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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 , 2012, and ending , 20

Name of foundation THE BETTY AND WES FOSTER FAMILY FOUNDATION		A Employer identification number 54-1902260
Number and street (or P O box number if mail is not delivered to street address) 14501 GEORGE CARTER WAY	Room/suite	B Telephone number (see instructions) (703) 653-8500
City or town, state, and ZIP code CHANTILLY, VA 20151		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,084,240.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	154.	154.		ATCH 1
	4 Dividends and interest from securities	64,541.	64,541.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	189,254.			
	b Gross sales price for all assets on line 6a	2,149,726.			
	7 Capital gain net income (from Part IV, line 2)		189,254.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	253,949.	253,949.		
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	12,915.	6,458.		6,457.
	c Other professional fees (attach schedule) *	24,469.	24,469.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	812.	812.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	38,196.	31,739.		6,457.	
25 Contributions, gifts, grants paid	139,000.			139,000.	
26 Total expenses and disbursements. Add lines 24 and 25	177,196.	31,739.	0	145,457.	
27 Subtract line 26 from line 12	76,753.				
a Excess of revenue over expenses and disbursements		222,210.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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	305,995.	264,083.	264,083.
	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			
	10 a	Investments - U S and state government obligations (attach schedule) . .			
	b	Investments - corporate stock (attach schedule) ATCH 6	2,536,674.	2,592,022.	2,820,157.
	c	Investments - corporate bonds (attach schedule)			
	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)	2,842,669.	2,856,105.	3,084,240.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	155,000.	109,000.	
	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)	155,000.	109,000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	2,687,669.	2,747,105.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	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 . .			
	30	Total net assets or fund balances (see instructions)	2,687,669.	2,747,105.	
31	Total liabilities and net assets/fund balances (see instructions)	2,842,669.	2,856,105.		

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	2,687,669.
2	Enter amount from Part I, line 27a	2	76,753.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,764,422.
5	Decreases not included in line 2 (itemize) ▶ ATCH 7	5	17,317.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,747,105.

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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.)
1a SEE PART IV SCHEDULE					
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					
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					
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	189,254.	
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	0	

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	154,240.	3,008,157.	0.051274
2010	138,501.	2,750,147.	0.050361
2009	65,525.	2,396,259.	0.027345
2008	214,764.	3,413,004.	0.062925
2007	79,935.	2,520,043.	0.031720
2 Total of line 1, column (d)			2 0.223625
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 0.044725
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 2,873,409.
5 Multiply line 4 by line 3			5 128,513.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,222.
7 Add lines 5 and 6			7 130,735.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 145,457.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here, <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,222.
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	2,222.
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	2,222.
6 Credits/Payments		
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	3,000.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	3,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	49.
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	729.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 729. Refunded <input type="checkbox"/> 11	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		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 NONE				
14	The books are in care of P. RODNEY LAWRENCE, JR. Telephone no 703-653-8500			
Located at 14501 GEORGE CARTER WAY CHANTILLY, VA ZIP+4 20151				
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		
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	Yes	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?	<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 type="checkbox"/> Yes	<input checked="" 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	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? 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	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

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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))? ☐ Yes ☒ No

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** 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? ☐ **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
ATCH 8		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 ☐

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

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

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 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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

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	2,778,385.
b	Average of monthly cash balances	1b	138,781.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,917,166.
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	2,917,166.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,757.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,873,409.
6	Minimum investment return. Enter 5% of line 5	6	143,670.

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	143,670.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,222.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,222.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,448.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	141,448.
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	141,448.

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	145,457.
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	145,457.
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	2,222.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	143,235.

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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Page **9****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				141,448.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 3,150.				
c From 2009				
d From 2010 3,992.				
e From 2011 11,352.				
f Total of lines 3a through e	18,494.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 145,457.				
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				141,448.
e Remaining amount distributed out of corpus . .	4,009.			
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	22,503.			
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				
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	22,503.			
10 Analysis of line 9				
a Excess from 2008 . . . 3,150.				
b Excess from 2009 . . .				
c Excess from 2010 . . . 3,992.				
d Excess from 2011 . . . 11,352.				
e Excess from 2012 . . . 4,009.				

Form **990-PF** (2012)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2012

(b) 2011

(c) 2010

(d) 2009

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))

ATTACHMENT 9

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 ☒ 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

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

c Any submission deadlines

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

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				
ATCH 10				
Total			3a	139,000.
b Approved for future payment				
Total			3b	

Form **990-PF** (2012)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	154.	
4 Dividends and interest from securities			14	64,541.	
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	189,254.	
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)				253,949.	
13 Total. Add line 12, columns (b), (d), and (e)				253,949.	253,949.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,252,450.		MERRILL LYNCH #2203 ST PROPERTY TYPE: SECURITIES 1,224,524.				P	VARIOUS 27,926.	VARIOUS
896,082.		MERRILL LYNCH #2203 LT PROPERTY TYPE: SECURITIES 735,013.				P	VARIOUS 161,069.	VARIOUS
991.		MERRILL LYNCH #02203 ST PROPERTY TYPE: SECURITIES 926.				P	VARIOUS 65.	VARIOUS
21.		MERRILL LYNCH #02203 LT PROPERTY TYPE: SECURITIES 9.				P	VARIOUS 12.	VARIOUS
182.		MERRILL LYNCH - CAP GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VARIOUS 182.	VARIOUS
TOTAL GAIN (LOSS)							<u>189,254.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MERRILL LYNCH #5TL-02203	88.	88.
MERRILL LYNCH #5TL-02202	66.	66.
TOTAL	<u>154.</u>	<u>154.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MERRILL LYNCH #5TL-02203	64,541.	64,541.
TOTAL	<u>64,541.</u>	<u>64,541.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREP FEES	12,915.	6,458.		6,457.
TOTALS	<u>12,915.</u>	<u>6,458.</u>		<u>6,457.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MERRILL LYNCH ASSET MGMT FEES	23,433.	23,433.
FILING FEES	25.	25.
OTHER MERRILL LYNCH INV FEES	1,011.	1,011.
TOTALS	<u>24,469.</u>	<u>24,469.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	812.	812.
TOTALS	<u>812.</u>	<u>812.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MARKETABLE SECURITIES	2,592,022.	2,820,157.
TOTALS	<u>2,592,022.</u>	<u>2,820,157.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

CURRENT PERIOD ADJUSTMENT

17,317.

TOTAL

17,317.

THE BETTY AND WES FOSTER FAMILY FOUNDATION

54-1902260

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

BETTY FLANDERS FOSTER
14501 GEORGE CARTER WAY
CHANTILLY, VA 20151

PRES/DIRECTOR
2.00

0 0 0 0

P. WESLEY FOSTER, JR
14501 GEORGE CARTER WAY
CHANTILLY, VA 20151

VP/DIRECTOR
2.00

0 0 0 0

PHILIP RODNEY LAWRENCE, JR
1314 VERMONT AVE, NW
WASHINGTON, DC 20005

VP/TREASURER/DIRECTOR
2.00

0 0 0 0

AMANDA FOSTER SPAHR
117 GLENN ROAD
ARDMORE, PA 19003

VP/DIRECTOR
2.00

0 0 0 0

GEORGE W. SPAHR
117 GLENN ROAD
ARDMORE, PA 19003

VP/DIRECTOR
2.00

0 0 0 0

PAUL WESLEY FOSTER III
8 GRAFTON STREET
CHEVY CHASE, MD 20815

VP/DIRECTOR
2.00

0 0 0 0

THE BETTY AND WES FOSTER FAMILY FOUNDATION

54-1902260

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

JULIA HEATHER HANKS
8 GRAFTON STREET
CHEVY CHASE, MD 20815

VP/SEC/DIRECTOR
2.00

0

0

0

GRAND TOTALS

ATTACHMENT 9FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

BETTY FLANDERS FOSTER
P. WESLEY FOSTER, JR.
14501 GEORGE CARTER WAY
CHANTILLY, VA 20151

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICARES 88 HAMILTON AVENUE STAMFORD, CT 06902	N/A 501(C) (3)		GENERAL PURPOSE	25,000
SUSTAINABLE HARVEST INTERNATIONAL 779 NORTH BEND ROAD SURRY, ME 04684	N/A 510(C) (3)		GENERAL PURPOSE	30,000
THE ARC 1901 MISSISSIPPI AVENUE, SE WASHINGTON, DC 20020	N/A 501(C) (3)		GENERAL PURPOSE	15,000
THE STUDIO THEATRE 1501 14TH STREET NW WASHINGTON, DC 20005	N/A 501(C) (3)		GENERAL PURPOSE	5,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001	N/A 501(C) (3)		GENERAL PURPOSE	25,000
ANACOSTIA WATERSHED SOCIETY 4302 BALTIMORE AVENUE BLADENSBURG, MD 20710	N/A 501(C) (3)		GENERAL PURPOSE	10,000

FORM 990PP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAPITOL HILL GROUP MINISTRY 1338 G STREET SE WASHINGTON, DC 20003	N/A 501(C) (3)		GENERAL PURPOSE	7,000
READING CONNECTION 4001 N 9TH STREET SUITE 226 ARLINGTON, VA 22203	N/A 501(C) (3)		GENERAL PURPOSE	5,000
THE SALVATION ARMY P O BOX 269 ALEXANDRIA, VA 22313	N/A 501(C) (3)		GENERAL PURPOSE	17,000
TOTAL CONTRIBUTIONS PAID				<u>139,000</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

THE BETTY AND WES FOSTER FAMILY FOUNDATION

Employer identification number

54-1902260

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b **1b** 27,991.

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 **2**

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts **3**

4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet **4** ()

5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back **5** 27,991.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b **6b** 161,263.

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 **7**

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts **8**

9 Capital gain distributions **9**

10 Gain from Form 4797, Part I **10**

11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet **11** ()

12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back **12** 161,263.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13 Net short-term gain or (loss)	13			27,991.
14 Net long-term gain or (loss):				
a Total for year	14a			161,263.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			189,254.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if • Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero	

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,400	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)	30	
31 Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

OMB No 1545-0092

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

Employer identification number

THE BETTY AND WES FOSTER FAMILY FOUNDATION

54-1902260

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	27,991.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

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PAGE 34

Employer identification number

6a

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	<u>161,263.</u>
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Schedule D-1 (Form 1041) 2012

The Betty And Wes Foster Family Foundation

EIN: 54-1902260

Detail of Capital Gains & Losses for Tax on Investment Income

December 31, 2012

Name of Stock	# of Shares	P/D	Tax Date Acq (Date sold)	Book Basis		Proceeds Of Sales	Long-term gain (book)	Short-term gain (book)
				FMV @	Donation or purchase cost			
Abbott Laboratories	(686)	(P)	(7/18/12)	(37,372.04)		45,326.77	7,954.73	-
American Tower Corp	(572)	(P)	(1/19/12)	(18,494.42)		35,463.32	16,968.90	-
American Tower Corp	(9)	(P)	(7/18/12)	(2,942.29)		6,360.31	3,418.02	-
Apache Corp	(290)	(P)	(7/18/12)	(26,690.99)		24,762.58	(1,928.41)	-
Apple	(93)	(P)	(1/19/12)	(35,618.73)		40,005.04	-	4,386.31
Apple	(14)	(P)	(7/18/12)	(5,361.96)		8,454.48	-	3,092.52
Apple	(12)	(P)	(7/18/12)	(4,614.40)		7,246.70	-	2,632.30
Canon Inc	(613)	(P)	(7/18/12)	(28,817.13)		22,567.39	-	(6,249.74)
Canon Inc	(11)	(P)	(12/11/12)	(517.11)		410.95	(106.16)	-
CH Robinson Worldwide Inc Com New	(428)	(D)	(7/18/12)	(19,910.56)		25,280.75	5,370.19	-
Chevron Corp	(353)	(P)	(7/18/12)	(22,322.45)		37,941.36	15,618.91	-
Chubb Corp	(71)	(P)	(1/18/12)	(1,814.75)		4,944.73	3,129.98	-
Chubb Corp	(350)	(P)	(1/18/12)	(10,390.19)		24,375.46	13,985.27	-
Chubb Corp	(100)	(P)	(1/18/12)	(3,700.50)		6,964.41	3,263.91	-
Chubb Corp	(88)	(P)	(1/18/12)	(4,246.88)		6,128.68	1,881.80	-
Chubb Corp	(202)	(P)	(1/18/12)	(9,651.56)		14,068.13	4,416.57	-
Chubb Corp	(191)	(P)	(1/18/12)	(10,163.11)		13,302.05	3,138.94	-
Citigroup	(1,280)	(P)	(7/18/12)	(39,930.24)		34,597.62	-	(5,332.62)
CNH Global NV	(1,704)	(P)	(7/18/12)	(63,301.04)		61,212.96	-	(2,088.08)
Coach Inc	(500)	(P)	(7/18/12)	(31,425.00)		29,196.05	-	(2,228.95)

The Betty And Wes Foster Family Foundation

EIN: 54-1902260

Detail of Capital Gains & Losses for Tax on Investment Income

December 31, 2012

Name of Stock	# of Shares	P/D	Tax Date Acq (Date sold)	Book Basis		Proceeds Of Sales	Long-term gain (book)	Short-term gain (book)
				FMV @	Donation or purchase cost			
Deere Co	(5)	(P)	(12/11/12)	(412.83)		425.44	-	12.61
Eaton Corp	(1,368)	(P)	(5/3/12)	(57,976.93)		63,575.69	-	5,598.76
Eaton Corp	(123)	(P)	12/6/11	(5,512.86)		5,716.24	-	203.38
General Mills Inc	(829)	(P)	(7/18/12)	(25,341.04)		32,284.27	6,943.23	-
Intl Business Mach	(3)	(D)	(7/18/12)	(310.32)		561.84	251.52	-
Intl Business Mach	(85)	(D)	(7/18/12)	(8,792.40)		15,918.86	7,126.46	-
Intl Business Mach	(44)	(D)	(7/18/12)	(4,551.36)		8,240.35	3,688.99	-
Intl Business Mach	(48)	(D)	(7/18/12)	(4,965.12)		8,989.49	4,024.37	-
Ishares Barclays Treas Inflation	(1,039)	(P)	(7/18/12)	(106,062.54)		125,758.11	19,695.57	-
Ishares Barclays Treas Inflation	(69)	(P)	(7/18/12)	(6,881.06)		8,351.59	1,470.53	-
Ishares Barclays Treas Inflation	(169)	(P)	(7/18/12)	(19,564.03)		20,455.37	-	891.34
Ishares TR MSCI Emerging Mkts Index FD	(446)	(P)	(12/11/12)	(18,205.28)		19,272.69	1,067.41	-
Ishares TR MSCI Emerging Mkts Index FD	(383)	(P)	(12/11/12)	(16,145.94)		16,550.32	404.38	-
Ishares TR MSCI Emerging Mkts Index FD	(2,608)	(P)	(12/11/12)	(101,085.82)		112,697.77	-	11,611.95
Ishare MSCI South Africa	(520)	(P)	(7/18/12)	(34,015.80)		33,368.22	-	(647.58)
Ishare MSCI Brazil Free	(917)	(P)	(1/18/12)	(58,142.84)		58,653.67	-	510.83
Ishare MSCI Brazil Free	(366)	(P)	(1/18/12)	(21,998.98)		23,410.31	-	1,411.33
Jacobs Engr Group Inc	(242)	(D)	(1/19/12)	(9,248.63)		10,820.84	1,572.21	-
Jacobs Engr Group Inc	(222)	(P)	(1/19/12)	(8,655.78)		9,926.56	1,270.78	-
Jacobs Engr Group Inc	(372)	(P)	(1/19/12)	(33,007.19)		16,633.70	(16,373.49)	-
Jacobs Engr Group Inc	(41)	(D)	(5/3/12)	(1,566.92)		1,676.02	109.10	-
Jacobs Engr Group Inc	(20)	(D)	(5/3/12)	(764.35)		817.57	53.22	-
Jacobs Engr Group Inc	(515)	(P)	(5/3/12)	(17,564.38)		21,052.47	3,488.09	-
Jacobs Engr Group Inc	(5)	(D)	(5/3/12)	(191.09)		204.39	13.30	-

The Betty And Wes Foster Family Foundation

EIN: 54-1902260

Detail of Capital Gains & Losses for Tax on Investment Income

December 31, 2012

Name of Stock	# of Shares	P/D	Tax Date Acq (Date sold)	Book Basis		Proceeds Of Sales	Long-term gain (book)	Short-term gain (book)
				FMV @ Donation or purchase cost				
Jacobs Engr Group Inc	(199)	(P)	(5/3/12)	(7,116 24)		8,134 85	-	1,018 61
Johnson Controls Inc	(978)	(P)	(7/18/12)	(32,068.42)		27,666.02	-	(4,402 40)
Johnson Controls Inc	(14)	(P)	(12/11/12)	(459 06)		401 37	(57 69)	-
JPMorgan Chase & Co	(511)	(P)	(7/18/12)	(17,194.23)		17,804.16	609.93	-
JPMorgan Chase & Co	(764)	(P)	(7/18/12)	(31,336 37)		26,619 16	(4,717.21)	-
Laboratory Corp Amer HLDGS Com	(417)	(P)	(7/18/12)	(24,641 12)		38,978 04	14,336 92	-
Noble Corporation SHS ISIN	(156)	(D)	(7/18/12)	(5,670 60)		5,506 14	(164 46)	-
Noble Corporation SHS ISIN	(500)	(P)	(7/18/12)	(10,743 21)		17,647 90	6,904 69	-
Noble Corporation SHS ISIN	(342)	(P)	(7/18/12)	(7,348 35)		12,071 18	4,722 83	-
Nordstrom Inc	(1,431)	(P)	(1/18/12)	(64,584.71)		70,429.18	-	5,844.47
Pimco Commodity Real Return	1	(P)	(7/18/12)	(4 60)		3.51	-	(1 09)
Pimco Commodity Real Return	(4,684)	(P)	(7/18/12)	(41,921.80)		31,944.88	-	(9,976 92)
Powershares Global	(2,085)	(P)	(7/18/12)	(28,978 67)		30,696 97	-	1,718 30
Qiagen NV	(1,746)	(P)	(1/18/12)	(39,141 30)		26,674 00	(12,467 30)	-
Qiagen NV	(2,765)	(P)	(1/18/12)	(43,319 81)		42,241 48	-	(1,078 33)
Qualcomm Inc	(619)	(P)	(1/19/12)	(36,024 24)		35,814 65	-	(209.59)
Qualcomm Inc	(18)	(P)	(7/18/12)	(1,047 56)		1,005 70	(41 86)	-
Schlumberger LTD	(414)	(P)	(7/18/12)	(33,066 76)		28,383 24	-	(4,683 52)
SPDR Barclays Capital High	(759)	(P)	(7/18/12)	(29,007.08)		30,110.61	-	1,103 53
SPDR SER TR DB INTL GOVT INFLATION	(851)	(P)	(7/18/12)	(49,766 48)		50,787.29	1,020 81	-

The Betty And Wes Foster Family Foundation

EIN: 54-1902260

Detail of Capital Gains & Losses for Tax on Investment Income

December 31, 2012

Name of Stock	# of Shares	P/D	Tax Date Acq (Date sold)	Book Basis		Proceeds Of Sales	Long-term gain (book)	Short-term gain (book)
				FMV @	Donation or purchase cost			
SPDR SER TR DB INTL GOVT INFLATION	(245)	P	(1/26/12)	(14,273.70)		14,621.49	-	347.79
Simon PPTY GRP	(336)	(P)	(7/18/12)	(32,822.29)		53,401.43	20,579.14	-
Stryker Corp	(190)	(D)	(7/18/12)	(8,703.90)		10,198.70	1,494.80	-
Stryker Corp	(200)	(D)	(7/18/12)	(9,162.00)		10,735.48	1,573.48	-
Stryker Corp	(225)	(D)	(7/18/12)	(10,307.25)		12,077.41	1,770.16	-
Stryker Corp	(126)	(D)	(7/18/12)	(5,772.06)		6,763.36	991.30	-
Stryker Corp	(7)	(D)	(12/11/12)	(320.67)		389.96	69.29	-
Thermo Fisher Scientific	(787)	(P)	(7/18/12)	(39,039.13)		41,696.38	-	2,657.25
Underarmour Inc	(995)	(P)	(7/18/12)	(32,005.57)		49,314.88	-	17,309.31
VF Corporation	(249)	(P)	(7/18/12)	(27,796.47)		35,404.32	-	7,607.85
Walgreen Company	(1,862)	(P)	(1/18/12)	(50,106.42)		62,632.38	12,525.96	-
Walgreen Company	(90)	P	(1/18/12)	(3,271.50)		3,027.35	-	(244.15)
Wynn Resort LTD	(228)	(P)	(7/18/12)	(33,771.81)		22,117.87	-	(11,653.94)
Elements Rogers Agric TR	(5,044)	(P)	(7/18/12)	(44,006.88)		49,432.61	-	5,425.73
IShares MSCI Malaysia	(3,031)	(P)	7/18/12	(41,804.76)		44,017.92	-	2,213.16
IShares MSCI United	(2,225)	(P)	7/18/12	(36,372.08)		36,760.63	-	388.55
IShares MSCI South Korea	(750)	(P)	7/18/12	(41,114.93)		39,643.36	-	(1,471.57)
IShares MSCI Pacific	(375)	(P)	7/18/12	(15,489.68)		15,584.65	-	94.97
IShares Barclays Aggrgt	(375)	(P)	7/18/12	(32,642.68)		33,361.69	-	719.01

The Betty And Wes Foster Family Foundation

EIN: 54-1902260

Detail of Capital Gains & Losses for Tax on Investment Income

December 31, 2012

Name of Stock	# of Shares	P/D	Tax Date Acq (Date sold)	Book Basis		Proceeds Of Sales	Long-term gain (book)	Short-term gain (book)
				FMV @	Donation or purchase cost			
Vanguard Intermediate Term Bond ETF	(439)	(P)	7/18/12	(38,091	15)	39,482 82	-	1,391.67
Vanguard Short Term Bond	(12)	(P)	7/18/12	(973	08)	975 85	-	2.77
IShares Gold TR	41,130	(P)	VARIOUS	(128	82)	139 16	-	10 34
IShares Silver TR	33,252	(P)	VARIOUS	(378	76)	418 60	-	39 84
EFTPS Physical Previous	9,153	(P)	VARIOUS	(418	47)	432 76	-	14 29
IShares Gold TR	6,228	(P)	VARIOUS	(9	03)	20 85	11 82	-
TOTALS				(1,960,472.54)		2,149,543.76	161,080.93	27,990.29

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

OMB No 1545-1709

► **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 ☒ **X**
- 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 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

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

THE BETTY AND WES FOSTER FAMILY FOUNDATION

54-1902260

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

14501 GEORGE CARTER WAY

City, town or post office, state, and ZIP code. For a foreign address, see instructions

CHANTILLY, VA 20151

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

- The books are in the care of ► P. RODNEY LAWRENCE, JR.

Telephone No ► 703 653-8500

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 08/15, 20 13, 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 _____, 20 _____, and ending _____, 20 _____

- 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	\$	6,000.
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	\$	3,000.
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	\$	3,000.

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**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 1-2013)