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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation JAMES B. CHAMBERS MEMORIAL		A Employer identification number 55-0360517
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 3047	Room/suite	B Telephone number 304-243-9373
City or town, state, and ZIP code WHEELING, WV 26003		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,582,243.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		102.	102.		STATEMENT 1
4 Dividends and interest from securities		219,374.	219,374.		STATEMENT 2
5a Gross rents		146,039.	146,039.		STATEMENT 3
b Net rental income or (loss) 146,039.					
6a Net gain or (loss) from sale of assets not on line 10		23,929.			
b Gross sales price for all assets on line 6a 449,014.					
7 Capital gain net income (from Part IV, line 2)			23,929.		
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		886.	886.		STATEMENT 4
12 Total. Add lines 1 through 11		390,330.	390,330.		
13 Compensation of officers, directors, trustees, etc		29,250.	14,625.		14,625.
14 Other employee salaries and wages		11,000.	5,500.		5,500.
15 Pension plans, employee benefits		1,720.	860.		860.
16a Legal fees STMT 5		4,662.	4,662.		0.
b Accounting fees STMT 6		8,700.	4,350.		4,350.
c Other professional fees STMT 7		8,619.	4,309.		4,310.
17 Interest		29.	15.		14.
18 Taxes STMT 8		7,724.	212.		0.
19 Depreciation and depletion		151.	151.		
20 Occupancy					
21 Travel, conferences, and meetings		2,924.	1,462.		1,462.
22 Printing and publications		962.	481.		481.
23 Other expenses STMT 9		11,148.	3,849.		7,299.
24 Total operating and administrative expenses. Add lines 13 through 23		86,889.	40,476.		38,901.
25 Contributions, gifts, grants paid		347,230.			347,230.
26 Total expenses and disbursements. Add lines 24 and 25		434,119.	40,476.		386,131.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-43,789.			
b Net investment income (if negative, enter -0-)			349,854.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			42,793.	-175.	
	2 Savings and temporary cash investments					
	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				363.	363.
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 10			1,128,556.	1,317,275.	6,674,593.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 11			1,244,667.	1,065,194.	2,063,339.
	14 Land, buildings, and equipment: basis ▶ 117,907.					
	Less: accumulated depreciation ▶ 15,721.			101,451.	102,186.	840,386.
	15 Other assets (describe ▶ STATEMENT 12)			4,334.	3,562.	3,562.
	16 Total assets (to be completed by all filers)			2,521,801.	2,488,405.	9,582,243.
	17 Accounts payable and accrued expenses			2,786.		
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable				17,550.	
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)			4,371.	0.	
	23 Total liabilities (add lines 17 through 22)			7,157.	17,550.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31					
	24 Unrestricted			2,514,644.	2,470,855.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
Net Assets or Fund Balances	30 Total net assets or fund balances			2,514,644.	2,470,855.	
	31 Total liabilities and net assets/fund balances			2,521,801.	2,488,405.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,514,644.
2 Enter amount from Part I, line 27a	2	-43,789.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,470,855.
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	2,470,855.

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				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 449,014.		425,085.	23,929.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			23,929.	
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		23,929.
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		{ }		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	309,086.	8,007,475.	.038600
2010	388,423.	7,281,136.	.053346
2009	447,431.	7,158,605.	.062503
2008	492,864.	8,855,560.	.055656
2007	512,645.	10,082,032.	.050847
2 Total of line 1, column (d)			.260952
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			.052190
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			8,400,703.
5 Multiply line 4 by line 3			438,433.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,499.
7 Add lines 5 and 6			441,932.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			386,131.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,997.
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	6,997.
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	6,997.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,360.	
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	7,360.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	363.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 363. Refunded <input type="checkbox"/> 0.	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?		X
1b 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>JBCHAMBERSFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>EMILY SCHRAMM-FISHER</u> Telephone no. ► <u>304-243-9373</u> Located at ► <u>P.O. BOX 3047, WHEELING, WV</u> ZIP+4 ► <u>26003</u>			
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	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	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
SEE STATEMENT 13		29,250.	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,172,442.
b	Average of monthly cash balances	1b	175,874.
c	Fair market value of all other assets	1c	1,180,316.
d	Total (add lines 1a, b, and c)	1d	8,528,632.
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	8,528,632.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,929.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,400,703.
6	Minimum investment return. Enter 5% of line 5	6	420,035.

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	420,035.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,997.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,997.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	413,038.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	413,038.
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	413,038.

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	386,131.
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	386,131.
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	386,131.

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

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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				413,038.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			352,120.	
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: ▶ \$ 386,131.				
a Applied to 2011, but not more than line 2a			352,120.	
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				34,011.
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				379,027.
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				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

2012.02050	JAMES B. CHAMBERS MEMORIAL	1073	1
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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				
HOUSE OF THE CARPENTER 200 S FRONT ST WHEELING, WV 26003		501C3	SUMMER CAMP	2,000.
CHILDRENS MUSEUM OF THE OHIO VALLEY 1000 MAIN ST WHEELING, WV 26003		509A2	SUMMER CAMP	2,000.
WHEELING HEALTH RIGHT 61 29TH ST WHEELING, WV 26003		503C3	YOUTH PROGRAMS	4,000.
CATHOLIC NEIGHBORHOOD CTE 125 18TH ST WHEELING, WV 26003		501C3	SCHOLARSHIPS	5,000.
OHIO COUNTY SCHOOLS 2203 NATIONAL RD WHEELING, WV 26003		SCHOOL SYSTEM	YOUTH & GOVERNMENT SEMINARS	1,730.
Total	SEE CONTINUATION SHEET(S)			347,230.
b Approved for future payment				
NONE				
Total				0.

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.		

[illegible]

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.

John J. Jones
Signature of officer or trustee

Date 10/2/20/13

PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

LOUIS J COSTANZO
III

Preparer's signature

John A. Combs 8/18/19

Date _____

8/18/13
CPA

Check ☒ self-employed

PTIN

P00052909

Firm's name ► **COSTANZO & ASSOCIATES, PLLC**

Firm's EIN ▶ 55-0718347

Firm's address ► 1341 NATIONAL ROAD
WHEELING, WV 26003-0251

Phone no. 304-242-4400

Form **990-PF** (2012)

JAMES B. CHAMBERS MEMORIAL

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	EATON CORP	P	05/03/12	11/30/12
b	RIO TINTO PLC	P	07/20/11	05/03/12
c	ROCKWELL	P	02/08/12	09/28/12
d	SANDISK CORP	P	02/08/12	08/07/12
e	CONSOL ENERGY	P	01/27/11	09/10/12
f	APPLE COMPUTER	P	03/31/09	04/09/12
g	HJ HEINZ CO	P	12/02/08	02/08/12
h	HOME DEPOT	P	01/21/10	08/07/12
i	NEWFIELD EXPLOR	P	10/27/12	02/28/12
j	PHILLIPS 66	P	06/08/06	08/07/12
k	PIMCO TOTAL RETURN	P	03/08/10	08/21/12
l	PIMCO TOTAL RETURN	P	03/08/10	09/04/12
m	PROCTER & GAMBLE	P	11/01/05	02/08/12
n	VANGUARD INVEST GR	P	03/08/10	08/21/12
o	VANGUARD INVEST GR	P	03/08/10	11/06/12

(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	36,362.	32,589.	3,773.
b	27,032.	35,868.	-8,836.
c	24,390.	28,579.	-4,189.
d	25,298.	27,710.	-2,412.
e	15,712.	24,398.	-8,686.
f	31,885.	5,336.	26,549.
g	20,783.	19,946.	837.
h	25,972.	14,522.	11,450.
i	17,314.	26,296.	-8,982.
j	8,128.	5,515.	2,613.
k	25,000.	24,142.	858.
l	20,000.	19,112.	888.
m	15,888.	13,891.	1,997.
n	25,000.	24,769.	231.
o	30,000.	29,531.	469.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,773.
b			-8,836.
c			-4,189.
d			-2,412.
e			-8,686.
f			26,549.
g			837.
h			11,450.
i			-8,982.
j			2,613.
k			858.
l			888.
m			1,997.
n			231.
o			469.

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
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

JAMES B. CHAMBERS MEMORIAL

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	WESMARK GOVT BOND	P	03/08/10	02/08/12
b	WESMARK GOVT BOND	P	03/08/10	05/03/12
c	WESMARK GOVT BOND	P	03/08/10	08/21/12
d	WESMARK GOVT BOND	P	03/08/10	09/04/12
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 10,000.		9,835.	165.
b 10,000.		9,778.	222.
c 25,000.		24,517.	483.
d 50,000.		48,751.	1,249.
e 5,250.			5,250.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			165.
b			222.
c			483.
d			1,249.
e			5,250.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	23,929.
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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CASH INVESTMENTS	102.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	102.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WESBANCO TRUST	224,624.	5,250.	219,374.
TOTAL TO FM 990-PF, PART I, LN 4	224,624.	5,250.	219,374.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
KRUGER ST	1	146,039.
TOTAL TO FORM 990-PF, PART I, LINE 5A		146,039.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WASHINGTON CO PROPERTY	886.	886.	
TOTAL TO FORM 990-PF, PART I, LINE 11	886.	886.	

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	4,662.	4,662.			0.
TO FM 990-PF, PG 1, LN 16A	4,662.	4,662.			0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	8,700.	4,350.			4,350.
TO FORM 990-PF, PG 1, LN 16B	8,700.	4,350.			4,350.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUST FEES	8,619.	4,309.			4,310.
TO FORM 990-PF, PG 1, LN 16C	8,619.	4,309.			4,310.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	6,997.	0.			0.
OTHER TAX	212.	212.			0.
PENALTY	515.	0.			0.
TO FORM 990-PF, PG 1, LN 18	7,724.	212.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	2,767.	1,383.		1,384.	
POSTAGE	428.	100.		328.	
UTILITIES	440.	220.		220.	
MAINTENANCE	5,874.	680.		5,194.	
ADVERTISING	1,293.	1,293.		0.	
MISC	346.	173.		173.	
TO FORM 990-PF, PG 1, LN 23	11,148.	3,849.		7,299.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
WESBANCO TRUST STOCKS	1,317,275.		6,674,593.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,317,275.		6,674,593.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
WESBANCO TRUST CASH	COST	53,920.	53,920.	
WESBANCO TRUST MUT FUNDS	COST	819,563.	836,919.	
LAND	COST	191,711.	1,172,500.	
TOTAL TO FORM 990-PF, PART II, LINE 13		1,065,194.	2,063,339.	

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
NET CAPITAL LEASE COSTS	4,334.	3,562.	3,562.
TO FORM 990-PF, PART II, LINE 15	4,334.	3,562.	3,562.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS L THOMAS 2225 PARKLAKE PT VENICE, FL 34293	PRESIDENT 2.00	4,100.	0.	0.
ARTHUR M RECHT 30 FOREST HILLS WHEELING, WV 26003	BOARD MEMBER 2.00	4,100.	0.	0.
C JACK SAVAGE 1766 NATIONAL RD WHEELING, WV 26003	BOARD MEMBER 2.00	4,100.	0.	0.
JAMES E ALTMAYER 608 BAY COLONY DR VIRGINIA BEACH, VA 23451	VICE-PRESIDENT 2.00	4,100.	0.	0.
EDWARD G SLOANE JR 29 SILOS WILLIAMSTOWN, WV 26187	SECRETARY/TREASURER 2.00	3,100.	0.	0.
BRIAN E JOSEPH 4680 CHAPEL HILL RD WHEELING, WV 26003	BOARD MEMBER 2.00	3,850.	0.	0.
THOMAS GOMPERS 2 LYNWOOD AVE WHEELING, WV 26003	BOARD MEMBER 2.00	2,400.	0.	0.
BRANN ALTMAYER 61 14TH ST WHEELING, WV 26003	BOARD MEMBER 2.00	3,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		29,250.	0.	0.

FYE: 12/31/2012

Asset	t	Property Description	Date In Service	Book Cost	Book Sec 179 Exp	Book Sal Value	Book Prior Depreciation	Book Current Depreciation	Book End Depr	Book Net Book Value	Book Method	Book Period
Group: EQUIPMENT & FURNISHINGS												
7		XEROX FAX MACHINE	8/06/98	995.00	0.00	0.00	995.00	0.00	995.00	0.00	S/L	7.0
8		COMPUTER-TELEVIDEO	1/01/83	3,644.90	0.00	0.00	3,644.90	0.00	3,644.90	0.00	S/L	5.0
9		SOFTWARE G/L PACKAGE	1/01/86	1,102.50	0.00	0.00	1,102.50	0.00	1,102.50	0.00	S/L	5.0
10		VENPEX COMPUTER & PRINTE	12/23/87	2,324.65	0.00	0.00	2,324.65	0.00	2,324.65	0.00	S/L	5.0
11		CONFERENCE TABLE & CHAIR	7/28/94	2,546.38	0.00	0.00	2,546.38	0.00	2,546.38	0.00	S/L	7.0
12		CLERICAL DESK & CHAIR	7/28/94	414.20	0.00	0.00	414.20	0.00	414.20	0.00	S/L	7.0
13		XEROX COPIER	8/06/98	2,810.00	0.00	0.00	2,810.00	0.00	2,810.00	0.00	S/L	5.0
15		HP PAVILLION LAPTOP	1/30/07	984.35	0.00	0.00	984.35	16.41	984.35	0.00	S/L	5.0
16		PHASER PRINTER	9/18/07	899.00	0.00	0.00	764.15	134.85	899.00	0.00	S/L	5.0
EQUIPMENT & FURNISHINGS				15,720.98	0.00c	0.00	15,569.72	151.26	15,720.98	0.00		

Group: LAND

1		YMCA LAND	1/01/84	99,300.00	0.00	0.00	0.00	0.00	0.00	99,300.00	Memo	0.0
1		KRUGER ST	1/01/88	30,000.00	0.00	0.00	0.00	0.00	0.00	30,000.00	Memo	0.0
2		KRUGER ST	1/01/90	22,389.79	0.00	0.00	0.00	0.00	0.00	22,389.79	Memo	0.0
3		DEVELOPMENT COSTS	1/01/91	29,193.40	0.00	0.00	0.00	0.00	0.00	29,193.40	Memo	0.0
4		DEVELOPMENT COSTS	1/01/92	45,656.87	0.00	0.00	0.00	0.00	0.00	45,656.87	Memo	0.0
5		DEVELOPMENT COSTS	6/30/93	61,906.65	0.00	0.00	0.00	0.00	0.00	61,906.65	Memo	0.0
6		DEVELOPMENT COSTS	4/30/98	2,564.33	0.00	0.00	0.00	0.00	0.00	2,564.33	Memo	0.0
14		LAND OVERBROOK	1/01/84	2,000.00	0.00	0.00	0.00	0.00	0.00	2,000.00	Land	0.0
17		LAND WASHINGTON CO PA	2/15/12	886.00	0.00c	0.00	0.00	0.00	0.00	886.00	Land	0.0
LAND				293,897.04	0.00c	0.00	0.00	0.00	0.00	293,897.04		
Grand Total				309,618.02	0.00c	0.00	15,569.72	151.26	15,720.98	293,897.04		

**JAMES B. CHAMBERS
MEMORIAL GRANT APPLICATION**

Date

Section A: Organization Information

Name: _____

Address: _____

Mailing Address
(if different): _____

Grant is on behalf of: ☐ Individual ☐ Organization

Date organization formed: _____

State of incorporation/formation: _____

Federal Tax Identification Number: _____

Section B: Type of Organization
(Please check the appropriate box.)

- | | |
|---|--|
| <input type="checkbox"/> Religious Organization | <input type="checkbox"/> Amateur Athletic Organization |
| <input type="checkbox"/> Charitable Organization | <input type="checkbox"/> Civic League |
| <input type="checkbox"/> Scientific Organization | <input type="checkbox"/> Social Welfare League |
| <input type="checkbox"/> Educational Organization | <input type="checkbox"/> Private Foundation |
| <input type="checkbox"/> Business League | <input type="checkbox"/> Social Club |
| <input type="checkbox"/> Public Charity | <input type="checkbox"/> Hospital |
| <input type="checkbox"/> Other (please describe): _____ | |

Has this organization been formally granted tax-exempt or non-profit status by the Internal Revenue Service? ☐ Yes ☐ No

If you answered "yes" to the previous question, please attach:

1. a copy of the most recent Determination Letter issued by the I.R.S. District Director;
2. a copy of the most recently-filed Form 990, Return of Organization Exempt from Income Tax.

Section C: Additional Information

Please attach copies of the following items:

1. copy of By-Laws;
2. current listing of Board of Directors or officers, or other details regarding governing body;
3. most recent financial statements (check one):
☐ Audited ☐ Compilation ☐ Unaudited;

Has this organization applied to the Chambers Memorial for a grant in the past?

☐ Yes (date requested _____) ☐ No

Section D: Information regarding Current Grant Request

1. Amount of request: \$ _____
2. Type of request:
☐ General Assistance;
☐ Capital Improvement;
☐ Seed Money (list potential future sources of funds and indicate level of commitment);
☐ Expansion of Program or Services (provide details as well as funding sources for continuance of expanded program or services);
☐ Other (please explain): _____

3. Distribution requirements:
☐ Request for distribution of total request during the current fiscal year;
☐ Request for distribution over several future periods (please provide details).
4. Please provide a narrative that describes, in specific terms, the proposed use of funds.
5. Are there other funds available to your organization whose receipt is dependent upon approval of this grant request? ☐ Yes (source: _____) ☐ No
6. Is this a request for a matching grant? ☐ Yes ☐ No

7. If you answered "yes" to question number six, please identify the sources and matching ratios (i.e.: two for one, three for one, etc.):

Section E: General Information

Request prepared by:

Name: _____

Title: _____

Phone: _____

Person(s) authorized to discuss this request (if necessary):

1. Name: _____

Title: _____

Phone: _____

2. Name: _____

Title: _____

Phone: _____

3. Name: _____

Title: _____

Phone: _____

Section F: Certification

I/we hereby certify that the information provided on this application form is true and accurate to the best of my/our knowledge and belief.

Authorized Signature: _____

Date: _____