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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
KAUFMANN-CUMMINGS FOUNDATION
C/O RICHARD RABE, TRUST OFFICER

A Employer identification number
47-6205029

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 1507

Room/suite

B Telephone number (see instructions)

City or town, state, and ZIP code
GRAND ISLAND NE 68802-1507

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 2,393,560

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	21,813	21,813	21,813	
	4	Dividends and interest from securities	69,496	69,496	69,496	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	9,579			
	b	Gross sales price for all assets on line 6a 215,818				
	7	Capital gain net income (from Part IV, line 2)		246		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	100,888	91,555	91,309	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,000			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	1,950			1,950
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	1,362	233	1,129	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 4	14,002	14,002		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	23,314	14,235	1,129	1,950
	25	Contributions, gifts, grants paid	175,000			175,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	198,314	14,235	1,129	176,950
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-97,426			
	b	**Net investment income** (if negative, enter -0-)		77,320		
	c	**Adjusted net income** (if negative, enter -0-)			90,180	

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DAA

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Part II Balance Sheets

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

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing		-1	
	2	Savings and temporary cash investments	114,854	48,867	48,867
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less. allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,360	1,160	1,160
	10a	Investments – U S and state government obligations (attach schedule) STMT 5	260,000	100,000	101,833
	b	Investments – corporate stock (attach schedule) SEE STMT 6	692,220	645,982	1,706,205
	c	Investments – corporate bonds (attach schedule) SEE STMT 7	350,000	525,000	535,495
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,418,434	1,321,008	2,393,560
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,418,434	1,321,008	
	30	**Total net assets or fund balances** (see instructions)	1,418,434	1,321,008	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,418,434	1,321,008	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	1,418,434
2	Enter amount from Part I, line 27a	2	-97,426
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,321,008
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,321,008

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	246			246
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				246
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	246
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	170,925	2,445,227	0.069901
2010	151,125	2,427,189	0.062263
2009	155,145	2,213,315	0.070096
2008	181,050	2,391,392	0.075709
2007	196,010	2,739,709	0.071544

2 **Total** of line 1, column (d)	2	0.349513
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.069903
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,356,961
5 Multiply line 4 by line 3	5	164,759
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	773
7 Add lines 5 and 6	7	165,532
8 Enter qualifying distributions from Part XII, line 4	8	176,950

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

Form 990-PF (2012) KAUFMANN-CUMMINGS FOUNDATION 47-6205029 Page 4

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	773
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	773
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	773
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,160		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,160
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	387
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 387 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ N/A

14 The books are in care of ▶ RICHARD RABE, TRUST OFFICER Telephone no. ▶ 308-389-8816
PO BOX 1507
Located at ▶ GRAND ISLAND NE ZIP+4 ▶ 68802-1507

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly).

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

			Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? N/A	1c		

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No
If "Yes," list the years ▶ 20 , 20 , 20 , 20

			Yes	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.) N/A	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.
▶ 20 , 20 , 20 , 20

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

			Yes	No
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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? 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 (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
RICHARD K RABE PO BOX 1507	GRAND ISLAND NE 68802-1507	TRUSTEE 2.00	2,000	0	0
JOEL R WIEGAND, CPA PO BOX 700	GRAND ISLAND NE 68802-0700	TRUSTEE 2.00	2,000	0	0
GALEN STEHLIK, ATTORNEY 724 W KOENIG	GRAND ISLAND NE 68801	TRUSTEE 2.00	2,000	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE STATEMENT 8	84,000
2 CASH GRANT TO STUHR MUSEUM FOUNDATION	20,000
3 CASH GRANT TO BOY SCOUTS OF AMERICA	10,000
4 CASH GRANT TO GOODWILL FOUNDATION	10,000

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	2,311,107
b	Average of monthly cash balances		1b	81,747
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	2,392,854
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	2,392,854
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	35,893
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,356,961
6	**Minimum investment return.** Enter 5% of line 5		6	117,848

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	117,848
2a	Tax on investment income for 2012 from Part VI, line 5	2a 773		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	773
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	117,075
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	117,075
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	117,075

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	176,950
b	Program-related investments – total from Part IX-B	1b	
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	176,950
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	773
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	176,177

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					117,075
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2012:					
a From 2007	61,969				
b From 2008	63,199				
c From 2009	45,942				
d From 2010	31,116				
e From 2011	49,793				
f **Total** of lines 3a through e		252,019			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 176,950					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2012 distributable amount					117,075
e Remaining amount distributed out of corpus		59,875			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		311,894			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		61,969			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		249,925			
10 Analysis of line 9					
a Excess from 2008	63,199				
b Excess from 2009	45,942				
c Excess from 2010	31,116				
d Excess from 2011	49,793				
e Excess from 2012	59,875				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ▶ [X] 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

RICHARD K RABE 308-389-8816
FIVE POINTS BANK GRAND ISLAND NE 68802

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 9				175,000
Total			▶ 3a	175,000
b Approved for future payment SEE STATEMENT 10				202,000
Total			▶ 3b	202,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21,813	
4 Dividends and interest from securities			14	69,496	
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					9,579
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		91,309	9,579

13 Total. Add line 12, columns (b), (d), and (e) 13 100,888

(See worksheet in line 13 instructions to verify calculations)

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

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

DAA

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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) is based on all information of which preparer has any knowledge

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

Richard Rabe

Signature of officer or trustee | Date | TRUST OFFICER Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JOEL WIEGAND, CPA	JOEL WIEGAND, CPA	05/06/13	
Firm's name ▶ CONTRYMAN ASSOCIATES, P.C., CPA'S		PTIN P00036206	
Firm's address ▶ PO BOX 700 GRAND ISLAND, NE 68802-0700		Firm's EIN ▶ 47-0623143	
		Phone no 308-382-5720	

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
FEDERAL HOME LN BKS STEP-UP 2	6/23/11	1/06/12	PURCHASE	$ 60,000	$ 60,000	$	$	$
FEDERAL NATL MTG ASSN MED T1	6/14/11	6/29/12	PURCHASE	100,000	100,000			
R.R DONNELLEY & SONS CO	9/01/04	8/02/12	PURCHASE	42	106			-64
R.R DONNELLEY & SONS CO	6/02/04	8/02/12	PURCHASE	56	137			-81
R.R DONNELLEY & SONS CO	9/07/00	8/02/12	PURCHASE	6,447	8,149			-1,702
CARNIVAL CORP	9/07/00	8/02/12	PURCHASE	48,996	37,836			11,160
KRAFT FOODS GROUP INC	9/07/00	10/22/12	PURCHASE	31	11			20
TOTAL				$ 215,572	$ 206,239	$ 0	$ 0	$ 9,333

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	$ 1,950	$	$	$ 1,950
TOTAL	$ 1,950	$ 0	$ 0	$ 1,950

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAXES	$ 1,129	$	$ 1,129	$
FOREIGN TAX WITHHELD	233	233		
TOTAL	$ 1,362	$ 233	$ 1,129	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
BANK AGENCY FEES	14,002	14,002		
TOTAL	$ 14,002	$ 14,002	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FEDL NATL MTG ASSN MED T 1.0% 6/29/2	$ 100,000	$	COST	$
FEDL HOME LN BKS STEP-UP 2.15% 7/6/2	60,000		COST	
CUSTER CNTY NEB SCH DIST NO 12/15/20	100,000	100,000	COST	101,833
TOTAL	$ 260,000	$ 100,000		$ 101,833

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1500 SH CARNIVAL CORP	$ 37,836	$	COST	$
534 SH RR DONNELLEY & SONS CO	8,391		COST	
1099 SH WASTE MGMT INC	17,873	17,873	COST	37,080
4050 SH BUCKLE INC	27,527	27,527	COST	180,792
6655 SH H & R BLOCK	74,186	74,186	COST	123,583
1012.81 SH ALLSTATE CORP	23,774	23,774	COST	40,692
3600 SH HUB GROUP INC	16,520	16,520	COST	120,960
4018 SH HASBRO INC	87,089	87,089	COST	144,246
750 SH PFIZER INC	33,795	33,795	COST	18,809
454 SH ROYAL DUTCH PETRO CO	28,004	28,004	COST	31,303
1900 SH TARGET CORP	51,298	51,298	COST	112,423
820 SH MERCURY GENERAL CORP	31,246	31,246	COST	32,546
1004 SH MONDELEZ INTL INC		9,831	COST	25,555
1500 SH BERKSHIRE HATHAWAY INC DEL C	51,353	51,353	COST	134,550
1600 SH EXXON MOBIL CORP	13,590	13,590	COST	138,480
901 SH GENERAL ELECTRIC CO	2,132	2,132	COST	18,912
250 SH HONEYWELL INTERNAT'L	2,850	2,850	COST	15,868
250 SH LUCENT TECHNOLIGIES INC	1,566	1,566	COST	
1208.998 SH MANPOWER INC	36,233	36,233	COST	51,310
1321 SH ALTRIA GROUP INC	12,206	12,206	COST	41,532
1417 SH PHILIP MORRIS INT	32,150	32,150	COST	118,518
219 SH VISHAY PRECISION GROUP INC	2,253	2,253	COST	2,895
4050 SH CORVEL CORP	34,875	34,875	COST	181,562
5510 SH WERNER ENTERPRISES	50,327	50,327	COST	119,402
334 SH KRAFT FOODS INC CL A	15,146	5,304	COST	15,187
TOTAL	$ 692,220	$ 645,982		$ 1,706,205

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FHLMC MED TERM NTS 2% 2-8-24	$	$ 75,000	COST	$ 74,609
4480.2867 SH FIDELITY GINNIE MAE FUN	50,000	50,000	COST	52,599
100M GENERAL ELECTRIC CAP 4.4% 4-15-	100,000	100,000	COST	103,917
BANK OF AMERICA SR INTERNOTE 12-15-1	100,000	100,000	COST	106,010
100M GENERAL MTRS ACCEPT CO SMARTNOT	100,000	100,000	COST	99,314
100M GENERAL ELECTRIC CAP FLTG 1.39%		100,000	COST	99,046
TOTAL	$ 350,000	$ 525,000		$ 535,495

Federal Statements

Statement 8 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description	
CASH GRANTS TO EDUCATIONAL FOUNDATIONS FOR SCHOLARSHIPS:	
GRAND ISLAND PUBLIC SCHOOL FOUNDATION	24,000
CENTRAL COMMUNITY COLLEGE	10,000
NEBRASKA INDEPENDENT COLLEGE FOUNDATION	8,000
CENTRAL CATHOLIC FOUNDATION	4,000
NORTHWEST HIGH SCHOOL EDUCATIONAL FOUNDATION	12,000
HASTINGS COLLEGE FOUNDATION	1,000
CASH GRANT TO GRAND FOUNDATION	10,000
CASH GRANT TO GRAND ISLAND KENNEL CLUB	5,000
CASH GRANT TO GRAND ISLAND LITTLE THEATER	10,000

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
BOY SCOUTS OF AMERICA GRAND ISLAND NE 68803	2808 O FLANNAGAN ST	PUBLIC	PROGRAM SUPPORT	10,000
CENTRAL CATHOLIC FOUNDATI GRAND ISLAND NE 68801	1200 N RUBY AVE	PUBLIC	EDUCATIONAL SCHOLARSHIPS	4,000
CENTRAL COMMUNITY COLLEGE GRAND ISLAND NE 68801	3134 W HWY 34	PUBLIC	EDUCATIONAL SCHOLARSHIPS	10,000
CENTRAL NE HUMANE SOCIETY GRAND ISLAND NE 68801	1312 N SKY PARK RD	PUBLIC	PROGRAM SUPPORT	1,000
CHRISTMAS CHEER GRAND ISLAND NE 68801	818 W 3RD ST	PUBLIC	PROGRAM SUPPORT	1,000
GOODWILL FOUNDATION GRAND ISLAND NE 68801	1804 S EDDY ST	PUBLIC	PROGRAM SUPPORT	10,000
GRAND FOUNDATION GRAND ISLAND NE 68801	316 W 3RD STREET	PUBLIC	PROGRAM SUPPORT	10,000
GRAND ISLAND KENNEL CLUB GRAND ISLAND NE 68801	2860 E BISMARK RD	PUBLIC	PROGRAM SUPPORT	5,000
GRAND ISLAND LITTLE THEAT GRAND ISLAND NE 68801	3180 HWY 34 W	PUBLIC	PROGRAM SUPPORT	10,000
GRAND ISLAND PUB SCHOOL F GRAND ISLAND NE 68802	123 S WEBB RD	PUBLIC	EDUCATIONAL SCHOLARSHIPS	34,000
GRAND ISLAND RIVERDOGS GRAND ISLAND NE 68801	907 W OKLAHOMA AVE	PUBLIC	PROGRAM SUPPORT	10,000
GRAND ISLAND SUNRISE ROTARY CLUB GRAND ISLAND NE 68802	PO BOX 1162	PUBLIC	PROGRAM SUPPORT	500
GROUNDWATER FOUNDATION LINCOLN NE 68542	PO BOX 22558	PUBLIC	PROGRAM SUPPORT	1,000
HALL COUNTY HISTORICAL SOCIEY GRAND ISLAND NE 68802	PO BOX 1683	PUBLIC	PROGRAM SUPPORT	5,000
HALL COUNTY PARK GRAND ISLAND NE 68801	3138 W SCHIMMER DR	PUBLIC	PROGRAM SUPPORT	5,000
HASTINGS COLLEGE FOUNDATION HASTINGS NE 68901	710 N TURNER	PUBLIC	PROGRAM SUPPORT	1,000
LEADERSHIP TOMORROW GRAND ISLAND NE 68801	309 W 2ND ST	PUBLIC	PROGRAM SUPPORT	3,000

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
NE INDEPENDENT COLLEGE FDTN OMAHA NE 68137	4940 S 114TH ST #5	PUBLIC	EDUCATIONAL SCHOLARSHIPS	8,000
NEBRASKA HUMANITIES COUNCIL LINCOLN NE 68508	215 CENTENNIAL MALL S	PUBLIC	PROGRAM SUPPORT	2,000
NEBRASKA PUBLIC TELEVISIO LINCOLN NE 68503	1800 N 33RD ST	PUBLIC	PROGRAM SUPPORT	500
NORTHWEST HIGH SCH EDUC FDTN GRAND ISLAND NE 68803	2710 N NORTH RD	PUBLIC	EDUCATIONAL SCHOLARSHIPS	12,000
PUBLIC RADIO NE FOUNDATIO LINCOLN NE 68503	1800 N 33RD ST	PUBLIC	PROGRAM SUPPORT	1,000
RED CROSS GRAND ISLAND NE 68801	404 E 3RD ST	PUBLIC	PROGRAM SUPPORT	500
SALVATION ARMY GRAND ISLAND NE 68801	818 W 3RD ST	PUBLIC	PROGRAM SUPPORT	500
STUHR MUSEUM FOUNDATION GRAND ISLAND NE 68802	PO BOX 1801	PUBLIC	PROGRAM SUPPORT	20,000
YMCA GRAND ISLAND NE 68801	222 E 3RD ST	PUBLIC	PROGRAM SUPPORT	10,000
TOTAL				175,000

Statement 10 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

Name / Address	Address / Relationship	Status	Purpose	Amount
CENTRAL CATHOLIC DEVELOPM GRAND ISLAND NE 68801	1200 N RUBY AVE	PUBLIC	EDUCATIONAL SCHOLARSHIPS	4,000
CENTRAL COMMUNITY COLLEGE GRAND ISLAND NE 68801	3134 W HWY 34	PUBLIC	EDUCATIONAL SCHOLARSHIPS	10,000
GRAND FOUNDATION GRAND ISLAND NE 68801	316 W 3RD STREET	PUBLIC	PROGRAM SUPPORT	20,000

Statement 10 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
GRAND ISLAND EDUCATION FU GRAND ISLAND NE 68802	123 S WEBB RD	PUBLIC	EDUCATIONAL SCHOLARSHIPS	44,000
GRAND ISLAND RIVERDOGS GRAND ISLAND NE 68801	907 W OKLAHOMA AVE	PUBLIC	PROGRAM SUPPORT	10,000
HASTINGS COLLEGE HASTINGS NE 68901	800 TURNER AVE	PUBLIC	PROGRAM SUPPORT	1,000
NEBRASKA INDEPENDENT COLL OMAHA NE 68137	4940 S 114TH ST # 5	PUBLIC	EDUCATIONAL SCHOLARSHIPS	11,000
NORTHWEST HIGH SCHOOL GRAND ISLAND NE 68803	2710 N NORTH RD	PUBLIC	EDUCATIONAL SCHOLARSHIPS	12,000
STUHR MUSEUM FOUNDATION GRAND ISLAND NE 68802	PO BOX 1801	PUBLIC	PROGRAM SUPPORT	80,000
YMCA GRAND ISLAND NE 68801	222 E 3RD STREET	PUBLIC	PROGRAM SUPPORT	10,000
TOTAL				202,000