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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 <u>The Buck Foundation</u>		A Employer identification number <u>71-0824287</u>						
Number and street (or P O box number if mail is not delivered to street address) <u>14442 E. Highway 12</u>		B Telephone number (see instructions) <u>479-925-1000</u>						
City or town, state, and ZIP code <u>Rogers, AR 72756</u>								
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
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								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <u>\$ 6,160,358</u> J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		0			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		16	16		
4 Dividends and interest from securities		263,023	263,023		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		165			
b Gross sales price for all assets on line 6a		190,901			
7 Capital gain net income (from Part IV, line 2)			165		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		12,180	12,180		
12 Total. Add lines 1 through 11		275,384	275,384	0	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)		1,515	545		970
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)		3,800			3,800
17 Interest					
18 Taxes (attach schedule) (see instructions)		6,276			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		642			642
22 Printing and publications		279			279
23 Other expenses (attach schedule)		1,526			1,526
24 Total operating and administrative expenses. Add lines 13 through 23		14,038	545	0	7,217
25 Contributions, gifts, grants paid		228,500			228,500
26 Total expenses and disbursements. Add lines 24 and 25		242,538	545	0	235,717
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		32,846			
b Net investment income (if negative, enter -0-)			274,839		
c Adjusted net income (if negative, enter -0-)				0	

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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		135,450	182,343	182,343
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶			0	
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶			0	
	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 ▶			0	
	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)	1,165,705	1,199,639	1,743,450	
	c	Investments - corporate bonds (attach schedule)	4,110,000	3,946,626	4,234,565	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			0	
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶			0	
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,411,155	5,328,608	6,160,358	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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 ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	5,411,155	5,389,697		
	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)	5,411,155	5,389,697			
31	Total liabilities and net assets/fund balances (see instructions)	5,411,155	5,389,697			

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	5,411,155
2	Enter amount from Part I, line 27a	2	32,846
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,444,001
5	Decreases not included in line 2 (itemize) ▶ <u>Correct prior incorrect basis</u>	5	54,304
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,389,697

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 Southern Company	P	11/10/11	02/13/13
b Western Union Co.	P	04/06/11	03/04/13
c Phillips 66	P	Various	Various
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 39,494		39,645	(151)
b 151,390		151,074	316
c 16		16	0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a		0	(151)
b		0	316
c		0	0
d		0	0
e		0	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	165
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	240,203	2,731,704	0.0879
2010	234,827	2,632,006	0.0892
2009	162,685	2,461,502	0.0661
2008	195,790	3,328,928	0.0588
2007	193,476	3,963,497	0.0488

2 Total of line 1, column (d)	2	0.3508
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	0.0702
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,826,226
5 Multiply line 4 by line 3	5	409,001
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,748
7 Add lines 5 and 6	7	411,749
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	235,717

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		1	2,748
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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3 Add lines 1 and 2			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	2,748
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		4	
6 Credits/Payments		5	2,748
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	0	
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	2,748	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>ARKANSAS</u>		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>BUCKFORSCHOLARSHIPS.COM/</u>				
14	The books are in care of <u>RICK BUCK</u> Telephone no <u>479-925-1000</u>			
Located at <u>14442 E. HWY 12, ROGERS, AR</u> ZIP+4 <u>72756-8088</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				

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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		
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 <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
RICHARD E. BUCK 1442 E. HWY 12, ROGERS, AR	PRES/DIR 2 HOURS	0	0	0
JAN G. BUCK 1442 E. HWY 12, ROGERS, AR	DIRECTOR 3 HOURS	0	0	0
JOHN GARNER BUCK 1442 E. HWY 12, ROGERS, AR	DIRECTOR 1 HOUR	0	0	0

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 N/A: FOUNDATION IS A NON-OPERATING FOUNDATION	
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 ▶

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,760,819
b	Average of monthly cash balances	1b	154,131
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,914,950
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	5,914,950
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	88,724
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,826,226
6	Minimum investment return. Enter 5% of line 5	6	291,311

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	291,311
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,748
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,748
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	288,563
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	288,563
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	288,563

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	235,717
b	Program-related investments - total from Part IX-B	1b	0
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	235,717
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	235,717

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				288,563
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 102,956				
f Total of lines 3a through e	102,956			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 235,717				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				235,717
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))	52,846			52,846
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	50,110			
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		0		
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
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	50,110			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 50,110				
e Excess from 2012				

Form 990-PF (2012)

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

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(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	SCHEDULE NOT APPLICABLE			0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test - enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE ATTACHMENT

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

SEE ATTACHMENT

c Any submission deadlines

SEE ATTACHMENT

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

SEE ATTACHMENT

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 LIST OF SCHOLARSHIPS PAID DURING THE FISCAL YEAR	NOT RELATED TO MANAGERS		SCHOLARSHIPS	190,500
ROGERS HISTORICAL MUSEUM 322 SOUTH 2ND STREET ROGERS, AR 72756	N/A	PC	SUPPORT MUSEUM	7,500
FIRST CHRISTIAN CHURCH 905 SOTUH 13TH STREET ROGERS, AR 72756	N/A	PC	SUPPORT YOUTH PROGRAMS	10,000
CIRCLE OF LIFE HOSPICE 901 JONES ROAD SPRINGDALE, AR 72762	N/A	PC	SUPPORT ORGANIZATION	8,000
OPEN AVENUES FOUNDATION 2202 N. 24TH STREET ROGERS, AR 72757	N/A	PF	SUPPORT FOUNDATION	2,000
TUTORING RESOURCES OF ARKANSAS 14598 E HIGHWAY 12 ROGERS, AR 72756	N/A	PC	SUPPORT ORGANIZATION	5,000
OZARK NATURAL SCIENCE 1905 MADISON 1305 HUNTSVILLE, AR 72740	N/A	PC	SUPPORT SUMMER CAMP	5,000
ROGERS QUARTERBACK CLUB 112 East Cherry Street ROGERS, AR 72756	N/A	PC	SUPPORT STUDENT ATHLETES	500
Total			3a	228,500
b Approved for future payment				
SEE ATTACHED LIST OF SCHOLARSHIPS AWARDED FOR NEXT FISCAL YEAR	NOT RELATED TO MANAGERS		SCHOLARSHIPS	218,000
Total			3b	218,000

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
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Form 990-PF (2012)

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 | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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

**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

6-28-13
Date

 PRESIDENT

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DENTON WOODS

Firm's name ▶ Reece Moore Pendergraft LLP

Firm's address ► PO Box 1788

Fayetteville, AR 72702

Preparer's signature

Date _____

6-26-13

Check <input type="checkbox"/> if self-employed

PTIN	
------	--

Firm's EIN ▶ 20-3218128

Phone no 479-443-2705

The Buck Foundation
EIN 71-0824287
Form 990-PF FYE 04/30/13
Part I Attachment Schedule

Part 1, Line 11 Other Income

Energy Transfer Partners, LP	6,785 36
Capital Gain Distributions	5,395 01
	<u>12,180 37</u>

Part 1, Line 16a Legal Fees

Reece Moore Pendergraft LLP	<u>1,515 00</u>
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Part 1, Line 16c Other Professional Fees

Rogers Development Foundation	<u>3,800 00</u>
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Part 1, Line 18 Taxes

Section 4940 Excise Tax for 2012	<u>6,276 00</u>
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Part 1, Line 23 Other Expenses

Postage	226 00
Website	1,130 88
Supplies	169 33
Cable	0 00
	<u>1,526 21</u>

The Buck Foundation
 EIN 71-0824287
 Form 990-PF FYE 04/30/13
 Part II Attachment Schedule

Part II, Line 10b Investments- Corporate Stock

Stock	May 1, 2012	April 30, 2013	
	Book Value	Book Value	Fair Market Value
AT&T	95,579 59	95,579 59	106,162 00
Cisco Systems	70,815 82	70,815 82	83,680 00
Citrix	24,100 00	24,100 00	62,160 00
Deltathree Com	795 00	795 00	50 00
IBM	31,415 70	31,415.70	58,737 00
Wal-Mart	446,778 52	446,778 52	777,200 00
Wells Fargo & Co	50,084 25	50,084 25	81,657 00
General Motors	14,101 54	14,101 54	3,173 00
General Motors	14,111 17	14,111 17	2,085 00
General Motors	14,121 26	14,116.79	5,058 00
Energy Transfer Partners LP	88,232 46	100,946.27	115,065 00
Verizon Communications	33,428 84	33,428 84	47,926 00
Southern Company	39,645 15	0 00	0 00
Proctor and Gamble	29,677 57	29,677 57	35,698 00
Kimberly Clark, Corp	29,692 18	29,692 18	43,443 00
Johnson and Johnson	44,567 96	44,567 96	59,150 00
Intel, Corp	39,703 43	39,703.43	39,015 00
Motors Liquidation Company GUC	0 00	0.00	1,253 00
Phillips 66	10,202 88	29,677.84	37,180 00
Govt PPTYS income Trust	0 00	150,019.09	147,339 00
Basis Correction		(54,304 00)	
Conoco Phillips	44,534 61	34,331 73	37,419 00
	1,121,587 93	1,199,639.29	1,743,450 00

Part II, Line 10c Investments- Corporate Bonds

Bond	May 1, 2012	April 30, 2013	
	Book Value	Book Value	Fair Market Value
General Motors Acceptance Corp	50,000 00	50,000 00	49,846.00
Bank of America Corp	100,000 00	0 00	0 00
Lehman Bros Holdings, Inc.	93,739 00	84,931.00	22,250 00
Wells Fargo Preferred	102,056 06	102,056.06	110,700 00
University Place Washington	203,004 95	203,004.95	227,328.00
Illinois Dev Finance Authority	200,000 00	200,000.00	205,508.00
Yakima Washington GO	101,504.95	101,504 95	114,202.00
Chicago RFDG Proj GO 01.01 42	101,984 95	101,984 95	101,568 00
Build America Bonds	124,421 25	122,127 50	120,474 00
Invesco Build America Bonds	99,101 00	98,282 00	107,514 00
Princeton, OH School District	102,904 95	102,904 95	105,525 00
Illinois State Series 5 BAB	105,363 95	105,363.95	132,614 00
First Trust BAB Series 20	111,382 88	110,877.76	118,480.00
PeaceRiver/Manasota Water	102,004 95	102,004 95	112,801.00
Chicago Board of Education	102,004 95	102,004 95	114,018.00
Palm Bay, FL Public Service	102,004.95	102,004 95	109,038.00
Invesco BAB	135,517.20	133,658 08	155,074.00
Western Union	151,074 33	0 00	0 00
Goldman Sachs	153,208 95	153,208 95	187,335 00
Citigroup Med. Term	150,000 00	150,000.00	155,003.00
Lord Abbett Bond Debenture A	1,165,684 84	1,165,684.84	1,256,166.00
Lord Abbett Short Duration Income Fund A	102,315 19	102,315.19	103,011.00
Lord Abbett Income Fund Class A	302,705 94	302,705 94	319,551.00
Edward Jones Advisory Solutions Account	250,000.00	250,000 00	306,559.00
	4,211,985 24	3,946,625 92	4,234,565 00

Supplementary Information, Part XV Line 2
Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

The Buck Foundation awards scholarships to graduating seniors from the following schools:

1. Rogers High School, Rogers, AR;
2. Rogers Heritage High School, Rogers, AR

Applications and scholarship information can be obtained from the Guidance Counselor's Office of each of these High Schools.

The Foundation also awards a scholarship from time to time to a graduating senior of Benton County, Arkansas who is an active member of 4-H.

Any students who has received a scholarship from the Rogers Community Based Scholarship Program may apply for upperclassmen scholarships through the website: www.buckforscholarships.com. Also, a graduate school scholarship may be available to a prior Buck Scholarship recipient. See the website for details.

Other scholarship information may be available from time to time through the website or the Rogers Development Foundation, 317 West Walnut, Rogers, Arkansas 72756, 479-636-1240, 479-636-5485 (fax), or email may be directed to info@RogersLowell.com.

The applications can be obtained from the guidance counselor's offices and the website.

The submission deadlines vary from year to year. Generally, applications should be received prior to December 31. Some scholarships may have deadlines from mid to late March. Check with guidance counselors at the schools, the website and Rogers Development Foundation.

Scholarships are at present limited to students graduating from Benton County, Arkansas schools and recipients of Rogers Community Based Scholarships. Factors include scholastic ability, need, community and school service among others.

In addition, the Foundation on occasion makes grants to qualified charities in the discretion of the directors of the Foundation.

Part XV Number 3(a)- Scholarships Paid During Fiscal Year

**Note that all scholarships awarded were not actually or fully paid due to unclaimed scholarship amounts.										\$200,500 00
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The Buck Foundation
 EIN 71-0824287
 Form 990-PF FYE 04/30/13
 Part XV Number 3(b)- Scholarships Approved For Future Payment

Last Name	First Name	Street Address	City	State	Zip Code	Award	Annual Amount Awarded
Aronowitz	Nathan	4605 Knollview Way	Rogers	AR	72758	Discretionary	\$2,000.00
Ayers	Amanda	2930 West Green Acres Drive	Rogers	AR	72758	Discretionary	\$1,000.00
Benzmiller	Michael	1242 W Bishop Dr	Rogers	AR	72756	UC	\$2,500.00
Besett	Cody	301 N 34th	Rogers	AR	72756	UC	\$4,500.00
Bishop	Mary	1005 N Quail Terrace	Rogers	AR	72756	UC	\$3,000.00
Black	Emily	3702 Lehman Court	Rogers	AR	72758	UC	\$3,500.00
Breshears	Drake	2602 White Oak Drive	Rogers	AR	72758	Discretionary	\$1,000.00
Casey	Johanna	308 Northcrest Ave	Lowell	AR	72745	Discretionary	\$1,000.00
Combs	Peyton	1300 Elk Road	Bentonville	AR	72712	Discretionary	\$2,000.00
Connett	Brandon	302 Camden Drive	Rogers	AR	72756	UC	\$3,000.00
Couture	Andrew	15 W Dover Drive	Rogers	AR	72758	Discretionary	\$1,000.00
Dunham	Amber	4201 Seneca	Rogers	AR	72758	Discretionary	\$1,000.00
Enneking	Kendall	8007 Fairway Dr	Rogers	AR	72756	UC	\$1,500.00
Farnsworth	Samantha	5603 Wheeler Road	Fayetteville	AR	72704	UC	\$6,000.00
Flores-Leveaga	Galdino	1913 S. 12th	Rogers	AR	72758	Discretionary	\$1,000.00
French	Emma	10 Beau Chene Lane	Rogers	AR	72758	Discretionary	\$1,000.00
Fryauf	Iuke	1408 E Walnut	Rogers	AR	72756	Pride	\$8,000.00
Gardner	Julia	3802 W Fir	Rogers	AR	72758	Discretionary	\$2,000.00
Gartman	Lucas	1211 E Walnut	Rogers	AR	72756	UC	\$3,500.00
Giesen	Evan	404 N 39th	Rogers	AR	72756	Pride	\$8,000.00
Gravelle	Alexander	1522 Scott Circle	Rogers	AR	72758	UC	\$3,000.00
Green	Kaleigh	7957 Ozark Ridge Drive	Rogers	AR	72756	Discretionary	\$2,000.00
Grelle	Jacob	2209 S 18th	Rogers	AR	72758	UC	\$3,500.00
Hudnall	Kelly	6 Timber Trails	Rogers	AR	72756	UC	\$2,000.00
Hudson	Mallory	2812 Laurel Crossing	Rogers	AR	72758	UC	\$5,500.00
Johnson	Yalife	1304 W Wood	Rogers	AR	72756	UC	\$3,000.00
Kell	Maggie	701 Chateau Drive	Rogers	AR	72758	Pride	\$8,000.00
Kinzer	Michael	4305 Blossom Way Drive	Rogers	AR	72758	UC	\$5,500.00
Lee	Palmer	4 W Dover Drive	Rogers	AR	72756	Pride	\$8,000.00
Love	Joe	3035 N 13th Street	Rogers	AR	72756	Discretionary	\$1,000.00
Macy	McKenzie	105 Woodcliff Lane	Rogers	AR	72756	UC	\$5,500.00
Madryga	Rachel	102 Deer Trail Road	Rogers	AR	72756	Discretionary	\$2,000.00
Marsh	Hannah	5001 S 44	Rogers	AR	72758	Discretionary	\$1,000.00
Marsh	Taylor	5001 S 44	Rogers	AR	72758	UC	\$4,000.00
McCormick	Morgan	5401 West Ash	Rogers	AR	72758	Discretionary	\$1,000.00
McLarty	Amy	1800 S 23	Rogers	AR	72758	UC	\$2,500.00
McNulty	Mary Kate	15403 Haynes Road	Rogers	AR	72756	UC	\$4,000.00
Miller	Darby	5404 Bent Tree Drive	Rogers	AR	72758	Pride	\$8,000.00
Mitchell	Morgan	411 N 39th	Rogers	AR	72756	UC	\$2,000.00
Montoya-Beltran	Alix	510 E Mimosa	Rogers	AR	72756	UC	\$5,500.00
Moore	Hannah	4308 Braymore Drive	Rogers	AR	72758	UC	\$1,000.00
Moore	Thad	9975 Kindred Hollow Road	Rogers	AR	72756	Pride	\$8,000.00
Nardon	Stacy	1608 S 22	Rogers	AR	72758	UC	\$5,000.00
Norwood	Natalie	1726 W Laurel Avenue	Rogers	AR	72758	UC	\$1,500.00
Pace	Colton	909 N 34 Street	Rogers	AR	72756	UC	\$6,000.00
Pappas	Emily	105 Woodridge Lane	Rogers	AR	72756	Discretionary	\$1,000.00
Para	Jennifer	1710 S 42 Street	Rogers	AR	72758	UC	\$3,000.00
Perez	Tania	6111 S 39th	Rogers	AR	72758	Discretionary	\$2,500.00
Quesada	Chrs	3311 Pawnee	Rogers	AR	72758	UC	\$2,500.00
Randels	Ashely	2911 Brooks Circle	Rogers	AR	72758	UC	\$3,000.00
Reither	Kaylie	1104 W Cypress	Rogers	AR	72756	UC	\$4,000.00
Roller	Margo	3132 Perry Road	Rogers	AR	72758	UC	\$1,500.00
Roth	Bryce	8317 Admiral Nimitz Drive	Rogers	AR	72756	Discretionary	\$1,000.00
Ryals	Alex	6422 S 41st	Rogers	AR	72758	UC	\$1,500.00
Rylee	Jake	717 Chateau	Rogers	AR	72758	UC	\$2,000.00
Schatzman	Kristen	1318 Breckenridge Loop	Rogers	AR	72756	Pride	\$8,000.00
Schimmel	Ashely	9502 Old Prairie Creek Rd	Rogers	AR	72756	UC	\$2,500.00
Stallbaumer	Thomas	8909 Bunker Hill Road	Rogers	AR	72756	UC	\$2,500.00
Stewart	Mary	1208 N Mallard	Rogers	AR	72756	UC	\$3,500.00
Strickland	Abigail	4601 Highland Knoll Road	Rogers	AR	72758	Discretionary	\$2,000.00
Storey	Paige	1701 Price Lane	Rogers	AR	72758	Discretionary	\$1,000.00
Surly	Caleb	1614 S 12 Place	Rogers	AR	72756	Pride	\$8,000.00
Townzen	Taylor	3101 N Woods Lane B-11	Rogers	AR	72756	UC	\$3,000.00
Tutt	Catie Beth	1214 S 55th Place	Rogers	AR	72758	Discretionary	\$2,000.00
Walker	Karson	426 Del Circle	Lowell	AR	72745	UC	\$3,500.00
Ward	Brooke	15121 Dutchmans Drive	Rogers	AR	72756	Discretionary	\$1,000.00
Webster	Nick	4201 Hilltop Drive	Rogers	AR	72756	UC	\$1,500.00
Zajcek	Michael	1109 Callahan	Rogers	AR	72758	UC	\$2,500.00