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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 May 1, 2012, and ending April 30, 2013

Name of foundation Harold R. Bechtel Charitable Trust		A Employer identification number 26-1284636
Number and street (or P.O. box number if mail is not delivered to street address) 201 West Second Street	Room/suite 1000	B Telephone number (see instructions) 563-328-3333
City or town, state, and ZIP code Davenport, Iowa 52801		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" 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 type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 38,057,443	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

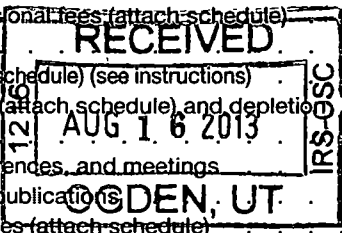
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input 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	898,584	898,584		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	655,555			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		655,555		
	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)	4,738	4,738			
12 Total. Add lines 1 through 11	1,558,877	1,558,877			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	129,851	64,925		64,926
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,138	569		569
	b Accounting fees (attach schedule)	13,629	13,629		
	c Other professional fees (attach schedule)	40,910	40,910		
	17 Interest	21,419	21,419		
	18 Taxes (attach schedule) (see instructions)	19,713	514		
	19 Depreciation (attach schedule) and depletion	729	729		
	20 Occupancy	4,923	2,462		2,461
	21 Travel, conferences, and meetings				
	22 Printing and publication				
	23 Other expenses (attach schedule)	287	143		144
	24 Total operating and administrative expenses. Add lines 13 through 23	232,599	145,300		68,100
25 Contributions, gifts, grants paid	1,535,558			1,535,558	
26 Total expenses and disbursements. Add lines 24 and 25	1,768,157	145,300		1,603,658	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-209,280				
b Net investment income (if negative, enter -0-)		1,413,577			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2012)

SCANNED AUG 27 2013



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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		119,349	59,858	59,858
	2	Savings and temporary cash investments		50,337	166,182	166,182
	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				
	10a	Investments—U.S. and state government obligations (attach schedule)		349,247	349,080	510,871
	b	Investments—corporate stock (attach schedule)		5,431,473	5,127,609	32,927,717
	c	Investments—corporate bonds (attach schedule)		3,309,398	3,325,310	3,653,631
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)		90,000	90,000	90,000	
			745,378	767,863	649,184	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		10,095,182	9,885,902	38,057,443	
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)		650,000	650,000	
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		650,000	650,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	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 ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		203,658	203,658	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		7,401,593	7,401,593	
	29	Retained earnings, accumulated income, endowment, or other funds		1,839,931	1,630,651	
30	Total net assets or fund balances (see instructions)		9,445,182	9,235,902		
31	Total liabilities and net assets/fund balances (see instructions)		10,095,182	9,885,902		

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	9,445,182
2	Enter amount from Part I, line 27a	2	-209,280
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,235,902
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,235,902

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				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		2	655,555
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.

(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	1,554,231	32,187,215	.048287
2010	1,487,569	32,155,700	.046261
2009	1,292,082	29,382,063	.043975
2008	1,485,960	31,324,800	.047437
2007	1,842,207	30,505,413	.060389
2 Total of line 1, column (d)			2 .246349
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 .049270
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 36,867,900
5 Multiply line 4 by line 3			5 1,816,481
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,136
7 Add lines 5 and 6			7 1,830,617
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 1,603,658

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	28,271	54
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	28,271	54
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	28,271	54
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	24,000	00
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	24,000	00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	4,271	54
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11		

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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		✓
<i>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.</i>		
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. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Iowa		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ None	13	✓	
14	The books are in care of ▶ Sue Klingaman Telephone no. ▶ 563-328-3333 Located at ▶ 201 West 2nd Street Suite 1000 Davenport, Iowa ZIP+4 ▶ 52801			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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 ✓

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"/>	1b	✓
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	✓
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.)	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? <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.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐ **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? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d). **N/A**
- 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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870. **6b** ✓
- 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? ☐ Yes ☒ No
7b N/A

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
R. Richard Bittner 201 West 2nd Street Suite 1000 Davenport, Iowa 52801	President/Trustee 8-20	110,463.45		
Lucille Oseland 201 West 2nd Street Suite 1000 Davenport, Iowa 52801	Secretary 8-20	19,388.02		

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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	
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	37,939,504
b	Average of monthly cash balances	1b	49,836
c	Fair market value of all other assets (see instructions)	1c	90,000
d	Total (add lines 1a, b, and c)	1d	38,079,340
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	650,000
3	Subtract line 2 from line 1d	3	37,429,340
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	561,440
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,867,900
6	Minimum investment return. Enter 5% of line 5	6	1,843,395

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	1,843,395
2a	Tax on investment income for 2012 from Part VI, line 5	2a	28,271
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,271
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,815,124
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,815,124
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	1,815,124

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	1,603,658
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	1,603,658
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	1,603,658

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				1,815,124
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			1,541,478	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,603,658				
a Applied to 2011, but not more than line 2a			1,541,478	
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				62,180
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,877,304
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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:

R. Richard Bittner
201 West 2nd Street Suite 1000, Davenport, IA 52801 Phone: 563-328-3353

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

Forms are furnished upon the request of the applicant.

c Any submission deadlines:

No

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

Geographical restrictions only. Part of the trust is limited to Scott County, Iowa

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
Name and address (home or business)				
a <i>Paid during the year</i>				
See Attached Schedule				
Total			▶ 3a	1,535,558
b <i>Approved for future payment</i>				
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) 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					898,584
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					655,555
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a Class Action Proceeds					1,427
b	Royalty Payments					3,311
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					1,558,877
13	Total. Add line 12, columns (b), (d), and (e)					1,558,877

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

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

[illegible]

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

- | 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? | | Yes | No |
|---|--|-----|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | ✓ |
| | (2) Other assets | | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | | ✓ |
| | (4) Reimbursement arrangements | | ✓ |
| | (5) Loans or loan guarantees | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | ✓ |
| 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. | | |

[illegible]

- 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
Marie Bechtel Charitable Trust	501(c)(3)	Common Control

**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

8/8/13 Trustee

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

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Part I, Line 11 - Other Income:

Royalties from Oil Leases	\$ 3,310.94	
Proceeds from Class Action Litigation	<u>1,426.87</u>	
Total		\$ 4,737.81

Part I, Line 16(a) Legal Fees

Jeff Bittner Law, PC	\$ 115.00	
Polsinelli Shughart	<u>1,023.37</u>	
Total		\$ 1,138.37

Part I, Line 16(b) - Accounting Fees:

Sue Klingaman	\$ 2,340.00	
- Bookkeeper Services		
Jeff Bittner Law, P.C.	<u>11,288.99</u>	
- Accounting Services		
Total		\$13,628.99

Part I, Line 16(c) - Other Professional Fees:

U.S. Bank, N.A.	\$38,410.31	
- Portfolio Management		
Irongate International	<u>2,500.00</u>	
- Research and Consulting		
Total		\$40,910.31

Part I, Line 18 - Taxes:

990PF Taxes Y/E 4 30 12	\$19,199.00	
	363.88	
Real Estate Taxes	<u>150.19</u>	
Total		\$ 19,713.07

Part I, Line 19 - Depletion Expense

\$ 728.41

Part I, Line 23 - Other Expenses:

Supplies	\$ 238.61	
Other Misc Expense	<u>47.84</u>	
Total		\$ 286.45

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Capital Gains and Losses for Tax on Investment Income:

Security	Date Acquired	Date Sold	Costs or Basis	Sale Price	Gain or Loss
Nuveen High Inc. Bd Fund Cl I LTCG Distribution 7,559.395 shares	09/02/11	01/17/13	59,359.76	70,000.00	10,640.24
Nuveen Infln Pro Sec Cl I 4,975.124	12/28/05 08/31/06 12/29/08	04/25/13	47,471.48	60,000.00	12,528.52
Nuveen Int. Term B Cl I LTCG Distribution 19,980.971 Shares 11,870.845 Shares	N/A 08/29/97 06/16/97 04/24/06 05/04/06 04/14/00	12/17/12 01/17/13 04/25/13	195,586.68 116,199.52	51,218.72 210,000.00 125,000.00	51,218.82 14,413.32 8,800.48
Pimco Total Return Fund Inst #35 LTCG Distribution STCG Distribution	N/A N/A	12/14/12 12/14/12		6,150.27 8,379.14	6,150.27 8,379.14
Ridgeworth Inst US Gov Sec Ult Shrt 19,685.039 Shares	01/17/13	04/26/13	200,000.00	200,196.85	196.85
Aberdeen Fds. Emergn Mkt Inst #5840 5,134.788 Shares	12/13/02	04/03/13	77,798.29	80,667.52	2,869.23
American Europacific Gr. F2 1,183.712 Shares	08/17/09	04/03/13	39,124.90	50,000.00	10,875.10
Apple Inc. 400 Shares	06/01/06	04/24/13	24,706.21	160,852.44	136,146.23
Cliff's Natural Resources, Inc. 240 Shares	04/26/12	12/13/12	15,316.72	7,691.82	-7,624.90
EOG Res. Inc. 400 Shares	12/21/01	04/24/13	8,509.50	47,382.98	38,873.48
Freeport McMoran Copper Gld. 1,300.00 Shares	07/09/07 06/26/08 09/16/08 04/26/12	04/24/13	56,402.90	38,297.27	-18,105.63

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General Mills, Inc. 600 Shares	10/14/05	12/13/12	14,670.00	24,815.44	10,145.44
Goldman Sachs MC Value Cl Inst. 3,827.401 Shares 908.866 Shares	04/08/10 09/25/09	01/17/13 04/03/13	117,175.22 27,824.78	157,000.00 39,317.54	39,824.78 11,492.76
Humana, Inc. 280 Shares	04/26/12	04/24/13	24,863.47	20,204.35	-4,659.12
Microsoft Corp 1,750 Shares	01/25/06 01/09/07 02/09/94	04/24/13	10,034.10	54,318.96	44,284.86
Mosaic Co. 300 Shares	04/26/12	04/24/13	15,656.85	17,927.63	2,270.78
Nuveen Global Infrastr Fd Cl I 12,607.942 STCG Distribution	06/29/10 12/17/10 12/27/10 N/A	12/13/12 12/18/12	106,047.28	123,809.99	17,762.71 1,378.96
Nuveen Mid Cap Growth Opp Fd Cl I LTCG Distribution 3,280.122 Shares 1,186.441 Shares	N/A 12/16/11 11/19/93	12/18/12 01/17/13 04/24/13	123,092.60 44,523.38	26,599.28 150,000.00 56,000.00	26,599.88 26,907.40 11,476.62
Nuveen Real Estate Securities Cl. I STCG Distribution LTCG Distribution STCG Distribution 1,759.015 Shares 383.319 Shares 59.608 Shares	N/A N/A N/A 09/13/11 09/30/11 09/20/11 12/14/12 12/23/11	09/25/12 12/18/12 12/18/12 04/03/13 04/03/13 04/03/13	31,474.99 6,858.93 1,066.60	443.39 2,971.15 3,587.80 39,912.05 8,697.51 1,352.51	443.39 2,971.15 3,587.80 8,437.06 1,838.58 285.91
Nuveen Sm. Cap. Growth Opp. Cl I LTCG Distribution STCG Distribution 5,160.745 Shares 1,652.893 Shares	N/A N/A 12/23/97 12/16/11 11/03/98 11/30/95 11/24/95	12/18/12 12/18/12 01/17/13 04/04/13	98,540.37 31,560.69	14,237.25 5,495.44 122,000.00 40,000.00	14,237.25 5,495.44 23,459.63 8,439.31

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Pepsico Inc. 300 Shares	02/03/06	04/24/13	16,482.10	24,902.44	8,420.34
Phillips 66 900 Shares	01/29/98 07/16/98	05/08/12	9,656.39	26,568.03	16,911.64
Proctor & Gamble Co 592 Shares	02/03/06 02/07/06	04/24/13	26,148.29	46,180.94	20,032.67
Pyxis Long Short Equity Z 6,239.016 Shares STCG Distribution	09/07/11 N/A	12/13/12 12/17/12	67,315.21	71,000.00 4,872.90	3,684.79 4,872.90
Rockwell Collins, Inc. 500 Shares	07/09/07 04/27/09	12/18/12	32,513.62	28,269.36	-4,244.26
Rowe T Price Mid-Cap Growth Fund #64 LTCG Distribution STCG Distribution	N/A N/A	12/19/12 12/19/12		15,705.33 3,466.01	15,705.33 3,466.01
Rowe T Price Mid-Cap Value Fund LTCG Distribution STCG Distribution 150.207 Shares	N/A N/A 04/08/10	12/19/12 12/19/12 04/24/13	2,540.02	15,477.41 1,544.74 4,000.00	15,447.41 1,544.74 1,459.98
Rowe T Price SmallCap Value Fund LTCG Distribution STCG Distribution	N/A N/A	12/19/12 12/19/12		3,705.50 288.74	3,705.50 288.74
Union Pacific Corp. 240 Shares	07/14/03 04/12/02	04/24/13	7,082.95	35,428.03	28,345.08
Vanguard Explorer Fd Cl Adm #5024 LTCG Distribution	N/A	12/28/12		3,872.70	3,872.70
					655,555.31

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Part II, Line 2 - Savings and Temporary Cash Investments:

Security	Book	Market
First American Prime Obligation Fund Cl Y	166,181.53	166,181.53
Total	\$166,181.53	\$166,181.53

Part II, Line 10(a) - U.S. and State Government Obligations:

Security	Book	Market
89.90 F H L M C Partn Cert Pool #170170 9.000 06/01/16	88.32	96.61
270.420 F H L M C Partn Cert Pool #170208 9.000 12/01/16	265.89	292.74
350,000, U.S Treasury Bonds Dtd 02-15- 1989 8.875 02-15-2019	348,726.00	510,482.00
Total	\$349,080.21	\$510,871.35

Part II, Line 10(b) - Corporate Stock:

Shares	Source	Book	Market
285.000	Allergen Inc.	27,311.27	32,361.75
1,170.000	American Tower Corp.	38,420.83	98,268.30
770.000	Apache Corp.	50,274.97	56,887.60
500.000	Apple Inc.	30,882.77	221,390.00
1,000.000	Bristol-Myers Squibb Co.	20,598.10	39,720.00
500.00	Capitol One Finance Corp.	27,544.95	28,890.00
1,300.000	Chevron Corporation	61,919.93	158,613.00
1,000.000	Colgate Palmolive Co.	10,026.75	119,410.00
1,800.000	Conocophillips	32,492.86	108,810.00
700.000	Costco Wholesale Corp.	32,919.57	75,901.00
350.00	Cummins, Inc.	30,536.87	37,236.50
750.00	CVS Caremark Corp.	33,179.63	43,635.00

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1,200.000	EMC Corporation	34,139.88	26,916.00
800.000	E O G Res. Inc.	17,019.00	96,928.00
1,000.00	General Electric Co.	16,620.00	22,290.00
600.000	General Mills Inc.	14,670.00	30,252.00
325.000	Gilead Sciences Inc.	17,078.58	32,916.00
500.000	Home Depot Inc.	12,939.00	36,675.00
1,500.000	Illinois Tool Works Inc.	64,350.10	96,840.00
3,000.000	Intel Corp.	55,657.13	71,850.00
950.000	J P Morgan Chase & Co.	27,171.68	46,559.50
1,500.000	Johnson & Johnson	51,111.10	127,845.00
400.000	Joy Global Inc.	22,095.96	22,608.00
320.000	McKesson Corp.	29,372.64	33,862.40
1,550.000	Merck & Co. Inc.	60,847.14	72,850.00
3,500.000	Microsoft Corp.	20,068.21	115,850.00
900.000	Nike Inc.	59,434.56	114,480.00
4,850.000	Oracle Corporation	81,170.54	158,983.00
550.000	Pepsico Inc.	30,217.18	45,358.50
2,850.000	Pfizer Inc.	35,375.64	82,849.50
900.000	Procter & Gamble Co.	39,752.43	69,093.00
2,000.000	Qualcomm Inc.	76,076.92	123,200.00
950.000	Target Corporation	47,108.50	67,032.00
600.000	Thermo Fisher Scientific Inc.	29,677.96	48,408.00
900.000	Union Pacific Corp.	26,561.05	133,164.00
1,300.000	United Technologies Corp.	42,666.89	118,677.00
3,273.000	U S Bancorp	6,675.89	108,925.44
1,100.000	Wellpoint Inc.	49,267.30	80,212.00
4,300.000	Wells Fargo & Co.	31,779.86	163,314.00

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910.000	3M Co.	65,286.96	95,286.10
2,000.000	Accenture Ltd.	43,489.90	162,880.00
800.0	Ace Ltd.	43,985.29	71,312.00
600.00	Schlumberg, Ltd	44,399.70	44,658.00
746,439.000	U.S. Bancorp	47,451.47	24,841,489.92
7,463.000	Piper Jaffray Companies	686.99	251,950.88
26,875.842	Aberdeen Funds Emerging Mkt Instl	407,201.71	432,701.06
9,034.279	American Europacific Growth	298,607.49	395,701.42
7,681.980	Laudus Intl. Marketmasters Fd. Select	148,668.78	166,622.15
8,750.062	Nuveen Global Infrastar Fd Cl I	73,780.07	93,275.66
4,604.172	Nuveen Mid Cap Growth Opp. Cl 1	172,780.01	221,875.05
8,691.551	Nuveen Real Estate Secs Cl. 1	155,522.53	209,118.72
5,119.030	Nuveen Sm Cap Growth Opp. Cl 1	97,743.85	125,825.76
2,878.526	Oppenheimer Developing Markets. Fd. Cl Y#788	100,000.00	101,813.46
5,780.347	Principal GI R E Sec Ins #4905	50,000.00	53,468.21
16,719.982	Pyxis Long Short Equity Z	180,534.86	192,948.59
5,760.565	Rowe T Price Mid Cap Gr. Fd #64	304,110.28	365,162.22
14,608.352	Rowe T Price Mid Cap Value Fd	247,029.51	395,155.92
6,363.983	Scout Int'l Fund	191,000.00	224,394.04
4,900.00	Spdr Dj Wilshire Int'l	176,873.28	225,939.00
4,918.198	T. Rowe Price Sm Cap Val #46	170,752.31	212,367.79
12,016.531	Tfs Market Neutral Fund	175,000.00	189,260.36
1,861.019	Vanguard Explorer Fund Cl Adm #5024	87,690.80	155,804.51
8,154.659	Vanguard Int'l Growth Fd. Cl Adm	450,000.00	529,645.10
		\$5,127,609.43	\$32,927,717.41

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Part II, Line 10(c) - Corporate Bonds:

Shares	Security	Book	Market
19,961.977	Columbia Income Fd Cl Z SRINX	210,000.00	212,994.29
68,183.012	Nuveen High Inc. Bond Fund Cl. I FJSYX	535,403.64	641,602.14
33,370.398	Nuveen Infln Pro Sec Cl I FYIPX	318,412.64	402,113.30
147,674.378	Nuveen Int. Term B Cl I FINIX	1,445,532.42	1,556,487.94
25,240.385	Oppenheimer Sr. Float Rate Y OOSYX	210,000.00	212,271.64
55,393.467	Pimco Total Return Fund PTTRX	605,960.84	628,161.92
		\$3,325,309.54	\$3,653,631.23

Part II, Line 14 - Land, Buildings and Equipment:

Property located in Block 64 of LeClaire's 3rd Addition to the City of Davenport used for park purposes acquired November 24, 2003. No fixed assets are located on this property.

Part II, Line 15-Other Assets

Asset Description	Book	Market
Prepaid Taxes	39,310.92	39,310.92
Oil Leases-See Attached Sch.	45,452.46	9,932.82
Gold-396 Ounces	683,100.00	599,940.00
Total Other Assets	\$767,863.38	\$649,183.74

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Part XV - Grants and Contributions Paid During the Year or Approved for Future Payment:

Name	Status	Purpose	Amount
Assumption Foundation 1020 West Central Park Davenport, IA 52804	501(c)(3)	Scholarship funds for a graduating senior.	500.00
Augustana College 639 - 38 th Street Rock Island, IL 61201-2296	501(c)(3)	Scholarship program for Scott County, Iowa residents.	30,000.00
Bastyr University 14500 Juanita Drive, N.E. Kenmore, WA 98028-4966	501(c)(3)	Scholarship program for the benefit of students of naturopathic medicine from the Midwest region of the United States.	30,000.00
Camp Shalom, Inc. 2136 Brady Street Davenport, IA 52803	501(c)(3)	Campaign to replace the shower house, add a program center, build a new, winterized adult retreat center and purchase an additional seven acres to strengthen the security of the facilities and the services extended to your guests.	25,000.00
St. Ambrose University 518 W. Locust Street Davenport, IA 52803	501(c)(3)	President's discretionary part-time student scholarship fund.	15,000.00
The University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	501(c)(3)	Scholarship program for outstanding 5 th year and assistant graduates.	30,000.00
The University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	501(c)(3)	Funding to provide educational space for the benefit of continuing education gatherings, college and departmental functions as well as the hosting of school tours, field trips and gatherings for elementary and secondary school kids in connection with the Kinnick Stadium Renovation.	30,000.00
The University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	501(c)(3)	Honor scholarship to supplement inadequate President scholarship program in an effort to keep Iowa students in Iowa.	15,000.00

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The University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	501(c)(3)	Resident/fellow support for the Department of Ophthalmology & Visual Sciences.	25,000.00
Christian Friendliness Association 2928 12 th Avenue Moline, IL 61265	501(c)(3)	Funding to build a new water system building at Camp Summit in order to meet state code.	18,500.00
Christian Friendliness Association 2928 12 th Avenue Moline, IL 61265	501(c)(3)	Acquisition of mini-bus to transport children to the center and camp.	15,500.00
Iowa Public Television 6535 Corporate Drive Johnston, IA 50131	501(c)(3)	Funding for the Quad City Ballet televised production of <i>The Nutcracker</i> Ballet at the Adler Theatre in Davenport, Iowa.	40,000.00
Quad City Arts 1715 Second Avenue Rock Island, IL 61201	501(c)(3)	Funding for 2012 Festival of Trees which raises charitable funds contributing to arts and culture with emphasis on youth.	30,000.00
Quad City Arts 1715 Second Avenue Rock Island, IL 61201	501(c)(3)	Funding for the 2013 Youth Metro Arts Summer Youth Employment Program.	30,000.00
Muscular Dystrophy Association 852 Middle Road, Suite 402 Bettendorf, IA 52722	501(c)(3)	Funding for the expenses of campers at MDA's Summer Camp Program.	7,000.00
Pleasant Valley Community School District 525 Belmont Road Bettendorf, IA 52722	Qualified Political Subdivision	Right After Prom 2013.	3,000.00
Big Brothers Big Sisters of the Mississippi Valley 130 W. 5 th Street Davenport, Iowa 52801	501(c)(3)	Challenge grant funding to transition away from dependence on federal and state funding.	35,000.00
Junior Achievement of the Quad Cities, Inc. 800 12 th Avenue Moline, IL 61265	501(c)(3)	Funding for the 2012-2013 JA In-School Capstone Program to be offered in Scott County, Iowa.	60,000.00
Grow Quad cities Fund - IOWA 130 W. Second Street Davenport, IA 52801	501(c)(3)	1QC Campaign for community economic development	50,000.00

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Quad City Cultural and Educational Trust 2820 E. 42 nd Court Davenport, IA 52807	501(c)(3)	Funding for operational purposes for supported organizations	300,000.00
Scott County Family Y 606 West Second Street Davenport, IA 52801	501(c)(3)	Capital campaign challenge grant and land acquisition for new downtown Y.	366,000.00
Scott County Family Y 606 West Second Street Davenport, IA 52801	501(c)(3)	Funding for the 2014 JB Young/Hayes "Chance for Success" program.	2,000.00
Assumption Foundation for K-12 Schools 1021 W. Central Park Davenport, IA 52804	501(c)(3)	Tuition assistance for economically challenged families in Scott County, Iowa.	60,000.00
Friendly House of Davenport, Iowa 1221 Myrtle Street Davenport, IA 52804	501(c)(3)	Funding for security at neighborhood center.	15,000.00
Davenport Community School District 1606 Brady Street Davenport, IA 52803	Qualified Political Subdivision	North and Central High Schools' After Prom Program.	2,500.00
Student Hunger Drive 4457 East 56 th Street Davenport, IA 52807	501(c)(3)	Funding for a food drive conducted by area high school students for the River Bend Food Bank.	2,500.00
Midwest Cardiovascular Research 1622 East Lombard Street Davenport, IA 52803-2448	501(c)(3)	Educational and support materials for the Jesse Stoakes Student Research Program.	2,000.00
Great Sounds Promotions 1930 W 58th Street Davenport, IA 52806-1712	501(c)(3)	Annual smooth jazz fall festival youth workshop.	10,000.00
Churches United of the Quad Cities Area 2535 Tech Drive, Suite 205 Bettendorf, IA 52722	501(c)(3)	Funding for the Iowa Brady Street Carelink Cluster Emergency Assistance Program.	5,000.00
Davenport Community School District 1606 Brady Street Davenport, IA 52803	Qualified Political Subdivision	Kent Naae Memorial Health and Fitness Playground Project at Eisenhower Elementary School.	5,500.00
Hand in Hand 3860 Middle Road Bettendorf, IA 52722	501(c)(3)	Funding for Adaptive Environment Program.	5,900.00

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Bettendorf Community School District 800 23 rd Street Bettendorf, Iowa	Qualified Political Subdivision	After Prom Event.	3,000.00
Putnam Museum of History and Natural Science 1717 W. 12 th Street Davenport, IA 52804	501(c)(3)	Funding for improvements for the Science, Technology, Engineering and Mathematics Learning Center.	125,000.00
United Way of the Quad Cities Area 3247 East 35 th Street Court Davenport, IA 52807	501(c)(3)	New pre-school facility at Scott County Family Y.	87,500.00
United Neighbors, Inc. 808 Harrison Street Davenport, IA 52803	501(c)(3)	Funding for management services in connection with the "No Limits" Program where the basic rental assistance program is provided by the Iowa Finance Authority.	30,000.00
Bettendorf Public Library Foundation 2950 Learning Campus Drive Bettendorf, IA 52722	501(c)(3)	Funding to renovate and update facilities to increase functional areas within the library.	10,000.00
St. Paul the Apostle Catholic School 1007 E. Rusholme Street Davenport, IA 52803	501(c)(3)	Funding to update teaching material in the area of mathematical proficiency and related to conceptual reasoning and strategic competence.	14,158.27
Total Charitable Contributions			1,535,558.27

HAROLD R. BECHTEL CHARITABLE TRUST
ID# 26-1284636
2013 (Y/E 4/30/13) 990PF

Oil Leases

Name	Earnings Per Year	Book Value (Beginning)	Depletion	Book Value (Ending)	FMV (Based Upon 3x Earning)
Sampson Production/Samson Lonestar Ltd./Sunoco/Texon	605.31	-2,376.01	133.17	-2,509.18	1,815.93
Gas Co. of New Mexico	0	10,450.13	0	10,450.13	0.00
Texaco/Champion n/k/a Equiva Trading Company/Truth Resources	0	-232.27	0	-232.27	0.00
Big 6 (CCV) now Etoco	46.63	-300.03	10.26	-310.29	139.89
Exxon Corp./Famcor Oil/Wapiti	1,500.18	-1,584.54	330.04	-1,914.58	4,500.54
J.M. Petroleum	0	81.22	0	81.22	0.00
KP Exploration	0	10,386.93	0	10,386.93	0.00
Gary Williams	0	3,316.03	0	3,316.03	0.00
Phillips/ ConocoPhillips	0	-399.11	0	-399.11	0.00
Permean/Scurlock	0	21,559.16	0	21,559.16	0.00
Gulfmark/Shell Oil	176.36	4,647.73	38.80	4,608.93	529.08
FINA/Synergy/Tenneco n/k/a Penn Virginia Oil & Gas	0	2,309.16	0	2,309.16	0.00

Wolfe & Magee		0	136.49	0	136.49	0.00
Sue Ann Oil		0	8.95	0	8.95	0.00
Kavanaugh/Wagner		0	8.52	0	8.52	0.00
Gulfland/RNS		0	394.26	0	394.26	0.00
Plains Resources n/k/a Plains Marketing/Durango	294.46	-744.69	64.78	-809.47	883.38	
United Salt	0	-3,482.67	0	-3,482.67	0.00	
Paul E. Cameron	0	533.01	0	533.01	0.00	
Questar/QEP	688.00	2,832.55	151.36	2681.19	2,064.00	
Phibro Energy	0	52.65	0	52.65	0.00	
Occidental Oil	0	4,349.23	0	4,349.23	0.00	
DAB, Ltd.	0	56.68	0	56.68	0.00	
DB Energy, Inc.	0	114.13	0	114.13	0.00	
GEI Management	0	1,080.24	0	1,080.24	0.00	
Exco	0	132.31	0	132.31	0.00	
I.P.A.C.T./Daystar/High Sierra/Western Energy Group	0	-7,164.08	0	-7,164.08	0.00	
Ocean Energy f/k/a UMC Petroleum/Hilcorp	0	14.89	0	14.89	0.00	
TOTALS	3,310.94	46,180.87	728.41	45,452.46	9,932.82	