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**Form 990-PF**

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

**Department of the Treasury  
Internal Revenue Service**

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

OMB No 1545-0052

2012

Open to Public Inspection

**For calendar year 2012 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_**

Name of foundation <b>CRESSEY - FMLY CHARITABLE TR</b>		<b>A Employer identification number</b> <b>91-6576964</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A- 101N Independnce Mall E MACY1372-062</b>		Room/suite
City or town, state, and ZIP code <b>Philadelphia PA 19106-2112</b>		
<b>G Check all that apply</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>C If exemption application is pending, check here ►</b> <b>D 1. Foreign organizations, check here ►</b> <b>2. Foreign organizations meeting the 85% test, check here and attach computation ►</b>
<b>H Check type of organization.</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E If private foundation status was terminated under section 507(b)(1)(A), check here ►</b> <b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►</b>
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$</b>	<b>J Accounting method:</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
<i>(Part I, column (d) must be on cash basis)</i>		

**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)*)

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,232	37,567		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	16,798			
	b Gross sales price for all assets on line 6a	431,017			
	7 Capital gain net income (from Part IV, line 2)		16,798		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less. Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	38	38			
12 Total. Add lines 1 through 11	55,068	54,403	0		
13 Compensation of officers, directors, trustees, etc	15,356	11,517		3,839	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	1,039	1,039		1,039	
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)	1,008	1,008			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	380	249		131	
24 Total operating and administrative expenses.					
Add lines 13 through 23	17,783	12,251	0	5,009	
25 Contributions, gifts, grants paid	60,000			60,000	
26 Total expenses and disbursements. Add lines 24 and 25	77,783	12,251	0	65,009	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-22,715				
b Net investment income (if negative, enter -0-)		42,152			
c Adjusted net income (if negative, enter -0-)			0		

**For Paperwork Reduction Act Notice, see instructions.**

HTA

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash—non-interest-bearing	1,216	256	256
	2	Savings and temporary cash investments	59,170	22,808	22,808
	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)			
		b Investments—corporate stock (attach schedule)			
		c Investments—corporate bonds (attach schedule)			
<b>Liabilities</b>	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,151,594	1,170,349	1,202,063
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,211,980	1,193,413	1,225,127
	17	Accounts payable and accrued expenses			
	18	Grants payable			
<b>Net Assets or Fund Balances</b>	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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
		<b>Foundations that follow SFAS 117, check here ►</b>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here ►</b>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,211,980	1,193,413	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	1,211,980	1,193,413	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	1,211,980	1,193,413	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,211,980
2	Enter amount from Part I, line 27a	2	-22,715
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	5,894
4	Add lines 1, 2, and 3	4	1,195,159
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	1,746
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	1,193,413

**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.)
<b>1a</b> See Attached Statement				
<b>b</b> See Attached Statement				
<b>c</b> See Attached Statement				
<b>d</b> See Attached Statement				
<b>e</b> See Attached Statement				
(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)	
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(I) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
<b>2</b> 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 }			<b>2</b>	16,798
<b>3</b> 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			<b>3</b>	0

**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	51,127	1,230,885	0.041537
2010	60,585	1,188,982	0.050955
2009	58,885	1,080,456	0.054500
2008	77,396	1,325,898	0.058373
2007	81,081	1,527,584	0.053078

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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

<b>2</b>	0.258443
<b>3</b>	0.051689
<b>4</b>	1,211,918
<b>5</b>	62,643
<b>6</b>	422
<b>7</b>	63,065
<b>8</b>	65,009

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

1 a 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► 56 Refunded ► 11 0

1	422	
2	0	
3	422	
4		
5	422	
6a	478	
6b		
6c		
6d		
7	478	
8		
9	0	
10	56	
11	0	

**Part VII-A Statements Regarding Activities**

1 a 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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

*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?

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*

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*

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T*

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?

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*

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►  
**OR**  
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
14	The books are in care of ► WELLS FARGO BANK N.A.	Telephone no ► 888-730-4933	
	Located at ► 101N Indepndence Mall E MACY1372-062 Philadelphia PA	ZIP+4 ► 19106-2112	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
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	Yes X No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	► <input type="checkbox"/>	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 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)		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		

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

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

**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
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phila	Trustee	4 00	15,356	
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**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
-----				
-----				
-----				
-----				
-----				
Total number of other employees paid over \$50,000 ►				0

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**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	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.

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**Amount**

1	NONE	
2		

All other program-related investments. See instructions.

**Total. Add lines 1 through 3**

**Total. Add lines 1 through 3**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		
a	Average monthly fair market value of securities	1a	1,199,254
b	Average of monthly cash balances	1b	31,120
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,230,374
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	1,230,374
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	18,456
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4.	5	1,211,918
6	Minimum investment return. Enter 5% of line 5	6	60,596

**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	60,596
2a	Tax on investment income for 2012 from Part VI, line 5	2a	422
b	Income tax for 2012 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	422
3	Distributable amount before adjustments Subtract line 2c from line 1	3	60,174
4	Recoveries of amounts treated as qualifying distributions	4	2,500
5	Add lines 3 and 4	5	62,674
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	62,674

**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	65,009
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	65,009
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	422
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	64,587

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				62,674
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only				
b Total for prior years 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2012				
a From 2007 21,966				
b From 2008 12,625				
c From 2009 5,333				
d From 2010 1,569				
e From 2011				
f Total of lines 3a through e 41,493				
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 65,009				62,674
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus 2,335				
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 43,828				
b Prior years' undistributed income Subtract line 4b from line 2b 0				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 0				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				0
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 21,966				
10 Analysis of line 9				
a Excess from 2008 12,625				
b Excess from 2009 5,333				
c Excess from 2010 1,569				
d Excess from 2011				
e Excess from 2012 2,335				

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

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				►																																									
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)																																									
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Tax year</th> <th colspan="3" style="text-align: center;">Prior 3 years</th> <th rowspan="2" style="text-align: center;">(e) Total</th> </tr> <tr> <th style="text-align: center;">(a) 2012</th> <th style="text-align: center;">(b) 2011</th> <th style="text-align: center;">(c) 2010</th> <th style="text-align: center;">(d) 2009</th> </tr> </thead> <tbody> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> <tr><td></td><td></td><td></td><td></td><td>0</td></tr> </tbody> </table>			Tax year	Prior 3 years			(e) Total	(a) 2012	(b) 2011	(c) 2010	(d) 2009					0					0					0					0					0					0
Tax year	Prior 3 years			(e) Total																																										
	(a) 2012	(b) 2011	(c) 2010					(d) 2009																																						
				0																																										
				0																																										
				0																																										
				0																																										
				0																																										
				0																																										
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				0																																									
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0																																									
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0																																									
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)				0																																									
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0																																									
(3)	Largest amount of support from an exempt organization				0																																									
(4)	Gross investment income				0																																									

**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	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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> See Attached Statement				
<b>Total</b>			► 3a	60,000
<b>b Approved for future payment</b> NONE				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>			14	38,232	
<b>5 Net rental income or (loss) from real estate</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>			18	16,798	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue. a OTHER INCOME</b>			01	38	
b					
c					
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e)</b>		0		55,068	0
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>			13	55,068	

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



CRESSEY - FMLY CHARITABLE TR

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**OREGONS CHILDRENS FOUNDATION**Street**

219 NW 12TH AVE

<b>City</b> PORTLAND	<b>State</b> OR	<b>Zip Code</b> 97209	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 10,000
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**Name**SPRINGFIELD EDUCATION FOUNDATION**Street**

525 MILL STREET

<b>City</b> SPRINGFIELD	<b>State</b> OR	<b>Zip Code</b> 97477	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 8,000
---	------------------------

**Name**SPRINGFIELD PUBLIC LIBRARY**Street**

225 FIFTH AVE, #1

<b>City</b> SPRINGFIELD	<b>State</b> OR	<b>Zip Code</b> 97477	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 5,000
---	------------------------

**Name**EUGENE PUBLIC LIBRARY FOUNDATION**Street**

100 W. TENTH AVE

<b>City</b> EUGENE	<b>State</b> OR	<b>Zip Code</b> 97401	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 10,000
---	-------------------------

**Name**BETHEL EDUCATION FUND**Street**

4640 BARGER DRIVE

<b>City</b> EUGENE	<b>State</b> OR	<b>Zip Code</b> 97402	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 5,000
---	------------------------

**Name**EUGENE EDUCATION FOUNDATION**Street**

PO BOX 1015

<b>City</b> EUGENE	<b>State</b> OR	<b>Zip Code</b> 97440	<b>Foreign Country</b>
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**Relationship**

NONE

**Foundation Status**

501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 10,000
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CRESSEY - FMLY CHARITABLE TR

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

EARLY EDUCATION PROGRAM

**Street**

99 W 10TH AVE #340

<b>City</b> EUGENE	<b>State</b> OR	<b>Zip Code</b> 97401	<b>Foreign Country</b>
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**Relationship****Foundation Status**

NONE 501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 10,000
---	-------------------------

**Name**

ASSISTANCE LEAGUE OF EUGENE

**Street**

1149 WILLAMETTE ST

<b>City</b> EUGENE	<b>State</b> OR	<b>Zip Code</b> 97401	<b>Foreign Country</b>
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**Relationship****Foundation Status**

NONE 501(c)(3) PUBLIC CHARITY

<b>Purpose of grant/contribution</b> GENERAL SUPPORT GRANT	<b>Amount</b> 2,000
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**Name****Street**

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
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**Relationship****Foundation Status**

<b>Purpose of grant/contribution</b>	<b>Amount</b>
--------------------------------------	---------------

**Name****Street**

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
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**Relationship****Foundation Status**

<b>Purpose of grant/contribution</b>	<b>Amount</b>
--------------------------------------	---------------

**Name****Street**

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
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**Relationship****Foundation Status**

<b>Purpose of grant/contribution</b>	<b>Amount</b>
--------------------------------------	---------------

**Name****Street**

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
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**Relationship****Foundation Status**

<b>Purpose of grant/contribution</b>	<b>Amount</b>
--------------------------------------	---------------

**Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

**Part I, Line 11 (990-PF) - Other Income**

		38	38	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER iNCOME	38	38	

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,039			1,039

**Part I, Line 18 (990-PF) - Taxes**

		1,008	485	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	485	485		
2	PY EXCISE TAX PAID	45			
3	ESTIMATED EXCISE PAYMENTS	478			

**Part I, Line 23 (990-PF) - Other Expenses**

		380	249	0	131
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PARTNERSHIP EXPENSES	249	249		
2	STATE AG FEES	131			131

**Part II, Line 13 (990-PF) - Investments - Other**

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	
2	MERGER FD SH BEN INT 260		0	37,737	36,784
3	PIMCO HIGH YIELD FD-INST 108		0	40,243	40,368
4	ENTERPRISE PRODUCTS PRTNS LP		0	6,270	6,710
5	CEF ISHARES S&P 500 GROWTH INDEX		0	92,856	102,628
6	ISHARES S&P MIDCAP 400 VALUE		0	17,679	24,415
7	ISHARES S&P SMALL CAP 600 VALUE		0	12,271	18,447
8	ISHARES RUSSELL 1000 VALUE		0	94,726	108,866
9	JP MORGAN ALERIAN MLP INDEX		0	14,552	14,499
10	LAUDUS MONDRIAN INTL FI-INST 2940		0	34,149	33,315
11	EATON VANCE GLOBAL MACRO - I		0	37,045	35,465
12	ISHARES S&P MIDCAP 400 GROWTH		0	13,745	24,255
13	CEF ISHARES S&P SMALL CAP 600 GROW		0	11,096	18,489
14	ISHARES MSCI EAFE		0	173,987	136,123
15	GENERAL ELEC CAP COR 3.750% 11/14/14		0	26,440	26,362
16	PIMCO EMERG MKTS BD-INST 137		0	23,000	24,699
17	ISHARES TR MSCI EMERGING MARKETS		0	35,550	37,077
18	ELEMENTS ROGER ENERGY TR		0	2,591	2,917
19	ROYAL BANK OF CANADA 2.625% 12/15/14		0	26,168	26,387
20	ISHARES BARCLAYS TIPS BOND FUND		0	29,494	32,285
21	VANGUARD REIT VIPER		0	78,844	82,908
22	VANGUARD EMERGING MARKETS ETF		0	19,652	20,662
23	LOWE'S COMPANIES INC 5.000% 10/15/15		0	26,220	27,928
24	TORONTO-DOMINION BAN 2.375% 10/19/11		0	35,765	36,779
25	HERSHEY COMPANY 1.500% 11/01/16		0	51,010	51,001
26	POWERSHARES DB COMMODITY INDEX		0	22,240	25,780
27	PACCAR FINANCIAL COR 0.700% 11/16/15		0	49,998	49,928
28	PRINCIPAL PREFERRED SEC-INS 4929		0	21,919	23,680
29	DIAMOND HILL LONG-SHORT FD CL 111		0	25,000	26,426
30	ELEMENTS ROGERS METAL TR		0	5,631	4,861
31	PEPSICO INC 4.650% 2/15/13		0	26,992	25,137
32	ELEMENTS ROGERS AGRI TOT RET		0	5,614	5,164
33	GATEWAY FUND - Y 1986		0	45,068	46,091
34	WALGREEN CO 4.875% 8/01/13		0	26,797	25,617

**Part III (990-PF) - Changes in Net Assets or Fund Balances****Line 3 - Other increases not included in Part III, Line 2**

<b>1</b>	<b>COST BASIS ADJUSTMENT</b>	<b>1</b>	<b>2,109</b>
<b>2</b>	<b>PY GRANTS PAID REFUND</b>	<b>2</b>	<b>2,500</b>
<b>3</b>	<b>MUTUAL FUND &amp; CTF INCOME ADDITIONS</b>	<b>3</b>	<b>597</b>
<b>4</b>	<b>PARTNERSHIP INCOME ADJUSTMENT</b>	<b>4</b>	<b>688</b>
<b>5</b>	<b>Total</b>	<b>5</b>	<b>5,894</b>

**Line 5 - Decreases not included in Part III, Line 2**

<b>1</b>	<b>MUTUAL FUND &amp; CTF INCOME SUBTRACTION</b>	<b>1</b>	<b>1,396</b>
<b>2</b>	<b>PY RETURN OF CAPITAL ADJUSTMENT</b>	<b>2</b>	<b>350</b>
<b>3</b>	<b>Total</b>	<b>3</b>	<b>1,746</b>



**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	478
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
<b>7 Total</b>	<b>7</b>	<b>478</b>