Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052 **2012** Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
SCIENCE FOUNDATION OF WEST VIRGINIA
C/O R. W. WILKINSON, FIRST CENTURY BANK

A Employer identification number 54-2155235

Number and street (or P O box number if mail is not delivered to street address) Room/suite
500 FEDERAL STREET

B Telephone number 304-325-8181

City or town, state, and ZIP code
BLUEFIELD, WV 24701

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 536,766.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	10,100.	10,100.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,108.			
	b Gross sales price for all assets on line 6a 95,694.				
	7 Capital gain net income (from Part IV, line 2)		6,108.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	16,208.	16,208.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	4,896.	4,896.		0.
	17 Interest				
	18 Taxes	242.	217.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	5,138.	5,113.		0.
	25 Contributions, gifts, grants paid	26,500.			26,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	31,638.	5,113.		26,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<15,430.>			
	b **Net investment income** (if negative, enter -0-)		11,095.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,527.	4,540.	4,540.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 4	454,877.	437,434.	532,226.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	457,404.	441,974.	536,766.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	457,404.	441,974.	
	30 **Total net assets or fund balances**	457,404.	441,974.	
	31 **Total liabilities and net assets/fund balances**	457,404.	441,974.	

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	457,404.
2	Enter amount from Part I, line 27a	2	<15,430.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	441,974.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	441,974.

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	MUTUAL FUNDS	P	VARIOUS	VARIOUS
b	MUTUAL FUNDS	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	6,207.		6,848.	<641.>
b	87,510.		82,738.	4,772.
c	1,977.			1,977.
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) 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				<641.>
b				4,772.
c				1,977.
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	6,108.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	24,673.	533,225.	.046271
2010	21,572.	496,466.	.043451
2009	27,300.	437,177.	.062446
2008	30,000.	556,404.	.053918
2007	30,000.	653,885.	.045880

2 **Total** of line 1, column (d)	2	.251966
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	.050393
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	530,623.
5 Multiply line 4 by line 3	5	26,740.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	111.
7 Add lines 5 and 6	7	26,851.
8 Enter qualifying distributions from Part XII, line 4	8	26,500.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	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	0.
3	Add lines 1 and 2		3	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	222.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 828.		
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	828.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	606.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 606. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ GARY CORNWELL Telephone no. ▶ 304-325-8157
Located at ▶ P.O. BOX 1697, BLUEFIELD, WV ZIP+4 ▶ 24701

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 N/A

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

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

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PATRICIA WILKINSON 9200 KINGS RD MYRTLE BEACH, SC 29572	PRESIDENT 1.00	0.	0.	0.
R. W. WILKINSON 2207 ORCHARD WAY BLUEFIELD, WV 24701	VICE PRESIDENT 1.00	0.	0.	0.
GARY CORNWELL 314 BRIERWOOD DR. BLUEFIELD, VA 24605	TREASURER 1.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2012)

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	536,304.
b	Average of monthly cash balances		1b	2,400.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	538,704.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	538,704.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	8,081.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	530,623.
6	**Minimum investment return.** Enter 5% of line 5		6	26,531.

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	26,531.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 222.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	222.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	26,309.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	26,309.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	26,309.

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	26,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	26,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	26,500.

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				26,309.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			26,497.	
b Total for prior years: ____ , ____ , ____		0.		
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: ▶ $ 26,500.				
a Applied to 2011, but not more than line 2a			26,497.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				3.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				26,306.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	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) N/A

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)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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					
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).)

NONE

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

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

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				
VIRGINIA COLLEGE OF OSTEOPATHIC MEDICINE	NONE	PUBLIC	CHARITABLE - SCHOLARSHIPS	26,500.
Total			▶ 3a	26,500.
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 (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	10,100.	
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	6,108.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		16,208.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 16,208.

(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).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Gary Cornwell | 5/9/13 | Treasurer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
GARY D. CORNWELL	Gary Cornwell CPA	5/9/13		P01312078
Firm's name ▶ BROWN, EDWARDS & COMPANY, L.L.P.			Firm's EIN ▶ 54-0504608	
Firm's address ▶ PO BOX 1697 BLUEFIELD, WV 24701			Phone no. 304.325.8157	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST CENTURY BANK TRUST ACCOUNT	12,077.	1,977.	10,100.
TOTAL TO FM 990-PF, PART I, LN 4	12,077.	1,977.	10,100.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	4,896.	4,896.		0.
TO FORM 990-PF, PG 1, LN 16C	4,896.	4,896.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WV STATUTORY ATTORNEY FEE	25.	0.		0.
FOREIGN TAX WITHHOLDING	217.	217.		0.
TO FORM 990-PF, PG 1, LN 18	242.	217.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 4

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EATON VANCE FUND FLOATING RATE	COST	28,367.	27,733.
GOLDMAN SACHS TR GS CORE FIXED INCOME SECS	COST	42,784.	47,766.
DODGE & COX STOCK FUND	COST	27,280.	35,913.
AMERICAN EUROPACIFIC GROWTH FUND	COST	23,819.	33,368.
GOLDMAN SACHS M/C VALUE	COST	17,845.	25,506.
AMERICAN BEACON SMALL CAP	COST	15,626.	17,526.
VANGUARD SHORT TERM INVESTMENT FUND	COST	17,511.	18,094.

MUNDER MIDCAP CORE GROWTH FUND	COST	24,749.	37,337.
ARTIO TOTAL RETURN BOND FUND I	COST	45,991.	47,638.
VANGUARD INFLATION-PROTECTED SEC FD ADMIRAL	COST	7,337.	9,068.
ADVISORS INNER CIRCLE FUND-ACADIAN EMERGING MARKETS	COST	17,461.	22,732.
T ROWE PRICE INST LARGE-CAP GROWTH FD	COST	30,424.	46,673.
BUFFALO SMALL CAP FUND	COST	11,751.	19,662.
BLACKROCK EQUITY DIVIDEND FUND	COST	50,862.	54,271.
NUVEEN WINSLOW LARGE CAP GROWTH	COST	37,145.	46,504.
THORNBURG INTERNATIONAL VALUE FUND 1	COST	30,431.	34,178.
ALLIANZ AGIC HIGH YIED BOND	COST	8,051.	8,257.
TOTAL TO FORM 990-PF, PART II, LINE 13		437,434.	532,226.

963T. CGU013 1155-1135000245

ACCT 963T 1135000245
FROM 01/01/2012
TO 12/31/2012

FIRST CENTURY BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
THE SCIENCE FOUNDATION OF
WEST VIRGINIA
TRUST YEAR ENDING 12/31/2012

RUN 02/09/2013
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TAX PREPARER: 1141
TRUST ADMINISTRATOR: 1155
INVESTMENT OFFICER: 281

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
137.2240 ADVISORS INNER CIRCLE ACADIAN EMERGING MARKETS PORTFOLIO INSTITUTIONAL SHARE - 00758M162 - MINOR = 65							
SOLD		12/13/2012	2618.25				
ACQ	137.2240	11/15/2011	2618.25	2383.58	234.67	LT15	Y
47.4450 AMERICAN BEACON SMALL CAP VALUE FUND I - 02368A638 - MINOR = 65							
SOLD		12/13/2012	1019.60				
ACQ	47.4450	04/13/2011	1019.60	1001.56	18.04	LT15	Y
134.8220 ARTIO TOTAL RETURN BOND FUND -I - 04315J209 - MINOR = 66							
SOLD		12/13/2012	1891.55				
ACQ	74.4180	10/13/2010	1044.08	1061.94	-17.86	LT-W	Y
	60.4040	10/13/2010	847.47	861.97	-14.50	LT15	Y
1623.8100 ARTIO INTERNATIONAL EQUITY FUND II -I - 04315J837 - MINOR = 65							
SOLD		01/12/2012	15832.16				
ACQ	214.3860	01/18/2007	2090.26	3262.95	-1172.69	LT15	Y
	240.8460	10/14/2008	2348.25	2622.81	-274.56	LT15	Y
	22.5280	01/16/2009	219.65	206.36	13.29	LT15	Y
	101.5490	04/08/2009	990.10	876.37	113.73	LT15	Y
	536.4210	10/08/2009	5230.11	6581.88	-1351.77	LT15	Y
	59.5670	01/12/2010	580.78	725.52	-144.74	LT15	Y
	93.4980	07/13/2010	911.61	1023.80	-112.19	LT15	Y
	133.8350	10/13/2010	1304.89	1652.86	-347.97	LT15	Y
	221.1800	01/12/2011	2156.51	2775.81	-619.30	ST	Y
69.5000 BLACKROCK EQUITY DIVIDEND FD - 09251M504 - MINOR = 65							
SOLD		12/13/2012	1383.74				
ACQ	.7500	10/10/2012	14.93	15.10	-0.17	ST-W	
	68.7500	10/10/2012	1368.81	1383.93	-15.13	ST	
36.7570 DODGE & COX STOCK FUND - 256219106 - MINOR = 65							
SOLD		01/12/2012	3905.08				
ACQ	12.4400	01/13/2005	1321.63	1575.51	-253.88	LT15	Y
	1.5150	03/27/2008	160.95	177.86	-16.91	LT15	Y
	.1300	03/27/2008	13.81	15.34	-1.53	LT15	Y
	1.5250	03/27/2008	162.02	179.10	-17.08	LT15	Y
	19.0260	04/09/2008	2021.33	2274.75	-253.42	LT15	Y
	2.1210	04/10/2008	225.34	254.57	-29.23	LT15	Y
68.6250 DODGE & COX STOCK FUND - 256219106 - MINOR = 65							
SOLD		10/10/2012	8110.79				
ACQ	9.3650	03/27/2008	1106.85	1099.46	7.39	LT15	Y
	37.8290	07/10/2008	4471.01	4087.04	383.97	LT15	Y
	21.4310	04/13/2011	2532.93	2426.19	106.74	LT15	Y
18.7620 DODGE & COX STOCK FUND - 256219106 - MINOR = 65							
SOLD		12/13/2012	2271.27				
ACQ	18.7620	07/10/2008	2271.27	2027.04	244.23	LT15	Y
238.3470 GOLDMAN SACHS MID CAP VALUE FUND I - 38141W398 - MINOR = 65							
SOLD		10/10/2012	9102.47				
ACQ	137.3830	04/09/2008	5246.66	4682.00	564.66	LT15	Y
	23.3680	04/07/2010	892.42	761.10	131.32	LT15	Y
	77.5960	04/13/2011	2963.39	2922.25	41.14	LT15	Y
31.5030 GOLDMAN SACHS MID CAP VALUE FUND I - 38141W398 - MINOR = 65							
SOLD		12/13/2012	1216.98				
ACQ	31.5030	04/07/2010	1216.98	1026.05	190.93	LT15	Y
174.0590 GOLDMAN SACHS CORE FIXED INCOME FUND I - 38141W810 - MINOR = 66							
SOLD		12/13/2012	1862.43				
ACQ	174.0590	10/10/2012	1862.43	1864.17	-1.74	ST	
314.9210 T ROWE PRICE INST LARGE-CAP GROWTH FUND - 45775L408 - MINOR = 65							
SOLD		10/10/2012	5876.43				
ACQ	27.7630	04/09/2008	518.06	393.12	124.94	LT15	Y
	287.1580	07/10/2008	5358.37	3988.62	1369.75	LT15	Y
97.1410 T ROWE PRICE INST LARGE-CAP GROWTH FUND - 45775L408 - MINOR = 65							
SOLD		12/13/2012	1816.55				
ACQ	97.1410	07/10/2008	1816.55	1349.29	467.26	LT15	Y
106.0160 MUNDER MIDCAP CORE GROWTH FUND Y - 626124242 - MINOR = 65							
SOLD		12/13/2012	3422.21				
ACQ	30.6860	01/18/2007	990.55	780.65	209.90	LT15	Y
	75.3300	04/13/2011	2431.66	2263.67	167.99	LT15	Y
225.4930 NUVEEN WINSLOW LARGE CAP GROWTH FUND I - 670725662 - MINOR = 65							
SOLD		04/12/2012	7964.43				
ACQ	225.4930	04/07/2010	7964.43	6169.49	1794.94	LT15	Y
186.4920 NUVEEN WINSLOW LARGE CAP GROWTH FUND I - 670725662 - MINOR = 65							
SOLD		12/13/2012	6310.90				
ACQ	186.4920	04/07/2010	6310.90	5102.42	1208.48	LT15	Y
231.4590 VANGUARD INFLATION-PROTECTED SECURITIES - 922031737 - MINOR = 66							
SOLD		07/11/2012	6716.95				
ACQ	11.0870	10/13/2010	321.75	296.81	24.94	LT15	Y
	214.3060	01/12/2011	6219.17	5490.53	728.64	LT15	Y
	5.2620	04/13/2011	152.70	137.55	15.15	LT15	Y
	.8040	12/27/2011	23.33	22.26	1.07	ST	Y
91.1300 VANGUARD INFLATION-PROTECTED SECURITIES - 922031737 - MINOR = 66							
SOLD		12/13/2012	2686.52				
ACQ	70.8150	01/14/2009	2087.63	1630.87	456.76	LT15	Y
	20.3150	01/12/2011	598.89	520.47	78.42	LT15	Y
909.9860 VANGUARD SHORT-TERM INVESTMENT GRADE FUN - 922031836 - MINOR = 66							
SOLD		01/12/2012	9709.55				
ACQ	1.1640	07/16/2007	12.42	12.23	0.19	LT15	Y
	835.6650	10/08/2009	8916.54	8832.97	83.57	LT15	Y
	2.3250	03/22/2011	24.81	25.00	-0.19	ST	Y
	6.7450	03/22/2011	71.97	72.51	-0.54	ST	Y
	64.0870	04/13/2011	683.81	688.94	-5.13	ST	Y

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FIRST CENTURY BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
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TAX PREPARER: 1141
TRUST ADMINISTRATOR: 1155
INVESTMENT OFFICER: 281

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
		TOTALS	93717.86	89586.27	4,131.59		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-624.09	0.00	4790.57	0.00	-17.86	0.00*
COVERED FROM ABOVE	-16.87	0.00	0.00	-0.17	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	837.04	0.00	1977.22			0.00
	196.08	0.00	6767.79	-0.17	-17.86	0.00
STATE						
NONCOVERED FROM ABOVE	-624.09	0.00	4790.57	0.00	-17.86	0.00*
COVERED FROM ABOVE	-16.87	0.00	0.00	-0.17	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	837.04	0.00	1977.22			0.00
	196.08	0.00	6767.79	-0.17	-17.86	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
WEST VIRGINIA	N/A	N/A