INTERNAL REVENUE SERVICE

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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation WILLIAM MORRIS & BETTY RASHKOV CHARITABLE TRUST

A Employer identification number 91-6479989

Number and street (or P O box number if mail is not delivered to street address) BANK OF AMERICA, N.A. P.O. BOX 831041

Room/suite

B Telephone number (see instructions) 800- 357-7094

City or town, state, and ZIP code DALLAS, TX 75283-1041

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,686,790.

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

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				
	4	Dividends and interest from securities	205,222.	205,085.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	39,182.			
	b	Gross sales price for all assets on line 6a 2,649,286.				
	7	Capital gain net income (from Part IV, line 2)		39,182.		
	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)				
	12	**Total.** Add lines 1 through 11	244,404.	244,267.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	27,503.	16,502.		11,001.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 7	1,400.	NONE	NONE	1,400.
	c	Other professional fees (attach schedule) STMT 8	11,068.	11,068.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 9	19,738.	592.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 10	70.	45.		25.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	59,779.	28,207.	NONE	12,426.
	25	Contributions, gifts, grants paid	196,385.			196,385.
	26	**Total expenses and disbursements** Add lines 24 and 25	256,164.	28,207.	NONE	208,811.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-11,760.			
	b	**Net investment income** (if negative, enter -0-)		216,060.		
	c	**Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.**
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Form **990-PF** (2012)

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		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	465,702.	502,934.	502,934.
	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 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			
	10 a	Investments - U S and state government obligations (attach schedule)	1,477,267.	1,520,705.	1,530,502.
	b	Investments - corporate stock (attach schedule)	659,126.	2,529,011.	2,653,354.
	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)	1,970,018.		
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,572,113.	4,552,650.	4,686,790.
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)		NONE	
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	4,572,113.	4,552,650.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	4,572,113.	4,552,650.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,572,113.	4,552,650.	

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	4,572,113.
2	Enter amount from Part I, line 27a	2	-11,760.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	10,859.
4	Add lines 1, 2, and 3	4	4,571,212.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	18,562.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,552,650.

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			
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	2,649,118.		2,609,936.	39,182.
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				39,182.
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	39,182.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	216,876.	4,674,193.	0.046399
2010	240,933.	4,644,192.	0.051878
2009	243,711.	4,550,886.	0.053552
2008	247,073.	4,826,867.	0.051187
2007	259,240.	5,138,087.	0.050455

2 **Total** of line 1, column (d)	2	0.253471
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	0.050694
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,689,511.
5 Multiply line 4 by line 3	5	237,730.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,161.
7 Add lines 5 and 6	7	239,891.
8 Enter qualifying distributions from Part XII, line 4	8	208,811.

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 ▶ ☐ and enter 1% of Part I, line 27b . . .			1	4,321.
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	4,321.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- . . .			5	4,321.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	10,344.		
b	Exempt foreign organizations - tax withheld at source . . .	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE		
d	Backup withholding erroneously withheld . . .	6d			
7	Total credits and payments. Add lines 6a through 6d . . .			7	10,344.
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	6,023.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 4,324. **Refunded** ▶			11	1,699.

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 the 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 ▶ $ ________ **(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		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? . . .	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) ▶ WA			
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 ▶ BANK OF AMERICA, N.A. Telephone no. ▶ (206)358-3079

Located at ▶ 800 5TH AVENUE, 33RD FL, SEATTLE, WA ZIP+4 ▶ 98104-3176

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 |

			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)	2b		X
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)*	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

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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** X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
BANK OF AMERICA, N.A. P. O. BOX 24565, SEATTLE, WA 98124	CO-TRUSTEE 1	17,059.	-0-	-0-
GENE HUPPIN 225 2ND ST S, APT A2, KIRKLAND, WA 98033-6571	CO-TRUSTEE 20	10,444.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2 NONE	
All other program-related investments. See instructions 3 NONE	
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	4,475,093.
b	Average of monthly cash balances			1b	285,832.
c	Fair market value of all other assets (see instructions)			1c	NONE
d	**Total** (add lines 1a, b, and c)			1d	4,760,925.
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	NONE
3	Subtract line 2 from line 1d			3	4,760,925.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	71,414.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	4,689,511.
6	**Minimum investment return.** Enter 5% of line 5			6	234,476.

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	234,476.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,321.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,321.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	230,155.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	230,155.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	230,155.

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	208,811.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	208,811.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	208,811.

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					230,155.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				205,939.	
b	Total for prior years 20 10 ,20______, 20______			NONE		
3	Excess distributions carryover, if any, to 2012.					
a	From 2007	NONE				
b	From 2008	NONE				
c	From 2009	NONE				
d	From 2010	NONE				
e	From 2011	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 208,811.					
a	Applied to 2011, but not more than line 2a				205,939.	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2012 distributable amount					2,872.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
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					227,283.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9:					
a	Excess from 2008	NONE				
b	Excess from 2009	NONE				
c	Excess from 2010	NONE				
d	Excess from 2011	NONE				
e	Excess from 2012	NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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*				
SEE STATEMENT 18				196,385.
Total . . . . ▶ **3a**				196,385.
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					
4 Dividends and interest from securities			14	205,222.	
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	39,182.	
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)				244,404.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 244,404.

(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.)
	NOT APPLICABLE

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

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee

Date: 08/07/2013

Title: TRUSTEE

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no.

Form **990-PF** (2012)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	296.	296.
ABBOTT LABORATORIES	30.	30.
ALLERGAN INCORPORATED	24.	24.
ALLIANZ GLOBAL INVS FIXED INCOME SHS SER	43,237.	43,237.
ALLIANZ GLOBAL INVS MANAGED ACCOUNTS TR	29,620.	29,620.
AMERICAN ELECTRIC POWER CO	137.	137.
AMERICAN EXPRESS CO	71.	71.
AMERIPRISE FINANCIAL INC	39.	39.
AMGEN INC COM	52.	52.
ANADARKO PETROLEUM CORP	8.	8.
AON CORP	9.	9.
APACHE CORPORATION	8.	8.
APPLE INC COM	45.	45.
ARTIO GLOBAL HIGH INCOME FUND CL I	6,716.	6,583.
BHP BILLITON LIMITED ADR	85.	85.
BLACKROCK INC CL A	17.	17.
BOEING CO	73.	73.
BOFA CASH RESERVES TRUST CLASS	164.	164.
BRISTOL MYERS SQUIBB CO COM	58.	58.
CME GROUP INC COM	67.	67.
CMS ENERGY CORP COM	12.	12.
CVS CAREMARK CORP COM	62.	62.
CELANESE CORP DEL SER A COM	4.	4.
CENTURYTEL INC	162.	162.
CHEVRONTEXACO CORP COM	238.	238.
CITIGROUP INC NEW COM	4.	4.
COLUMBIA ACORN FUND CLASS Z SHARES	282.	282.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,084.	1,084.
COLUMBIA MARSICO INTERNATIONAL OPPORTUNI	91.	91.
COLUMBIA SMALL CAP GROWTH I FUND CLASS Z	38.	38.
COLUMBIA SELECT SMALL CAP FUND CLASS Z S	287.	287.
COMCAST CORP NEW CL A COM	35.	35.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CONOCOPHILLIPS COM	150.	150.
DEERE & COMPANY	31.	31.
DISNEY WALT CO	53.	53.
DOMINION RESOURCES INC	12.	12.
DOVER CORPORATION	21.	21.
DUPONT E I DE NEMOURS & CO COM	28.	28.
EOG RESOURCES INC	78.	78.
EMERSON ELEC CO	14.	14.
EXXON MOBIL CORPORATION	173.	173.
FEDERAL HOME LN MTG CORP POOL #G04913	131.	131.
FEDERAL HOME LN MTG CORP POOL #G04951	1,272.	1,272.
FEDERAL HOME LN MTG CORP POOL #G06031	5,294.	5,294.
FEDERAL HOME LN MTG CORP POOL #A94713	1,319.	1,319.
FEDERAL HOME LN MTG CORP POOL #A96409	1,573.	1,573.
FEDERAL NATL MTG ASSN POOL #190370	3,886.	3,886.
FEDERAL HOME LN MTG CORP REFERENCE NTS	53.	53.
FEDERAL NATL MTG ASSN POOL #AH0936	3,275.	3,275.
FEDERAL NATL MTG ASSN POOL #AH3645	3,664.	3,664.
FEDERAL NATL MTG ASSN POOL #AH5584	6,039.	6,039.
FEDERAL NATL MTG ASSN POOL #AI1969	164.	164.
FEDERAL NATL MTG ASSN POOL #AO9925	1,292.	1,292.
FEDERAL NATL MTG ASSN POOL #AP7553	340.	340.
FEDERAL NATL MTG ASSN NT	833.	833.
FEDERAL NATL MTG ASSN POOL #735288	1,090.	1,090.
FEDERAL NATL MTG ASSN POOL #735676	2,764.	2,764.
FEDERAL NATL MTG ASSN POOL #745343	101.	101.
FEDERAL NATL MTG ASSN POOL #745418	620.	620.
FEDERAL NATL MTG ASSN POOL #824421	1,477.	1,477.
FEDERAL NATL MTG ASSN POOL #888893	1,577.	1,577.
FEDERAL NATL MTG ASSN POOL #903812	116.	116.
FEDERAL NATL MTG ASSN POOL #972295	62.	62.
FEDERAL NATL MTG ASSN POOL #995676	199.	199.
FEDERAL NATL MTG ASSN POOL #995722	73.	73.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL NATL MTG ASSN POOL #AB1389	5,582.	5,582.
FEDERAL NATL MTG ASSN POOL #AE0115	2,025.	2,025.
FEDERAL NATL MTG ASSN POOL #AE0984	5,319.	5,319.
FEDEX CORP	4.	4.
FIFTH THIRD BANCORP COM	34.	34.
FORD MTR CO DEL COM	10.	10.
FRANKLIN RES INC COM	265.	265.
FREEPORT-MCMORAN COPPER & GOLD INC COM	72.	72.
GALLAGHER ARTHUR J & CO	20.	20.
GENERAL DYNAMICS CORP	36.	36.
GENERAL ELEC CO	247.	247.
GOLDMAN SACHS GROUP INC	29.	29.
HALLIBURTON CO	5.	5.
HARBOR INTERNATIONAL FUND INSTL CL	1,379.	1,379.
HEINZ H J CO	29.	29.
HESS CORP COM	8.	8.
HEWLETT PACKARD CO COM	26.	26.
HOME DEPOT INC	36.	36.
HONEYWELL INTERNATIONAL INC	61.	61.
HUMANA INC	23.	23.
INTEL CORPORATION	53.	53.
INTERNATIONAL BUSINESS MACHS	94.	94.
ISHARES TR S&P 500 INDEX FUND	1,543.	1,543.
J P MORGAN CHASE & CO COM	201.	201.
JOHNSON & JOHNSON	222.	222.
JOHNSON CONTROLS INCORPORATED	14.	14.
KEYCORP NEW	34.	34.
KINDER MORGAN INC DEL COM	28.	28.
KRAFT FOODS INC CL A COM	106.	106.
LAS VEGAS SANDS CORP	958.	958.
ESTEE LAUDER COMPANIES CL A	84.	84.
MACYS INC COM	51.	51.
MARATHON OIL CORP COM	25.	25.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MCDONALDS CORP	36.	36.
MCKESSON HBOC INC	119.	119.
MERCK & CO INC NEW COM	243.	243.
MEREDITH CORP	15.	15.
METLIFE INC	21.	21.
MICROSOFT CORPORATION	158.	158.
NATIONAL GRID PLC SPONSORED ADR NEW	183.	183.
NATIONAL OILWELL VARCO INC COM	6.	6.
NESTLE S A SPONSORED ADR	74.	74.
NEXTERA ENERGY INC COM	76.	76.
NORDSTROM INCORPORATED	7.	7.
NORFOLK SOUTHERN CORP	10.	10.
NOVO-NORDISK A S ADR	276.	276.
OCCIDENTAL PETROLEUM CORPORATION	162.	162.
ORACLE SYS CORP	34.	34.
PG&E CORP COM	79.	79.
PNC BK CORP	85.	85.
PPL CORPORATION	79.	79.
PACCAR INC COM	25.	25.
PARKER HANNIFIN CORPORATION	7.	7.
PEABODY ENERGY CORP COM	11.	11.
PENN WEST PETE LTD NEW COM	17.	17.
PEPSICO INCORPORATED	22.	22.
PFIZER INC	292.	292.
PHILIP MORRIS INTL INC COM	113.	113.
PHILLIPS 66 COM	16.	16.
PIMCO EMERGING MKT CURRENCY FUND INSTL	1,413.	1,413.
PRECISION CASTPARTS CORPORATION	10.	10.
PRICE T ROWE GROUP INC COM	40.	40.
PROCTER & GAMBLE CO COM	26.	26.
PUBLIC SERVICE ENTERPRISE GROUP INC	16.	16.
QUALCOMM INC	199.	199.
RPM INCORPORATED OHIO	31.	31.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RAYTHEON CO COM NEW	26.	26.
REGION FINL CORP NEW	11.	11.
REYNOLDS AMERICAN INC COM	99.	99.
ROGERS COMMUNICATIONS INC CL B	14.	14.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	3,243.	3,243.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	71.	71.
SCHLUMBERGER LIMITED	15.	15.
SEMPRA ENERGY	130.	130.
SHERWIN WILLIAMS COMPANY	11.	11.
STATE STREET CORP	15.	15.
TJX COMPANIES INCORPORATED NEW	40.	40.
TARGET CORP	39.	39.
TEXAS INSTRS INC	12.	12.
THERMO ELECTRON CORP	13.	13.
TIME WARNER INC NEW COM	67.	67.
TOUCHSTONE MID CAP VALUE OPPORTUNITIES F	5,117.	5,117.
TRAVELERS COS INC COM	84.	84.
US BANCORP DEL COM NEW	68.	68.
UNILEVER N V-W/I (NET/USD) US9047847093	69.	69.
UNION PAC CORP COM	118.	118.
UNITED STATES TREAS INFL IX N/B 04/15/19	11,383.	11,383.
UNITED STATES TREAS NT INFLATION INDEX	-423.	-423.
UNITED STATES TREAS BD INFLATION INDEX	17,149.	17,149.
UNITED STATES TREAS NTS	4,615.	4,615.
UNITED STATES TREAS NT DTD 03/01/10 0.87	613.	613.
UNITED STATES TREAS NT DTD 03/15/10 1.37	192.	192.
UNITED STATES TREAS NT DTD 08/01/11 1.50	496.	496.
UNITED STATES TREAS NT DTD 08/15/11 2.12	1,869.	1,869.
UNITED STATES TREAS NT DTD 11/15/11 2.00	2,594.	2,594.
UNITED STATES TREAS NTS DTD 02/15/12 2.0	734.	734.
UNITED STATES TREAS NT DTD 02/29/12 1.37	633.	633.
UNITED STATES TREAS NT INFLATION INDEX	495.	495.
UNITED TECHNOLOGIES CORP	93.	93.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UNITEDHEALTH GROUP INC	69.	69.
V F CORPORATION	6.	6.
VANGUARD FTSE EMERGING MKTS ETF	1,414.	1,414.
VERIZON COMMUNICATIONS	126.	126.
VISA INC CL A COM	102.	102.
VODAFONE GROUP PLC NEW SP ADR	280.	280.
WAL-MART STORES INCORPORATED	32.	32.
WASTE MANAGEMENT INC	14.	14.
WELLS FARGO COMPANY	182.	182.
WISCONSIN ENERGY CORPORATION	9.	9.
YUM BRANDS INC COM	165.	165.
WASHINGTON FEDERAL SAVINGS CD #004413126	3,266.	3,266.
WASHINGTON FEDERAL SAVINGS BANK CD #0044	3,224.	3,224.
WASHINGTON TRUST BANK CD #3000628792 INT	3,114.	3,114.
ACCENTURE PLC CL A COM	44.	44.
COVIDIEN PLC COM	38.	38.
ACE LTD COM	61.	61.
LYONDELLBASELL INDUSTRIES NV CL A COM	18.	14.
TOTAL	205,222.	205,085.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,400.			1,400.
TOTALS	1,400.	NONE	NONE	1,400.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY FEES	11,068.	11,068.
TOTALS	11,068.	11,068.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	111.	111.
EXCISE TAX - PRIOR YEAR	8,802.	
EXCISE TAX ESTIMATES	10,344.	
FOREIGN TAXES ON QUALIFIED FOR	200.	200.
FOREIGN TAXES ON NONQUALIFIED	281.	281.
TOTALS	19,738.	592.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT FEE	45.	45.	
STATE FILING FEE	25.		25.
TOTALS	70.	45.	25.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2011	9,585.
YEAR END SALES ADJUSTMENT - 2012	1,221.
FOREIGN DIV ROC ADJUSTMENT	33.
ROUNDING	20.
TOTAL	10,859.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2012	7,724.
PURCHASED INTEREST NET - 2011, 2012	67.
COST BASIS ADJUSTMENT - UPDATES	6.
YEAR END SALES ADJUSTMENT - 2011	1,010.
HARBOR INTL FOR TAX WH ROC ADJ	151.
2012 CD INTEREST POSTED IN 2013	9,604.
TOTAL	18,562.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TEMPLE BETH SHALOM
ADDRESS:
37 W 39TH AVENUE
SPOKANE, WA 99203-1527
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,138.

RECIPIENT NAME:
GREAT CHARITY CHAYE OLUM
INST. OF JERUSALEM
ADDRESS:
P O BOX 786
NEW YORK, NY 10272-0786
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,138.

RECIPIENT NAME:
DISKIN ORPHAN HOME OF
ISRAEL INC
ADDRESS:
1533 44TH ST
BROOKLYN, NY 11219-1609
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
UNITED CHARITY INSTITUTIONS OF
JERUSALEM
ADDRESS:
1778 45TH ST, BSMT
BROOKLYN, NY 11204
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

RECIPIENT NAME:
HEBREW UNIVERSITY
OF JERUSALEM
ADDRESS:
1 BATTERY PARK PLAZA, FL 25
NEW YORK, NY 10004-1405
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIP FUND OF HEBREW UNIVERSITY - NAMED
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 22,689.

RECIPIENT NAME:
HADASSAH, THE WOMEN'S ZIONIST
ORGANIZATION OF AMERICA, INC.
ADDRESS:
50 WEST 58TH ST
NEW YORK, NY 10019-2500
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 22,326.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AMERICAN COMMITTEE FOR SHAARE
ZEDEK MEDICAL CTR
ADDRESS:
55 WEST 39TH STREET 4TH FLOOR
NEW YORK, NY 10018
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,594.

RECIPIENT NAME:
YESHIVA BETH ABRAHAM
OF JERUSALEM, INC.
ADDRESS:
73 W 47TH ST
NEW YORK, NY 10036-2822
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,138.

RECIPIENT NAME:
GENERAL ISRAEL ORPHAN
HOME FOR GIRLS
ADDRESS:
132 NASSAU ST
NEW YORK, NY 10038-2400
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
JEWISH NATIONAL FUND
ADDRESS:
42 E 69TH ST
NEW YORK, NY 10021
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,183.

RECIPIENT NAME:
JEWISH WOMEN INTERNATIONAL
ADDRESS:
1129 20TH STREET NW STE 801
WASHINGTON, DC 20036-3327
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,183.

RECIPIENT NAME:
CAMP SOLOMON SCHECHTER, INC.
ADDRESS:
117 E LOUISA ST, BOX 110
SEATTLE, WA 98102-3203
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,184.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AMERICAN ASSOC-BIKUR
CHOLIM HOSPITAL JERUSALEM
ADDRESS:
35 WEST 31ST STE 1003
NEW YORK, NY 10010
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

RECIPIENT NAME:
FRIENDS OF YAD LAKASHISH
(LIFELINE FOR THE OLD)
ADDRESS:
P O BOX 494
ENGLEWOOD, NJ 07631
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,319.

RECIPIENT NAME:
AMERICAN FRIENDS OF
MAGEN DAVID ADOM
ADDRESS:
352 7TH AVE STE 400
NEW YORK, NY 10001
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ANTI-DEFAMATION LEAGUE
ADDRESS:
605 THIRD AVENUE
NEW YORK, NY 10158-3560
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,594.

RECIPIENT NAME:
CENTRAL COMMITTEE
KNESSETH ISRAEL
ADDRESS:
P O BOX 980
LAKEWOOD, NJ 08701
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 11,413.

RECIPIENT NAME:
JEWISH FEDERATION OF NORTH
AMERICA INC.
ADDRESS:
25 BROADWAY STE 1700
NEW YORK, NY 10004-1010
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 33,421.

TOTAL GRANTS PAID: 196,385.

FEDERAL FOOTNOTES

FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

WILLIAM MORRIS & BETTY RASHKOV CHARITABL **Bank of America**
91-6479989
Balance Sheet
12/31/2012

Cusip	Asset	Units	Basis	Market Value
	SAVINGS Investments Cash/Cash Equivalent	187176 810	315,756.94 187,176 81	315,756.94 187,176 81
00206R102	AT&T INC	181 000	6,201 21	6,101 51
002824100	ABBOTT LABS	58 000	4,035.95	3,799 00
0075W0817	CAMBIAR SMALL CAP FUND	886 452	16,301 85	16,523.47
015351109	ALEXION PHARMACEUTICALS INC	81 000	4,531 29	7,592.94
018490102	ALLERGAN INC	71 000	5,070.85	6,512.83
01882B205	ALLIANZ GLOBAL INVS FIXED	46683 000	593,195 72	630,220.50
01882B304	ALLIANZ GLOBAL INVS MANAGED	57204 000	587,917 92	641,828 88
02209S103	ALTRIA GROUP INC	81 000	2,766 69	2,546 64
023135106	AMAZON COM INC	41 000	7,182.38	10,285 67
025537101	AMERICAN ELEC PWR INC	39 000	1,422 72	1,664.52
025816109	AMERICAN EXPRESS CO	55 000	2,505.99	3,161 40
031162100	AMGEN INC	40 000	3,338 74	3,448 00
037833100	APPLE INC	4 000	1,299 66	2,128 69
04315J860	ARTIO GLOBAL HIGH INCOME FUND	8953 372	92,936 00	88,996.52
053015103	AUTOMATIC DATA PROCESSING INC	48 000	2,820.98	2,732 64
056752108	BAIDU INC	97 000	10,437 67	9,728 13
088606108	BHP BILLITON LTD	22 000	1,937 56	1,725 24
09062X103	BIOGEN IDEC INC	61 000	5,882 99	8,928.57
09247X101	BLACKROCK INC	11 000	1,993 86	2,273.81
097023105	BOEING CO	44 000	3,131 16	3,315 84
110122108	BRISTOL MYERS SQUIBB CO	171 000	5,758 75	5,572 89
12572Q105	CME GROUP INC	38 000	2,195 45	1,925 46
125896100	CMS ENERGY CORP	50 000	1,167 36	1,219 00
151020104	CELGENE CORP	113 000	6,321 44	8,867 11
166764100	CHEVRON CORP	70 000	7,185 75	7,569 80
171232101	CHUBB CORP	38 000	2,888 06	2,862 16
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	100 000	6,842 70	7,388 23
197199409	COLUMBIA ACORN FUND	1884 653	58,085 00	57,387 68
197199813	COLUMBIA ACORN INTERNATIONAL	1198 521	49,468 00	48,947 60
19765H636	COLUMBIA MARSICO INTERNATIONAL	5280 186	60,213.85	62,939 82
19765P596	COLUMBIA SMALL CAP GROWTH I	517 574	16,617 00	14,217 76
19765Y589	COLUMBIA SELECT SMALL CAP FUND	954 103	16,617 00	10,638 25
25243Q205	DIAGEO PLC	38 000	4,238 66	4,430 04

WILLIAM MORRIS & BETTY RASHKOV CHARITABL

Bank of America

91-6479989

Balance Sheet

12/31/2012

Cusip	Asset	Units	Basis	Market Value
25746U109	DOMINION RES INC VA NEW	22 000	1,166 38	1,139 60
260003108	DOVER CORP	60 000	3,608 10	3,942 60
263534109	DU PONT E I DE NEMOURS & CO	66 000	3,375 68	2,968 58
268648102	EMC CORP	328 000	7,938 70	8,298.40
26875P101	EOG RES INC	71 000	6,635.89	8,576.09
28176E108	EDWARDS LIFESCIENCES CORP	84 000	8,155 98	7,574 28
291011104	EMERSON ELEC CO	33 000	1,654 17	1,747 68
30231G102	EXXON MOBIL CORP	86 000	6,848 87	7,443 30
30249U101	FMC TECHNOLOGIES INC	171 000	7,234 00	7,323 93
30303M102	FACEBOOK INC	263 000	5,964 74	7,000 98
311900104	FASTENAL CO	25.000	1,153 22	1,166 25
312943GW7	FEDERAL HOME LN MTG CORP	84876 666	91,096.54	90,689 87
312945DN5	FEDERAL HOME LN MTG CORP	76007.459	79,671 27	80,888 66
31368HMT7	FEDERAL NATL MTG ASSN	42290 581	46,228 90	46,300 15
3138A2BE8	FEDERAL NATL MTG ASSN	47083 850	48,463 25	50,238 47
3138A5BP6	FEDERAL NATL MTG ASSN	100610 158	106,631 05	107,960 74
3138A7FZ6	FEDERAL NATL MTG ASSN	16395 948	16,524 04	17,798 95
3138AFFK1	FEDERAL NATL MTG ASSN	2453.830	2,545 66	2,724 36
3138M2A30	FEDERAL NATL MTG ASSN	142721 227	152,689 41	152,594 68
3138MBMB9	FEDERAL NATL MTG ASSN	84185 815	88,645 03	88,300 82
31402Q2V2	FEDERAL NATL MTG ASSN	9573 056	10,196 05	10,439 99
31406Y4E7	FEDERAL NATL MTG ASSN	23949 108	25,247 60	26,002 74
31419BCW3	FEDERAL NATL MTG ASSN	93736 270	95,508.46	101,581 06
354613101	FRANKLIN RES INC	51.000	5,603 08	6,410 70
375558103	GILEAD SCIENCES INC	91 000	5,973 26	6,683 95
37733W105	GLAXOSMITHKLINE PLC	98 000	4,586 99	4,260 06
38259P508	GOOGLE INC	11 000	6,612 94	7,781 18
411511306	HARBOR INTERNATIONAL FUND	980 331	60,438 20	60,898 16
423074103	HEINZ H J CO	57.000	3,207.69	3,287 76
437076102	HOME DEPOT INC	123 000	7,278 75	7,607.55
438516106	HONEYWELL INTL INC	55 000	3,160 96	3,490 85
458140100	INTEL CORP	234 000	5,323 50	4,825 08
459200101	INTERNATIONAL BUSINESS MACHS	38 000	6,590 98	7,278 90
464287200	ISHARES CORE S&P 500 ETF	1630 000	235,175 53	233,318 20

WILLIAM MORRIS & BETTY RASHKOV CHARITABL
91-6479989
Balance Sheet
12/31/2012

BankofAmerica

Cusip	Asset	Units	Basis	Market Value
46625H100	J P MORGAN CHASE & CO	106 000	4,453.94	4,660 72
478160104	JOHNSON & JOHNSON	52 000	3,253.79	3,645 20
494368103	KIMBERLY CLARK CORP	40 000	3,407 76	3,377 20
49456B101	KINDER MORGAN INC DEL	77 000	2,763.13	2,720 41
517834107	LAS VEGAS SANDS CORP	235 000	9,706 65	10,847 60
518439104	LAUDER ESTEE COS INC	116 000	4,858 50	6,943 76
53578A108	LINKEDIN CORP	89 000	9,796 41	10,218 98
550021109	LULULEMON ATHLETICA INC	102 000	3,428 98	7,775 46
55616P104	MACYS INC	28 000	869 36	1,092 56
571748102	MARSH & MCLENNAN COS INC	69 000	2,371 78	2,378.43
580135101	MCDONALDS CORP	47 000	4,398 05	4,145 87
58933Y105	MERCK & CO INC	118 000	4,043 15	4,830.92
589433101	MEREDITH CORP	38 000	1,377 68	1,309 10
59156R108	METLIFE INC	29 000	1,048 36	955 26
594918104	MICROSOFT CORP	212 000	5,841 26	5,662 46
65339F101	NEXTERA ENERGY INC	25 000	1,584 20	1,729 75
655664100	NORDSTROM INC	27 000	1,499 85	1,444 50
670100205	NOVO-NORDISK A S	45 000	4,997.38	7,344 45
674599105	OCCIDENTAL PETE CORP DEL	34 000	3,176 13	2,604 74
693475105	PNC FINL SVCS GROUP INC	49 000	2,841 86	2,857 19
701094104	PARKER HANNIFIN CORP	18 000	1,534 32	1,531 08
717081103	PFIZER INC	257 000	4,715 88	6,445 38
718172109	PHILIP MORRIS INTL INC	94 000	8,366 80	7,862 16
72201F409	PIMCO EMERGING MKT CURRENCY	6836 382	72,702 00	72,123 83
740189105	PRECISION CASTPARTS CORP	37 000	5,250 47	7,008 54
74144T108	PRICE T ROWE GROUP INC	30 000	1,922 73	1,953 51
741503403	PRICELINE COM INC	12 000	5,125 22	7,444 68
742718109	PROCTER & GAMBLE CO	47 000	3,263 94	3,190 83
747525103	QUALCOMM INC	139 000	7,251 07	8,598 48
749685103	RPM INTL INC	68 000	1,986 50	1,996 48
755111507	RAYTHEON CO	51 000	2,948 31	2,935 56
77956H104	ROWE T PRICE INTL FDS INC	14167 072	139,403 99	143,087 43
780259206	ROYAL DUTCH SHELL PLC	83 000	5,912 23	5,722 85
79466L302	SALESFORCE COM INC	55.000	6,703.74	9,245 50

WILLIAM MORRIS & BETTY RASHKOV CHARITABL
91-6479989
Balance Sheet
12/31/2012

Bank of America

Cusip	Asset	Units	Basis	Market Value
816851109	SEMPRA ENERGY	41 000	2,149.63	2,908 54
824348106	SHERWIN WILLIAMS CO	27 000	4,027 69	4,153 14
872540109	TJX COS INC NEW	43 000	1,898 74	1,825.35
882508104	TEXAS INSTRS INC	57 000	1,632 77	1,760 73
887317303	TIME WARNER INC	75.000	3,003 32	3,587 25
89154X294	TOUCHSTONE MID CAP VALUE	6475 474	58,085 00	48,954 58
902973304	US BANCORP DEL	119 000	3,246 02	3,800 86
912810FR4	UNITED STATES TREAS NT	42951.300	59,089 22	57,940 44
912810PZ5	UNITED STATES TREAS BD	78650 930	114,501 33	112,175 89
912828SH4	UNITED STATES TREAS NT	82000 000	81,679 68	84,031 14
912828TE0	UNITED STATES TREAS NT	138814 200	151,077 10	150,689 75
912828TW0	UNITED STATES TREAS NT	349000 000	350,910 86	350,144 72
913017109	UNITED TECHNOLOGIES CORP	15 000	1,088 35	1,230 15
918204108	V F CORP	7 000	1,183 10	1,056 79
922042858	VANGUARD MSCI EMERGING MKTS	1725.000	73,284 33	76,814 25
92343V104	VERIZON COMMUNICATIONS INC	164 000	7,484 76	7,096.28
92826C839	VISA INC	61 000	5,529 95	9,246 38
931142103	WAL-MART STORES INC	30 000	2,233 10	2,046 90
94106L109	WASTE MGMT INC DEL	40 000	1,295 02	1,349 60
949746101	WELLS FARGO & CO	98 000	2,984 97	3,349 64
95709T100	WESTAR ENERGY INC	55 000	1,627 45	1,574 10
976657106	WISCONSIN ENERGY CORP	31 000	1,148 43	1,142 35
988498101	YUM BRANDS INC	138 000	8,855 13	9,163 20
G1151C101	ACCENTURE PLC	54.000	3,539 53	3,591 00
G60754101	MICHAEL KORS HLDGS LTD	206.000	9,771 29	10,512.18
H0023R105	ACE LTD	25 000	1,939 38	1,995 00

Totals 4,552,650.40 4,686,790.00