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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning

05/01, 2012, and ending

04/30, 2013

Name of foundation
MARIE ROPER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
6412A TAGGART

City or town, state, and ZIP code
HOUSTON, TX 77007

Room/suite

**YOUR COPY
PLACE IN YOUR FILE**

A Employer identification number
76-0537055

B Telephone number (see instructions)
(713) 865-1124

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test check here and attach computation ☐

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

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

G Check all that apply

<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 ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 281,376.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	5,000.			
	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	9,207.	9,207.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,446.			
	b Gross sales price for all assets on line 6a	343,662.			
	7 Capital gain net income (from Part IV, line 2)		6,446.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	20,653.	15,653.		
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH. 2	1,898.	949.		949.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH. 3	2,705.	2,705.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 4	14,427.	14,392.		35.
	24 Total operating and administrative expenses. Add lines 13 through 23	19,030.	18,046.		984.
Total	25 Contributions, gifts, grants paid	27,800.			27,800.
	26 Total expenses and disbursements. Add lines 24 and 25	46,830.	18,046.	0	28,784.
	27 Subtract line 26 from line 12	-26,177.			
	a Excess of revenue over expenses and disbursements		0		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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	14,819.	14,901.	14,901.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶	1,196.		ATCH 5
Less accumulated depreciation (attach schedule) ▶	1,196.			
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	ATCH 6	290,544.	264,285.	266,475.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	305,363.	279,186.	281,376.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	305,363.	279,186.	
	30 Total net assets or fund balances (see instructions)	305,363.	279,186.	
31 Total liabilities and net assets/fund balances (see instructions)	305,363.	279,186.		

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	305,363.
2 Enter amount from Part I, line 27a	2	-26,177.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	279,186.
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	279,186.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	6,446.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☐ No

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

1 Enter the appropriate amount in each column for each year. See the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	0
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	0
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 393.		
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	393.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	393.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>		11	393.

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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		
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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>		
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 N/A				
14	The books are in care of A. HARDY ROPER	Telephone no (713) 865-1124		
Located at 6412A TAGGART HOUSTON, TX		ZIP+4 77007		
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?	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				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes	<input checked="" 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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
ATCH 7		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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE ----- ----- -----	
2 ----- ----- -----	
3 ----- ----- -----	
4 ----- ----- -----	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	270,288.
b	Average of monthly cash balances	1b	15,897.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	286,185.
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	286,185.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,293.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	281,892.
6	Minimum investment return. Enter 5% of line 5	6	14,095.

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	14,095.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,095.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	14,095.
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	14,095.

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	28,784.
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	28,784.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,784.

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				14,095.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			14,686.	
b Total for prior years 20 <u>10</u> 20 <u>09</u> 20 <u>08</u>		6,398.		
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 ▶ \$ <u>28,784.</u>				
a Applied to 2011, but not more than line 2a			14,686.	
b Applied to undistributed income of prior years (Election required - see instructions)		6,398.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				7,700.
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				6,395.
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	0			
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)

NOT APPLICABLE

- 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					
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))

A. HARDY ROPER, 6412A TAGGART, HOUSTON, TX 77007

- 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

N/A

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

ATCH 8

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

IN WRITING

- c** Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATCH 9							
Total	3a	27,800.	b Approved for future payment				
Total	3b		Form 990-PF (2012)				

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			14	9,207.	
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			18	6,446.	
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				15,653.	
13	Total. Add line 12, columns (b), (d), and (e)				13	15,653.

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 | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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

Date _____

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

JACKSON B. HORN, CPA

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN	
------	--

P00091603

Firm's name ▶ JACKSON B. HORN & COMPANY, PC

Firm's EIN ▶ 76-0746450

Firm's address ► 3411 RICHMOND AVE, SUITE 350
HOUSTON, TX

77046

Phone no 713-520-1986

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

MARIE ROPER FOUNDATION

Employer identification number

76-0537055

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **MARIE ROPER FOUNDATION**Employer identification number
76-0537055**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	A HARDY ROPER 6412A TAGGART HOUSTON, TX 77007	\$ 5,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization MARIE ROPER FOUNDATION

Employer identification number

76-0537055

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization MARIE ROPER FOUNDATION

Employer identification number

76-0537055

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS				239.	
321,534.		S-T CAPITAL GAIN-SEE STMT 316,179.				VAR 5,355.	VAR
21,889.		L-T CAPITAL GAIN-SEE STMT 21,037.				VAR 852.	VAR
TOTAL GAIN (LOSS)						<u>6,446.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SCHWAB INSTITUTIONAL	9,207.	9,207.
TOTAL	<u>9,207.</u>	<u>9,207.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	1,898.	949.		949.
TOTALS	<u>1,898.</u>	<u>949.</u>		<u>949.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
EXCISE TAX	2,705.	2,705.
TOTALS	<u>2,705.</u>	<u>2,705.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT / ADVISORY FEES	14,357.	14,357.	35.
SUPPLIES	70.	35.	
TOTALS	14,427.	14,392.	35.

INVESTMENTS - LAND, BUILDINGS, EQUIPMENTATTACHMENT 5

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
HP PRINTER	M5	395.		395.	395.		395.
COMPUTER	M5		801.	801.			
TOTALS		<u>395.</u>		<u>1,196.</u>	<u>395.</u>		<u>395.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO TOTAL RET	21,446.	22,686.
WESTCORE PLUS BOND		
INLAND AM REIT	24,138.	17,515.
HINES REIT	22,360.	14,678.
ALTEGRIS MANAGED FUTURES STRAT	2,508.	2,470.
CAN SLIM SELECT GROWTH	2,508.	3,153.
CONSUMER DISCRET SELECT SECTOR	7,165.	8,410.
CONSUMER STAPLES SELECT SECTOR	7,445.	8,597.
DOUBLE LINE TOTAL RETURN	884.	895.
DOUBLE LINE TOTAL RETURN	12,892.	13,148.
EATON VANCE GBL MACR	3,709.	3,628.
HEALTH CARE SELECT SECTOR SPDR	6,014.	7,147.
ISHARES BARCLAYS	7,827.	7,828.
ISHARES MSCI EAFE		
ISHARES MSCI EMERGING MARKETS	9,574.	10,043.
ISHARES SILVER TRUST	1,011.	774.
JP MORGAN STRATEGIC INCOME OPP	642.	658.
JP MORGAN STRATEGIN INCOME	15,685.	16,266.
MATERIALS SELECT SECTOR SPDR	7,256.	7,712.
MERGER		
NATIXIS ASG MANAGED FUTURES	2,490.	2,367.
PIMCO ALL ASSET	6,823.	7,130.
SPDR GOLD SHARES	1,920.	1,713.
STADION MANAGED PORTFOLIO A	2,271.	2,522.
TECHNOLOGY SELECT SECTOR SPDR		
TFS MARKET NEUTRAL	5,096.	5,576.
UTILITIES SELECT SECTOR SPDR		
VIRTUS PREMIUM ALPHA SECTOR A	3,250.	4,060.
WESTCORE PLUS BOND INSTITUTION	20,791.	21,557.
FINANCIAL SELECT SECTOR SPDR	6,976.	8,303.
ISHARES DOW JONES US ENERGY	7,141.	7,860.
ISHARES DOW JONES US INDUSTRIA	7,206.	8,028.
ISHARES DOW JONES US TECHNOLOG	7,584.	7,731.

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ISHARES DOW JONES US UTILITIES	7,562.	8,818.
ISHARES MSCI JAPAN INDEX	4,224.	5,090.
ISHARES MSCI PACIFIC EX-JAPAN	4,786.	5,315.
TFS HEDGED FUTURES	2,577.	2,490.
VANGUARD FTSE EUROPE	14,407.	15,613.
WELLS FARGO ADVANTAGE ABSOLUT	6,117.	6,694.
TOTALS	<u>264,285.</u>	<u>266,475.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITIONNAME AND ADDRESSA. HARDY ROPER
6412A TAGGART
HOUSTON, TX 77007

TRUSTEE < 5 HRS

0 0 0

MARTIN E. ROPER
6412A TAGGART
HOUSTON, TX 77007

TRUSTEE < 1 HRS

0 0 0

ANDREW H. ROPER
6412A TAGGART
HOUSTON, TX 77007

TRUSTEE < 1 HRS

0 0 0

GRAND TOTALS

ATTACHMENT 8

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

A. HARDY ROPER
6412A TAGGART
HOUSTON, TX 77007

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004	NONE PUBLIC		SCHOLARSHIP	8,000.
SOUTHWEST UNIVERSITY P.O. BOX 770 GEORGETOWN, TX 78627	NONE PUBLIC		SCHOLARSHIP	2,000.
UNIVERSITY OF TEXAS - AUSTIN 2301 TRINITY ST AUSTIN, TX 78712	NONE PUBLIC		SCHOLARSHIP	3,000.
PERIWINKLE FOUNDATION 3000 RICHMOND AVE, SUITE 340 HOUSTON, TX 77098	NONE PUBLIC		CHARITABLE	2,000.
SALVATION ARMY 1200 AUSTIN ST. HOUSTON, TX 77002	PUBLIC		CHARITABLE	1,000.
GATEWAY CHURCH 415 SUDDERTH RUIDOSO, NM 88345	CHURCH		CHARITABLE	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEANETTE WILLIAMS FOUNDATION P.O. BOX 281 KEMAH, TX 77565	501 (C) (3)	CHILDRENS CANCER RESEARCH	300.
HOUSTON PARKS BOARD 300 NORTH POST OAK LANE HOUSTON, TX 77024	PUBLIC	CHARITABLE	10,000.
REAGAN SCHOLARSHIP FOUNDATION 40 PRESIDENTIAL DRIVE SIMI VALLEY, CA 93065	PUBLIC	CHARITABLE	500.
TOTAL CONTRIBUTIONS PAID			<u>27,800.</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

MARIE ROPER FOUNDATION

Employer identification number

76-0537055

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	5,355.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	5,355.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	852.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	239.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	1,091.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		5,355.
14	Net long-term gain or (loss):			
a	Total for year	14a		1,091.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		6,446.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero. Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if • Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

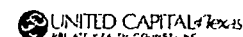
Schedule D (Form 1041) 2012

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

Mane Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹



Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Short Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss	Covered ³
59189596	Consumer Discret Select Sector SPDR (XLY)	05/07/12	12/12/11	54	\$2,108.31	\$2,429.75	\$321.44	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	06/11/12	12/12/11	47	\$1,835.01	\$2,021.82	\$186.81	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	07/09/12	12/12/11	87	\$3,396.72	\$3,780.07	\$383.35	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/10/12	12/12/11	26	\$1,015.11	\$1,227.78	\$212.67	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/10/12	04/16/12	44	\$1,957.79	\$2,077.77	\$119.98	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/17/12	04/16/12	28	\$1,245.87	\$1,330.01	\$84.14	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/17/12	05/14/12	20	\$876.00	\$950.00	\$74.00	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/24/12	05/14/12	20	\$876.00	\$946.22	\$70.22	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/24/12	07/02/12	16	\$699.64	\$756.97	\$57.33	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/31/12	07/02/12	22	\$962.01	\$1,031.86	\$69.85	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	12/31/12	10/31/12	3	\$137.70	\$140.71	\$3.01	Yes
59189596	Consumer Discret Select Sector SPDR (XLY)	01/28/13	10/31/12	28	\$1,285.19	\$1,419.88	\$134.69	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	05/07/12	10/21/11	60	\$1,877.94	\$2,049.68	\$171.74	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	06/11/12	10/21/11	68	\$2,128.33	\$2,314.79	\$186.46	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	07/09/12	10/21/11	119	\$3,724.58	\$4,149.49	\$424.91	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/10/12	04/16/12	61	\$2,066.38	\$2,204.57	\$138.19	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/17/12	04/16/12	23	\$779.13	\$828.38	\$49.25	Yes

Marie Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹



Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Short Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss ²	Covered ³
59189596	Consumer Staples Select Sector SPDR (XLP)	12/17/12	05/14/12	36	\$1,222.74	\$1,296.60	\$73.86	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/24/12	05/14/12	10	\$339.65	\$350.20	\$10.55	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/24/12	07/02/12	31	\$1,081.64	\$1,085.64	\$4.00	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/31/12	07/02/12	21	\$732.73	\$724.59	-\$8.14	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	12/31/12	10/31/12	11	\$389.15	\$379.54	-\$9.61	Yes
59189596	Consumer Staples Select Sector SPDR (XLP)	01/28/13	10/31/12	38	\$1,344.34	\$1,397.26	\$52.92	Yes
59189596	Financial Select Sector SPDR (XLF)	05/14/12	05/07/12	676	\$10,281.35	\$9,845.72	-\$435.63	Yes
59189596	Financial Select Sector SPDR (XLF)	07/09/12	06/11/12	282	\$3,946.59	\$4,063.76	\$117.17	Yes
59189596	Financial Select Sector SPDR (XLF)	12/10/12	06/11/12	213	\$2,980.94	\$3,406.13	\$425.19	Yes
59189596	Financial Select Sector SPDR (XLF)	12/17/12	06/11/12	159	\$2,225.21	\$2,585.39	\$360.18	Yes
59189596	Financial Select Sector SPDR (XLF)	12/24/12	06/11/12	42	\$587.79	\$687.55	\$99.76	Yes
59189596	Financial Select Sector SPDR (XLF)	12/24/12	07/02/12	65	\$954.52	\$1,064.06	\$109.54	Yes
59189596	Financial Select Sector SPDR (XLF)	12/31/12	07/02/12	41	\$602.08	\$666.60	\$64.52	Yes
59189596	Financial Select Sector SPDR (XLF)	12/31/12	10/31/12	38	\$601.92	\$617.83	\$15.91	Yes
59189596	Financial Select Sector SPDR (XLF)	01/28/13	10/31/12	83	\$1,314.72	\$1,445.86	\$131.14	Yes
59189596	Health Care Select Sector SPDR (XLV)	05/07/12	01/03/12	59	\$2,076.46	\$2,190.99	\$114.53	Yes
59189596	Health Care Select Sector SPDR (XLV)	06/11/12	01/03/12	58	\$2,041.27	\$2,113.48	\$72.21	Yes
59189596	Health Care Select Sector SPDR (XLV)	07/09/12	01/03/12	106	\$3,730.60	\$4,005.79	\$275.19	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/10/12	01/03/12	35	\$1,231.80	\$1,422.90	\$191.10	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/10/12	04/16/12	54	\$1,979.54	\$2,195.32	\$215.78	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/17/12	04/16/12	28	\$1,026.43	\$1,141.86	\$115.43	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/17/12	05/14/12	27	\$996.84	\$1,101.07	\$104.23	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/24/12	05/14/12	15	\$553.80	\$600.60	\$46.80	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/24/12	07/02/12	24	\$913.19	\$960.96	\$47.77	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/31/12	07/02/12	18	\$684.90	\$710.83	\$25.93	Yes
59189596	Health Care Select Sector SPDR (XLV)	12/31/12	10/31/12	10	\$399.90	\$394.90	-\$5.00	Yes

Mane Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹



Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Short Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss	Covered
59189596	Health Care Select Sector SPDR (XLV)	01/28/13	10/31/12	34	\$1,359 66	\$1,454 88	\$95 22	Yes
59189596	Health Care Select Sector SPDR (XLV)	04/29/13	10/31/12	31	\$1,239 69	\$1,483 10	\$243 41	Yes
59189596	Ishares MSCI Pacific ex-Japan (EPP)	01/22/13	12/03/12	11	\$511 17	\$532 73	\$21 56	Yes
59189596	Materials Select Sector SPDR (XLB)	05/07/12	04/02/12	66	\$2,480 72	\$2,361 54	-\$119 18	Yes
59189596	Materials Select Sector SPDR (XLB)	07/02/12	04/02/12	190	\$7,141 48	\$6,643 81	-\$497 67	Yes
59189596	Materials Select Sector SPDR (XLB)	07/02/12	04/16/12	98	\$3,566 22	\$3,426 81	-\$139 41	Yes
59189596	Materials Select Sector SPDR (XLB)	07/02/12	05/14/12	52	\$1,800 23	\$1,818 31	\$18 08	Yes
59189596	Materials Select Sector SPDR (XLB)	10/31/12	07/09/12	217	\$7,572 48	\$7,802 99	\$230 51	Yes
59189596	Materials Select Sector SPDR (XLB)	12/03/12	11/19/12	383	\$13,726 30	\$13,799 87	\$73 57	Yes
59189596	Materials Select Sector SPDR (XLB)	12/31/12	12/24/12	35	\$1,302 27	\$1,304 11	\$1 84	Yes
59189596	Materials Select Sector SPDR (XLB)	01/28/13	12/24/12	37	\$1,376 69	\$1,455 96	\$79 27	Yes
58686039	Merger (MERFX)	01/14/13	12/28/12	4 385	\$69 15	\$68 71	-\$0 44	Yes
58686039	Natixis ASG Managed Futures Strategy Y (ASFYX)	05/09/12	10/21/11	171 414	\$1,809 18	\$1,629 00	-\$180 18	No
58686039	Stadion Managed Portfolio A (ETFFX)	05/09/12	10/21/11	162 939	\$1,527 26	\$1,530 00	\$2 74	No
59189596	Technology Select Sector SPDR (XLK)	05/07/12	12/12/11	70	\$1,792 97	\$2,034 73	\$241 76	Yes
59189596	Technology Select Sector SPDR (XLK)	06/11/12	12/12/11	72	\$1,844 20	\$2,030 46	\$186 26	Yes
59189596	Technology Select Sector SPDR (XLK)	07/09/12	12/12/11	135	\$3,457 88	\$3,858 21	\$400 33	Yes
59189596	Technology Select Sector SPDR (XLK)	10/31/12	12/12/11	41	\$1,050 17	\$1,183 67	\$133 50	Yes
59189596	Technology Select Sector SPDR (XLK)	10/31/12	04/16/12	109	\$3,207 87	\$3,146 83	-\$61 04	Yes
59189596	Technology Select Sector SPDR (XLK)	10/31/12	05/14/12	58	\$1,654 16	\$1,674 46	\$20 30	Yes
59189596	Technology Select Sector SPDR (XLK)	10/31/12	07/02/12	59	\$1,700 97	\$1,703 33	\$2 36	Yes
59189596	Utilities Select Sector SPDR (XLU)	05/07/12	10/21/11	65	\$2,256 74	\$2,305 99	\$49 25	Yes
59189596	Utilities Select Sector SPDR (XLU)	06/11/12	10/21/11	74	\$2,569 21	\$2,732 02	\$162 81	Yes
59189596	Utilities Select Sector SPDR (XLU)	07/09/12	10/21/11	109	\$3,784 37	\$3,991 01	\$206 64	Yes
59189596	Utilities Select Sector SPDR (XLU)	11/19/12	04/16/12	82	\$2,849 25	\$2,806 98	-\$42 27	Yes
59189596	Utilities Select Sector SPDR (XLU)	11/19/12	05/14/12	45	\$1,616 40	\$1,540 41	-\$75 99	Yes
59189596	Utilities Select Sector SPDR (XLU)	11/19/12	07/02/12	54	\$2,005 40	\$1,848 50	-\$156 90	Yes
59189596	Utilities Select Sector SPDR (XLU)	11/19/12	10/31/12	112	\$4,122 70	\$3,833 92	-\$288 78	Yes
59189596	Vanguard FTSE Europe ETF (VGK)	01/22/13	12/03/12	21	\$995 22	\$1,052 33	\$57 11	Yes

Mane Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹



Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Short Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss	Covered
58686039	iShares Barclays 1-3 Year Credit Bond (CSJ)	05/09/12	10/21/11	10	\$1,048.53	\$1,040.04	-\$8.49	Yes
58686039	iShares Barclays 1-3 Year Credit Bond (CSJ)	01/14/13	03/26/12	10	\$1,060.24	\$1,050.62	-\$9.62	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	07/09/12	07/02/12	213	\$23,474.73	\$23,469.94	-\$4.79	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	11/15/12	10/31/12	13	\$1,432.86	\$1,432.63	-\$0.23	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	12/03/12	10/31/12	129	\$14,218.38	\$14,217.09	-\$1.29	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	12/31/12	10/31/12	45	\$4,959.90	\$4,961.29	\$1.39	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	01/22/13	10/31/12	25	\$2,755.50	\$2,755.53	\$0.03	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	03/18/13	03/04/13	17	\$1,873.72	\$1,873.76	\$0.04	Yes
59189596	iShares Barclays Short Treasury Bond (SHV)	04/29/13	03/25/13	26	\$2,866.21	\$2,866.01	-\$0.20	Yes
59189596	iShares Dow Jones US Energy (IYE)	10/31/12	07/09/12	197	\$7,497.52	\$8,068.75	\$571.23	Yes
59189596	iShares Dow Jones US Energy (IYE)	01/28/13	12/31/12	37	\$1,501.20	\$1,629.61	\$128.41	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	11/15/12	07/09/12	9	\$604.66	\$613.89	\$9.23	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	11/19/12	07/09/12	104	\$6,987.21	\$7,246.72	\$259.51	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	11/19/12	10/31/12	57	\$4,013.93	\$3,971.76	-\$42.17	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	12/17/12	12/10/12	31	\$2,256.37	\$2,263.40	\$7.03	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	12/24/12	12/10/12	25	\$1,819.65	\$1,827.56	\$7.91	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	12/31/12	12/10/12	16	\$1,164.58	\$1,161.67	-\$2.91	Yes
59189596	iShares Dow Jones US Industrial (IYJ)	01/28/13	12/10/12	19	\$1,382.93	\$1,487.21	\$104.28	Yes
59189596	iShares Dow Jones US Utilities (IDU)	12/24/12	12/17/12	19	\$1,670.63	\$1,646.47	-\$24.16	Yes
59189596	iShares Dow Jones US Utilities (IDU)	12/31/12	12/17/12	12	\$1,055.13	\$1,024.33	-\$30.80	Yes
59189596	iShares Dow Jones US Utilities (IDU)	01/28/13	12/17/12	14	\$1,230.99	\$1,256.24	\$25.25	Yes
59189596	iShares MSCI Canada Index (EWC)	03/04/13	12/03/12	96	\$2,694.01	\$2,699.13	\$5.12	Yes
59189596	iShares MSCI Canada Index (EWC)	04/15/13	12/03/12	4	\$112.25	\$107.16	-\$5.09	Yes

Marie Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹

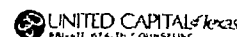


Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Short Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss	Covered
59189596	iShares MSCI Canada Index (EWC)	04/15/13	01/22/13	66	\$1,935 77	\$1,768 14	-\$167 63	Yes
59189596	iShares MSCI Canada Index (EWC)	04/15/13	03/18/13	78	\$2,226 10	\$2,089 62	-\$136 48	Yes
59189596	iShares MSCI EAFE Index (EFA)	07/02/12	02/13/12	224	\$12,079 22	\$11,253 65	-\$825 57	Yes
59189596	iShares MSCI EAFE Index (EFA)	07/02/12	04/02/12	1	\$55 65	\$50 24	-\$5 41	Yes
59189596	iShares MSCI EAFE Index (EFA)	09/12/12	04/02/12	16	\$890 34	\$860 96	-\$29 38	Yes
59189596	iShares MSCI EAFE Index (EFA)	10/31/12	04/02/12	218	\$12,130 87	\$11,683 63	-\$447 24	Yes
59189596	iShares MSCI EAFE Index (EFA)	10/31/12	07/09/12	18	\$885 30	\$964 70	\$79 40	Yes
59189596	iShares MSCI EAFE Index (EFA)	11/15/12	07/09/12	10	\$491 83	\$520 31	\$28 48	Yes
59189596	iShares MSCI EAFE Index (EFA)	12/03/12	07/09/12	212	\$10,426 84	\$11,692 92	\$1,266 08	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	07/02/12	02/13/12	281	\$12,265 08	\$10,979 63	-\$1,285 45	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	07/02/12	04/02/12	3	\$131 08	\$117.22	-\$13 86	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	10/31/12	04/02/12	298	\$13,020 75	\$12,265 83	-\$754 92	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	10/31/12	07/09/12	19	\$732 44	\$782 05	\$49 61	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	11/15/12	07/09/12	14	\$539 69	\$562 72	\$23 03	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	01/22/13	07/09/12	33	\$1,272 13	\$1,471 83	\$199 70	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	03/25/13	07/09/12	86	\$3,315.25	\$3,601 69	\$286 44	Yes
59189596	iShares MSCI Emerging Markets Index (EEM)	04/01/13	07/09/12	93	\$3,585 09	\$3,935 76	\$350 67	Yes
59189596	iShares MSCI Japan Index (EWJ)	04/29/13	12/31/12	94	\$912 73	\$1,092 47	\$179 74	Yes
Short Term Total:					\$316,179.11	\$321,534 03	\$5,354.92	

Account	Long Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss	Covered
59189596	Consumer Staples Select Sector SPDR (XLP)	12/10/12	10/21/11	36	\$1,126 76	\$1,301 06	\$174 30	Yes
59189596	DoubleLine Total Return Bond I (DBLTX)	11/15/12	10/21/11	205 531	\$2,295 33	\$2,341 00	\$45 67	No

Marie Roper Foundation
Rollup of All Accounts
as of Jun 12, 2013¹



Realized Gains/Losses from 05/01/2012 to 04/30/2013

Account	Long Term Realized Gains/Losses	Closed	Open	Units	Cost Basis	Proceeds	Gain/Loss ²	Covered ³
59189596	JPMorgan Strategic Income Opps Sel (JSOSX)	11/15/12	10/21/11	178.45	\$2,056.82	\$2,095.00	\$38.18	No
58686039	Merger (MERFX)	01/14/13	10/21/11	214.508	\$3,402.49	\$3,361.34	-\$41.15	No
58686039	PIMCO All Asset All Authority Inst (PAUIX)	11/14/12	10/21/11	57.384	\$597.26	\$625.00	\$27.74	No
59189596	PIMCO Total Return Instl (PTTRX)	07/25/12	12/27/01	427.027	\$4,557.02	\$4,898.00	\$340.98	No
59189596	Utilities Select Sector SPDR (XLU)	11/19/12	10/21/11	27	\$937.41	\$924.25	-\$13.16	Yes
58686039	Virtus Premium AlphaSector A (VAPAX)	01/17/13	10/21/11	47.089	\$561.35	\$647.00	\$85.65	No
59189596	Westcore Plus Bond Institutional (WIIBX)	09/12/12	06/09/10	464.6	\$4,978.38	\$5,171.00	\$192.62	No
58686039	iShares Barclays 1-3 Year Credit Bond (CSJ)	01/14/13	10/21/11	5	\$524.26	\$525.31	\$1.05	Yes
Long Term Total:					\$21,037.08	\$21,888.96	\$851.88	

¹ The information for some of the accounts, including but not limited to the account values and activity, is based on data that Envestnet has received from third party sources and may not be as of the date presented. For more information, please view the individual account(s) holdings report.

² Capital gain/loss data presented here is a general guide and should not be relied upon in the preparation of your tax returns.

³ A "covered" security as defined by the IRS Code Section 6045(g)(3)(A) is a specified security acquired on or after the applicable effective date. Section 6045(g)(3)(A) defines stocks acquired on or after January 1, 2011, mutual fund and dividend reinvestment plan shares acquired on or after January 1, 2012, and options and debt instruments acquired on or after January 1, 2013, as "covered" securities. The Emergency Economic Stabilization Act of 2008 requires broker-dealers and mutual fund providers to report cost basis and holding period information to the taxpayer and the IRS on the sale of "covered" securities. Reporting will be phased in by security type over the next three years as stated above. Envestnet provides cost basis information for most stocks and mutual fund shares purchased and sold, if provided by the custodian, to clients as supplemental information only within the gains/losses report.

Depreciation and Amortization (Including Information on Listed Property)

OMB No 1545-0172

2012

Attachment
Sequence No 179Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Identifying number

MARIE ROPER FOUNDATION

76-0537055

Business or activity to which this form relates

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			27 5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class 'life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?				Yes	No	24b If "Yes," is the evidence written?				Yes	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost			
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)								25			
26 Property used more than 50% in a qualified business use											
		%									
		%									
		%									
27 Property used 50% or less in a qualified business use											
		%				S/L -					
		%				S/L -					
		%				S/L -					
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1								28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29			

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

DEPRECIATION

AMORTIZATION						
Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending accumulated amortization	Code	Life
TOTALS						
						Current-year amortization

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