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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

Alice and Russell True Foundation

A Employer identification number

52-2048715

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

Room/suite

B Telephone number (see instructions)

c/o 4100 Cathedral Avenue, NW

C If exemption application is pending, check here ►

City or town, state, and ZIP code

Washington DC 20016

D 1. Foreign organizations, check here ► G Check all that apply: Initial return Initial return of a former public charity2. Foreign organizations meeting the 85% test, check here and attach computation ► Final return Amended returnE If private foundation status was terminated under section 507(b)(1)(A), check here ► Address change Name changeF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 14,368,222 J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	480,514	477,994		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	(39,183)			
	b Gross sales price for all assets on line 6a 1,974,335				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold . . .				
	c Gross profit or (loss) (attach schedule) . . .	0			
	11 Other income (attach schedule)	70	70		
	12 Total. Add lines 1 through 11	441,401	478,064	0	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	19,311	18,436	87	FEB 22 2013 8753
	c Other professional fees (attach schedule) . . .	64,542	64,542	10	OGDEN, UT
	17 Interest	4,900			
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) Postage . . .	135	68		67
	24 Total operating and administrative expenses.	88,888	83,046	0	942
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	661,300			661,300
	26 Total expenses and disbursements. Add lines 24 and 25	750,188	83,046	0	662,242
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(308,787)			
	b Net investment income (if negative, enter -0-) .		395,018		
	c Adjusted net income (if negative, enter -0-) .			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments		552,475	698,772
	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 (attach schedule) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	44,444	0	0
	b Investments—corporate stock (attach schedule)	5,037,009	5,921,244	9,480,536
	c Investments—corporate bonds (attach schedule)	5,211,706	3,911,794	4,188,914
	11 Investments—land, buildings, and equipment basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	10,845,634	10,531,810	14,368,222
Liabilities	17 Accounts payable and accrued expenses		0	0
	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 ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> 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	10,845,634	10,531,810	
	30 Total net assets or fund balances (see instructions)	10,845,634	10,531,810	
	31 Total liabilities and net assets/fund balances (see instructions)	10,845,634	10,531,810	

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	10,845,634
2 Enter amount from Part I, line 27a	2	(308,787)
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	10,536,847
5 Decreases not included in line 2 (itemize) ► Please See Attachment	5	5,037
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,531,810

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 Please See Attachment		P	Various	Various
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 1,974,335		2,013,518	(39,183)	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	(39,183)
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Yes No**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	653,673	14,120,191	0.0463
2010	627,434	13,479,718	0.0465
2009	712,708	12,521,476	0.0569
2008	771,372	14,425,790	0.0535
2007	754,202	16,031,012	0.0470
2 Total of line 1, column (d)			2 0.2502
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 0.0500
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 14,340,835
5 Multiply line 4 by line 3			5 717,042
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,950
7 Add lines 5 and 6			7 720,992
8 Enter qualifying distributions from Part XII, line 4			8 662,242

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	7,900
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		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	7,900
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	7,900
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,739
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	8,739
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	839
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ► 839 Refunded ► 0	11	0

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?	<input type="checkbox"/>	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	<input type="checkbox"/>	X	
1c	<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>			
c	Did the foundation file Form 1120-POL for this year?			
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ 0 (2) On foundation managers. ► \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0			
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>	<input type="checkbox"/>	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? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	X	
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>	<input type="checkbox"/>	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?	<input type="checkbox"/>		
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>	<input type="checkbox"/>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► District of Columbia	<input type="checkbox"/>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G ? <i>If "No," attach explanation</i>	<input type="checkbox"/>	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)? <i>If "Yes," complete Part XIV</i>	<input type="checkbox"/>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	<input type="checkbox"/>	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input checked="" type="checkbox"/> 11	<input type="checkbox"/> 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)	<input type="checkbox"/> 12	<input type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	<input checked="" type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► Kendon Light, E.A. Telephone no. ► 360-422-7689 Located at ► 18778 Big Lake Ridge Pl, Mount Vernon, WA ZIP+4 ► 98274-8100		
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 ► <input type="checkbox"/> 15		
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 ►	<input checked="" type="checkbox"/> 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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly).		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	<input type="checkbox"/> 1b	<input checked="" type="checkbox"/> X
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? ► <input type="checkbox"/>	<input type="checkbox"/> 1c	<input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> 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? <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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> 4a	<input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> 4b	<input checked="" type="checkbox"/> 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?				5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>					
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>					
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				6b	X
	<i>If "Yes" to 6b, file Form 8870.</i>					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Alice True Gasch 4100 Cathedral Ave, NW, Washington, DC	President/Treasurer/Director 3	0	0	0
Linda Brown 614 W Prospect St, Seattle WA 98109	Secretary/Director 1	0	0	0
Lawrence True 614 W Prospect St, Seattle WA 98109	Director 1	0	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
David Wendell Associates, Inc P O Box 21980, Portsmouth, NH 03802	Financial Advisor	64,542
Total number of others receiving over \$50,000 for professional services		1

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	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0

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	13,652,703
b	Average of monthly cash balances	1b	906,520
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	14,559,223
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,559,223
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	218,388
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,340,835
6	Minimum investment return. Enter 5% of line 5	6	717,042

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	717,042
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,900
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,900
3	Distributable amount before adjustments Subtract line 2c from line 1	3	709,142
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	709,142
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	709,142

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	662,242
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	Surability 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	662,242
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	662,242

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				709,142
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			661,219	
b Total for prior years: 20 ____,20 ____,20 ____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 662,242			661,219	
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				1,023
e Remaining amount distributed out of corpus				
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:	0			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0		
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				
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 instructions				0
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				708,119
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
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				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon:				
a	"Assets" alternative test—enter:				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

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).)

Alice True Gasch

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

None

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Please See Attachment		Public		661,300
Total				► 3a 661,300
b Approved for future payment				
None				
Total				► 3b 0

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					
4 Dividends and interest from securities			14	480,514	
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	(39,183)		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b Proceeds from Litigation		01	70		
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	0		441,401		
13 Total. Add line 12, columns (b), (d), and (e)				441,401	

(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	

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		
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.		

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 _____
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

**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

Paid Preparer Use Only	Print/Type preparer's name Kendon Light, E.A.	Preparer's signature <i>Kendon Light</i>	Date 1/22/13	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01212171
	Firm's name ► Kendon Light, E.A.	Firm's EIN ►			
	Firm's address ► 18778 Big Lake Ridge Pl, Mount Vernon WA 98274	Phone no	360-422-7689		

Alice and Russell True Foundation (EIN 52-2048715)
 Attachment to Form 990-PF Year ended December 31, 2012

Part I - Line 11 - Other Income

	<u>Books</u>	<u>IRC 4940</u>	<u>Charitable</u>
Proceedes from Litigation: Qwest Commun	70	70	

Part I - Line 16b - Accounting Fees

	<u>Books</u>	<u>IRC 4940</u>	<u>Charitable</u>
Form 990-PF Preparation	650	325	325
Trustee's Fees	18,661	18,111	550
Totals	19,311	18,436	875

Part I - Line 16c - Other Professional Fees

	<u>Books</u>	<u>IRC 4940</u>	<u>Charitable</u>
Financial Advisor	64,542	64,542	

Part I - Line 18 - Taxes:

IRC 4940 Taxes	4,900
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Part II - Line 10b - Investments-Corporate Stock:

Air Prods & Chems - 2000 shs	155,846
AT&T - 5000 shs	171,657
Automatic Data Processing - 3500 shs	144,439
Becton Dickinson - 4000 shs	165,500
Caterpillar - 2500 shs	172,480
Coach - 2500 shs	137,417
Coca Cola - 6000 shs	153,225
CVS Caremark - 8,000 shs	122,358
Deere - 2000 shs	162,138
Dominion Resources - 4000 shs	76,000
Ecolab - 2500 shs	124,173
Emerson Elec - 4000 shs	156,311
Exxon Mobil - 6,000 shs	2,377
Freeport-McMoran Copper & Gold - 4000 shs	52,514
General Electric - 14,000 shs	494,663
Illinois tool Works - 5000 shs	139,740
Intel - 7500 shs	160,115
Johnson & Johnson - 3000 shs	151,210
Johnson Ctls - 6000 shs	169,866

Alice and Russell True Foundation (EIN 52-2048715)
Attachment to Form 990-PF Year ended December 31, 2012

(Continued):

Part II - Line 10b - Investments-Corporate Stock.

Lowes - 6000 shs	152,279
Marathon Oil - 7000 shs	71,680
Marathon Pete - 3500 shs	48,488
Microsoft - 5000 shs	156,494
Nextera Energy - 4000 shs	140,688
Proter & Gamble - 6000 shs	275,048
Qualcom - 3300 shs	139,428
Schlumberger - 2000 shs	156,517
Stryker - 5000 shs	130,088
Sysco - 6000 shs	139,082
TJX Cos - 4000 shs	107,508
US Bancopr - 4000 shs	126,720
Verizon Communications - 5000 shs	180,998
Expeditors Intl Washington - 5400 shs	65,216
Factset Resh Sys - 1200 shs	103,099
Helmerich & Payne - 4000 shs	52,267
McCormick - 4000 shs	123,923
Paychex - 5500 shs	169,784
Sigma Aldrich - 2000 shs	85,333
Stericycle - 5000 shs	79,483
Accenture - 2000 shs	116,220
Suncor Energy - 4000 shs	136,577
Teva Pharmaceutical Inds - 3500 shs	154,881
Saul Centers - 7000 shs	<u>97,414</u>
 Total	 5,921,244

Part II - Line 10c - Investments-Corporate Bonds.

JP Morgan Chase - 5 75%, due 1/2/13	193,250
General Electric - 5.0%, due 2/1/2013	100,150
Morgan Stanley Dean Witter - 5 3%, due 3/1/2013	151,686
Verizon Communications - 5.25%, due 4/15/2013	199,000
Goldman Sachs Group - 5 25%, due 10/15/13	191,500
Du Pont El De Nemours - 5.875%, due 1/15/2014	33,958
Hewlett-Packard - 4 75%, due 6/2/2014	201,000
SBC Communications - 5.1%, due 9/15/2014	199,500
General Electric - 5 1%, due 5/15/2015	200,000
General Electric - 5 1%, due 8/15/2015	200,000
Wachovia Bank National - 5 0%, due 8/15/2015	98,750
Lowes - 5 4%, due 10/15/2016	248,125
Verizon Communications -5.5%, due 4/1/2017	200,000
Bank America - 6.0%, due 8/15/2017	200,000
AT & T - 5.5%, due 2/1/2018	199,250

Alice and Russell True Foundation (EIN: 52-2048715)
 Attachment to Form 990-PF Year ended December 31, 2012

Part II - Line 10c - Investments-Corporate Bonds: (Continued).

General Electric - 5 0%, due 2/15/2020	200,000
Morgan Stanley Dean Witter - 4.0%, due 9/22/2020	200,000
JP Morgan Chase - 3.0%, due 11/29/21	200,000
Goldman Sachs - 3.0%, due 8/16/22	198,500
Suncor Energy - 6 1%, due 6/1/2018	199,500
Barclays Bk - 3 125%, due 5/21/20	200,000
Ford Mtr Cr - 7.0%, due 10/1/2013	<u>97,625</u>
 Total Corporate Bonds	3,911,794

Part III - Line 6 - Decrease in Net Assets.

Adjustment to Basis - Saul Centers	5,040
Rounding	<u>(3)</u>
 Total Decrease in Net Assets	5,037

Part IV - Line 1 - Capital Gains & Losses.

<u>Description</u>	<u>How Acqd</u>	<u>Date Acqd</u>	<u>Date Sold</u>	<u>Sales Amt</u>	<u>Basis</u>	<u>Gain/(Loss)</u>
Linear Technology-3500 shs	P	Various	2/9/2012	118,721	132,145	(13,424)
General Elec Cap Corp-6.0%	P	Various	2/13/2012	200,000	200,000	-
Goldman Sachs Group-5.3%	P	Various	2/14/2012	200,000	203,900	(3,900)
Federal Home Ln Bks - 2 5 %	P	Various	2/24/2012	44,444	44,444	-
Baker Hughes - 2000 shs	P	Various	3/20/2012	95,002	138,517	(43,515)
Morgan Stanley Dean Witter	P	Various	4/2/2012	200,000	198,992	1,008
AT&T-6.7%,due 11/15/13	P	11/17/2008	6/29/2012	216,168	201,750	14,418
Morgan Stanley Dean Witter	P	7/30/2009	7/30/2012	200,000	200,000	-
Bank America-5 25%	P	8/11/2005	8/15/2012	200,000	200,000	-
Wells Fargo-5.125%	P	9/5/2002	9/4/2012	200,000	195,020	4,980
American Gen Fin-5 375%	P	9/30/2002	10/1/2012	100,000	98,750	1,250
Ford Mtr Cr-4 0%, due 12/20/14	P	12/8/2011	12/20/2012	<u>200,000</u>	<u>200,000</u>	<u>-</u>
 Totals				1,974,335	2,013,518	(39,183)

Alice and Russell True Foundation (EIN 52-2048715)
Attachment to Form 990-PF Year ended December 31, 2012

Part XV - Grants Paid:

<u>Recipient</u>	<u>Status</u>	<u>Amount</u>	<u>Purpose</u>
Free Wheelchair Mission Irvine, California	Public	50,000	Operating Expenses
Latin America Youth Center, Inc. Washington, DC	Public	50,000	Operating Expenses
Washington Tennis & Education Foundation Washington, DC	Public	50,000	New Tennis, Education & Community Center
Family Matters of Greater Washington Washington, DC	Public	100,000	Camp Moss Hollow
Bread for the City, Inc Washington, DC	Public	5,000	Operating Expenses
Patricia M Sitar Center for the Arts Washington, DC	Public	25,000	Operating Expenses
Washington National Cathedral (Part of Episcopal Church Group Ruling) Washington, DC	Public	25,000 5,000	Operating Expenses All Hallows Guild Restoration & Replacement Fund
Cathedral Choral Society of Washington, DC Washington Cathedral Washington, DC	Public	5,000	Operating Expenses
Mercy Ships Garden Valley, TX	Public	30,000	Operating Expenses
SOME Washington, DC	Public	30,000	Medical Clinic Operating Expenses
The Children's Inn at NIH Bethesda, MD	Public	5,000	Operating Expenses
Georgetown University Washington, DC	Public	100,000	Alice & Russell True Endowed Scholarship Fund
Our Place DC Washington, DC	Public	25,000	Operating Expenses

Alice and Russell True Foundation (EIN 52-2048715)
Attachment to Form 990-PF Year ended December 31, 2012

<u>Recipient</u>	<u>Status</u>	<u>Amount</u>	<u>Purpose</u>
President & Friends of Middlebury College Middlebury, VT	Public	100,000	Alice & Russell True Endowed Scholarship Fund
The New Horizons Foundation, Inc Colorado Springs, CO	Public	14,900	Strauss Medical Mentoring Project
Learning Ally, Inc Princeton, NJ	Public	10,000	Recorded Educational Materials to Blind & Dyslexic Students
The Ellington Fund Washington, DC	Public	5,000	Arts & Academic Education Program of Duke Ellington School of the Arts
Resources for Inner City Children Washington, DC	Public	6,000	Operating Expenses
Horton's Kids, Inc Washington, DC	Public	10,000	Operating Expenses
Mentoring to Manhood Incorporated Upper Marlboro, MD	Public	10,000	Operating Expenses
Catalogue for Philanthropy Washington, DC	Public	<u>400</u>	Operating Expenses
Total Grants Paid		661,300	