See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

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FOR STATE FILING PURPOSES

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

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

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

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

For calendar year 2012 or tax year beginning , and ending

Name of foundation: WILLIAM AND MARY ROSS FOUNDATION

A Employer identification number: 86-0891827

Number and street (or P O box number if mail is not delivered to street address): 5425 E. BROADWAY PMB 354 — Room/suite:

B Telephone number: (520)465-0088

City or town, state, and ZIP code: TUCSON, AZ 85711-3704

C If exemption application is pending check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 16,361,011.

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

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

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

		(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	0.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	582.	582.		STATEMENT 1
	4 Dividends and interest from securities	366,216.	366,216.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	908,123.			
	b Gross sales price for all assets on line 6a 30,277,057.				
	7 Capital gain net income (from Part IV, line 2)		908,123.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	1,274,921.	1,274,921.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	4,286.	2,143.		2,143.
	c Other professional fees STMT 4	322,477.	322,477.		0.
	17 Interest				
	18 Taxes STMT 5	82,983.	19,254.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	477.	0.		477.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	410,223.	343,874.		2,620.
	25 Contributions, gifts, grants paid	993,800.			993,800.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,404,023.	343,874.		996,420.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-129,102.			
	b **Net investment income** (if negative, enter -0-)		931,047.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	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	1,696,703.	1,795,405.	1,795,405.
	3 Accounts receivable ▶			
	Less. allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	13,968,620.	14,048,258.	14,548,564.
	c Investments - corporate bonds	312,837.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	0.	17,042.	17,042.
	16 **Total assets** (to be completed by all filers)	15,978,160.	15,860,705.	16,361,011.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	15,978,160.	15,860,705.	
	30 **Total net assets or fund balances**	15,978,160.	15,860,705.	
	31 **Total liabilities and net assets/fund balances**	15,978,160.	15,860,705.	

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	15,978,160.
2	Enter amount from Part I, line 27a	2	-129,102.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	11,647.
4	Add lines 1, 2, and 3	4	15,860,705.
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	15,860,705.

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	PUBLICLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	30,277,057.		29,368,934.	908,123.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				908,123.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 908,123.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	702,244.	17,496,033.	.040137
2010	754,988.	16,348,715.	.046180
2009	216,532.	14,316,858.	.015124
2008	781,288.	14,902,810.	.052426
2007	638,289.	13,343,727.	.047834

2	**Total** of line 1, column (d)	2	.201701
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	.040340
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	16,029,944.
5	Multiply line 4 by line 3	5	646,648.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,310.
7	Add lines 5 and 6	7	655,958.
8	Enter qualifying distributions from Part XII, line 4	8	996,420.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	9,310.
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	9,310.
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	9,310.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 34,400.		
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	34,400.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	1.
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	25,089.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 25,089. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AZ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ NONE

14 The books are in care of ▶ TIM GARIGAN Telephone no. ▶ (520) 615-8482

Located at ▶ 4051 E. SUNRISE DRIVE, SUITE 200, TUCSON, AZ ZIP+4 ▶ 85718

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
JANE GARIGAN 5425 E. BROADWAY PMB 354 TUCSON, AZ 85711	PRESIDENT 0.50	0.	0.	0.
TIM GARIGAN 5425 E. BROADWAY PMB 354 TUCSON, AZ 85711	VICE PRESIDENT/TREASURER 0.50	0.	0.	0.
ROBERT STRUSE 5425 E. BROADWAY PMB 354 TUCSON, AZ 85711	SECRETARY 0.50	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
WELLS FARGO ADVISORS (ADVISOR TIM GARIGAN) 4051 E. SUNRISE DR. #200, TUCSON, AZ 85718	INVESTMENT SERVICES	322,477.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2012)

223561
12-05-12

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	14,961,481.
b	Average of monthly cash balances	1b	1,312,574.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	16,274,055.
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	16,274,055.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	244,111.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,029,944.
6	**Minimum investment return** Enter 5% of line 5	6	801,497.

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	801,497.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 9,310.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	9,310.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	792,187.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	792,187.
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	792,187.

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	996,420.
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	996,420.
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	9,310.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	987,110.

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.

Form **990-PF** (2012)

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12-05-12

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				792,187.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			510,284.	
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: ▶ $ 996,420.				
a Applied to 2011, but not more than line 2a			510,284.	
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				486,136.
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				306,051.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A THREE BRAID CORD 6711 E. CAMINO PRINCIPAL TUCSON, AZ 85715	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
AMERICAN CANCER SOCIETY TUCSON CHAPTER 1636 N. SWAN ROAD TUCSON, AZ 85712	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
AMERICAN HEART ASSOCIATION 5325 E. PIMA STREET TUCSON, AZ 85712	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
AMERICAN LUNG ASSOCIATION 2819 E. BROADWAY BLVD. TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
ARIZONA'S CHILDREN ASSOCIATION 2700 S. 8TH AVENUE TUCSON, AZ 85713	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	993,800.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	582.	
4 Dividends and interest from securities			14	366,216.	
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	908,123.	
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.		1,274,921.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,274,921.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ James S Hargan 5/11/13 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
KELLY L. MELTZER	Kelly L	5-3-13		P00633511
Firm's name ▶ BEACHFLEISCHMAN PC			Firm's EIN ▶ 86-0683059	
Firm's address ▶ P.O. BOX 64130 TUCSON, AZ 85728-4130			Phone no (520) 321-4600	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ARIZONA SONORA DESERT MUSEUM 2021 N. KINNEY ROAD TUCSON, AZ 85743	UNRELATED	PUBLIC	PROGRAM SUPPORT	16,000.
CARONDELET FOUNDATION 120 N. TUCSON BLVD. TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	50,000.
CARONDELET OF ST. MARY'S 1601 WEST SAINT MARYS ROAD TUCSON, AZ 85745	UNRELATED	PUBLIC	PROGRAM SUPPORT	1,800.
CASA DE LOS NINOS 1101 N. 4TH AVENUE TUCSON, AZ 85715	UNRELATED	PUBLIC	PROGRAM SUPPORT	15,000.
CASAS ADOBES ROTARY FOUNDATION PO BOX 37225 TUCSON, AZ 85740	UNRELATED	PUBLIC	PROGRAM SUPPORT	2,500.
CYSTIC FIBROSIS FOUNDATION 2500 N. TUCSON BLVD., STE. 140 TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
ECHOING HOPE RANCH PO BOX 4471 BISBEE, AZ 85603	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
GAITWAY 7447 E. 22ND STREET TUCSON, AZ 85710	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
GIVE 2 THE TROOPS 1275 CROMWELL AVENUE ROCKY HILL, CT 06067	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
GOSPEL RESCUE MISSION 707 W. MIRACLE MILE TUCSON, AZ 85705	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
Total from continuation sheets				898,800.

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
INTERFAITH COMMUNITY SERVICES 2820 WEST INA ROAD TUCSON, AZ 85741	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
INVISIBLE THEATRE 1400 N. 1ST AVENUE TUCSON, AZ 85719	UNRELATED	PUBLIC	PROGRAM SUPPORT	20,000.
JACKSON LABORATORY 600 MAIN STREET BAR HARBOR, ME 04609	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
JOHN B. WRIGHT ELEMENTARY SCHOOL 4300 E. LINDEN STREET TUCSON, AZ 85712	UNRELATED	PUBLIC	PROGRAM SUPPORT	20,000.
LITERACY CONNECTS 2850 E. SPEEDWAY BLVD. TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
MOBILE MEALS OF TUCSON 3003 S. COUNTRY CLUB ROAD TUCSON, AZ 85713	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
PAVING THE PATH TO COLLEGE AND HEAVEN 111 S. CHURCH AVENUE TUCSON, AZ 85701	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
PRIMAVERA FOUNDATION 151 W. 40TH STREET TUCSON, AZ 85713	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
QUILT FOR A CAUSE 5083 N. PINNACLE COVE DRIVE TUCSON, AZ 85749	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
RICKI RARICK JUNIOR GOLF 600 S. ALVERNON WAY TUCSON, AZ 85711	UNRELATED	PUBLIC	PROGRAM SUPPORT	1,000.
Total from continuation sheets				

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RINCON RANGER FOUNDATION PO BOX 13266 TUCSON, AZ 85732	UNRELATED	PUBLIC	PROGRAM SUPPORT	500.
SALPOINTE CATHOLIC EDUCATION FOUNDATION 1545 E. COPPER STREET TUCSON, AZ 85719	UNRELATED	PUBLIC	PROGRAM SUPPORT	2,000.
SALPOINTE CATHOLIC HIGH SCHOOL 1545 E. COPPER STREET TUCSON, AZ 85719	UNRELATED	PUBLIC	PROGRAM SUPPORT	31,500.
SALVATION ARMY - TUCSON 1001 N. RICHEY BLVD TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
ST. ELIZABETH'S HEALTH CENTER 140 W. SPEEDWAY, STE. 100 TUCSON, AZ 85705	UNRELATED	PUBLIC	PROGRAM SUPPORT	15,000.
ST. FRANCES CABRINI ROMAN CATHOLIC CHURCH 3201 E. PRESIDIO ROAD TUCSON, AZ 85716	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
ST. JUDE'S CHILDREN'S HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	UNRELATED	PUBLIC	PROGRAM SUPPORT	50,000.
SUSAN G. KOMEN SO. AZ 4574 E. BROADWAY BLVD. TUCSON, AZ 85711	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
TMC FOUNDATION 5301 E. GRANT ROAD TUCSON, AZ 85712	UNRELATED	PUBLIC	PROGRAM SUPPORT	75,000.
TOHONO CHUL PARK 7366 N. PASEO DEL NORTE TUCSON, AZ 85704	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TUCSON CHILDREN'S MUSEUM 200 S. 6TH AVENUE TUCSON, AZ 85701	UNRELATED	PUBLIC	PROGRAM SUPPORT	10,000.
TUCSON COMMUNITY FOOD BANK 3003 S. COUNTRY CLUB ROAD, SUITE 121 TUCSON, AZ 85713	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
TUCSON CONQUISTADORES FOUNDATION 6450 E. BROADWAY BLVD. TUCSON, AZ 85710	UNRELATED	PUBLIC	PROGRAM SUPPORT	1,000.
TUCSON FESTIVAL OF BOOKS 5633 E. GRANT ROAD TUCSON, AZ 85712	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
UNIVERSITY OF ARIZONA CANCER CENTER 1501 N. CAMPBELL AVENUE TUCSON, AZ 85719	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
UNIVERSITY OF ARIZONA FOUNDATION 1111 N. CHERRY, PO BOX 20109 TUCSON, AZ 85721	UNRELATED	PUBLIC	PROGRAM SUPPORT	57,500.
UNIVERSITY OF ARIZONA TUCSON VILLAGE FARM 4210 N. CAMPBELL AVENUE TUCSON, AZ 85719	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
UNIVERSITY MEDICAL CENTER FOUNDATION 655 E. RIVER ROAD TUCSON, AZ 85704	UNRELATED	PUBLIC	PROGRAM SUPPORT	25,000.
UNIVERSITY MEDICAL CENTER TRAUMA SERVICES 1501 N. CAMPBELL AVENUE TUCSON, AZ 85724	UNRELATED	PUBLIC	PROGRAM SUPPORT	50,000.
Total from continuation sheets				

223631
05-01-12

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

SOURCE	AMOUNT
WELLS FARGO	582.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	582.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO	366,216.	0.	366,216.
TOTAL TO FM 990-PF, PART I, LN 4	366,216.	0.	366,216.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,286.	2,143.		2,143.
TO FORM 990-PF, PG 1, LN 16B	4,286.	2,143.		2,143.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	322,477.	322,477.		0.
TO FORM 990-PF, PG 1, LN 16C	322,477.	322,477.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	19,254.	19,254.		0.
FEDERAL EXCISE TAX	63,729.	0.		0.
TO FORM 990-PF, PG 1, LN 18	82,983.	19,254.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POST OFFICE BOX	477.	0.		477.
TO FORM 990-PF, PG 1, LN 23	477.	0.		477.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
TAX EXEMPT DIVIDENDS	7,216.
RETURN OF CAPITAL PAYMENTS	4,431.
TOTAL TO FORM 990-PF, PART III, LINE 3	11,647.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO 4408 EQUITIES - SEE ATTACHED	6,943,126.	7,284,909.
WELLS FARGO 0657 EQUITIES - SEE ATTACHED	6,847,664.	6,997,569.
WELLS FARGO 0394 EQUITIES - SEE ATTACHED	257,468.	266,086.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,048,258.	14,548,564.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS IN TRANSIT	0.	17,042.	17,042.
TO FORM 990-PF, PART II, LINE 15	0.	17,042.	17,042.

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 1158-4408

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
AXA-ADR									
AXAHY									
Acquired 10/19/05 L nc		420	N/A##	11,306 90		7,652.40	-3,654 50		
Acquired 02/01/07 L nc		330	N/A##	14,320 02		6,012 60	-8,307 42		
Acquired 05/22/08 L nc		250	35.41	8,854.45		4,555 00	-4,299.45		
Acquired 08/15/08 L nc		200	32 17	6,435 28		3,644.00	-2,791 28		
Acquired 10/13/08 L nc		245	27 64	6,772.53		4,463.90	-2,308 63		
Acquired 02/27/09 L nc		2,155	9 30	20,048.83		39,264.10	19,215.27		
Acquired 03/18/11 L		1,300	19 82	25,766 00		23,686.00	-2,080 00		
Acquired 05/15/12 S		1,400	11.77	16,478.00		25,508 00	9,030 00		
Total	**1.52**	**6,300**		**$109,982.01**	**18.2200**	**$114,786.00**	**$4,803.99**	**$4,611.60**	**4.02**

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
BASF SE SPONSORED ADR									
BASFY									
Acquired 12/03/07 L nc		300	69.45	20,835.00		28,500.00	7,665.00		
Acquired 05/22/08 L nc		60	74 05	4,443 00		5,700 00	1,257 00		
Acquired 08/15/08 L nc		340	58.30	19,822.00		32,300.00	12,478.00		
Acquired 10/13/08 L nc		650	39 30	25,545.00		61,750.00	36,205 00		
Acquired 02/27/09 L nc		650	28 00	18,200.00		61,750.00	43,550 00		
Total	**2.52**	**2,000**		**$88,845.00**	**95.0000**	**$190,000.00**	**$101,155.00**	**$4,826.00**	**2.54**
BHP BILLITON LTD									
SPON ADR									
BHP									
Acquired 12/03/07 L nc		1,000	74 80	74,806 30		78,420 00	3,613.70		
Acquired 12/04/07 L nc		1,000	73.89	73,899.00		78,420.00	4,521.00		
Acquired 08/15/08 L nc		800	64 93	51,947.94		62,736 00	10,788 06		
Acquired 10/13/08 L nc		1,550	43 99	68,184.59		121,551.00	53,366 41		
Acquired 02/27/09 L nc		450	37 16	16,723.08		35,289.00	18,565.92		
Acquired 03/18/11 L		500	88.86	44,432 41		39,210 00	-5,222.41		
Total	**5.52**	**5,300**		**$329,993.32**	**78.4200**	**$415,626.00**	**$85,632.68**	**$11,872.00**	**2.86**
BRITISH AMERN TOB PLC									
SPON ADR									
BTI									
Acquired 12/21/07 L nc		275	79.44	21,847.21		27,843.75	5,996.54		
Acquired 05/22/08 L nc		55	76.02	4,181.10		5,568.75	1,387.65		
Acquired 08/15/08 L nc		300	69.37	20,811.73		30,375.00	9,563.27		
Acquired 10/13/08 L nc		245	56 38	13,813.10		24,806 25	10,993.15		
Acquired 02/27/09 L nc		225	51.23	11,528 44		22,781.25	11,252.81		
Acquired 03/18/11 L		1,100	76.43	84,082 88		111,375.00	27,292.12		
Total	**2.96**	**2,200**		**$156,264.46**	**101.2500**	**$222,750.00**	**$66,485.54**	**$9,266.40**	**4.16**
BROOKFIELD ASSET MANGMNT									
CLASS A									
BAM									
Acquired 12/03/07 L nc		850	36.27	30,837.92		31,152.50	314.58		
Acquired 05/22/08 L nc		155	36.49	5,656.66		5,680.75	24 09		
Acquired 08/15/08 L nc		250	30 26	7,566 25		9,162 50	1,596.25		
Acquired 10/13/08 L nc		565	20.83	11,773.53		20,707.25	8,933 72		
Acquired 02/27/09 L nc		780	13.77	10,747 85		28,587 00	17,839.15		
Acquired 03/18/11 L		500	31.41	15,708 30		18,325.00	2,616 70		
Total	**1.51**	**3,100**		**$82,290.51**	**36.6500**	**$113,615.00**	**$31,324.49**	**$1,736.00**	**1.53**

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
CANADIAN NATL RY CO CNI									
Acquired 12/03/07 L nc		750	48 10	36,082.42		68,257.50	32,175 08		
Acquired 12/04/07 L nc		25	47 13	1,178.25		2,275.25	1,097 00		
Acquired 08/15/08 L nc		195	51 37	10,018 13		17,746.95	7,728 82		
Acquired 10/13/08 L nc		180	43.14	7,765.38		16,381 80	8,616 42		
Acquired 02/27/09 L nc		550	32.47	17,858 50		50,055.50	32,197 00		
Acquired 12/14/10 L nc		300	66 93	20,080 98		27,303 00	7,222 02		
Acquired 03/18/11 L		800	73 20	58,562 80		72,808 00	14,245 20		
Acquired 12/04/12 S		140	89 88	12,583 59		12,741 40	157 81		
Total	**3.55**	**2,940**		**$164,130.05**	**91.0100**	**$267,569.40**	**$103,439.35**	**$4,439.40**	**1.66**
CANADIAN NATURAL RESOURCES LTD CNQ									
Acquired 12/03/07 L nc		1,400	65.03	45,526.39		40,418.00	-5,108 39		
Acquired 08/15/08 L nc		60	75.49	2,264.85		1,732.20	-532 65		
Acquired 10/13/08 L nc		940	48.85	22,962.19		27,137 80	4,175.61		
Acquired 02/27/09 L nc		1,000	33.12	16,561.70		28,870.00	12,308 30		
Acquired 03/18/11 L		3,600	48.83	175,803.95		103,932 00	-71,871.95		
Acquired 09/29/11 L		245	30.14	7,385.37		7,073.15	-312 22		
Total	**2.78**	**7,245**		**$270,504.45**	**28.8700**	**$209,163.15**	**-$61,341.30**	**$3,055.94**	**1.46**
CANADIAN PACIFIC RAILWAY LTD CP									
Acquired 02/27/09 L nc		600	28.29	16,977.00		60,972.00	43,995.00		
Acquired 12/15/10 L nc		1,135	64.86	73,620.87		115,338.70	41,717 83		
Acquired 03/18/11 L		1,565	64.40	100,790.12		159,035.30	58,245 18		
Total	**4.45**	**3,300**		**$191,387.99**	**101.6200**	**$335,346.00**	**$143,958.01**	**$4,639.80**	**1.38**
CORE LABORATORIES INC CLB									
Acquired 12/03/07 L nc		150	59 17	8,876.25		16,396.50	7,520.25		
Acquired 08/15/08 L nc		120	59 90	7,188 60		13,117.20	5,928 60		
Acquired 10/13/08 L nc		320	39 82	12,743.71		34,979.20	22,235 49		
Acquired 02/27/09 L nc		60	38.12	2,287 50		6,558.60	4,271.10		
Total	**0.94**	**650**		**$31,096.06**	**109.3100**	**$71,051.50**	**$39,955.44**	**$728.00**	**1.02**

WILLIAM AND MARY ROSS FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
DIAGEO PLC SPONSORED ORD NEW DEO									
Acquired 08/15/08 L nc		300	74.24	22,274 44		34,974.00	12,699 56		
Acquired 10/13/08 L nc		155	62.66	9,713 70		18,069.90	8,356 20		
Acquired 02/27/09 L nc		495	46.78	23,160 36		57,707 10	34,546.74		
Acquired 03/18/11 L		1,350	74 11	100,056 87		157,383.00	57,326 13		
Total	**3.56**	**2,300**		**$155,205.37**	**116.5800**	**$268,134.00**	**$112,928.63**	**$6,380.20**	**2.38**
EATON CORP PLC ETN									
Acquired 12/03/12 S		2,944	51 90	152,810.08		159,505 92	6,695 84		
Acquired 12/20/12 S		655	54.44	35,663.51		35,487.90	-175.61		
Total	**2.59**	**3,599**		**$188,473.59**	**54.1800**	**$194,993.82**	**$6,520.23**	**$5,470.48**	**2.81**
ENSIGN ENERGY SERVICE INC ESVIF									
Acquired 12/03/07 L nc		1,050	14 59	15,323.81		16,222 50	898 69		
Acquired 12/04/07 L nc		25	14.03	350.76		386 25	35.49		
Acquired 10/14/08 L nc		450	13.30	5,985.72		6,952.50	966.78		
Acquired 02/27/09 L nc		775	8.13	6,306.30		11,973.75	5,667.45		
Acquired 03/18/11 L		500	16.92	8,462.65		7,725.00	-737.65		
Total	**0.57**	**2,800**		**$36,429.24**	**15.4500**	**$43,260.00**	**$6,830.76**	**$1,237.32**	**2.86**
FINNING INTL INC FINGF									
Acquired 12/23/10 L nc		510	27 29	13,918.10		12,525.60	-1,392 50		
Acquired 03/18/11 L		190	27.67	5,257.30		4,666.40	-590 90		
Total	**0.23**	**700**		**$19,175.40**	**24.5600**	**$17,192.00**	**-$1,983.40**	**$393.68**	**2.29**
INGERSOLL-RAND PLC SHARES IR									
Acquired 12/04/07 L nc		50	50 27 50 98	2,513 85 2,549 35		2,398 00	-115 85		
Acquired 08/15/08 L nc		910	39.73 40.44	36,154 30 36,800.40		43,643.60	7,489.30		
Acquired 10/13/08 L nc		1,690	22.05 22.76	37,281.34 38,481.24		81,052.40	43,771.06		

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 02/27/09 L nc		2,150	13 71 14.42	29,489 05 31,015 55		103,114 00	73,624 95		
Total	**3.06**	**4,800**		**$105,438.54** **$108,846.54**	**47.9600**	**$230,208.00**	**$124,769.46**	**$3,072.00**	**1.33**
MANULIFE FINL CORP MFC									
Acquired 09/20/05 L nc		560	N/A##	14,747 61		7,610 40	-7,137 21		
Acquired 12/03/07 L nc		165	41.72	6,884.89		2,242.35	-4,642 54		
Acquired 05/22/08 L nc		1,125	38.85	43,713.25		15,288.75	-28,424.50		
Acquired 02/27/09 L nc		1,350	10.37	14,010 61		18,346 50	4,335 89		
Acquired 03/18/11 L		2,500	17 00	42,511.25		33,975.00	-8,536.25		
Total	**1.03**	**5,700**		**$121,867.61**	**13.5900**	**$77,463.00**	**-$44,404.61**	**$2,976.54**	**3.84**
NABORS INDUSTRIES LTD NBR									
Acquired 12/03/07 L nc		2,600	26.90	69,954.56		37,570 00	-32,384 56		
Acquired 12/04/07 L nc		2,750	26.39	72,599 73		39,737.50	-32,862.23		
Acquired 10/13/08 L nc		5,760	15 92	91,755.04		83,232.00	-8,523 04		
Acquired 02/27/09 L nc		5,740	10.06	57,786.88		82,943 00	25,156 12		
Acquired 09/27/11 L		730	14.58	10,643.40		10,548.50	-94.90		
Total	**3.37**	**17,580**		**$302,739.61**	**14.4500**	**$254,031.00**	**-$48,708.61**	**N/A**	**N/A**
NESTLE S A REG ADR NSRGY									
Acquired 12/03/07 L nc		137.50000	47 78	6,569.75		8,960.87	2,391 12		
Acquired 05/22/08 L nc		212.50000	49.40	10,497.50		13,848 63	3,351 13		
Acquired 08/15/08 L nc		370	45 49	16,831.30		24,112.90	7,281 60		
Acquired 10/13/08 L nc		330	38.28	12,634.84		21,506.10	8,871 26		
Acquired 02/27/09 L nc		550	32 86	18,073.00		35,843.50	17,770.50		
Acquired 02/02/10 L nc		1,250	48 37	60,466.13		81,462.50	20,996.37		
Acquired 03/18/11 L		2,250	55.15	124,087 50		146,632 50	22,545 00		
Total	**4.41**	**5,100**		**$249,160.02**	**65.1700**	**$332,367.00**	**$83,206.98**	**$9,037.20**	**2.72**
NOBLE CORP BAAR NAMEN-AKT NE									
Acquired 12/03/07 L nc		1,900	52 60	99,942.66		66,158 00	-33,784 66		
Acquired 12/04/07 L nc		1,650	53 20	87,795 51		57,453 00	-30,342.51		
Acquired 08/15/08 L nc		1,160	49 50	57,421.38		40,391 20	-17,030 18		
Acquired 10/13/08 L nc		3,515	30 58	107,491 34		122,392 30	14,900.96		

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 02/27/09 L nc		775	25.51	19,774.00		26,985 50	7,211 50		
Acquired 03/18/11 L		1,900	43.72	83,082 63		66,158.00	-16,924 63		
Total	**5.04**	**10,900**		**$455,507.52**	**34.8200**	**$379,538.00**	**-$75,969.52**	**$5,668.00**	**1.49**
NOVARTIS AG SPON ADR NVS									
Acquired 12/03/07 L nc		1,075	56.67	60,930.03		68,047.50	7,117 47		
Acquired 08/15/08 L nc		265	56.44	14,958.30		16,774.50	1,816.20		
Acquired 10/13/08 L nc		170	48.04	8,167.00		10,761.00	2,594 00		
Acquired 02/27/09 L nc		490	36.56	17,916.85		31,017.00	13,100.15		
Acquired 03/18/11 L		1,600	53.80	86,090.56		101,280.00	15,189.44		
Total	**3.03**	**3,600**		**$188,062.74**	**63.3000**	**$227,880.00**	**$39,817.26**	**$7,581.60**	**3.33**
PARTNERRE LTD PRE									
Acquired 12/03/07 L nc		375	82.40	30,901.20		30,183.75	-717.45		
Acquired 05/22/08 L nc		105	73.67	7,735.71		8,451.45	715.74		
Acquired 08/15/08 L nc		60	70.62	4,237.48		4,829.40	591 92		
Acquired 10/13/08 L nc		140	53.81	7,533.57		11,268.60	3,735 03		
Acquired 03/18/11 L		620	74 20	46,008.09		49,903.80	3,895.71		
Total	**1.39**	**1,300**		**$96,416.05**	**80.4900**	**$104,637.00**	**$8,220.95**	**$3,224.00**	**3.08**
POTASH CORP OF SASKATCHEWAN INC POT									
Acquired 12/03/07 L nc		1,500	41.53	62,299.65		61,035.00	-1,264 65		
Acquired 10/13/08 L nc		675	35.12	23,710.50		27,465.75	3,755.25		
Acquired 12/29/08 L nc		2,865	23.96	68,664.31		116,576.85	47,912.54		
Acquired 02/27/09 L nc		960	28 58	27,441 09		39,062.40	11,621.31		
Acquired 03/18/11 L		1,700	55 48	94,331 07		69,173.00	-25,158 07		
Total	**4.16**	**7,700**		**$276,446.62**	**40.6900**	**$313,313.00**	**$36,866.38**	**$6,468.00**	**2.06**
RIO TINTO PLC SPONSORED ADR RIO									
Acquired 12/03/07 L nc		1,300	451 33	146,683 23		75,517 00	-71,166 23		
Acquired 05/22/08 L nc		100	527 08	13,177.25		5,809.00	-7,368 25		
Acquired 08/15/08 L nc		760	345 59	65,662 10		44,148 40	-21,513 70		
Acquired 10/13/08 L nc		1,840	201.72	92,793 99		106,885 60	14,091 61		
Acquired 02/27/09 L nc		2,800	104 14	72,902 06		162,652 00	89,749 94		

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 03/18/11 L		300	65.50	19,652.39		17,427.00	-2,225 39		
Total	**5.48**	**7,100**		**$410,871.02**	**58.0900**	**$412,439.00**	**$1,567.98**	**$11,750.50**	**2.85**
SCHLUMBERGER LTD SLB									
Acquired 12/03/07 L nc		1,650	92.84	153,193.59		114,342.69	-38,850.90		
Acquired 05/22/08 L nc		55	102.53	5,639.15		3,811.42	-1,827.73		
Acquired 08/15/08 L nc		310	91.07	28,233.13		21,482.57	-6,750 56		
Acquired 10/13/08 L nc		720	64.34	46,327.59		49,894.98	3,567 39		
Acquired 02/27/09 L nc		1,965	38.89	76,420.41		136,171.75	59,751.34		
Acquired 03/18/11 L		800	86 02	68,820.77		55,438.89	-13,381.88		
Total	**5.06**	**5,500**		**$378,634.64**	**69.2986**	**$381,142.30**	**$2,507.66**	**$6,050.00**	**1.59**
SUNCOR ENERGY INC NEW SU									
Acquired 12/03/07 L nc		3,000	47.73	143,191.50		98,940.00	-44,251.50		
Acquired 08/15/08 L nc		385	50.75	19,541.21		12,697.30	-6,843.91		
Acquired 10/13/08 L nc		3,475	26.43	91,847.65		114,605.50	22,757.85		
Acquired 02/27/09 L nc		1,740	21.18	36,864.86		57,385.20	20,520.34		
Acquired 03/18/11 L		2,000	44.23	88,473.00		65,960.00	-22,513.00		
Total	**4.64**	**10,600**		**$379,918.22**	**32.9800**	**$349,588.00**	**-$30,330.22**	**$5,535.32**	**1.58**
TALISMAN ENERGY INC TLM									
Acquired 12/03/07 L nc		1,000	17.81	17,818 90		11,330 00	-6,488 90		
Acquired 12/04/07 L nc		700	17 63	12,347.93		7,931 00	-4,416.93		
Acquired 08/15/08 L nc		540	16.57	8,953.20		6,118.20	-2,835 00		
Acquired 10/13/08 L nc		1,660	10.14	16,839.83		18,807.80	1,967 97		
Acquired 03/18/11 L		100	23.95	2,395.54		1,133 00	-1,262 54		
Acquired 05/15/12 S		3,500	9 88	34,604 50		39,655.00	5,050 50		
Total	**1.13**	**7,500**		**$92,959.90**	**11.3300**	**$84,975.00**	**-$7,984.90**	**$2,025.00**	**2.38**
TECK RESOURCES LTD CLASS B TCK									
Acquired 12/14/12 S	1 03	2,140	35 85	76,736 55	36 3500	77,789.00	1,052 45	1,934 13	2 48
TENARIS S A SPONSORED ADR TS									
Acquired 12/04/07 L nc		1,050	46 02	48,329 92		44,016 00	-4,313.92		
Acquired 08/15/08 L nc		270	51.24	13,835 80		11,318.40	-2,517 40		

WELLS FARGO ADVISORS

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 10/13/08 L nc		2,535	28 83	73,105.47		106,267.20	33,161.73		
Acquired 02/27/09 L nc		2,745	17.81	48,904.92		115,070.40	66,165.48		
Acquired 03/18/11 L		1,900	45.34	86,164.81		79,648.00	-6,516.81		
Total	**4.73**	**8,500**		**$270,340.92**	**41.9200**	**$356,320.00**	**$85,979.08**	**$6,460.00**	**1.81**
TRANSOCEAN LTD ORDINARY SHARES RIG									
Acquired 12/03/07 L nc		1,400	136.29	190,818.74		62,524.00	-128,294 74		
Acquired 12/04/07 L nc		50	131.61	6,580.50		2,233.00	-4,347.50		
Acquired 08/15/08 L nc		385	126.73	48,794.59		17,194.10	-31,600.49		
Acquired 10/13/08 L nc		1,165	81.48	94,933.34		52,028.90	-42,904.44		
Acquired 02/27/09 L nc		800	61.14	48,914.00		35,728.00	-13,186.00		
Acquired 03/18/11 L		2,200	79.02	173,855.73		98,252.00	-75,603.73		
Total	**3.56**	**6,000**		**$563,896.90**	**44.6600**	**$267,960.00**	**-$295,936.90**	**N/A**	**N/A**
UBS AG-REG UBS									
Acquired 09/20/05 L nc		901.95000	N/A##	36,782.51		14,196.69	-22,585 82		
Acquired 12/03/07 L nc		384 05000	47.64 47.71	18,296.17 18,337.77		6,044.95	-12,251 22		
Acquired 05/22/08 L nc		530	29.74 29 85	15,767 34 15,824.74		8,342.20	-7,425 14		
Acquired 08/15/08 L nc		2,014	19 96 20.06	40,202.40 40,420 55		31,700 36	-8,502.04		
Acquired 10/13/08 L nc		495	16 66 16.77	8,248.38 8,301 99		7,791.30	-457 08		
Acquired 02/27/09 L nc		3,175	9.21 9 32	29,268 36 29,612 27		49,974.50	20,706 14		
Acquired 03/18/11 L		2,900	18.03 18 14	52,314.16 52,628 33		45,646.00	-6,668 16		
Total	**2.17**	**10,400**		**$200,879.32** **$201,908.16**	**15.7400**	**$163,696.00**	**-$37,183.32**	**$1,123.20**	**0.69**
UNILEVER N V ADR UN									
Acquired 12/03/07 L nc		575	35 10	20,186 92		22,022 50	1,835.58		
Acquired 12/21/07 L nc		1,070	35 56	38,057.23		40,981.00	2,923.77		
Acquired 05/22/08 L nc		280	32 15	9,004.18		10,724 00	1,719 82		
Acquired 08/15/08 L nc		790	28 50	22,522 83		30,257.00	7,734.17		
Acquired 10/13/08 L nc		265	25 01	6,627.90		10,149 50	3,521.60		

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 1158-4408

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 02/27/09 L nc		975	19.30	18,824.62		37,342.50	18,517.88		
Acquired 03/18/11 L		3,045	30.13	91,759.55		116,623.50	24,863.95		
Total	3.56	7,000		$206,983.23	38.3000	$268,100.00	$61,116.77	$7,294.00	2.72
VALE S A ADR VALE									
Acquired 12/03/07 L nc		1,300	34 53	44,899.66		27,248 00	-17,651.66		
Acquired 12/04/07 L nc		1,450	34.25	49,673.67		30,392.00	-19,281 67		
Acquired 08/15/08 L nc		2,070	25.14	52,058.22		43,387.20	-8,671.02		
Acquired 10/13/08 L nc		4,480	14 97	67,107.63		93,900.80	26,793 17		
Acquired 02/27/09 L nc		100	12.95	1,295.50		2,096.00	800.50		
Acquired 03/18/11 L		2,600	32.29	83,974.02		54,496.00	-29,478.02		
Total	3.34	12,000		$299,008.70	20.9600	$251,520.00	-$47,488.70	$3,720.00	1.48
WEATHERFORD INTERNATIONAL LTD REG WFT									
Acquired 12/03/07 L nc		2,400	31.55	75,731.28		26,856.00	-48,875.28		
Acquired 12/04/07 L nc		2,400	32.07	76,987.44		26,856.00	-50,131 44		
Acquired 08/15/08 L nc		200	36.66	7,332.00		2,238.00	-5,094 00		
Acquired 10/13/08 L nc		7,600	16.46	125,123.82		85,044.00	-40,079.82		
Acquired 02/27/09 L nc		4,400	10.97	48,304.52		49,236.00	931.48		
Acquired 03/18/11 L		7,000	20.66	144,678.80		78,330.00	-66,348.80		
Total	3.57	24,000		$478,157.86	11.1900	$268,560.00	-$209,597.86	N/A	N/A
YARA INTERNATIONAL ASA YARIY									
Acquired 12/03/07 L nc		150	37.65	5,647.50		7,461 00	1,813 50		
Acquired 10/13/08 L nc		150	28 00	4,200.00		7,461 00	3,261.00		
Acquired 02/27/09 L nc		100	21 64	2,164.00		4,974 00	2,810 00		
Total	0.26	400		$12,011.50	49.7400	$19,896.00	$7,884.50	$386.40	1.94
Total Stocks and ETFs	96.75			$6,989,814.92 $6,994,251.76		$7,284,909.17	$295,094.25	$142,962.71	1.96
Total Stocks, options & ETFs	96.75			$6,989,814.92		$7,284,909.17	$295,094.25	$142,962.71	1.96

Cost information for one or more securities is not available If you have cost information and would like to see it on future statements, contact Your Financial Advisor
nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3793-0394

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
APPLE INC AAPL Acquired 12/26/12 S	19.27	500	512 02	257,468 06	532 1729	266,086.45	8,618.39	5,300 00	1 99
Total Stocks and ETFs	**19.27**			**$257,468.06**		**$266,086.45**	**$8,618.39**	**$5,300.00**	**1.99**
Total Stocks, options & ETFs	**19.27**			**$257,468.06**		**$266,086.45**	**$8,618.39**	**$5,300.00**	**1.99**

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 6682-0657

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
FINANCIAL SELECT ET SECTOR SPDR XLF									
Acquired 10/31/12 S		6,516	15.88	103,506.66		106,797.24	3,290 58		
Acquired 11/19/12 S		6,441	15 54	100,109 24		105,567 99	5,458.75		
Acquired 12/03/12 S		7,281	15.74	114,626.97		119,335 59	4,708 62		
Total	**4.46**	**20,238**		**$318,242.87**	**16.3900**	**$331,700.82**	**$13,457.95**	**$5,828.54**	**1.76**
ISHARES ET FLOATING RATE NOTE FUND FLOT									
Acquired 12/24/12 S	6 20	9,109	50 61	461,089.38	50 5900	460,824.31	-265.07	4,636 48	1.00

WELLS FARGO ADVISORS

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER· 6682-0657

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ISHARES BARCLAYS TIPSET BOND FUND TIP									
Acquired 06/18/12 S		1,030	120 69	124,319.75		125,052.30	732.55		
Acquired 08/20/12 S		714	118.83	84,851.12		86,686.74	1,835.62		
Acquired 09/24/12 S		623	121 54	75,719.42		75,638.43	-80 99		
Acquired 11/19/12 S		753	122 63	92,344.46		91,421.73	-922.73		
Acquired 12/10/12 S		630	123.24	77,646.81		76,488.30	-1,158 51		
Total	**6.12**	**3,750**		**$454,881.56**	**121.4100**	**$455,287.50**	**$405.94**	**$10,098.75**	**2.22**
ISHARES BARCLAYS ET 7-10 YR TREASURY BOND FUND IEF									
Acquired 12/31/12 S	5 89	4,072	107 51	437,786 01	107 4900	437,699 28	-86 73	7,834 52	1 78
ISHARES IBOXX $ YIELDET CORPORATE BOND FUND HYG									
Acquired 12/03/12 S		4,121	92 84	382,623 72		384,695 35	2,071.63		
Acquired 12/10/12 S		834	93.35	77,860.24		77,853.90	-6 34		
Total	**6.22**	**4,955**		**$460,483.96**	**93.3500**	**$462,549.25**	**$2,065.29**	**$30,522.80**	**6.60**
ISHARES MSCI CANADA ET INDEX FUND EWC									
Acquired 12/03/12 S	1 38	3,623	28 06	101,669 71	28.4000	102,893 20	1,223 49	2,148 43	2 08
ISHARES MSCI JAPAN ET INDEX FD EWJ									
Acquired 12/31/12 S	2.62	19,937	9 76	194,613.03	9 7500	194,385.75	-227 28	3,768 09	1 93
ISHARES MSCI PACIFIC ET EX-JAPAN INDEX FUND EPP									
Acquired 12/03/12 S	2 78	4,381	46 48	203,651.66	47.1400	206,520 34	2,868 68	8,683 14	4 20
ISHARES TR -DOW JONES US ENERGY SECTOR INDEX FD IYE									
Acquired 12/31/12 S	4 50	8,197	40 68	333,455.60	40 8400	334,765.48	1,309 88	5,582 15	1 66

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 6682-0657

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ISHARES TR -DOW JONES US INDL SECTOR INDEX FD IYJ									
Acquired 12/10/12 S	4.48	4,541	72 79	330,579.35	73.3300	332,991.53	2,412.18	5,521 85	1.65
ISHARES TR -DOW JONES US UTILS SECTOR INDEX FD IDU									
Acquired 12/17/12 S	4 43	3,817	88 03	336,044.48	86.3600	329,636 12	-6,408.36	11,451 00	3 47
ISHARES TR -DOW JONES US REAL ESTATE INDEX FD IYR									
Acquired 06/13/11 L		5,505	58 53	322,207 65		356,008 35	33,800 70		
Acquired 08/15/11 L		244	55 94	13,650 14		15,779 48	2,129 34		
Total	**5.00**	**5,749**		**$335,857.79**	**64.6700**	**$371,787.83**	**$35,930.04**	**$13,780.35**	**3.71**
ISHARES TR MSCI ET EMERGING MKTS INDEX FD EEM									
Acquired 07/09/12 S		11,006	38 56	424,457.39		488,116 10	63,658 71		
Acquired 12/03/12 S		3,172	41 87	132,820.52		140,678 20	7,857 68		
Total	**8.46**	**14,178**		**$557,277.91**	**44.3500**	**$628,794.30**	**$71,516.39**	**$10,562.61**	**1.68**
SELECT SECTOR SPDR TR CONSUMER STAPLES XLP									
Acquired 10/31/12 S		3,715	35 45	131,708 26		129,653 50	-2,054 76		
Acquired 11/19/12 S		2,795	34.89	97,522.30		97,545.50	23 20		
Acquired 12/03/12 S		2,974	35.96	106,947.72		103,792 60	-3,155 12		
Total	**4.45**	**9,484**		**$336,178.28**	**34.9000**	**$330,991.60**	**-$5,186.68**	**$10,109.94**	**3.05**
SELECT SECTOR SPDR FD MATERIALS XLB									
Acquired 12/24/12 S	4 52	8,953	37 15	332,659.45	37 5400	336,095.62	3,436 17	7,636 90	2 27
SELECT SECTOR SPDR FD HEALTH CARE XLV									
Acquired 10/31/12 S		2,914	40.04	116,703 36		116,211.78	-491.58		
Acquired 11/19/12 S		2,468	39 27	96,937.12		98,425.05	1,487 93		
Acquired 12/03/12 S		2,916	40 18	117,175 38		116,291.56	-883.82		

WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 6682-0657

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**4.45**	**8,298**		**$330,815.86**	**39.8805**	**$330,928.39**	**$112.53**	**$6,663.29**	**2.01**
SELECT SECTOR SPDR FD CONSUMER DISCRETIONARY XLY									
Acquired 10/31/12 S		2,653	46.01	122,070.09		125,855 91	3,785.82		
Acquired 11/19/12 S		2,087	46 04	96,101 34		99,005.40	2,904.06		
Acquired 12/03/12 S		2,269	47.36	107,470 28		107,639 34	169.06		
Total	**4.47**	**7,009**		**$325,641.71**	**47.4391**	**$332,500.65**	**$6,858.94**	**$5,326.84**	**1.60**
SPDR S&P 500 TRUST ET SPY									
Acquired 12/31/12 S	4 97	2,596	141 78	368,076 98	142.4100	369,696 36	1,619 38	8,055 38	2 17
VANGUARD MSCI ET EUROPEAN VGK									
Acquired 12/03/12 S	8 71	13,258	47.41	628,658.56	48 8400	647,520.72	18,862 16	19,476 00	3 00
Total Stocks and ETFs	**94.14**			**$6,847,664.15**		**$6,997,569.05**	**$149,904.90**	**$177,687.06**	**2.54**
Total Stocks, options & ETFs	**94.14**			**$6,847,664.15**		**$6,997,569.05**	**$149,904.90**	**$177,687.06**	**2.54**