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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

, and ending

Name of foundation MR AND MRS KIRK SWINGLE FOUNDATION		A Employer identification number 94-2901783
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062	Room/suite	B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,429,557		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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	62,484	61,393		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	21,344			
	b Gross sales price for all assets on line 6a	296,624			
	7 Capital gain net income (from Part IV, line 2)		21,344		
	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)					
12 Total. Add lines 1 through 11	83,828	82,737	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	33,455	25,091		8,364
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	600			600
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,466	1,393		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	35,531	26,484	0	8,974
	25 Contributions, gifts, grants paid	104,114			104,114
26 Total expenses and disbursements. Add lines 24 and 25	139,645	26,484	0	113,088	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-55,817				
b Net investment income (if negative, enter -0-)		56,253			
c Adjusted net income (if negative, enter -0-)			0		

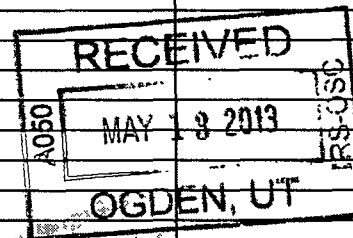
For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2012) MR AND MRS KIRK SWINGLE FOUNDATION

94-2901783

Page 2

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	102,052	62,272	62,272	
	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)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	2,095,253	2,070,336	2,367,285		
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)	2,197,305	2,132,608	2,429,557		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	2,197,305	2,132,608		
	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)	2,197,305	2,132,608			
31	Total liabilities and net assets/fund balances (see instructions)	2,197,305	2,132,608			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,197,305
2	Enter amount from Part I, line 27a	2	-55,817
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	8,677
4	Add lines 1, 2, and 3	4	2,150,165
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	17,557
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,132,608

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e 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)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

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	21,344
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	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	120,380	2,461,873	0.048898
2010	100,000	2,277,822	0.043902
2009	82,000	1,954,212	0.041961
2008	120,000	1,684,621	0.071233
2007	142,250	2,752,165	0.051687

2 Total of line 1, column (d)	2	0.257681
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	0.051536
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,389,296
5 Multiply line 4 by line 3	5	123,135
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	563
7 Add lines 5 and 6	7	123,698
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	8	113,088

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		1	1,125	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	1,125	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,125	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6a	2,968	
b Exempt foreign organizations—tax withheld at source		6b		
c Tax paid with application for extension of time to file (Form 8868)		6c		
d Backup withholding erroneously withheld		6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,968	
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	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,843	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 1,125 Refunded ☐ 718		11	718	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 ► 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b**

N/A

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?**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	33,455		

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

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

Total number of other employees paid over \$50,000

☐

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	0

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	2,304,550
b	Average of monthly cash balances	1b	121,131
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,425,681
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	2,425,681
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	36,385
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,389,296
6	Minimum investment return. Enter 5% of line 5	6	119,465

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	119,465
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,125
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,125
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	118,340
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	118,340
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	118,340

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	113,088
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	113,088
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	113,088

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				118,340
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			104,326	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 113,088				
a Applied to 2011, but not more than line 2a			104,326	
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				8,762
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				109,578
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(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

[illegible]

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 Attached Statement				
Total			▶ 3a	104,114
b Approved for future payment NONE				
Total			▶ 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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	62,484	
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	21,344	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0		83,828	0
13 Total. Add line 12, columns (b), (d), and (e)				13	83,828

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

MR AND MRS KIRK SWINGLE FOUNDATION

94-2901783 Page 1 of 2

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

Recipient(s) paid during the year

Name

ARTHRITIS FOUNDATION

Street

4300 MACARTHUR AVE

City

DALLAS

State

TX

Zip Code

75029

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

AMERICAN RED CROSS OF YOLO COUNTY

Street

120 COURT ST

City

WOODLAND

State

CA

Zip Code

95695

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

UNIVERSITY OF CALIFORNIA DAVIS CHILDRENS HOSPITAL

Street

2315 STOCKTON BOULEVARD

City

STOCKTON

State

CA

Zip Code

95817

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

Name

BREATHE CALIFORNIA OF SACRAMENTO

Street

909 12TH ST

City

SACRAMENTO

State

CA

Zip Code

95814

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

19,114

Name

LIGHTHOUSE FOR THE BLIND & VISUALLY IMPAIRED

Street

241 VAN NESS AVE

City

SAN FRANCISCO

State

CA

Zip Code

94102

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

VIET BLIND CHILDREN FOUNDATION

Street

1045 FLOAT BLVD

City

SAN FRANCISCO

State

CA

Zip Code

94134

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

MR AND MRS KIRK SWINGLE FOUNDATION

94-2901783 Page 2 of 2

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

Recipient(s) paid during the year

Name

SENIOR GLEANERS

Street

1951 BELL AVE

City

SACRAMENTO

State

CA

Zip Code

95838

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

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Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV		Long Term CG Distributions		Amount		Totals										Cost, Other Basis and Expenses		Net Gain or Loss	
		Short Term CG Distributions				Capital Gains/Losses Other sales		Gross Sales		Expense of Sale and Cost of Improvements		Depreciation		Net Gain or Loss					
		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method								
1	X	TAXABLE INTERMEDIATE TER	999708902			4/28/2011		8/15/2012	2,879	2,904					-25				
2	X	TAXABLE INTERMEDIATE TER	999708902			2/15/2012		8/15/2012	3,068	3,094					-26				
3	X	TAXABLE TOTAL RETURN BO	991283912			10/20/2006		8/15/2012	4,266	3,958					308				
4	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2012		8/15/2012	2,772	2,806					-34				
5	X	WELLS FARGO ADV HLING IN	949917538			10/25/2006		12/27/2012	12,090	11,992					98				
6	X	WELLS FARGO ADV INTL BON	949850582			2/9/2011		8/15/2012	19,825	19,894					-69				
7	X	VANGUARD REIT VIPER	922908553			8/7/2009		8/15/2012	6,545	3,753					2,792				
8	X	VANGUARD MSCI EMERGING	922042858			8/15/2011		12/27/2012	10,849	10,757					92				
9	X	VANGUARD MSCI EMERGING	922042858			4/30/2010		2/15/2012	10,076	9,768					308				
10	X	AMEX UTILITIES SPDR	81369Y686			4/30/2010		8/15/2012	5,005	4,075					930				
11	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		8/15/2012	4,856	3,834					1,022				
12	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		8/15/2012	5,913	5,407					506				
13	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		12/27/2012	4,391	4,480					-89				
14	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		8/15/2012	1,122	1,240					-118				
15	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		2/15/2012	6,682	7,571					-889				
16	X	AMEX FINANCIAL SELECT SP	81369Y605			4/29/2011		2/15/2012	1,707	1,922					215				
17	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		8/15/2012	12,355	10,405					1,950				
18	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		2/15/2012	3,539	2,904					635				
19	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		8/15/2012	4,659	3,699					960				
20	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		8/15/2012	6,367	4,968					1,399				
21	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		2/15/2012	4,929	4,196					743				
22	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		12/27/2012	6,118	6,200					-82				
23	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/2/2011		8/15/2012	8,264	8,904					-640				
24	X	PIMCO FOREIGN BD FO USD	693390882			8/17/2011		8/15/2012	21,434	20,620					814				
25	X	SHARES CORE S&P SMALL-C	464287804			2/7/2011		12/27/2012	1,845	1,696					149				
26	X	SHARES CORE S&P SMALL-C	464287804			8/7/2011		2/15/2012	4,150	4,006					144				
27	X	SHARES TR SMALLCAP 600I	464287804			2/7/2011		2/15/2012	5,479	5,160					319				
28	X	SHARES S&P MIDCAP 400 VA	464287705			4/30/2010		8/15/2012	8,862	8,233					729				
29	X	SHARES S&P MIDCAP 400 GR	464287606			4/30/2010		2/15/2012	5,504	4,491					1,013				
30	X	SHARES MSCI EAFE	464287465			12/22/2008		12/27/2012	25,510	19,643					5,867				
31	X	SHARES MSCI EAFE	464287465			10/21/2011		8/15/2012	5,359	4,520					839				
32	X	SHARES MSCI EAFE	464287465			10/21/2011		8/15/2012	5,977	5,996					-19				
33	X	HUSMAN STRATEGIC GROW	448108100			2/7/2008		8/15/2012	29,330	40,550					-11,220				
34	X	DREYFUS EMG MKT DEBT LO	261980494			8/17/2011		12/27/2012	4,146	4,074					72				
35	X	CORE EQUITY FUND	140995127			4/30/2010		8/15/2012	4,155	3,712					443				
36	X	CORE EQUITY FUND	140995127			4/29/2011		8/15/2012	2,319	2,291					28				
37	X	CORE EQUITY FUND	140995127			2/7/2011		8/15/2012	10,523	10,465					58				
38	X	LT CAP GAIN DISTRIBUTION							1,185						1,185				
39	X	ST CTF LOSS								1,102					-1,102				
40	X	LT CTF GAIN							12,469						12,469				

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

		600	0	0	600
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREPARATION FEES	600			600

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

		1,466	1,393	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX PAID	1,393	1,393		
2	ESTIMATED EXCISE PAYMENTS	73			

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

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10	0		10

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

		2,095,253		2,070,336		2,367,285
		Book Value		Book Value		FMV
		Beg. of Year		End of Year		End of Year
1	OTHER INVESTMENTS	2,095,253		2,070,336		2,367,285

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	1,335
2	Mutual Fund & CTF Income Additions	2	1,489
3	Federal Excise Tax Refund	3	5,853
4	Total	4	8,677

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

1	Mutual Fund & CTF Income Subtraction	1	9,892
2	Undistributed CTF Capital Loss	2	7,665
3	Total	3	17,557

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

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	101N Independence Mall E MACY137	Philadelphia	PA	19106-2112		TRUSTEE	4 00	33,455	0	0

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

	Date	Amount
1 Credit from prior year return		1 2,895
2 First quarter estimated tax payment	5/15/2012	2 73
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
7 Total		7 2,968

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	104,326
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	104,326

MR AND MRS KIRK SWINGLE FOUNDATION

811349

		FMV	COST
Invest - Other	811349 94-2901783 589509108 MERGER FD SH BEN INT #260	47028.75	47396.89
Invest - Other	811349 94-2901783 6933390882 PIMCO FOREIGN BD FD USD H-INST #103	20562.92	20852.81
Invest - Other	811349 94-2901783 81369Y308 CONSUMER STAPLES SECTOR SPDR TR	24783.99	30991.2
Savings & Temp Inv	811349 94-2901783 99999Y944 SECURED MARKET DEPOSIT ACCOUNT	16774.56	16774.56
Savings & Temp Inv	811349 94-2901783 99999Y944 SECURED MARKET DEPOSIT ACCOUNT	45497.15	45497.15
Invest - Other	811349 94-2901783 81369Y605 AMEX FINANCIAL SELECT SPDR	50995.05	50563.15
Invest - Other	811349 94-2901783 81369Y100 AMEX MATERIALS SPDR	6469.84	6982.44
Invest - Other	811349 94-2901783 81369Y803 AMEX TECHNOLOGY SELECT SPDR	51895.06	62864.15
Invest - Other	811349 94-2901783 81369Y506 AMEX ENERGY SELECT SPDR	23169.01	27353.86
Invest - Other	811349 94-2901783 999612906 TAXABLE SHORT-TERM BOND FUND	55016.59	54629.79
Invest - Other	811349 94-2901783 999708902 TAXABLE INTERMEDIATE TERM BD FD	110902.8	114460.2
Invest - Other	811349 94-2901783 991283912 TAXABLE TOTAL RETURN BOND FUND	105319.9	114271.6
Other Assets	811349 94-2901783 MIX081738 CA, YOL, 8N, 3E, S4/5/8/9, 1 00 MI	10	1
Invest - Other	811349 94-2901783 464287804 ISHARES CORE S&P SMALL-CAP E	139281.1	156668.6
Invest - Other	811349 94-2901783 464287705 ISHARES S&P MIDCAP 400 VALUE	60684.08	71040.84
Invest - Other	811349 94-2901783 464287606 ISHARES S&P MIDCAP 400 GROWTH	70200.18	86265.14
Invest - Other	811349 94-2901783 464287465 ISHARES MSCI EAFE	225255.4	300391.4
Invest - Other	811349 94-2901783 81369Y704 AMEX INDUSTRIAL SPDR	26902.5	30547.4
Invest - Other	811349 94-2901783 81369Y209 AMEX HEALTH CARE SPDR	31979.55	40398.95
Invest - Other	811349 94-2901783 81369Y407 AMEX CONSUMER DISCR SPDR	24613.67	32827.86
Invest - Other	811349 94-2901783 140995127 CORE EQUITY FUND	107358.4	118585.7
Invest - Other	811349 94-2901783 261980494 DREYFUS EMG MKT DEBT LOC C-I #6083	113121.8	118204.8
Invest - Other	811349 94-2901783 448108100 HUSSMAN STRATEGIC GROWTH FUND #601	69488.06	57407.31
Invest - Other	811349 94-2901783 94985D582 WELLS FARGO ADV INTL BOND-IS #4705	21365.58	21813.81
Invest - Other	811349 94-2901783 922908553 VANGUARD REIT VIPER	47453.43	95344.2
Invest - Other	811349 94-2901783 922042858 VANGUARD MSCI EMERGING MARKETS ETF	177633.9	214011.2
Invest - Other	811349 94-2901783 78463X863 SPDR DJ WILSHIRE INTERNATIONAL REAL	71442.91	101845.1
Invest - Other	811349 94-2901783 25264S833 DIAMOND HILL LONG-SHORT FD CL I #11	87775.74	97619.63
Invest - Other	811349 94-2901783 949917538 WELLS FARGO ADV HI INC-INS #3110	109832.8	118520.9
Invest - Other	811349 94-2901783 367829884 GATEWAY FUND - Y #1986	59441.98	58620.31
Invest - Other	811349 94-2901783 22544R305 CREDIT SUISSE COMM RET ST-I #2156	130350.8	116805.6
Cash	811349 94-2901783	0	0
TOTAL		2132608	2429557