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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 Herbert and Marian Haley Foundation Regions Bank Trust Department		A Employer identification number 58-6306798	
Number and street (or P O box number if mail is not delivered to street address) 333 W Broad Avenue		B Telephone number (see instructions) (229) 438-2450	
City or town, state, and ZIP code Albany, GA 31701		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) <input checked="" type="checkbox"/> \$ 1,443,568	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/> (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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	40,536	40,536		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	56,107			
	b Gross sales price for all assets on line 6a <u>727,855</u>				
	7 Capital gain net income (from Part IV , line 2)		56,107		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	96,643	96,643		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,675	1,500		335
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,954	3,954		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,224	9,224		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	14,853	14,678		335
	25 Contributions, gifts, grants paid	68,980			68,980
	26 Total expenses and disbursements. Add lines 24 and 25	83,833	14,678		69,315
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	12,810			
	b Net investment income (if negative, enter -0-)		81,965		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	74,453	69,976	69,976
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	349,968	 286,260	297,806
	b	Investments—corporate stock (attach schedule)	603,366	 665,109	731,393
	c	Investments—corporate bonds (attach schedule).	301,690	 320,842	344,236
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 57	 157	 157
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,329,534	1,342,344	1,443,568
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,329,534	1,342,344	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,329,534	1,342,344	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,329,534	1,342,344	

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	1,329,534
2	Enter amount from Part I, line 27a	2	12,810
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,342,344
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	1,342,344

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)
1 a	Publicly traded securities			
b	Publicly traded securities			
c	Capital Gains Dividends	P		
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 203,433		207,852	-4,419
b 520,733		463,896	56,837
c 3,689			3,689
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			-4,419
b			56,837
c			3,689
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	56,107
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	69,046	1,424,336	0 048476
2010	68,279	1,390,893	0 049090
2009	50,310	1,377,302	0 036528
2008	84,965	1,213,643	0 070008
2007	73,720	1,647,646	0 044743

2 Total of line 1, column (d).	2	0 248845
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 049769
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,419,867
5 Multiply line 4 by line 3.	5	70,665
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	820
7 Add lines 5 and 6.	7	71,485
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	69,315

Part VIExcise 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 <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	1,639
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	1,639
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	1,639
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,080	
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	2,080
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	441
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 441	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		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)?			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 \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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) GA			
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 N/A				
14	The books are in care of Regions Bank Trust Department Telephone no (229) 438-2450 Located at 333 W Broad Avenue Albany GA ZIP+4 31701			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? 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		
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?			
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Regions Bank Trust Department	Trustee	0	0	0
333 W Broad Avenue	1 00			
Albany, GA 31701				
Manan Haley	Trustee	0	0	0
1207 Pinecrest Drive	0 00			
Albany, GA 31707				
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.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,441,489
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,441,489
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	1,441,489
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	21,622
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,419,867
6	Minimum investment return. Enter 5% of line 5.	6	70,993

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	70,993
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,639
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,639
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	69,354
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	69,354
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	69,354

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	69,315
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	69,315
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	69,315
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				69,354
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			68,980	
b Total for prior years 20__, 20__, 20__		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 ▶ \$ 69,315				
a Applied to 2011, but not more than line 2a			68,980	
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.				335
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.				69,019
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. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the 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 or e-mail of the person to whom applications should be addressed

Regions Bank Trust Department
333 W Broad Avenue
Albany, GA 31701
(229) 438-2450

b

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

No Specific Form

c

Any submission deadlines

None

d

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

None

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	68,980
b Approved for future payment				
Total			3b	0

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	40,536	
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	56,107	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		96,643	0
13	Total. Add line 12, columns (b), (d), and (e).			13	96,643	

[illegible]

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?		Yes	No
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.			

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00988241
	Joanna Hancock	Joanna Hancock	2013-05-10		
	Firm's name <input type="checkbox"/>	Mauldin & Jenkins LLC		Firm's EIN <input type="checkbox"/> 58-0692043	
		PO Box 71549 2303 Dawson Road			
	Firm's address <input type="checkbox"/>	Albany, GA 317081549		Phone no (229) 446-3600	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Albany Chorale 503 Summit Dr Albany,GA 31707	none		Public Charity-Operating Budget	1,500
Albany Concert Assoc 201 Skywater Dr Albany,GA 31705	none		Public Charity-Operating Budget	1,000
Albany Humane Society W Oakridge Drive Albany,GA 31707	none		Public Charity - Operating Budget	15,000
Albany Museum of Art 311 Meadowlark Dr Albany,GA 31707	none		Public Charity-Operating Budget	3,000
Albany State University Chorale 504 College Drive Albany,GA 31705	none		Public Charity-Operating Budget	2,000
Albany Symphony Association PO Box 70065 Albany,GA 31708	none		Public Charity-Operating Budget	1,000
Atlanta Opera 1575 Northside Dr N W Bldg 300 Ste 350 Atlanta,GA 30318	none		Public Charity-Operating Budget	2,000
Chehaw Park 105 Chehaw Park Road Albany,GA 31701	none		Public Charity-Operating Budget	4,000
Fish House Camp Grounds Inc PO Box 1787 Albany,GA 31702	none		Public Charity-Operating Budget	3,000
Georgia TechFoundation FBO Mech Eng Dept 190 North Ave NW Atlanta,GA 30313	none		Public Charity-Operating Budget	3,000
Girl Scouts of Southwest Georgia Inc 515 Pine Ave Albany,GA 31701	none		Public Charity-Operating Budget	2,000
Lee County YMCA 316 Robert B Lee Drive Leesburg,GA 31763	none		Public Charity - Operating Budget	5,000
Magnolia Manor Nursing Center 2001 South Lee Street Americus,GA 31709	none		Public Charity-Operating Budget	3,000
Phoebe Putney Foundation 410 5th Avenue Albany,GA 31701	none		Public Charity - Operating Budget	5,000
SOWEGA Council on Aging 1105 Palmyra Road Albany,GA 31701	none		Public Charity-Operating Budget	3,480

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SW Georgia Boy Scouts of America 930 W Oglethorpe Albany, GA 31701	none		Public Charity-Operating Budget	2,000
Theatre Albany 514 Pine Albany, GA 31701	none		Public Charity-Operating Budget	3,000
Thronateeska Heritage Fdn 100 Roosevelt Ave Albany, GA 31701	none		Public Charity-Operating Budget	2,000
United Way PO Box 70429 Albany, GA 31708	none		Public Charity-Operating Budget	1,000
Virginia Intermont College 1013 Moore Street Bristol, VA 24201	none		Public Charity - Operatin Budget	2,000
YMCA Albany 1701 Gillionville Albany, GA 31707	none		Public Charity-Operating Budget	5,000
Total ▶ 3a				68,980

TY 2012 Accounting Fees Schedule

Name: Herbert and Marian Haley Foundation
Regions Bank Trust Department
EIN: 58-6306798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	1,675	1,500		335

TY 2012 Investments Corporate

Bonds Schedule

Name:

Herbert and Marian Haley Foundation

Regions Bank Trust Department

EIN:

58-6306798

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AFLAC INC DTD 5/21/09 8.5%	6,192	6,810
AT&T INC DTD 05/13/08 5.6%	6,259	7,238
AMERICAN EXPRESS CREDIT CORP	7,141	7,339
ANHEUSER-BUSCH INBEV WOR DTD	6,033	6,355
BARCLAYS BANK PLC DTD 04/07/2010	7,074	7,423
CSX CORP DTD 3/27/08 6.25%	6,776	6,719
CA I N C DTD 11/13/09 5.375%	6,171	6,833
CATERPILLAR INC DTD 12/05/08	5,821	6,782
COMCAST CORP DTD 06/18/09 5.7%	6,175	7,311
CREDIT SUISSE NEW YORK DTD	13,943	13,832
DIRECTV HOLDGS/FING DTD	6,218	6,312
DUKE ENERGY CORPORATION DTD	7,005	7,238
GENERAL ELECTRIC CAPITAL CORP	6,049	6,965
GENERAL ELECTRIC CAPITAL CORP	6,196	7,238
GOLDMAN SACHS GROUP INC DTD	6,663	7,550
GOLDMAN SACHS GROUP INC DTD	6,264	6,386
HESS CORPORATION DTD 2/3/09	6,008	6,581
HEWLETT-PACKARD CO DTD	7,009	7,010
INTEL CORP DTD 09/19/2011 3.3%	5,976	6,362
J P MORGAN CHASE & CO DTD	6,169	7,403
KRAFT FOODS INC DTD 02/08/2010	6,045	6,537
MERRILL LYNCH & CO INC SERIES:	6,105	7,233
MERRILL LYNCH & CO 6.11%	6,560	7,641
MORGAN STANLEY SERIES: MTN DTD	5,971	6,786
MORGAN STANLEY DTD 11/20/2009	7,322	7,304
ONTARIO (PROVINCE OF) DTD	13,016	13,141
ORACLE CORPORATION DTD 04/09/08	5,320	6,085
PETROBRAS INTL FIN CO DTD	12,458	13,660
PFIZER INC DTD 3/24/09 6.2%	5,639	6,320
PRUDENTIAL FINANCIAL DTD	5,961	6,699

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SUNTRUST BKS INC DTD 11/01/2011	6,000	6,444
TALISMAN ENERGY INC DTD 6/1/09	5,917	6,444
TARGET CORP CALLABLE 5.375%	6,290	7,063
TELEFONICA EMISIONES SAU DTD	0	0
TEVA PHARMA FIN IV LLC DTD	7,003	7,161
TIME WARNER CABLE 6.75%	5,522	6,246
TOYOTA MOTOR CREDIT CORP SERIES	5,985	6,534
VERIZON COMMUNICATIONS DTD	4,964	6,526
WACHOVIA CORP DTD 06/08/07 5.75%	6,013	7,106
WAL MART STORES INC DTD 4/15/2008	6,706	6,794
BHP BILLITON FIN USA	12,986	13,096
CHEVRON CORP	7,025	7,049
CISCO SYSTEMS INC	6,884	6,858
INTERNATIONAL BUSINESS MACHINES	13,462	13,511
ROYAL BANK OF CANADA	10,000	10,024
CITIGROUP INC DTD 06/15/2010 6%	6,546	6,287

TY 2012 Investments Corporate
Stock Schedule

Name: Herbert and Marian Haley Foundation
Regions Bank Trust Department
EIN: 58-6306798

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN INC	5,728	8,256
AMERICAN EXPRESS CO	6,036	8,615
APACHE CORPORATION	0	0
AUTO DESK INC	0	0
BLACKROCK INC	3,998	4,134
BROADCOM CORP CL A	8,956	8,635
CVS/CAREMARK CORPORATION	3,087	8,703
CATERPILLAR INC	0	0
CHEVRON CORP	11,050	12,977
CISCO SYSTEMS INC	8,792	8,646
EMC CORP MASS	2,575	4,301
EMERSON ELECTRIC CO	4,732	4,237
EXXON MOBIL CORP	6,078	12,983
GENERAL ELECTRIC CO	7,394	8,396
GOOGLE INC CL A	3,679	4,952
HALLIBURTON CO	0	0
HASBRO INC	0	0
HESS CORPORATION	0	0
INTEL CORP	3,842	8,660
J P MORGAN CHASE & CO	13,276	13,630
JOHNSON & JOHNSON	6,145	8,412
JUNIPER NETWORKS INC	5,307	4,524
LABORATORY CORP AMER H LDGS COM	7,651	8,662
MATTEL INC	0	0
MCGRAW HILL INC	0	0
MERCK & CO. INC. NEW	6,599	7,779
MONSANTO CO NEW	7,181	9,465
NEXTERA ENERGY, INC.	6,459	8,303
ORACLE CORPORATION	5,660	8,996
PEPSICO INC	2,239	8,212

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILIP MORRIS INTERNATIONAL INC	7,586	11,710
PRAXAIR INC	8,018	8,756
PROCTER & GAMBLE CO	5,860	8,147
PRUDENTIAL FINANCIAL INC	12,347	8,533
QUALCOMM INC	5,039	8,042
SCHLUMBERGER LTD	9,947	8,316
STAPLES INC	0	0
STATE STREET CORP	0	0
STRYKER CORP	11,391	8,771
TEXAS INSTRS INC	10,123	8,958
THERMO FISHER SCIENTIFIC, INC.	2,424	4,465
3M CO	7,467	8,357
TRAVELERS COMPANIES, INC.	6,006	8,618
UNITED TECHNOLOGIES CORP	3,666	4,101
VERIZON COMMUNICATIONS	6,205	8,221
VISA INC CLASS A SHRS	5,121	9,095
WALGREEN CO	0	0
ARTISAN FDS INC SMALL CAP VALUE	0	0
ARTISAN FDS INC MID CAP VALUE FD	0	0
BUFFALO SMALL CAP FUND	26,353	35,213
HIGH MARK GENEVA MID CAP GROWTH	35,304	35,235
VANGUARD S/T BOND INDEX-SIG	20,000	19,981
TEVA PHARMACEUTICAL INDS SPONS	0	0
AMERICAN EUROPACIFIC GRTH-F2	0	0
THORNBURG INTL VALUE FD CL I	0	0
ACCENTURE PLC	8,369	7,980
INVESCO INTNL GROWTH FUND	48,838	49,157
MFS RESH INTL FD	48,984	49,423
VIRTUS EMERGING MARKETS	44,530	44,791
ANADARKO PETROLEUM CORP	8,162	8,174

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC.	10,917	10,643
BAXTER INTL INC	4,489	4,666
DANAHER CORP	8,805	8,944
WALT DISNEY CO	8,835	8,962
HJ HEINZ CO	8,021	8,652
JOHNSON CTRLS INC	10,356	9,508
LOWES COMPANIES INC	8,416	8,525
MCDONALDS CORP	8,765	8,821
METLIFE INC	4,927	4,282
PHILLIPS 66	4,066	4,248
TARGET CORP	8,180	8,284
TIFFANY & CO	8,796	8,601
WELLS FARGO	12,966	13,330
XCEL ENERGY INC	8,201	8,280
AMERICAN CENTURY SMALL CAP	35,583	34,970
JP MORGAN MID CAP VALUE FD	35,582	35,155

TY 2012 Investments Government Obligations Schedule

Name: Herbert and Marian Haley Foundation
Regions Bank Trust Department

EIN: 58-6306798

US Government Securities - End of Year Book Value:	286,260
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US Government Securities - End of Year Fair Market Value:	297,806
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State & Local Government Securities - End of Year Book Value:	0
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State & Local Government Securities - End of Year Fair Market Value:	0
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TY 2012 Other Assets Schedule

Name: Herbert and Marian Haley Foundation
Regions Bank Trust Department
EIN: 58-6306798

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Dividends Receivable	57	157	157

TY 2012 Other Expenses Schedule

Name: Herbert and Marian Haley Foundation
Regions Bank Trust Department
EIN: 58-6306798

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management and Trustee Fees	9,224	9,224		0

TY 2012 Taxes Schedule**Name:** Herbert and Marian Haley Foundation

Regions Bank Trust Department

EIN: 58-6306798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid	372	372		0
Investment Excise Tax Estimate	2,080	2,080		0
Excise Tax Paid	1,502	1,502		0