b>505,047.</b>	<b>.071562</b>
2009	<b>31,064.</b>	<b>441,495.</b>	<b>.070361</b>
2008	<b>35,949.</b>	<b>559,390.</b>	<b>.064265</b>
2007	<b>36,589.</b>	<b>693,357.</b>	<b>.052771</b>

2 Total of line 1, column (d)

**2 .304613**

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 .060923**

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

**4 517,388.**

5 Multiply line 4 by line 3

**5 31,521.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 222.**

7 Add lines 5 and 6

**7 31,743.**

8 Enter qualifying distributions from Part XII, line 4

**8 21,086.**

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.

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**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.	(attach copy of letter if necessary-see instructions)	1	444.
Date of ruling or determination letter: _____			2	0.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		3	444.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		4	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	444.
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			
6	<b>Credits/Payments:</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	495.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	495.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	51.	
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> ►	11	0.	
		51.	Refunded ►	

**Part VII-A Statements Regarding Activities**

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>			
1c			
2	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>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
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?		
<i>If "Yes," attach the statement required by General Instruction T</i>			
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?			
7	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>			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
<b>NE, CO</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 <i>General Instruction G?</i> If "No," attach explanation		
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)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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**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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <b>MARILYN HARRIS</b> Located at ► <b>407 ADAMS STREET, DENVER, CO</b>	Telephone no. ► <b>720-974-9800</b> ZIP+4 ► <b>80206</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	<input checked="" type="checkbox"/>
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

**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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 <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)? Organizations relying on a current notice regarding disaster assistance check here ►	<b>N/A</b>	
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	<input checked="" type="checkbox"/>
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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. ►		
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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>

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**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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  
 Yes  No  
 Yes  No  
 Yes  No  
 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)?

N/A  
►

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?

N/A

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

Yes  No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

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

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

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

Total number of others receiving over \$50,000 for professional services ► 0

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

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

1	N/A	Expenses
2		
3		
4		

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		

All other program-related investments. See instructions.

3		
Total. Add lines 1 through 3 ► 0.		

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a Average monthly fair market value of securities	1a 494,233.
b Average of monthly cash balances	1b 31,034.
c Fair market value of all other assets	1c
d Total (add lines 1a, b, and c)	1d 525,267.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2 Acquisition indebtedness applicable to line 1 assets	2 0.
3 Subtract line 2 from line 1d	3 525,267.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 7,879.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 517,388.
6 Minimum investment return. Enter 5% of line 5	6 25,869.

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

1 Minimum investment return from Part X, line 6	1 25,869.
2a Tax on investment income for 2012 from Part VI, line 5	2a 444.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 444.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 25,425.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 25,425.
6 Deduction from distributable amount (see instructions)	6 0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 25,425.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 21,086.
b Program-related investments - total from Part IX-B	1b 0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3 Amounts set aside for specific charitable projects that satisfy the:	
a Suitability test (prior IRS approval required)	3a
b Cash distribution test (attach the required schedule)	3b
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 21,086.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 21,086.

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.

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				25,425.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	7,325.			
d From 2010	11,106.			
e From 2011				
f Total of lines 3a through e	18,431.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 21,086.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				21,086.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	4,339.			4,339.
6 Enter the net total of each column as indicated below:	14,092.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	14,092.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	2,986.			
c Excess from 2010	11,106.			
d Excess from 2011				
e Excess from 2012				



ROBERT AND MARILYN HARRIS CHARITABLE  
FOUNDATION TRUST

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**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
<b>a Paid during the year</b>				
MADONNA FOUNDATION 5401 SOUTH STREET LINCOLN, NE 68506	NONE	PUBLIC	AID TO COMMUNITY	5,000.
CAPITAL HUMANE SOCIETY 2320 PARK BOULEVARD LINCOLN, NE 68502	NONE	PUBLIC	AID TO COMMUNITY	2,000.
MOURNING HOPE 4919 BALDWIN AVENUE LINCOLN, NE 68512	NONE	PUBLIC	AID TO COMMUNITY	1,000.
MONTVIEW BOULEVARD PRESBYTERIAN CHURCH 1980 DAHLIA STREET DENVER, CO 80220	NONE	PUBLIC	AID TO COMMUNITY	5,000.
CEDARS HOME FOR CHILDREN 6601 PIONEERS BOULEVARD LINCOLN, NE 68506	NONE	PUBLIC	AID TO COMMUNITY	2,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			► 3a 20,750.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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Form 990-PF (2012)

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2012.04000 ROBERT AND MARILYN HARRIS C 462308\_1

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	13,702.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	12,034.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		25,736.	0.
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)			13		25,736.

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

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**Form 990-PF (2012)**

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CHARITABLE FOUNDATION TRUST  
U/A DTD 06/09/2000

Account Number  
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**TAX YEAR 2012**  
**YEAR-END SUMMARY**

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**REALIZED GAIN OR (LOSS)**

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

**Short-Term Realized Gain or (Loss)**

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part I, with Box I, checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale	Loss Disallowed	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUN	693390700	6.63	02/28/11	02/07/12	\$ 73.51	\$ 72.17	\$ 0.00	\$ 0.00	1.34
PIMCO TOTAL RETURN FUN	693390700	6.90	03/31/11	02/07/12	\$ 76.50	\$ 75.13	\$ 0.00	\$ 0.00	1.37
PIMCO TOTAL RETURN FUN	693390700	6.88	04/29/11	02/07/12	\$ 76.32	\$ 75.99	\$ 0.00	\$ 0.00	0.33
PIMCO TOTAL RETURN FUN	693390700	6.93	05/31/11	02/07/12	\$ 76.79	\$ 76.67	\$ 0.00	\$ 0.00	0.12
PIMCO TOTAL RETURN FUN	693390700	6.68	06/30/11	02/07/12	\$ 74.02	\$ 73.44	\$ 0.00	\$ 0.00	0.58
PIMCO TOTAL RETURN FUN	693390700	6.25	07/29/11	02/07/12	\$ 69.34	\$ 69.47	\$ 0.00	\$ 0.00	(0.13)
<b>Security Subtotal</b>					\$ 446.48	\$ 442.87	\$ 0.00	\$ 0.00	<b>3.61</b>
<b>Total Short-Term (Cost basis is available but not reported to the IRS)</b>					\$ 446.48	\$ 442.87	\$ 0.00	\$ 0.00	<b>3.61</b>
<b>Total Short-Term</b>					\$ 446.48	\$ 442.87	\$ 0.00	\$ 0.00	<b>3.61</b>

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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**TAX YEAR 2012  
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**Long-Term Realized Gain or (Loss)**

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale	Realized Gain or (Loss)
DFA INTL SMALL CAP VALUE	233203736	301.43	10/08/08	12/20/12	\$ 4,800.00	\$ 3,480.32 <sup>a</sup>	\$ 0.00	\$ 1,319.68
<b>Security Subtotal</b>					\$ 4,800.00	\$ 3,480.32	\$ 0.00	\$ 1,319.68
DFA US LARGE CAP VALUE	233203827	145.27	09/25/03	02/07/12	\$ 3,000.00	\$ 2,167.49 <sup>a</sup>	\$ 0.00	\$ 832.51
<b>Security Subtotal</b>					\$ 3,000.00	\$ 2,167.49	\$ 0.00	\$ 832.51
DFA US MICRO CAP PORT	233203504	227.04	09/25/03	01/25/12	\$ 3,194.58	\$ 2,711.84 <sup>a</sup>	\$ 0.00	\$ 482.74
DFA US MICRO CAP PORT	233203504	14.60	01/07/08	01/25/12	\$ 205.42	\$ 188.11 <sup>a</sup>	\$ 0.00	\$ 17.31
<b>Security Subtotal</b>					\$ 3,400.00	\$ 2,899.95	\$ 0.00	\$ 500.05
DFA US SMALL CAP VALUE	233203819	86.70	09/25/03	02/07/12	\$ 2,235.19	\$ 1,788.72 <sup>a</sup>	\$ 0.00	\$ 446.47
DFA US SMALL CAP VALUE	233203819	29.66	01/07/08	02/07/12	\$ 764.81	\$ 671.46 <sup>a</sup>	\$ 0.00	\$ 93.35
<b>Security Subtotal</b>					\$ 3,000.00	\$ 2,460.18	\$ 0.00	\$ 539.82
ISHARES CORE S&P ETF	S 464287200	12.87	09/22/03	02/07/12	\$ 1,736.61	\$ 1,318.04 <sup>a</sup>	\$ 0.00	\$ 418.57
ISHARES CORE S&P ETF	S 464287200	2.07	07/06/04	02/07/12	\$ 280.29	\$ 233.56 <sup>a</sup>	\$ 0.00	\$ 46.73
ISHARES CORE S&P ETF	S 464287200	2.35	10/04/04	02/07/12	\$ 317.21	\$ 268.83 <sup>a</sup>	\$ 0.00	\$ 48.38
ISHARES CORE S&P ETF	S 464287200	3.69	04/04/05	02/07/12	\$ 498.83	\$ 432.43 <sup>a</sup>	\$ 0.00	\$ 66.40
ISHARES CORE S&P ETF	S 464287200	8.00	03/30/07	02/07/12	\$ 1,079.22	\$ 1,138.69 <sup>a</sup>	\$ 0.00	\$ (59.47)
ISHARES CORE S&P ETF	S 464287200	22.00	02/29/08	02/07/12	\$ 2,967.84	\$ 2,956.73 <sup>a</sup>	\$ 0.00	\$ 11.11
ISHARES CORE S&P ETF	S 464287200	30.00	09/22/03	07/02/12	\$ 4,089.56	\$ 3,071.58 <sup>a</sup>	\$ 0.00	\$ 1,017.98
<b>Security Subtotal</b>					\$ 10,969.56	\$ 9,419.86	\$ 0.00	\$ 1,549.70

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

**charles SCHWAB**

Schwab One® Trust Account of  
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**CHARITABLE FOUNDATION TRUST**  
 U/A DTD 06/09/2000

Account Number  
**300-7874**

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#### Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Disallowed	Realized Gain or (Loss)
ISHARES TR BARCLAYS TIPS 464287176	89.00	08/11/09	12/20/12	\$	10,823.00	\$ 8,968.58 <sup>a</sup>	\$ 0.00	\$ 1,854.42
<b>Security Subtotal</b>					\$ 10,823.00	\$ 8,968.58	\$ 0.00	\$ 1,854.42
PIMCO REAL RETURN FUND 693391104	164.02	05/13/10	12/20/12	\$	2,000.00	\$ 1,856.17 <sup>a</sup>	\$ 0.00	\$ 143.83
<b>Security Subtotal</b>					\$ 2,000.00	\$ 1,856.17	\$ 0.00	\$ 143.83
PIMCO TOTAL RETURN FUN 693390700	0.03	12/14/05	02/07/12	\$	0.33	\$ 0.31 <sup>a</sup>	\$ 0.00	\$ 0.02
PIMCO TOTAL RETURN FUN 693390700	6.03	03/31/06	02/07/12	\$	66.85	\$ 62.33 <sup>a</sup>	\$ 0.00	\$ 4.52
PIMCO TOTAL RETURN FUN 693390700	5.10	04/28/06	02/07/12	\$	56.55	\$ 52.58 <sup>a</sup>	\$ 0.00	\$ 3.97
PIMCO TOTAL RETURN FUN 693390700	5.66	05/31/06	02/07/12	\$	62.72	\$ 57.92 <sup>a</sup>	\$ 0.00	\$ 4.80
PIMCO TOTAL RETURN FUN 693390700	6.21	06/30/06	02/07/12	\$	68.82	\$ 63.24 <sup>a</sup>	\$ 0.00	\$ 5.58
PIMCO TOTAL RETURN FUN 693390700	5.47	07/31/06	02/07/12	\$	60.63	\$ 56.37 <sup>a</sup>	\$ 0.00	\$ 4.26
PIMCO TOTAL RETURN FUN 693390700	5.86	08/31/06	02/07/12	\$	64.98	\$ 61.07 <sup>a</sup>	\$ 0.00	\$ 3.91
PIMCO TOTAL RETURN FUN 693390700	6.07	09/29/06	02/07/12	\$	67.27	\$ 63.45 <sup>a</sup>	\$ 0.00	\$ 3.82
PIMCO TOTAL RETURN FUN 693390700	6.44	12/29/06	02/07/12	\$	71.43	\$ 66.93 <sup>a</sup>	\$ 0.00	\$ 4.50
PIMCO TOTAL RETURN FUN 693390700	124.79	01/16/07	02/07/12	\$	1,382.55	\$ 1,304.38 <sup>a</sup>	\$ 0.00	\$ 78.17
PIMCO TOTAL RETURN FUN 693390700	0.59	01/31/07	02/07/12	\$	6.64	\$ 6.18 <sup>a</sup>	\$ 0.00	\$ 0.46
PIMCO TOTAL RETURN FUN 693390700	5.66	01/31/07	02/07/12	\$	62.79	\$ 58.49 <sup>a</sup>	\$ 0.00	\$ 4.30
PIMCO TOTAL RETURN FUN 693390700	6.17	02/28/07	02/07/12	\$	68.40	\$ 64.52 <sup>a</sup>	\$ 0.00	\$ 3.88
PIMCO TOTAL RETURN FUN 693390700	7.97	03/30/07	02/07/12	\$	88.36	\$ 83.19 <sup>a</sup>	\$ 0.00	\$ 5.17
PIMCO TOTAL RETURN FUN 693390700	1,665.48	03/30/07	02/07/12	\$	18,450.58	\$ 17,400.00 <sup>a</sup>	\$ 0.00	\$ 1,050.58
PIMCO TOTAL RETURN FUN 693390700	6.67	04/30/07	02/07/12	\$	73.89	\$ 69.43 <sup>a</sup>	\$ 0.00	\$ 4.46

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

**charles SCHWAB**

Schwab One® Trust Account of  
**ROBERT & MARILYN HARRIS**  
**CHARITABLE FOUNDATION TRUST**  
**U/A DTD 06/09/2000**

Account Number  
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**Long-Term Realized Gain or (Loss) (continued)**

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUN	6933390700	7.32	04/30/07	02/07/12	\$ 81.19	\$ 76.30 <sup>a</sup>	\$ 0.00	\$ 4.89
PIMCO TOTAL RETURN FUN	6933390700	1.39	05/31/07	02/07/12	\$ 15.42	\$ 14.23 <sup>a</sup>	\$ 0.00	\$ 1.19
PIMCO TOTAL RETURN FUN	6933390700	14.56	05/31/07	02/07/12	\$ 161.40	\$ 148.90 <sup>a</sup>	\$ 0.00	\$ 12.50
PIMCO TOTAL RETURN FUN	6933390700	0.00	06/29/07	02/07/12	\$ 0.01	\$ 0.01 <sup>a</sup>	\$ 0.00	\$ 0.00
PIMCO TOTAL RETURN FUN	6933390700	15.38	06/29/07	02/07/12	\$ 170.39	\$ 156.27 <sup>a</sup>	\$ 0.00	\$ 14.12
PIMCO TOTAL RETURN FUN	6933390700	14.64	07/31/07	02/07/12	\$ 162.26	\$ 149.99 <sup>a</sup>	\$ 0.00	\$ 12.27
PIMCO TOTAL RETURN FUN	6933390700	17.46	08/31/07	02/07/12	\$ 193.48	\$ 180.41 <sup>a</sup>	\$ 0.00	\$ 13.07
PIMCO TOTAL RETURN FUN	6933390700	15.14	09/30/08	02/07/12	\$ 167.77	\$ 155.68 <sup>a</sup>	\$ 0.00	\$ 12.09
PIMCO TOTAL RETURN FUN	6933390700	14.86	10/31/08	02/07/12	\$ 164.62	\$ 150.68 <sup>a</sup>	\$ 0.00	\$ 13.94
PIMCO TOTAL RETURN FUN	6933390700	10.52	11/28/08	02/07/12	\$ 116.59	\$ 108.40 <sup>a</sup>	\$ 0.00	\$ 8.19
PIMCO TOTAL RETURN FUN	6933390700	35.66	12/10/08	02/07/12	\$ 395.06	\$ 353.04 <sup>a</sup>	\$ 0.00	\$ 42.02
PIMCO TOTAL RETURN FUN	6933390700	62.60	12/10/08	02/07/12	\$ 693.56	\$ 619.80 <sup>a</sup>	\$ 0.00	\$ 73.76
PIMCO TOTAL RETURN FUN	6933390700	10.74	12/31/08	02/07/12	\$ 119.00	\$ 108.92 <sup>a</sup>	\$ 0.00	\$ 10.08
PIMCO TOTAL RETURN FUN	6933390700	10.69	01/30/09	02/07/12	\$ 118.51	\$ 108.58 <sup>a</sup>	\$ 0.00	\$ 9.93
PIMCO TOTAL RETURN FUN	6933390700	11.43	02/27/09	02/07/12	\$ 126.70	\$ 114.48 <sup>a</sup>	\$ 0.00	\$ 12.22
PIMCO TOTAL RETURN FUN	6933390700	11.03	03/31/09	02/07/12	\$ 122.24	\$ 111.77 <sup>a</sup>	\$ 0.00	\$ 10.47
PIMCO TOTAL RETURN FUN	6933390700	10.95	04/30/09	02/07/12	\$ 121.35	\$ 111.95 <sup>a</sup>	\$ 0.00	\$ 9.40
PIMCO TOTAL RETURN FUN	6933390700	10.68	05/29/09	02/07/12	\$ 118.37	\$ 111.44 <sup>a</sup>	\$ 0.00	\$ 6.93
PIMCO TOTAL RETURN FUN	6933390700	10.64	06/30/09	02/07/12	\$ 117.89	\$ 111.21 <sup>a</sup>	\$ 0.00	\$ 6.68
PIMCO TOTAL RETURN FUN	6933390700	11.03	07/31/09	02/07/12	\$ 122.28	\$ 117.33 <sup>a</sup>	\$ 0.00	\$ 4.95
PIMCO TOTAL RETURN FUN	6933390700	10.69	08/31/09	02/07/12	\$ 118.45	\$ 115.26 <sup>a</sup>	\$ 0.00	\$ 3.19

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

**charles SCHWAB**

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U/A DTD 06/09/2000

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**TAX YEAR 2012**  
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**Long-Term Realized Gain or (Loss) (continued)**

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUN	693390700	10.03	09/30/09	02/07/12	\$ 111.11	\$ 109.53 <sup>a</sup>	\$ 0.00	\$ 1.58
PIMCO TOTAL RETURN FUN	693390700	9.20	10/30/09	02/07/12	\$ 101.93	\$ 100.66 <sup>a</sup>	\$ 0.00	\$ 1.27
PIMCO TOTAL RETURN FUN	693390700	7.38	11/30/09	02/07/12	\$ 81.82	\$ 81.54 <sup>a</sup>	\$ 0.00	\$ 0.28
PIMCO TOTAL RETURN FUN	693390700	4.88	12/09/09	02/07/12	\$ 54.06	\$ 53.14 <sup>a</sup>	\$ 0.00	\$ 0.92
PIMCO TOTAL RETURN FUN	693390700	17.54	12/09/09	02/07/12	\$ 194.32	\$ 191.02 <sup>a</sup>	\$ 0.00	\$ 3.30
PIMCO TOTAL RETURN FUN	693390700	7.13	12/31/09	02/07/12	\$ 79.01	\$ 77.03 <sup>a</sup>	\$ 0.00	\$ 1.98
PIMCO TOTAL RETURN FUN	693390700	5.39	01/29/10	02/07/12	\$ 59.73	\$ 59.10 <sup>a</sup>	\$ 0.00	\$ 0.63
PIMCO TOTAL RETURN FUN	693390700	5.31	02/26/10	02/07/12	\$ 58.84	\$ 58.37 <sup>a</sup>	\$ 0.00	\$ 0.47
PIMCO TOTAL RETURN FUN	693390700	5.56	03/31/10	02/07/12	\$ 61.63	\$ 61.42 <sup>a</sup>	\$ 0.00	\$ 0.21
PIMCO TOTAL RETURN FUN	693390700	5.69	04/30/10	02/07/12	\$ 63.13	\$ 63.43 <sup>a</sup>	\$ 0.00	\$ (0.30)
PIMCO TOTAL RETURN FUN	693390700	5.23	05/28/10	02/07/12	\$ 57.97	\$ 58.09 <sup>a</sup>	\$ 0.00	\$ (0.12)
PIMCO TOTAL RETURN FUN	693390700	5.77	06/30/10	02/07/12	\$ 63.98	\$ 65.03 <sup>a</sup>	\$ 0.00	\$ (1.05)
PIMCO TOTAL RETURN FUN	693390700	6.12	07/30/10	02/07/12	\$ 67.80	\$ 69.77 <sup>a</sup>	\$ 0.00	\$ (1.97)
PIMCO TOTAL RETURN FUN	693390700	5.62	08/31/10	02/07/12	\$ 62.34	\$ 64.94 <sup>a</sup>	\$ 0.00	\$ (2.60)
PIMCO TOTAL RETURN FUN	693390700	5.76	09/30/10	02/07/12	\$ 63.88	\$ 66.89 <sup>a</sup>	\$ 0.00	\$ (3.01)
PIMCO TOTAL RETURN FUN	693390700	6.31	10/29/10	02/07/12	\$ 69.95	\$ 73.81 <sup>a</sup>	\$ 0.00	\$ (3.86)
PIMCO TOTAL RETURN FUN	693390700	6.61	11/30/10	02/07/12	\$ 73.26	\$ 75.98 <sup>a</sup>	\$ 0.00	\$ (2.72)
PIMCO TOTAL RETURN FUN	693390700	35.89	12/08/10	02/07/12	\$ 397.69	\$ 387.70 <sup>a</sup>	\$ 0.00	\$ 9.99
PIMCO TOTAL RETURN FUN	693390700	78.50	12/08/10	02/07/12	\$ 869.73	\$ 847.89 <sup>a</sup>	\$ 0.00	\$ 21.84
PIMCO TOTAL RETURN FUN	693390700	7.72	12/31/10	02/07/12	\$ 85.56	\$ 83.79 <sup>a</sup>	\$ 0.00	\$ 1.77

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

**charles SCHWAB**

Schwab One® Trust Account of  
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U/A DTD 06/09/2000

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**TAX YEAR 2012**  
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**Long-Term Realized Gain or (Loss) (continued)**

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as "cost basis is available but not reported to the IRS." Report on Form 8949, Part II, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUN	693390700	6 40	01/31/11	02/07/12	\$ 70.93	\$ 69.47	\$ 0.00	\$ 1.46
<b>Security Subtotal</b>								<b>1,494.36</b>
VANGUARD REIT	922908553	50 00	01/07/08	07/02/12	\$ 3,280.98	\$ 2,814.43 <sup>a</sup>	\$ 0.00	\$ 466.55
<b>Security Subtotal</b>								<b>466.55</b>
<b>Total Long-Term (Cost basis is available but not reported to the IRS)</b>								<b>8,700.92</b>
<b>Total Long-Term</b>								<b>8,700.92</b>

**charles SCHWAB**

Schwab One® Trust Account of  
**ROBERT & MARILYN HARRIS**  
**CHARITABLE FOUNDATION TRUST**  
U/A DTD 06/09/2000

Account Number  
████████7874

**TAX YEAR 2012  
YEAR-END SUMMARY**

**YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.**  
The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return

Date Prepared: February 22, 2013

**Realized Gain or (Loss) Summary**

**Total Realized Gain or (Loss)**

Description	Total Proceeds	Cost Basis	Loss Disallowed	Wash Sale	Realized Gain or (Loss)
<b>Total Short-Term Realized Gain or (Loss) (Cost basis is available but not reported to the IRS. Report on Form 8949, Part I, with Box B checked.)</b>	\$ 446.48	\$ 442.87	\$ 0.00	\$ 0.00	3.61 GL
<b>Total Short-Term Realized Gain or (Loss)</b>	\$ 446.48	\$ 442.87	\$ 0.00	\$ 0.00	3.61
<b>Total Long-Term Realized Gain or (Loss) (Cost basis is available but not reported to the IRS. Report on Form 8949, Part II, with Box B checked.)</b>	\$ 68,081.54	\$ 59,380.62	\$ 0.00	\$ 0.00	8,700.92
<b>Total Long-Term Realized Gain or (Loss)</b>	\$ 68,081.54	\$ 59,380.62	\$ 0.00	\$ 0.00	8,700.92 GL
<b>TOTAL REALIZED GAIN OR (LOSS)</b>	\$ 68,528.02	\$ 59,823.49	\$ 0.00	\$ 0.00	8,704.53

ROBERT AND MARILYN HARRIS CHARITABLE  
FOUNDATION TRUST

47-0833594

**Part XV | Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LINCOLN CHILDRENS ZOO 1222 SOUTH 27TH STREET LINCOLN, NE 68502	NONE	PUBLIC	AID TO COMMUNITY	500.
FOUNDATION FOR LINCOLN PUBLIC SCHOOLS 3801 SOUTH 14TH STREET LINCOLN, NE 68501	NONE	PUBLIC	AID TO COMMUNITY	1,000.
ALASKA DOG & PUPPY RESCUE 1675 NORTH WINDING BROOK LOOP PALMER, AK 99645	NONE	PUBLIC	AID TO COMMUNITY	750.
PET AID COLORADO 191 YUMA STREET DENVER, CO 80223	NONE	PUBLIC	AID TO COMMUNITY	250.
DENVER ZOOLOGICAL FOUNDATION 2300 STEELE STREET DENVER, CO 80205	NONE	PUBLIC	AID TO COMMUNITY	750.
DENVER BOTANIC GARDENS 1007 YORK STREET DENVER, CO 80206	NONE	PUBLIC	AID TO COMMUNITY	500.
SAINT ELIZABETH FOUNDATION 8054 SUMMA AVENUE BATON ROUGE, LA 70809	NONE	PUBLIC	AID TO COMMUNITY	1,000.
DENVER MUSUEM OF NATURE & SCIENCE 2001 COLORADO BOULEVARD DENVER, CO 80205	NONE	PUBLIC	AID TO COMMUNITY	500.
COLORADO SYMPHONY 1000 14TH STREET DENVER, CO 80202	NONE	PUBLIC	AID TO COMMUNITY	500.
<b>Total from continuation sheets</b>				<b>5,750.</b>

223631  
05-01-12

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB - DIVIDENDS	13,702.	0.	13,702.
TOTAL TO FM 990-PF, PART I, LN 4	13,702.	0.	13,702.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	1,115.	558.		0.
TO FORM 990-PF, PG 1, LN 16B	1,115.	558.		0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	273.	273.		0.
PRIOR YEAR TAX LIABILITY	336.	0.		336.
TO FORM 990-PF, PG 1, LN 18	609.	273.		336.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	30.	30.		0.
MILESTONE MANAGEMENT FEES	2,691.	2,691.		0.
TO FORM 990-PF, PG 1, LN 23	2,721.	2,721.		0.

ROBERT AND MARILYN HARRIS CHARITABLE FOU

47-0833594

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP US GOVT HOLDINGS	X		123,669.	179,561.
TOTAL U.S. GOVERNMENT OBLIGATIONS			123,669.	179,561.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			123,669.	179,561.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP OTHER INVESTMENTS	263,136.	303,706.
TOTAL TO FORM 990-PF, PART II, LINE 10B	263,136.	303,706.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP CORPORATE BONDS	36,998.	37,861.
TOTAL TO FORM 990-PF, PART II, LINE 10C	36,998.	37,861.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT HARRIS 407 ADAMS STREET DENVER, CO 80206	TRUSTEE 1.00	0.	0.	0.
MARILYN HARRIS 407 ADAMS STREET DENVER, CO 80206	TRUSTEE 1.00	0.	0.	0.
MATTHEW C. HARRIS 6311 WOODSTOCK AVE. LINCOLN, NE 68512	ADVISORY 1.00	0.	0.	0.
AMY HARRIS 6311 WOODSTOCK AVE. LINCOLN, NE 68512	ADVISORY 1.00	0.	0.	0.
THEODORE A. HARRIS 2333 S. MILWAUKEE DENVER, CO 80210	ADVISORY 1.00	0.	0.	0.
EMILY E. HARRIS 2333 S. MILWAUKEE DENVER, CO 80210	ADVISORY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 9

NAME OF MANAGER

ROBERT HARRIS  
MARILYN HARRIS

Application for Extension of Time To File an  
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ► 

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print  File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions  ROBERT AND MARILYN HARRIS CHARITABLE FOUNDATION TRUST	Employer identification number (EIN) or  47-0833594
	Number, street, and room or suite no. If a P.O. box, see instructions.  407 ADAMS STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.  DENVER, CO 80206	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

## MARILYN HARRIS

- The books are in the care of ► 407 ADAMS STREET - DENVER, CO 80206

Telephone No. ► 720-974-9800

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ► . If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2013

, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

►  calendar year 2012 or►  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	495.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	495.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

# Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

►

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for *Charities & Nonprofits*.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

►

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Type or print	Name of exempt organization or other filer, see instructions. <b>ROBERT AND MARILYN HARRIS CHARITABLE FOUNDATION TRUST</b>	Employer identification number (EIN) or <b>47-0833594</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>407 ADAMS STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>DENVER, CO 80206</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) ..

**0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
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Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**MARILYN HARRIS**

- The books are in the care of ► **407 ADAMS STREET – DENVER, CO 80206**

Telephone No. ► **720-974-9800**

FAX No. ►

►

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

►  calendar year **2012** or

►  tax year beginning , and ending .

2 If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>495.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>0.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See Instructions.	3c	\$	<b>495.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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Form 8868 (Rev. 1-2013)