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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 01-01-2012 , and ending 12-31-2012

Name of foundation
INEZ DUFF BISHOP CHARITABLE TRUST

A Employer identification number
54-6163110

Number and street (or P O box number if mail is not delivered to street address)
1 WEST 4TH STREET D4000-041

Room/suite

B Telephone number (see instructions)
(336) 747-8274

City or town, state, and ZIP code
WINSTON SALEM, NC 27101

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,483,395

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	34,590	34,007		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	93,847			
	b	Gross sales price for all assets on line 6a 785,641				
	7	Capital gain net income (from Part IV, line 2)		93,847		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	128,437	127,854		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	5,657	4,243		1,414
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	1,873	397		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	1,124	562		562
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,654	5,202	0	1,976
	25	Contributions, gifts, grants paid	71,361			71,361
	26	**Total expenses and disbursements.** Add lines 24 and 25	80,015	5,202	0	73,337
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	48,422			
	b	**Net investment income** (if negative, enter -0-)		122,652		
	c	**Adjusted net income** (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing	3,200	2,867	2,867
2	Savings and temporary cash investments	103,556	42,234	42,234
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	739,045	838,820	891,949
c	Investments—corporate bonds (attach schedule)	522,055		
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		528,349	546,345
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)	1,367,856	1,412,270	1,483,395
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
	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	1,367,856	1,412,270	
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 page 17 of the instructions)	1,367,856	1,412,270	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,367,856	1,412,270	

Assets (lines 1–16); Liabilities (lines 17–23); Net Assets or Fund Balances (lines 24–31)

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	1,367,856
2	Enter amount from Part I, line 27a	2	48,422
3	Other increases not included in line 2 (itemize) ▶	3	2
4	Add lines 1, 2, and 3	4	1,416,280
5	Decreases not included in line 2 (itemize) ▶	5	4,010
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,412,270

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	93,847
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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	66,443	1,481,736	0 044841
2010	60,662	1,386,886	0 04374
2009	72,411	1,200,375	0 060324
2008	80,709	1,458,637	0 055332
2007	83,558	1,744,208	0 047906

2	**Total** of line 1, column (d).	2	0 252143
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 050429
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,458,213
5	Multiply line 4 by line 3.	5	73,536
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,227
7	Add lines 5 and 6.	7	74,763
8	Enter qualifying distributions from Part XII, line 4.	8	73,337

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 page 18 of the 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	2,453
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	2,453
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	2,453
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,640		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,640
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	813
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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*	8b	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶WELLS FARGO BANK NA Telephone no ▶(336) 747-8274

Located at ▶ONE WEST 4TH STREET D4000-062 WINSTON SALEM NC ZIP +4 ▶271014000

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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
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 page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
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		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
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		No
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		No

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** No

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
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114-044 CHARLOTTE, NC 282881114	Trustee 4	5,657		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	1,424,316
b	Average of monthly cash balances	1b	56,103
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,480,419
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	1,480,419
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,206
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,458,213
6	**Minimum investment return.** Enter 5% of line 5	6	72,911

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	72,911
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 2,453		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,453
3	Distributable amount before adjustments Subtract line 2c from line 1	3	70,458
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	70,458
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	70,458

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	73,337
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	73,337
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	73,337

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				70,458
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			71,336	
b Total for prior years 2010 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. 0				
b From 2008. 0				
c From 2009. 0				
d From 2010. 0				
e From 2011. 0				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 73,337				
a Applied to 2011, but not more than line 2a			71,336	
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.				2,001
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				68,457
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	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. . . . 0				
b Excess from 2009. . . . 0				
c Excess from 2010. . . . 0				
d Excess from 2011. . . . 0				
e Excess from 2012. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the organization 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))

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

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 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*				
See Additional Data Table				
Total . . . . ▶ **3a**				71,361
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	34,590	
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	93,847	
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). .				128,437	

13 Total. Add line 12, columns (b), (d), and (e). **13** 128,437

(See worksheet in line 13 instructions to verify calculations)

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

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

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)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

****** | 2013-04-25 | ******

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
JOSEPH J CASTRIANO	JOSEPH J CASTRIANO			

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP | Firm's EIN ▶

Firm's address ▶ 600 GRANT STREET Pittsburgh, PA 152192777 | Phone no (412) 355-6000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1092 056 AMER CENT SMALL CAP GRWTH INST #336		2008-12-10	2012-02-10
556 ARTISAN FDS INC INTL FD INVESTOR CLASS		2010-11-08	2012-08-28
4144 286 ARTIO TOTAL RETURN BD FD CL I #1524		2008-04-17	2012-02-10
445 CREDIT SUISSE COMM RET ST-I #2156		2012-02-14	2012-08-28
1083 252 DAVIS NY VENTURE FUND		2008-12-10	2012-02-10
85 DIAMOND HILL LONG-SHORT FD CL I #11		2010-11-08	2012-05-08
354 DODGE & COX INT'L STOCK FD # 1048		2010-11-08	2012-08-28
226 929 DODGE & COX INCOME FD COM		2011-12-27	2012-02-10
3472 071 DODGE & COX INCOME FD COM		2008-04-17	2012-02-10
1532 782 DODGE & COX INCOME FD COM		2008-04-17	2012-11-16
3361 218 DODGE & COX INCOME FD COM		2012-08-30	2012-11-16
141 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2012-02-14	2012-05-08
89 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2012-02-14	2012-08-28
1489 235 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2012-02-14	2012-04-10
6 HARBOR FD CAP APPRECIATION		2012-02-14	2012-08-28
255 HUSSMAN STRATEGIC GROWTH FD		2012-02-14	2012-08-28
2114 HUSSMAN STRATEGIC GROWTH FD		2010-11-08	2012-08-28
47 ISHARES S&P 500 INDEX FUND		2010-11-08	2012-02-10
150 ISHARES S&P 500 INDEX FUND		2010-11-08	2012-05-08
243 ISHARES MIDCAP INDEX FD		2008-12-10	2012-02-10
4621 851 JPMORGAN HIGH YIELD FUND SS #3580		2008-12-10	2012-02-10
92 KEELEY SMALL CAP VAL FD CL I #2251		2012-02-14	2012-08-28
1803 LAUDUS MONDRIAN INTL FI-INST #2940		2011-01-26	2012-02-10
1157 LAUDUS MONDRIAN INTL FI-INST #2940		2011-01-26	2012-08-28
131 MFS VALUE FUND-CLASS I #893		2012-05-10	2012-08-28
231 MAINSTAY EP US EQ YLD-IS #1204		2011-12-27	2012-02-10
130 MAINSTAY EP US EQ YLD-IS #1204		2011-12-27	2012-05-08
1524 246 MAINSTAY EP US EQ YLD-IS #1204		2011-12-27	2012-08-28
416 MERGER FD SH BEN INT		2010-11-08	2012-08-28
1422 PIMCO FOREIGN BOND FUND-INST		2011-12-27	2012-08-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
222 RIDGEWORTH SEIX HY BD-I #5855		2012-02-14	2012-08-28
740 RIDGEWORTH SEIX HY BD-I #5855		2012-02-14	2012-11-16
4820 224 ROWE T PRICE SHORT TERM BD FD INC		2010-11-08	2012-05-08
2463 776 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-05-08
10873 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-08-28
4281 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-11-16
1858 719 ROWE T PRICE REAL ESTATE FD COM		2008-12-10	2012-02-10
448 362 ROYCE PREMIER FUND W CLASS #566		2008-12-10	2012-02-10
96 SPDR DJ WILSHIRE INTERNATIONAL REAL		2010-11-08	2012-08-28
621 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2012-02-14	2012-11-16
728 481 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2012-05-10	2012-12-19
1268 258 VANGUARD S/T BD IND SIGNAL #1349		2009-11-13	2012-02-10
1244 771 VANGUARD INFLAT PROTECT SEC FD #119		2008-02-07	2012-02-10
26 VANGUARD REIT VIPER		2012-02-10	2012-05-08
8 VANGUARD REIT VIPER		2012-02-10	2012-08-28
3798 024 WF ADV ENDEAVOR SELECT-I #3124		2008-12-10	2012-02-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,643		5,340	4,303
12,771		12,466	305
56,901		55,533	1,368
3,702		3,751	-49
38,141		25,901	12,240
1,501		1,374	127
11,204		12,779	-1,575
3,089		3,000	89
47,255		43,158	4,097
21,352		19,052	2,300
46,822		46,333	489
3,700		3,572	128
2,419		2,254	165
36,873		34,679	2,194
253		249	4
2,818		3,029	-211
23,360		26,827	-3,467
6,323		5,775	548
20,407		18,432	1,975
26,032		14,305	11,727
36,374		25,143	11,231
2,418		2,390	28
21,275		21,800	-525
13,826		13,641	185
3,283		3,182	101
3,008		2,818	190
1,699		1,586	113
20,318		18,596	1,722
6,639		6,648	-9
15,798		15,173	625

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,184		2,147	37
7,326		7,156	170
23,378		23,619	-241
11,949		11,925	24
52,734		52,625	109
20,763		20,720	43
36,747		19,669	17,078
9,138		5,273	3,865
3,701		3,979	-278
15,730		18,475	-2,745
19,545		21,141	-1,596
13,494		13,317	177
17,838		15,896	1,942
1,698		1,616	82
530		497	33
40,069		24,953	15,116

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			4,303
			305
			1,368
			-49
			12,240
			127
			-1,575
			89
			4,097
			2,300
			489
			128
			165
			2,194
			4
			-211
			-3,467
			548
			1,975
			11,727
			11,231
			28
			-525
			185
			101
			190
			113
			1,722
			-9
			625

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			37
			170
			-241
			24
			109
			43
			17,078
			3,865
			-278
			-2,745
			-1,596
			177
			1,942
			82
			33
			15,116

Form 990PF Part XV Line 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				
ASH LAWN OPERA PO BOX 2498 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
TANDEM FRIENDS SCHOOL 279 TANDEM LANE CHARLOTTESVILLE,VA 22902	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	2,000
BEACH HAVEN UNITED METHODIST CHURCH 127 CENTRE STREET BEACH HAVEN,NJ 08008	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
CRIPPLED CHILDREN'S FUND FOR THE BEACH HAVEN LODGE 520 HILLIARD BLVD MANAHAWK,NJ 080503220	NONE	PUBLIC CHARTIY	GENERAL PURPOSE	200
ALBEMARLE SOCIETY FOR THE PREVENTIO N OF CRUELTY TO ANIMALS PO BOX 7047 CHARLOTTESVILLE,VA 22906	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	2,000
WESTERN ALBEMARLE RESCUE SQUAD 1265 CROZET AVE CROZET,VA 22932	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	1,000
CENTER FOR NONPROFIT EXCELLENCE 1701 ALLIED STREET A CHARLOTTESVILLE,VA 22903	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	3,000
FORK UNION MILITARY ACADEMY 4744 JAMES MADISON HWY FORK UNION,VA 23055	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	4,000
COMMUNITY INVESTMENT COLLABORATIVE 1710 ALLIED STREET SUITE 33 CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BLUE RIDGE FOOD BANK 1207 HARRIS ST CHARLOTTESVILLE,VA 229066415	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
ALLIANCE FOR INTERFAITH MINSTRIES 1025 PARK STREET CHARLOTTESVILLE,VA 22901	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
AMERICAN RED CROSS CO CHARLOTTESVILLE ALBEMARLE CHAPTER 1105 ROSE HILL DRIVE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARTIY	GENERAL PURPOSE	2,300
VIRGINIA BAPTIST HOME FOUNDATION PO BOX 91 CULPEPER,VA 22701	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500
UNITED WAY-THOMAS JEFFERSON AREA 806 E HIGH STREET CHARLOTTEVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,961
CHILDREN YOUTH AND FAMILY SERVICES 10000 EAST HIGH STREET CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000

Form 990PF Part XV Line 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*				
LEARNING ALLEY - RECORDING FOR THE BLIND & DYSLEXIC 3500 REMSON COURT CHARLOTTESVILLE,VA 22901	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,800
JEFFERSON PARK BAPTIST CHURCH 2505 JEFFERSON PARK AVE CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
SENIOR CENTER INC 1180 PEPSI PLACE CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
CHARLOTTESVILLE ALBEMARLE RESCUE SQUARD PO BOX 160 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,200
CAMP HOLIDAY TRAILS 400 HOLIDAY TRAILS LANE CHARLOTTESVILLE,VA 22903	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
NORTH PAMUNKEY BAPTIST CHURCH 15109 PAMUNKEY LANE ORANGE,VA 22960	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
McGAHEYSVILLE UNITED METHO CHURCH PO BOX 128 McGAHEYSVILLE,VA 22840	NONE	PUBLIC CHARITY	GENERAL PURPOSE	200
SKYLINE COMMUNITY ACTION PO BOX 588 532 S MAIN STREET MADISON,VA 22727	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DRIVE SUITE 200 CHARLOTTESVILLE,VA 229035128	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
MUSIC RESOURSE CENTER 105 RIDGE STREET CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
KIDS LIFT FOUNDATION PO BOX 6762 CHARLOTTESVILLE,VA 22906	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	1,000
BUILDING GOODNESS FOUNDATION POST OFFICE BOX 4325 CHARLOTTESVILLE,VA 22905	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500
SERVICE DOGS OF VIRGINIA PO BOX 408 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
HABITAT FOR HUMANITY OF GREATER CHARLOTTESVILLE 919 W MAIN ST CHARLOTTESVILLE,VA 22903	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	2,000
CHARLOTTESVILLE CHAPTER SALVATION ARMY PO BOX 296 CHARLOTTESVILLE,VA 22902	NONE	PUBLIC CHARITY	GENERAL PURPOSE	200

Form 990PF Part XV Line 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*				
BUILDING A BRIDGE PO BOX 7292 CHARLOTTESVILE,VA 22906	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
IVY CREEK SCHOOL 225 LAMBS LANE CHARLOTTESVILLE,VA 22901	NONE	501(C)(3) PUBLIC CHA	GENREAL SUPPORT GRANT	2,000
PARAMOUNT THEATER OF CHARLOTTESVILL 215 E MAIN ST CHARLOTTESVILLE,VA 22902	NONE	501(C)(3)	GENERAL SUPPORT GRANT	1,000
PIEDMONT COURT APPOINTED SPECIAL ADVOCATED INC 818 E HIGH ST CHARLOTTESVILLE,VA 22902	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	1,000
SALVATION ARMY CHARLOTTESVILLE 604 CHERRY AVE CHARLOTTESVILLE AVE,VA 22903	NONE	501(C)(3) PUBLIC CHA	GENERAL SUPPORT GRANT	5,000
Total . . . . ▶ **3a**				71,361

TY 2012 Investments Corporate Bonds Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Name of Bond	End of Year Book Value	End of Year Fair Market Value
04315J209 ARTIO TOT. RTN		
256210105 DODGE & COX INCOME		
4812C0803 JPMORGAN HIGH		
51855Q655 LAUDUS MONDRIAN INTE		
77957P105 T ROWE PRICE		
922031869 VANGUARD INFLATION		
921937850 VNGUARD SHORT-TERM		
693391559 PIMCO EMERGING MKT		
693390882 PIMCO FOREIGN		
025083320 AMERICAN CENTURY		
239080401 DAVIS NY VENTURE FUN		
464287200 ISHARES S&P 500 INDE		
464287499 ISHARES TR RUSSELL		
780905451 ROYCE PRIMIER FD		
949915565 WELLS FARGO ADV END		
04314H204 ARTISAN INTER. FD		
256206103 DODGE & COX INTER		
464287465 ISHARES MCSI EAFE		
52106N889 LAZARD EMERGING MKT		
25264S833 DIAMOND HILL LONG-SH		
448108100 HUSSMAN STRA. GROWTH		
589509108 MERGER FD SH BEN		
261980494 DREYFUS EMG MKT DEBT		
693390700 PIMCO TOTAL RET FD-I		
76628T645 RIDGEWORTH SEIX HY B		

TY 2012 Investments Corporate Stock Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Name of Stock	End of Year Book Value	End of Year Fair Market Value
025083320 AMER CENT SMALL CAP		
04314H204 ARTISAN INTERNATIONA	64,364	71,344
22544R305 CREDIT SUISSE COMM R	73,050	70,778
239080401 DAVIS NY VENTURE FD		
25264S833 DIAMOND HILL LONG-SH	33,988	37,845
256206103 DODGE & COX INT'L ST	72,756	72,549
288016207 ELKS BLDG CORP COM		
339128100 JP MORGAN MID CAP VA	29,770	34,199
38142Y401 GOLDMAN SACHS GRTH O		
411511504 HARBOR CAPITAL APRCT	84,976	92,740
448108100 HUSSMAN STRATEGIC GR	33,737	28,664
464287200 ISHARES CORE S & P 5	46,952	52,103
464287499 ISHARES TR RUSSELL M		
487300808 KEELEY SMALL CAP VAL	34,667	40,648
552983694 MFS VALUE FUND-CLASS	62,919	68,152
56063J302 MAINSTAY EP US EQUIT		
589509108 MERGER FD SH BEN INT	22,206	21,998
683974505 OPPENHEIMER DEVELOPI	42,206	48,115
779919109 T ROWE PRICE REAL ES		
780905451 ROYCE PREMIER FUND W		
78463X863 SPDR DJ WILSHIRE INT	49,377	55,244
87234N849 TCW SMALL CAP GROWTH		
922042858 VANGUARD MSCI EMERGI	43,785	48,181
922908553 VANGUARD REIT VIPER	48,419	53,166
949915565 WF ADV ENDEAVOR SELE		
04314H600 ARTISAN MID CAP FUND	40,504	39,869
367829884 GATEWAY FUND - Y #19	36,934	36,530
464287648 ISHARES RUSSELL 2000	18,210	19,824

TY 2012 Investments - Other Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
722005667 PIMCO COMMODITY REAL			
78463X863 SPDR DJ WILSHIRE IN			
779919109 T ROWE PRICE RE			
256210105 DODGE & COX INCOME F	AT COST	65,428	72,955
261980494 DREYFUS EMG MKT DEBT	AT COST	70,976	76,317
262028855 DRIEHAUS ACTIVE INCO	AT COST	22,163	22,673
51855Q655 LAUDUS MONDRIAN INTL	AT COST	32,879	32,294
693390700 PIMCO TOTAL RET FD-I	AT COST	223,602	223,247
693390882 PIMCO FOREIGN BD FD	AT COST	31,896	32,275
76628T645 RIDGEWORTH SEIX HY B	AT COST	69,691	74,846
77957P105 T ROWE PRICE SHORT T	AT COST	11,714	11,738

TY 2012 Other Decreases Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Description	Amount
MUTUAL FUND TIMING DIFFERENCE	3,904
RETURN OF CAPITAL ADJUSTMENT	106

TY 2012 Other Expenses Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	562	562		0
OTHER ALLOCABLE EXPENSE-INCOME	562	0		562

TY 2012 Other Increases Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Description	Amount
ROUNDING	2

TY 2012 Taxes Schedule

Name: INEZ DUFF BISHOP CHARITABLE TRUST

EIN: 54-6163110

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	1,476	0		0
FOREIGN TAXES ON QUALIFIED FOR	278	278		0
FOREIGN TAXES ON NONQUALIFIED	119	119		0