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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

, 2012, and ending

, 20

<p>Name of foundation Robert T Wilson Foundation</p> <p>Number and street (or P O box number if mail is not delivered to street address) 300 W Mt Eilden Lookout Rd - Hanseth</p> <p>City or town, state, and ZIP code Flagstaff, AZ 86001</p> <p>G Check all that apply:</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 15%; vertical-align: top;"> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change </td> <td style="width: 15%; vertical-align: top;"> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </td> </tr> </table> <p>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 </p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,410,598 (Part I, column (d) must be on cash basis.)</p>		<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	<p>A Employer identification number 86-0264036</p> <p>B Telephone number (see instructions) (928) 779-3669</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change						
<p>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))</p> <p>Operating and Administrative Expenses</p>		<p>(a) Revenue and expenses per books</p>	<p>(b) Net investment income</p>	<p>(c) Adjusted net income</p>	<p>(d) Disbursements for charitable purposes (cash basis only)</p>		
<p>1 Contributions, gifts, grants, etc., received (attach schedule)</p> <p>2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B</p> <p>3 Interest on savings and temporary cash investments</p> <p>4 Dividends and interest from securities</p> <p>5a Gross rents</p> <p>b Net rental income or (loss)</p> <p>6a Net gain or (loss) from sale of assets not on line 10</p> <p>b Gross sales price for all assets on line 6a SC 408,807</p> <p>7 Capital gain net income (from Part IV, line 2)</p> <p>8 Net short-term capital gain IRS 395,854</p> <p>9 Income modifications UDEN. UT</p> <p>10a Gross sales less returns and allowances</p> <p>b Less: Cost of goods sold</p> <p>c Gross profit or (loss) (attach schedule)</p> <p>11 Other income (attach schedule) STM106 62,128</p> <p>12 Total. Add lines 1 through 11 465,756 465,756 84,071</p>		<p>5</p> <p>7,769</p> <p>395,854</p> <p>395,854</p> <p>76,297</p>	<p>5</p> <p>7,769</p> <p>7,769</p>	<p>5</p> <p>7,769</p>	<p>5</p>		
<p>13 Compensation of officers, directors, trustees, etc</p> <p>14 Other employee salaries and wages</p> <p>15 Pension plans, employee benefits</p> <p>16a Legal fees (attach schedule) STM107 104</p> <p>b Accounting fees (attach schedule) STM108 6,075</p> <p>c Other professional fees (attach schedule)</p> <p>17 Interest</p> <p>18 Taxes (attach schedule) (see instructions) STM110 5,715</p> <p>19 Depreciation (attach schedule) and depletion STM126 62,481</p> <p>20 Occupancy</p> <p>21 Travel, conferences, and meetings</p> <p>22 Printing and publications</p> <p>23 Other expenses (attach schedule) STM103 389,310</p> <p>24 Total operating and administrative expenses.</p> <p>Add lines 13 through 23 463,685</p> <p>25 Contributions, gifts, grants paid 90,772</p> <p>26 Total expenses and disbursements. Add lines 24 and 25 554,457</p>		<p>104</p> <p>6,075</p>	<p>104</p> <p>6,075</p>	<p>104</p>	<p>104</p>		
<p>27 Subtract line 26 from line 12:</p> <p>a Excess of revenue over expenses and disbursements (88,701)</p> <p>b Net investment income (if negative, enter -0-) 453,500</p> <p>c Adjusted net income (if negative, enter -0-) 81,271</p>		<p>0</p>	<p>0</p>	<p>0</p>	<p>0</p>		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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		69,106	53,027	53,027
	3 Accounts receivable ► 5,839				
	Less: allowance for doubtful accounts ► 5,839				
	4 Pledges receivable ► 5,839				
	Less allowance for doubtful accounts ► 5,839				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ► 5,839				
	Less allowance for doubtful accounts ► 5,839				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations (attach schedule) ► 402,128				
	b Investments - corporate stock (attach schedule)				
	c Investments - corporate bonds (attach schedule)				
Liabilities	11 Investments - land, buildings, and equipment basis ► 2,821,098				
	Less accumulated depreciation (attach schedule) ► 524,953		2,358,626	2,296,145	2,296,145
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)				
	14 Land, buildings, and equipment basis ► 524,953				
	Less accumulated depreciation (attach schedule) ► 524,953				
	15 Other assets (describe ► STM120)		61,426	61,426	61,426
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) ► STM120		2,891,286	2,416,437	2,410,598
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons ► STM155		386,148		
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► STM155)				
	23 Total liabilities (add lines 17 through 22) ► STM155		386,148	0	
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		2,505,138	2,416,437	
	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				
	30 Total net assets or fund balances (see instructions) ► STM115		2,505,138	2,416,437	
	31 Total liabilities and net assets/fund balances (see instructions) ► STM115		2,891,286	2,416,437	

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	2,505,138
2 Enter amount from Part I, line 27a	2	(88,701)
3 Other increases not included in line 2 (itemize) ► STM115	3	
4 Add lines 1, 2, and 3	4	2,416,437
5 Decreases not included in line 2 (itemize) ► STM115	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,416,437

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 (yr, mo, day)	(d) Date sold (yr, mo, day)
1a BP PLC			P	2012-11-28	2012-07-17
b Bristol Myers Squib			D	1984-11-23	2012-07-17
c Exxon Mobil Corp			D	1950-03-20	2012-07-17
d Zimmer Holdings Inc			D	1984-11-23	2012-07-17
e General Electric Co			D	1950-10-18	2012-07-17
(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 77,331		1,034		76,297	
b 64,218		10,608		53,610	
c 187,233		774		186,459	
d 11,469		537		10,932	
e 68,556				68,556	
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		(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a					76,297
b					53,610
c					186,459
d					10,932
e					68,556
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		395,854
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		76,297

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	86,133	2,622,052	0.032849
2010	88,287	425,103	0.207684
2009	259,790	488,936	0.531337
2008	188,664	3,222,388	0.058548
2007	125,142	3,342,979	0.037434

2 Total of line 1, column (d)	2	0.867853
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	0.173571
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,622,052
5 Multiply line 4 by line 3	5	455,112
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,535
7 Add lines 5 and 6	7	459,647
8 Enter qualifying distributions from Part XII, line 4	8	90,772

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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 9,070
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 9,070
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 9,070
6	Credits/Payments	
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 5,580
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 5,580
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 3,490
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	

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b		
5	X	
6	X	
7	X	
8a		
AZ TX		
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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>Winnie Hanseth</u> Located at ► <u>300 W Mt Elden Lookout Rd Flagstaff, AZ</u>	Telephone no ► <u>928-779-3669</u> ZIP+4 ► <u>86001</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	► <input type="checkbox"/>
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 <input type="checkbox"/> No <input checked="" type="checkbox"/>

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.

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 ► <input type="checkbox"/>	
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?	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	If "Yes," list the years ► _____, _____, _____, _____	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	
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.)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input type="checkbox"/> No	6b	X
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	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 See 990 OFOV	(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
Winnie Hanseth 300 W Mt Elden Lookout Rd, AZ 86001	Secretary/Treas 0	0	0	0
Amanda Wilson 300 W Mt Elden Lookout Rd - Ha, AZ 86001	Vice President 0	0	0	0
Sonya McDavid 300 W Mt Elden Lookout Rd - Ha, AZ 86001	President 0	0	0	0
Robert Currey Wilson 300 W Mt Elden Lookout Rd - Ha, AZ 86001	DIRECTOR 0	0	0	0

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A - Indirect Activities	
	0
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 N/A	
	0
2	
All other program-related investments. See 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	243,929
b	Average of monthly cash balances	1b	60,482
c	Fair market value of all other assets (see instructions)	1c	2,357,571
d	Total (add lines 1a, b, and c)	1d	2,661,982
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,661,982
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	39,930
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,622,052
6	Minimum investment return. Enter 5% of line 5	6	131,103

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	131,103
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,070
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,070
3	Distributable amount before adjustments Subtract line 2c from line 1	3	122,033
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	122,033
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	122,033

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.	1a	90,772
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	90,772
b	Cash distribution test (attach the required schedule)	5	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	90,772
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				122,033
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	237,123			
d From 2010	69,458			
e From 2011	54,570			
f Total of lines 3a through e	361,151			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 90,772				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				90,772
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	31,261			31,261
6 Enter the net total of each column as indicated below:	329,890			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	329,890			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009	205,862			
c Excess from 2010	69,458			
d Excess from 2011	54,570			
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				<input type="checkbox"/>			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	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							
b	85% of line 2a							
c	Qualifying distributions from Part XII, line 4 for each year listed							
d	Amounts included in line 2c not used directly for active conduct of exempt activities							
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c							
3	Complete 3a, b, or c for the alternative test relied upon							
a	"Assets" alternative test - enter							
(1)	Value of all assets							
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)							
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed							
c	"Support" alternative test - enter							
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)							
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)							
(3)	Largest amount of support from an exempt organization							
(4)	Gross investment income							

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

None,

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None,**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here 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

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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	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				
Second Chance Center for Animals 11665 N Hwy 89 Flagstaff	AZ 86004	None	Public Char	Unrestricted General Funding 64,122
Northland Hospice 452 N Switzer Canyon Rd Flagstaff	AZ 86001	None	Public Char	Unrestricted General Funding 10,000
Friends of Camp Colton PO Box 393 Flagstaff	AZ 86002	None	Public Char	Unrestricted General Funding 10,000
Plan USA 155 Plan Way Warwick	RI 02886	None	Public Char	Unrestricted General Funding 1,650
Heritage Square Trust PO Box 23801 Flagstaff	AZ 86002	None	Public Char	Unrestricted General Funding 5,000
Total				► 3a 90,772
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f Other STM106			15	62,128	
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5	
4 Dividends and interest from securities			14	7,769	
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			15		
8 Gain or (loss) from sales of assets other than inventory					
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)				69,902	
13 Total Add line 12, columns (b), (d), and (e)				13	69,902

12 Subtotal Add columns (b), (d), and (e)
13 Total. Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations)

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

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

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
(2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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?

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**

Winnie Hanseth
Signature of officer or trustee

Signature of officer or trustee

Date _____

Secretary/Treasurer

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Gerry Horowitz CPA	Gerry Horowitz CPA	04-28-2014		P00139793
	Firm's name ►	Gerry Horowitz CPA	Firm's EIN ►		
	Firm's address ►	709 North Humphreys Street Flagstaff AZ 86001	Phone no	928-779-3669	

List of Officers, Directors, Trustees, and Key Employees

1 List all officers, directors, trustees, and key employees for the year even if they were not compensated.

Federal Supporting Statements**2012 PG 01**

FEIN

Name(s) as shown on return

Robert T Wilson Foundation86-0264036**Form 990PF, Part III, Line 3**
Other Increases Schedule

Statement #115

Unrealized Gain

Total

STM120

Form 990PF, Part II, Line 15
Other Assets Schedule

PG 01

Statement #120

Description

BOY Book

EOY Book

FMV

Oil Rights

61,42661,42661,426

Total

61,42661,42661,426

STM136

Form 990PF, Part II, Line 10(a)

Statement #136

Investments: State and Local Government Obligation Schedule

Category

Book Value (BOY)

Book Value (EOY)

FMV (EOY)

SECURITIES

402,128

Totals

402,128

Federal Supporting Statements**2012 PG 01**

FEIN

Name(s) as shown on return

Robert T Wilson Foundation

86-0264036

Form 990PF, Part II, Line 20
Loans From Officers Payable Schedule

Statement #155

Lender's name	Richard F Wilson
Lender's title	President
Original amount of loan	\$ 500,000
Balance due	\$
Date of note	
Maturity date	
Repayment terms	
Interest rate	0
Security by borrower	
Purpose of loan	Allows Contributions in excess
Lender consideration	
Consideration FMV	\$

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

Robert T Wilson Foundation

Your Social Security Number
86-0264036

Form 990PF, Part I, Line 23 - Other Expenses Schedule

Statement #103

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Postage and shipping	327	327	0	0
Taxes and licenses - Az Corp C	10	10	0	0
Bank service fees	25	25	0	0
Other Contract Labor	2,800	0	2,800	0
Loan repayment	<u>386,148</u>	<u>0</u>	<u>0</u>	<u>0</u>
Totals	<u><u>389,310</u></u>	<u><u>362</u></u>	<u><u>2,800</u></u>	<u><u>0</u></u>

Form 990PF, Part I, Line 11 - Other Income Schedule

Statement #106

Description	Revenue and expenses	Net investment	Adjusted net income
Headington Oil Co	21,183	21,183	0
Exxonmobil Oil Corp	30,701	30,701	0
EOG Royalty	10,241	10,241	0
Bank charges reversed	<u>3</u>	<u>3</u>	<u>0</u>
Totals	<u><u>62,128</u></u>	<u><u>62,128</u></u>	<u><u>0</u></u>

PG 01

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

Robert T Wilson Foundation

Your Social Security Number
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Form 990PF, Part I, Line 16(a) - Legal Fees Schedule

Statement #107

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Legal Fees	<u>104</u>	<u>104</u>	<u>0</u>	<u>0</u>
Totals	<u>104</u>	<u>104</u>	<u>0</u>	<u>0</u>

Form 990PF, Part I, Line 16(b) - Accounting Fees Schedule

Statement #108

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Accounting Fees	<u>6,075</u>	<u>6,075</u>	<u>0</u>	<u>0</u>
Totals	<u>6,075</u>	<u>6,075</u>	<u>0</u>	<u>0</u>

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return

Robert T Wilson Foundation

Your Social Security Number
86-0264036

Form 990PF, Part I, Line 18 - Taxes Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Royalty Taxes	2,584	2,584	0	0
Real Estate Taxes	461	461	0	0
Other Tax	2,670	2,670	0	0
Totals	5,715	5,715	0	0

STM117~

Form 990PF, Part II, Line 11 - Investments Land Schedule

Description	Cost or other basis	Accumulated depreciation	End of year book value	FMV
Land 5 Acres Flagstaff	190,436		190,436	190,436
Land 2 Acres Flagstaff	115,150		115,150	115,150
Building and Improvements	2,191,669	447,464	1,744,205	1,744,205
Buildings and Fixtures	16,300	16,300		
Building Addition	307,543	61,189	246,354	246,354
Total	2,821,098	524,953	2,296,145	2,296,145

PG01
Statement #117

Name(s) as shown on return

Robert T Wilson Foundation

Federal Supporting Statements**2012** PG 01

Your Social Security Number.

86-0264036

Form 990PF, Part I, Line 19 - Depreciation Schedule

Statement #126

Description	Date Acquired	Cost or Other basis	Prior year Depreciation	Computation Method	Rate	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Land 5 Acres Flagstaff	11-01-2004	190,436		NDA	0		0	0	0
Land 2 Acres Flagstaff	11-01-2004	115,150		NDA	0		0	0	0
Building and Improvements	11-01-2004	2,191,669	392,672	SL	2.5	40	54,792	0	0
Furniture and Fixtures	11-01-2004	16,300	16,300	SL	0	7	0	0	0
Building Addition	01-01-2005	307,593	53,500	SL	2.5	40	7,689	0	0
Totals		2,821,098	462,472				62,481		

Federal Supporting Statements**2012 PG 01**

Your Social Security Number

86-0264036

Name(s) as shown on return

Robert T Wilson Foundation**Form 990PF, Part XV, Line 2**
Application Submission Information

990APP

Grant Program

None

Applicant Name

Winnie Hanseth

Address

300 W Mt Elden Lookout Rd

Flagstaff

AZ 86001

Telephone

928-779-2739

Email Address

Form & Content

None

Submission Deadline

None

Restrictions on Award

None

990.**Overflow Statement****2012**
Page 1

Name(s) as shown on return

Robert T Wilson Foundation

FEIN

86-0264036**Interest Income**

Description	Amount
Bank of America	\$ 3
Wells Fargo Advisors	2
Total:	\$ 5

Dividends and Interest From Securities

Description	Amount
Wells Fargo Advisors	\$ 7,769
Total:	\$ 7,769