Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
VIRGINIA SMITH CHARITABLE TRUST

A Employer identification number
86-6348709

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 525

B Telephone number (see instructions)
(308) 874-2929

City or town, state, and ZIP code
CHAPPELL, NE 69129

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 8,911,902

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	87	87		
	4	Dividends and interest from securities	132,728	132,728		
	5a	Gross rents	451,620	451,620		
	b	Net rental income or (loss) 337,022				
	6a	Net gain or (loss) from sale of assets not on line 10	134,355			
	b	Gross sales price for all assets on line 6a 2,425,642				
	7	Capital gain net income (from Part IV, line 2)		134,355		
	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) (attach schedule)				
	11	Other income (attach schedule)	10,000			
	12	**Total.** Add lines 1 through 11	728,790	718,790		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,000	6,250		18,750
	14	Other employee salaries and wages	7,500	1,875		5,625
	15	Pension plans, employee benefits	574	144		430
	16a	Legal fees (attach schedule)	1,615	404		1,211
	b	Accounting fees (attach schedule)	2,190	548		1,642
	c	Other professional fees (attach schedule)	49,910	49,910		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	70,866	19,251		51,615
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	6,531	1,633		4,898
	22	Printing and publications				
	23	Other expenses (attach schedule)	123,429	115,555		7,874
	24	**Total operating and administrative expenses.** Add lines 13 through 23	287,615	195,570		92,045
	25	Contributions, gifts, grants paid	352,394			352,394
	26	**Total expenses and disbursements.** Add lines 24 and 25	640,009	195,570		444,439
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	88,781			
	b	**Net investment income** (if negative, enter -0-)		523,220		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	285,131	5,882	135,882
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,994,656	5,362,686	5,608,434
	14	Land, buildings, and equipment basis ▶ 2,131,085 Less accumulated depreciation (attach schedule) ▶	2,131,085	2,131,085	3,167,586
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,410,872	7,499,653	8,911,902
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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 ▶ ☑ **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	7,410,872	7,499,653	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	7,410,872	7,499,653	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,410,872	7,499,653	

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	7,410,872
2	Enter amount from Part I, line 27a	2	88,781
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,499,653
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,499,653

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	134,355
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	61,549

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	297,867	7,971,296	0 037367
2010	259,870	6,140,375	0 042322
2009	239,834	6,033,009	0 039754
2008	136,355	6,290,380	0 021677
2007	20,673	5,128,243	0 004031

2	**Total** of line 1, column (d).	2	0 145151
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 029030
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	8,528,808
5	Multiply line 4 by line 3.	5	247,591
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,232
7	Add lines 5 and 6.	7	252,823
8	Enter qualifying distributions from Part XII, line 4.	8	444,439

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	5,232
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	
3	Add lines 1 and 2			3	5,232
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,232
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	28,280		
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	28,280
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	23,048
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 0	**Refunded** ▶		11	23,048

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CONNIE LOOS Telephone no ▶(308) 874-2929

Located at ▶PO BOX 525 CHAPPELL NE ZIP+4 ▶69129

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 |

		Line	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		No

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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 ▶				

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	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	5,377,266
b	Average of monthly cash balances	1b	113,836
c	Fair market value of all other assets (see instructions)	1c	3,167,586
d	**Total** (add lines 1a, b, and c)	1d	8,658,688
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	
3	Subtract line 2 from line 1d	3	8,658,688
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,880
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,528,808
6	**Minimum investment return.** Enter 5% of line 5	6	426,440

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	426,440
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,232		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,232
3	Distributable amount before adjustments Subtract line 2c from line 1			3	421,208
4	Recoveries of amounts treated as qualifying distributions			4	10,000
5	Add lines 3 and 4			5	431,208
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	431,208

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	444,439
b	Program-related investments—total from Part IX-B	1b	
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	444,439
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	5,232
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	439,207

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				431,208
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			326,571	
b Total for prior years 20___ , 20___ , 20___				
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.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 444,439				
a Applied to 2011, but not more than line 2a			326,571	
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.				117,868
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).)*				
6 **Enter the net total of each column as indicated below:**				
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				313,340
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				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

CONNIE LOOS
PO BOX 525
CHAPPELL, NE 69129
(308) 874-2929

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

WRITTEN-SEE SCHEDULE D

c Any submission deadlines

NONE

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

TAX EXEMPT ORGANIZATIONS WITHIN THE COMMUNITIES OF BIG SPRINGS, CHAPPELL, AND LODGEPOLE, NEBRASKA, FOR EDUCATIONAL, COMMUNITY, OR CIVIC PURPOSES, OR ORGANIZATION OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE EDUCATIONAL, LITERARY, SCIENTIFIC PURPOSES, OR FOR THE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data TableSee Additional Data Table				
Total . . . . ▶ **3a**				352,394
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	87	
4 Dividends and interest from securities. . . .			14	132,728	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			17	337,022	
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	134,355	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a RETURNED SCHOLARSHIPS			19	10,000	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				614,192	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 614,192

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-05-15	******
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
		2013-07-02		
Firm's name ▶	RAUNER & ASSOCIATES PC		Firm's EIN ▶	
Firm's address ▶	1037 12TH AVE SIDNEY, NE 69162		Phone no	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
WELLS FARGO SHORT TERM TRANSACTIONS	P	2012-05-11	2012-05-25
WELLS FARGO SHORT TERM TRANSACTIONS	P	2012-09-20	2012-07-26
WELLS FARGO LONG TERM SALES	P	2011-08-12	2012-08-22
RAYMOND JAMES SHORT TERM SALES	P	2011-11-28	2012-11-05
RAYMOND JAMES SHORT TERM SALES	P	2012-01-04	2012-11-14
RAYMOND JAMES LONG TERM SALES	P	2011-10-04	2012-11-14
RAYMOND JAMES LONG TERM SALES	P	2011-10-04	2012-11-14
WELLS FARGO SHORT TERM SALES	P	2012-10-31	2012-11-21
WELLS FARGO SHORT TERM SALES	P	2011-12-21	2012-11-21
WELLS FARGO LONG TERM SALES	P	2010-01-08	2012-11-21

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
61,973		121,083	-59,110
10,404			10,404
164,245		144,788	19,457
18,558		16,215	2,343
1,059,018		977,442	81,576
26,356		21,749	4,607
108,234		98,998	9,236
119,572		114,160	5,412
471,458		450,534	20,924
375,586		346,318	29,268

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-59,110
			10,404
			19,457
			2,343
			81,576
			4,607
			9,236
			5,412
			20,924
			29,268

Form 990PF Part VIII Line 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
JEROME E CABELA P O BOX 525 CHAPPELL, NE 69129	TRUSTEE 5 00	5,000	0	0
KENNETH FORNANDER P O BOX 525 CHAPPELL, NE 69129	TRUSTEE 5 00	5,000	0	0
LEONARD LITTLEJOHN P O BOX 525 CHAPPELL, NE 69129	TRUSTEE 5 00	5,000	0	0
JANET FLOHR P O BOX 525 CHAPPELL, NE 69129	CHAIRPERSON/ 5 00	5,000	0	0
MERLYN CARLSON P O BOX 525 CHAPPELL, NE 69129	TRUSTEE 5 00	5,000	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CREEK VALLEY PUBLIC SCHOOLS PO BOX 608 CHAPPELL, NE 69129	NONE	PUBLIC SCHOO	EXERCISE EQUIPMENT FOR WEIGHT ROOM	7,190
UNIVERSITY OF NEBRASKA FOUNDATION HIGH PLAINS AG LAB PO BOX 356 SIDNEY, NE 69162	NONE	PUBLIC UNIVE	HIGH PLAINS AG LAB CONSTRUCTION	15,000
ASSEMBLY OF GOD CHURCH 1202 4TH STREET CHAPPELL, NE 69129	NONE	CHURCH	SUMMER CAMP TUITION	2,000
VOLUNTEERS OF AMERICA 589 VINCENT AVE CHAPPELL, NE 69129	NONE	PUBLIC CHARI	CHAPPELL CHILE CARE CENTER	3,500
NEBRASKA LUTHERAN OUTDOOR MINISTRIE SULLIVAN HILLS CAMP LODGEPOLE, NE 69149	NONE	RELIGIOUS OR	SULLIVAN HILLS CAMP	6,000
DEUEL COUNTY NEBRASKA FAIR BOARD PO BOX 156 CHAPPELL, NE 69129	NONE	COUNTY GOVT	FAIR BOARD FOR FAIR REPAIRS	2,550
CITY OF CHAPPELL NEBRASKA PO BOX 487 757 SECOND STREET CHAPPELL, NE 69129	NONE	CITY GOVT	SUMMER REC SCOREBOARD & BACKSTOP REP	5,000
CITY OF CHAPPELL NEBRASKA PO BOX 487 757 SECOND STREET CHAPPELL, NE 69129	NONE	CITY GOVERNM	LIBERTY PARK REPLACEMENT TREES	2,000
LODGEPOLE DEPOT MUSEUM 722 MCCALL STREET LODGEPOLE, NE 69149	NONE	MUSEUM CHARI	SUN-BLOCKING BLINDS	1,520
VILLAGE OF LODGEPOLE NEBRASKA PO BOX 266 LODGEPOLE, NE 69149	NONE	CITY GOVERNM	COMMUNITY HALL REPLACEMENT DOORS	5,000
CHEYENNE COUNTY NEBRASKA COURTHOUSE PO BOX 217 1000 10TH AVENUE SIDNEY, NE 69162	NONE	COUNTY GOVT	REGION 21 EMERGENCY MGMT VHF RADIOS	13,327
VOLUNTEERS OF AMERICA 589 VINCENT AVE CHAPPELL, NE 69129	NONE	PUBLIC CHARI	SOUTH PLATTE PRESCHOOL	2,500
VOLUNTEERS OF AMERICA 589 VINCENT AVE CHAPPELL, NE 69129	NONE	PUBLIC CHARI	CREEK VALLEY PRESCHOOL	2,500
CITY OF CHAPPELL NEBRASKA PO BOX 487 757 SECOND STREET CHAPPELL, NE 69129	NONE	CITY GOVT	AMULANCE SERVICE SUPPLIES	2,307
DEUEL COUNTY NEBRASKA MILLER MEMORIAL CARE CENTER 589 VINCENT AVE CHAPPELL, NE 69129	NONE	COUNTY GOVT	ENERGY EFFICIENT REPAIRS	10,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SOUTH PLATTE PUBLIC SCHOOLS PO BOX 457 BIG SPRINGS, NE 69122	NONE	PUBLIC SCHOO	WASHINGTON DC STUDENT TRIP	1,500
BIG SPRINGS FIRE DISTRICT 2 100 EAST 3RD STREET BIG SPRINGS, NE 69122	NONE	FIRE DISTRIC	GRASS RIG	23,000
HIPPODROME ARTS CENTRE 215 CEDAR STREET JULESBURG, CO 80737	NONE	PUBLIC CHARI	DIGITAL CONVERSION PROJECT	10,000
CITY OF CHAPPELL NEBRASKA PO BOX 487 757 SECOND STREET CHAPPELL, NE 69129	NONE	CITY GOVT	LIBRARY BASEMENT REPAIRS	2,500
INDIVIDUAL SCHOLARSHIPS- VARIOUS VARIOUS VARIOUS, NE 69129	NONE	SCHOLARSHIPS	SCHOLARSHIPS FOR SECONDARY EDUCATION	235,000
Total . . . . ▶ **3a**				352,394

TY 2012 Accounting Fees Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,190	548		1,642

TY 2012 Compensation Explanation

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Person Name	Explanation
JEROME E CABELA	
KENNETH FORNANDER	
LEONARD LITTLEJOHN	
JANET FLOHR	
MERLYN CARLSON	

TY 2012 Investments - Other Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WELLS FARGO IMA-SEE SCHEDULE A	AT COST	3,238,320	3,454,356
RAYMOND JAMES-SEE SCHEDULE B	AT COST	2,124,366	2,154,078

TY 2012 Land, Etc. Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND-SEE SCHEDULE C	2,131,085		2,131,085	3,167,586

TY 2012 Legal Fees Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,615	404		1,211

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491190004163

TY 2012 Other Expenses Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IOWA RENTAL FARM				
RENTAL CROP INSURANCE	11,375	11,375		
ESSEX CHEMICAL & FERTILIZER E	8,276	8,276		
ESSEX SEED	5,775	5,775		
FARRAGUT CHEMICAL & FERTILIZE	34,083	34,083		
FARRAGUT FARM MISC EXP	200	200		
FARRAGUT FARM SEED	26,624	26,624		
FARRAGUT 10ACRES CHEM & FERT	1,567	1,567		
SEED EXP	100	100		
SHENANDOAH CHEMICAL & FERTILI	10,228	10,228		
SHENANDOAH SEED	16,309	16,309		
WIRE FEES	21	21		
OTHER WIRE FEES	40	40		
EXPENSES				
INSURANCE	1,904	476		1,428
SCHOLARSHIP COORDINATOR FEE	5,000			5,000
OFFICE EXPENSES	488	122		366
MISCELLANEOUS EXPENSES	57	14		43
SUBSCRIPTIONS	184	46		138
POSTAGE	453	113		340
MEMBERSHIP AND DUES	745	186		559

TY 2012 Other Income Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RETURNED SCHOLARSHIPS	10,000		

TY 2012 Other Professional Fees Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES-RAYMOND JAMES	15,747	15,747		
INVESTMENT FEES-WELLS FARGO	34,163	34,163		

TY 2012 Taxes Schedule

Name: VIRGINIA SMITH CHARITABLE TRUST

EIN: 86-6348709

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES-WELLS FARGO	1,199	1,199		
FOREIGN TAXES-RAYMOND JAMES	19	19		
FEDERAL TAX ESTIMATES	28,280			28,280
FEDERAL TAX PAYMENT	23,335			23,335
IOWA RENTAL FARM		18,033		
IOWA RENTAL FARM	18,033			

SCHEDULE C - LAND, BUILDINGS, AND EQUIPMENT

LIST OF ASSETS AS OF DECEMBER 31, 2012	Cost Basis	12/31/2012
Land		
Iowa		
Farragut-Fremont County	1,187,085.00	1,750,433.00
Shenandoah-Page County	247,000.00	361,000.00
Shenandoah-Fremont County	697,000.00	1,056,153.00
Total Land Assets	$ 2,131,085.00	$ 3,167,586.00

VIRGINIA SMITH CHARITABLE TRUST
APPLICATION FOR GRANT FORM

NAME OF APPLICANT: ____________________

ADDRESS: ____________________

CITY, STATE, & ZIP CODE: ____________________

PART I
INFORMATION ABOUT THE APPLICANT/ORGANIZATION

---

1. Is the Applicant organized as a nonprofit organization under State laws governing charitable organizations?
   _______ Yes _______ No. If yes, what State? ____________________
   If no, please explain:

2. Has the Applicant received a ruling or determination letter from the Internal Revenue Service about any of the following:
   (a) Exempt Status _______ Yes _______ No
   (b) Private Foundation Status _______ Yes _______ No
   (c) Grant-making Procedures _______ Yes _______ No
   Attach a photocopy of each such letter. If any items are marked no, please explain:

3. Describe the Applicant's purposes and activities in general.

4. Is the Applicant controlled by, related to, connected with, or sponsored by another organization? _____ Yes _____ No
   If yes, identify the organization (including its purposes and activities) and explain the relationship:

5. List the name, address, and title of each member of the Applicant's governing board:

(Name)	(Title of Office)
(Street Address)	(City, State, and Zip Code)
(Name)	(Title of Office)
(Street Address)	(City, State, and Zip Code)
(Name)	(Title of Office)
(Street Address)	(City, State, and Zip Code)
(Name)	(Title of Office)
(Street Address)	(City, State, and Zip Code)
(Name)	(Title of Office)
(Street Address)	(City, State, and Zip Code)

(If more space is needed, attach a separate list.)

6. Has the Applicant received a grant from the Virginia Smith Charitable Trust previously? _______ Yes _______ No.
If yes, give details:

PART II
USE OF THE PROPOSED GRANT

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. (Attach a separate sheet if more space is needed.)

8. Person to contact who will be administering the proposed program: ______________________

Title: ______________________ Phone Number (including area code): ______________________

9. Complete address where our response should be forwarded: ______________________

____

10. I state that the information given in Parts I and II is correct, and that the Application organization has authorized me to prepare this Application for Grant form.

Signature: ______________________ Title: ______________________

THE INFORMATION IN PART I AND II IS TO HELP THE GRANTOR FOUNDATION MEET THE REQUIREMENTS OF SECTION 4945(h) OF THE INTERNAL REVENUE CODE.

YOU MAY INCLUDE ANY ATTACHMENTS THAT YOU FEEL WOULD BE BENEFICIAL TO YOUR REQUEST FOR FUNDING

PLEASE RETURN THE COMPLETED APPLICATION FOR GRANT FORM, ALONG WITH ANY ATTACHMENTS, TO THE VIRGINIA SMITH CHARITABLE TRUST AT P.O. BOX 525, CHAPPELL, NE 69129 OR DROP IT OFF AT THE OFFICE AT 749 SECOND STREET, CHAPPELL, NEBRASKA. CONTACT CONNIE LOOS AT 308-874-2929 IF YOU HAVE ANY QUESTIONS.

PART III
FOUNDATION ACTION

1. Evaluation by Trustees·

2. Special supervisory or follow-up requirements, if any:

3. Remarks:

____

____

____

____

____
Trustees

4. Action taken·
   (a) Date Received ____________________
   (b) Approved as requested ____________________
   (c) Approved as modified, see Remarks ____________________
   (d) Denied ____________________
   (e) Date of grant agreement ____________________
   (f) Amount of Grant $________________ ____________________
   (g) Date filed closed ____________________

(Date and Initial)

SCHEDULE B - RAYMOND JAMES INVESTMENT DETAIL

LIST OF ASSETS AS OF DECEMBER 31, 2012	Cost Basis	Market Value 12/31/12
Cash and Cash Alternatives		
Cash		
Raymond James Bank Deposit Program-American Express Centurion	$ 182,302.69	$ 182,302.69
Raymond James Bank Deposit Program-GE Capital Retail Bank	125,532.57	125,532.57
Raymond James Bank Deposit Program-Regions Bank	76,156.07	76,156.07
Raymond James Bank Deposit Program-Citibank NA	4,006.89	4,006.89
Raymond James Bank Deposit Program-Barclays Bank Delware	1,794.18	1,794.18
Raymond James Bank Deposit Program-Raymond James Bank N.A.	0.14	0.14
Equities		
Stocks		
Altria Group Incorporated	20,006.87	21,163.82
American WTR WKS Company Incorporated	25,260.45	25,151.98
Bristol Myers Squibb Company	20,629.44	20,144.19
Coca Cola Company	26,693.98	27,557.06
Conagra Foods Incorporated	3,615.68	4,007.94
ConocoPhillips	25,742.31	26,606.26
Consolidated Edison Incorporated	6,166.10	5,667.94
Deere & Company	17,175.10	18,311.22
Du Pont E I DE Nemours & Company	16,502.49	15,038.76
Johnson & Johnson	37,437.23	40,346.00
Kellogg Company	5,685.04	6,235.73
Kimberly Clark Corporation	10,186.14	11,713.32
Kraft Food Group Incorporated	6,379.07	7,229.73
Lindsay Corporation	25,201.83	28,483.76
Mattel Incorporated	25;374.17	26,106.27
Microsoft Corporation	45,635.17	40,805.09
Mondelez International Incorpoated Class A	11,941.46	12,273.00
Nvidia Corporation	32,434.58	33,347.20
Philip Morris International Incorporated	28,212.97	28,720.68
Phillips 66	4,965.61	7,917.62
Potash Corporation Sask Incorporated	25,311.66	24,523.33
Southern Company	14,456.32	13,783.69
3M Company	14,276.96	15,443.80
United Parcel Service Incorporated Class B	14,135.30	13,758.37
Verizon Communications Incorporated	33,833.52	37,329.90
Wal-Mart Stores Incorporated	30,833.84	34,228.18
RIETs/Tangibles		
Rayonier Incorporated REIT	25,104.54	26,447.22
Mutual Funds		
Open-End Funds		
First Eagle Global Fund Class A M/F	57,446.19	60,816.65
Yachtman Focused Fund N/L	44,350.37	44,460.03
Neuberger Berman Genesis Fund Investor Class N/L	49,171.99	49,697.10

SCHEDULE B - RAYMOND JAMES INVESTMENT DETAIL - CONTINUED

LIST OF ASSETS AS OF DECEMBER 31, 2012-CONTINUED	Cost Basis	Market Value 12/31/12
Mutual Funds - Continued		
Closed-End Funds		
Ishares TR Barclys Tips BD	77,765.85	77,580.99
Ishares TR Barclys 1-3 YR	435,185.50	434,609.93
Ishares TR Russell Midcap	24,221.42	28,389.29
Ishares TR Russell 2000	24,114.39	28,564.60
Ishares TR AAA A Rated CP	138,243.30	138,620.04
Ishares TR BRC 0-5 YR Tip	87,901.96	87,721.08
Ishares TR BAA BA RTD CP	78,482.66	78,195.60
Wisdomtree Trust Larcap Dividend Fund	54,825.27	53,586.36
Wisdomtree Trust Midcap Dividend Fund	54,830.64	54,879.18
Wisdomtree Trust Smallcap Dividend Fund	54,836.42	54,822.20
Total Raymond James Investment Assets	$ 2,124,366.33	$ 2,154,077.65

SCHEDULE A - WELLS FARGO IMA INVESTMENT DETAIL

LIST OF ASSETS AS OF DECEMBER 31, 2012	Cost Basis	Market Value 12/31/12
Cash and Equivalents		
Cash	$ 4,359.90	$ 4,359.90
Money Market		
Blackroack Insitutional Funds Trust for Federal Securities T-Fund	333,453.69	333,453.69
Fixed Income		
Domestic Mutual Funds		
Artio Global Hing Income-I #1525	162,850.00	164,672.33
Eaton Vance Floating Rate Fund - Class 1 #924	121,824.14	130,715.38
Ishares Core Total US Bond Market	211,947.51	226,158.88
Pimco Total Return Fund Institutional Shares #35	307,825.55	316,130.96
International Mutual Funds		
Fidelity Advisors Emerging Markets Income Fund Class I	151,504.87	164,055.16
Laudus Mondrian International Fixed Income Fund Class Inst #2940	170,024.76	159,289.10
Equities		
Consumer Discretionary		
Comcast Corp Class A	8,613.42	14,944.00
Johnson Controls Inc	8,576.00	9,814.40
Target Corp	6,843.96	7,987.95
TJX Cos Inc New	8,413.01	8,065.50
Walt Disney Co	8,336.22	8,464.30
Consumer Staples		
CVS/Caremark Corporation	8,846.40	9,186.50
Monster Beverage Corp	8,680.15	10,039.60
Energy		
Apache Corp	9,847.34	9,027.50
Chevron Corp	7,374.80	8,651.20
Financials		
Affiliated Managers Group, Inc Com	8,800.74	9,110.50
Aflac Inc	8,457.04	9,030.40
Berkshire Hataway Inc	8,013.65	8,970.00
Capital One Financial Corp	8,649.30	11,586.00
CME Group Ince	8,587.31	7,853.85
Goldman Sachs Group Inc	7,876.14	9,567.00
JPMorgan Chase & Co	8,137.60	9,233.51
US Bancorp Del New	8,645.37	8,623.80
Health Care		
Gilead Sciences Inc	4,395.60	8,079.50
Mckesson Corp	17,783.36	18,422.40
Thermo Fisher Scientific Inc	8,385.61	8,929.20
UnitedHealth Group Inc	6,473.25	8,678.40
Industrials		
Boeing Co	8,858.70	9,043.20
Union Pacific Corp	8,463.00	8,800.40
United Parcel Service-CL B	8,756.79	8,478.95
3M Co Com	8,783.29	9,285.00

SCHEDULE A - WELLS FARGO IMA INVESTMENT DETAIL - CONTINUED

LIST OF ASSETS AS OF DECEMBER 31, 2012 - CONTINUED	Cost Basis	Market Value 12/31/11
Information Technology		
Apple Inc	5,732.20	7,982.60
Cisco Systems Inc	7,081.50	9,038.72
E M C Corp Mass	9,567.60	8,855.00
Google Inc Cl A	10,139.55	10,610.70
Intel Corp Comm	9,070.97	8,969.70
Microsoft Corp	8,175.60	8,413.56
Oracle Corporation	8,544.89	9,996.00
Materials		
Celanese Corp	8,868.75	9,796.60
International Equitites		
Anheuser-Busch Inbev SPN	5,903.00	8,741.00
BHP Billiton Limited - ADR	8,292.01	9,410.40
Diageo PLC - ADR	8,248.80	8,160.60
Eaton Corp PLC	4,411.97	4,605.30
Nestle S.A. Registered Shares - ADR	8,271.12	8,472.10
Novaris AG - ADR	7,794.33	9,178.50
Schlumberger LTD	8,883.60	8,315.83
Teva Pharmaceutical Industries - ADR	8,276.08	7,841.40
Total S.A. - ADR	8,812.68	10,402.00
Vodafone Group PLC New	9,277.46	8,312.70
Domestic Mutual Funds		
Ishares Core S&P Mid-Cap ETF	138,365.23	160,177.50
Ishares Core S&P Small-Cap ETF	81,462.35	97,625.00
Ishares TR Small Cap 600 Index FD	92,220.56	93,650.70
International Mutual Funds		
Ishares TR MSCI Emerging Markets Index Fund	121,208.40	143,694.00
Templeton Frontier Markest Fund Class AD #674	53,594.59	58,202.92
Vanguard Total Ainternational Stock Index Fund ETF	208,190.25	243,587.25
Other		
Call Write Aflac Inc	(36.38)	(40.00)
Call Write Anheuser Bush Inbev	(68.50)	(10.00)
Call Write Apache Corp	(51.37)	(21.00)
Call Write BHP Billiton LTD	(69.44)	(82.00)
Call Write Boeing Company	(122.98)	(51.00)
Call Write Capital One Financial	(77.37)	(78.00)
Call Write Cisco Systems Inc	(38.38)	(30.00)
Call Write Comcast Corp New Cl A	(85.11)	(123.00)
Call Write Disney Walt Company	(53.37)	(57.00)
Call Write E M C Corp Mass	(27.37)	(9.00)
Call Write Gilead Sciences Inc	(93.37)	(46.00)
Call Write Intel Corp	(113.64)	(140.00)
Call Write Ishares MSCI Emerg Mkt	(472.43)	(2,004.00)
Call Write Ishares MSCI Emerg Mkt	(593.68)	(840.00)
Call Write Ishares S&P Midcap 400	(415.57)	(455.00)
Call Write Johnson Controls Inc	(120.65)	(165.00)
Call Write JPMorgan Chase & Co	(42.37)	(40.00)
Call Write Microsoft Corp	(35.37)	(12.00)
Call Write Schlumberger LTD	(88.37)	(55.00)
Call Write Teva Pharmaceutical	(42.37)	(7.00)
Call Write United Parcel Service	(62.37)	(8.00)
Call Write Vanguard Reit ETF	(314.94)	(320.00)
Call Write 3M Co	(65.47)	(54.00)

SCHEDULE A - WELLS FARGO IMA INVESTMENT DETAIL - CONTINUED

LIST OF ASSETS AS OF DECEMBER 31, 2012 - CONTINUED	Cost Basis	Market Value 12/31/11
Complementary Strategies		
Other		
Arbitrage Fund Class I	130,280.00	129,067.16
Eaton Vance Global Macro Absolute	97,710.00	98,109.22
Gateway Fund - Y #1986	77,043.10	81,835.22
Turner Spectrum Fund Class Instl	82,057.83	81,907.40
Real Estate & Specialty Assets		
Real Asset Funds		
Credit Suisse Commodity Return	150,000.00	147,556.62
EII International Property - I #30	85,930.95	114,931.91
Vanguard Reit Viper	99,606.87	112,847.00
Total Wells Fargo IMA Investment Assets	$ 3,238,319.84	$ 3,454,356.07