



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
**or Section 4947(a)(1) Nonexempt Charitable Trust**  
**Treated as a Private Foundation**

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

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning 5/1/2012, and ending 4/30/2013

Name of foundation <b>ROSALIE C ROHR TRUST</b>		A Employer identification number <b>94-6476435</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N.A. - 1 W 4TH ST 4TH FLOOR MAC D4000-041</b>		B Telephone number (see instructions) <b>(888) 730-4933</b>
City or town, state, and ZIP code <b>WINSTON SALEM NC 27101-3818</b>		C If exemption application is pending, check here <input type="checkbox"/>
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 1,625,475</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	41,866	26,617		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	37,932			
	b Gross sales price for all assets on line 6a	420,702			
	7 Capital gain net income (from Part IV, line 2)		37,932		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	79,798	64,549	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	21,510	16,133		5,377
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	960			960
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,153	780		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15	5		10
	24 Total operating and administrative expenses. Add lines 13 through 23	23,638	16,918	0	6,347
	25 Contributions, gifts, grants paid	73,104			73,104
26 Total expenses and disbursements. Add lines 24 and 25	96,742	16,918	0	79,451	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-16,944				
b Net investment income (if negative, enter -0-)		47,631			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

HTA

POSTMARK DATE JUL 31 2013

SCANNED AUG 14 2013

10

Form 990-PF (2012) ROSALIE C ROHR TRUST

94-6476435 Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	46,536	6,252	6,252
	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)			
Liabilities	11 Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,396,241	1,415,658	1,619,223
	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)	1,442,777	1,421,910	1,625,475
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	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	1,442,777	1,421,910	
	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)	1,442,777	1,421,910	
	31 Total liabilities and net assets/fund balances (see instructions)	1,442,777	1,421,910	

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

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,442,777
2 Enter amount from Part I, line 27a	2	-16,944
3 Other increases not included in line 2 (itemize) <u>COST BASIS ADJUSTMENT</u>	3	455
4 Add lines 1, 2, and 3	4	1,426,288
5 Decreases not included in line 2 (itemize) <u>PY RETURN OF CAPITAL ADJUSTMENT</u>	5	4,378
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,421,910

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	37,932
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

(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	72,216	1,564,466	0.046160
2010	68,537	1,541,113	0.044472
2009	48,461	1,434,558	0.033781
2008	78,638	1,480,440	0.053118
2007	81,353	1,748,779	0.046520

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.224051
<b>3</b> 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	<b>3</b>	0.044810
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	1,571,039
<b>5</b> Multiply line 4 by line 3	<b>5</b>	70,398
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	476
<b>7</b> Add lines 5 and 6	<b>7</b>	70,874
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	79,451

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

**1 a** Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

**b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

**c** All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

**2** Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

**3** Add lines 1 and 2

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

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

**6 Credits/Payments**

**a** 2012 estimated tax payments and 2011 overpayment credited to 2012

**6a** 339

**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

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

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

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

**11** Enter the amount of line 10 to be **Credited to 2013 estimated tax**

**Refunded**

**Part VII-A Statements Regarding Activities**

**1 a** During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

**1a** Yes No X

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

**1b** 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?

**1c** X

**d** Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation **\$** \_\_\_\_\_ (2) On foundation managers **\$** \_\_\_\_\_

**e** Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers **\$** \_\_\_\_\_

**2** Has the foundation engaged in any activities that have not previously been reported to the IRS?

**2** 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

**3** X

**4 a** Did the foundation have unrelated business gross income of \$1,000 or more during the year?

**4a** X

**b** If "Yes," has it filed a tax return on **Form 990-T** for this year?

**4b** N/A

**5** Was there a liquidation, termination, dissolution, or substantial contraction during the year?

**5** 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?

**6** 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

**7** X

**8 a** Enter the states to which the foundation reports or with which it is registered (see instructions)

**8a**

CA

**b** If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

**8b** 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

**9** X

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

**10** X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4TH ST 4TH FLOOR MAC D4000-041 WINSTON SALEM NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b X

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?

7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 1 W 4TH ST 4TH FLOOR MAC D4000-041 WIN	Trustee 4 00	21,510		

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

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

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

0

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,544,039
<b>b</b>	Average of monthly cash balances	<b>1b</b>	50,924
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,594,963
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,594,963
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	23,924
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,571,039
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	78,552

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	78,552
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	476
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	476
<b>3</b>	<b>Distributable amount before adjustments.</b> Subtract line 2c from line 1	<b>3</b>	78,076
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	78,076
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	78,076

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	79,451
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	79,451
<b>5</b>	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)	<b>5</b>	476
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	78,975

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				78,076
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			41,403	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4. ► \$ <u>79,451</u>				
<b>a</b> Applied to 2011, but not more than line 2a			41,403	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				38,048
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				40,028
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				



**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
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	73,104
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0



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

- |          |  |              |            |           |
|----------|--|--------------|------------|-----------|
| <b>1</b> | 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?  |              | <b>Yes</b> | <b>No</b> |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |            |           |
| (1)      | Cash . . . . .   | <b>1a(1)</b> |            | X         |
| (2)      | Other assets . . . . .   | <b>1a(2)</b> |            | X         |
| <b>b</b> | Other transactions:  |              |            |           |
| (1)      | Sales of assets to a noncharitable exempt organization . . . . .   | <b>1b(1)</b> |            | X         |
| (2)      | Purchases of assets from a noncharitable exempt organization . . . . .   | <b>1b(2)</b> |            | X         |
| (3)      | Rental of facilities, equipment, or other assets . . . . .   | <b>1b(3)</b> |            | X         |
| (4)      | Reimbursement arrangements . . . . .   | <b>1b(4)</b> |            | X         |
| (5)      | Loans or loan guarantees . . . . .   | <b>1b(5)</b> |            | X         |
| (6)      | Performance of services or membership or fundraising solicitations . . . . .   | <b>1b(6)</b> |            | X         |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .   | <b>1c</b>    |            | X         |
| <b>d</b> | 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: John A. Salente SVP Wells Fargo Bank N.A. Date: 7/23/2013 Title: SVP Wells Fargo Bank N.A.

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

**Paid  
Preparer  
Use Only**

PnnType preparer's name	Preparer's signature	Date	Check <input checked="checked" type="checkbox"/> if self-employed	PTIN
JOSEPH J CASTRIANO		7/23/2013		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

ROSALIE C ROHR TRUST

94-6476435 Page 1 of 2

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

Recipient(s) paid during the year

**Name**

HEALDSBURG UNION HSD

**Street**

1028 PRINCE AVE

**City**

HEALDSBURG

**State**

CA

**Zip Code**

95448

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,610

**Name**

PETALUMA HIGH SCHOOL

**Street**

201 FAIR STREET

**City**

PETALUMA

**State**

CA

**Zip Code**

94952

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,610

**Name**

SONOMA VALLEY UNIFIED SCHOOL DISTRICT

**Street**

17850 RAILROAD AVE

**City**

SONOMA

**State**

CA

**Zip Code**

95476

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,610

**Name**

UNIVERSITY OF THE PACIFIC

**Street**

3601 PACIFIC AVE

**City**

STOCKTON

**State**

CA

**Zip Code**

95211

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

18,276

**Name**

SANTA ROSA HIGH SCHOOL

**Street**

1235 MENDOCINO AVE

**City**

SANTA ROSA

**State**

CA

**Zip Code**

95401

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,219

**Name**

SONOMA COUNTY 4H FOUNDATION

**Street**

PO BOX 1283

**City**

ROHNERT PARK

**State**

CA

**Zip Code**

94927

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

18,276

ROSALIE C ROHR TRUST

94-6476435 Page 2 of 2

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

Recipient(s) paid during the year

Name

UNIVERSITY OF CALIFORNIA

Street

PO BOX 60000

City

SAN FRANCISCO

State

CA

Zip Code

94160

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

18,276

Name

EL MOLINO HIGH SCHOOL

Street

7050 COVEY ROAD

City

FORESTVILLE

State

CA

Zip Code

95436

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,617

Name

ANALY HIGH SCHOOL

Street

6950 ANALY AVE

City

SEBASTOPOL

State

CA

Zip Code

95472

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,610

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount



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

Long Term CG Distributions										Amount			
Short Term CG Distributions										305	0		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Cost, Other Basis and Expenses		Net Gain or Loss	
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments
1	X	ACCO BRANDS CORP	000811108		1/18/2011		5/15/2012	6	5			0	1
2	X	ACCO BRANDS CORP	000811108		1/18/2011		5/18/2012	385	351				34
3	X	AFFILIATED MANAGERS GRO	008252108		4/25/2012		4/15/2013	1,207	908				299
4	X	ANHEUSER-BUSCH INBEV SP	035244108		5/18/2012		12/27/2012	1,584	1,227				357
5	X	ANHEUSER-BUSCH INBEV SP	035244108		12/22/2011		12/27/2012	704	477				227
6	X	APPLE INC	037833100		5/18/2012		12/27/2012	1,026	1,076				-50
7	X	ASCENA RETAIL GROUP INC	04351G101		7/25/2011		10/8/2012	4,391	3,549				842
8	X	BRISTOL MYERS SQUIBB CO	110122108		1/25/2010		5/18/2012	3,998	3,021				977
9	X	CAPITAL ONE FINANCIAL CO	14040H105		12/14/2010		5/18/2012	1,039	887				152
10	X	COMCAST CORP CLASS A	20030N101		6/14/2011		10/8/2012	869	576				293
11	X	COSTCO WHOLESALE CORP	22160K105		11/11/2011		5/18/2012	3,419	3,421				-2
12	X	CREDIT SUISSE COMM RT ST	22544R305		7/27/2011		10/11/2012	4,300	4,827				-527
13	X	DIAMOND HILL LONG-SHORT	25264S833		5/6/2010		5/22/2012	902	827				75
14	X	DIAMOND HILL LONG-SHORT	25264S833		10/11/2012		3/7/2013	1,200	1,112				88
15	X	WALT DISNEY CO	254687106		4/25/2012		10/8/2012	470	385				85
16	X	ECOLAB INC	278865100		12/22/2011		11/20/2012	4,347	3,494				853
17	X	EXXON MOBIL CORPORATION	30231G102		7/19/2010		12/27/2012	3,306	2,216				1,090
18	X	EXXON MOBIL CORPORATION	30231G102		11/5/2010		12/27/2012	1,218	977				241
19	X	GILEAD SCIENCES INC	375558103		11/11/2011		12/27/2012	2,240	1,278				962
20	X	HEWLETT PACKARD CO	428236103		5/18/2012		10/8/2012	1,223	1,827				-604
21	X	HUSSMAN STRATEGIC GROW	448108100		12/17/2009		10/11/2012	15,055	17,638				-2,583
22	X	HUSSMAN STRATEGIC GROW	448108100		3/23/2010		10/11/2012	945	1,104				-159
23	X	HUSSMAN STRATEGIC GROW	448108100		3/23/2010		11/26/2012	170	196				-26
24	X	HUSSMAN STRATEGIC GROW	448108100		1/25/2010		11/26/2012	11,330	12,937				-1,607
25	X	HUSSMAN STRATEGIC GROW	448108100		1/25/2010		1/31/2013	12,074	14,563				-2,489
26	X	HUSSMAN STRATEGIC GROW	448108100		5/3/2010		1/31/2013	1,251	1,500				-249
27	X	HUSSMAN STRATEGIC GROW	448108100		12/16/2010		1/31/2013	3,826	4,600				-774
28	X	HUSSMAN STRATEGIC GROW	448108100		2/25/2011		1/31/2013	2,189	2,500				-311
29	X	HUSSMAN STRATEGIC GROW	448108100		5/11/2011		1/31/2013	1,190	1,400				-210
30	X	HUSSMAN STRATEGIC GROW	448108100		2/3/2012		1/31/2013	7,442	8,500				-1,058
31	X	HUSSMAN STRATEGIC GROW	448108100		3/15/2012		1/31/2013	1,623	1,800				-177
32	X	HUSSMAN STRATEGIC GROW	448108100		5/22/2012		1/31/2013	972	1,100				-128
33	X	INTERCONTINENTAL EXCH	45865V100		11/11/2011		5/18/2012	3,337	3,440				-103
34	X	INTERNATIONAL BUSINESS M	459200101		10/25/2007		12/27/2012	4,979	2,910				2,069
35	X	INTUIT COM	461202103		12/22/2011		11/20/2012	3,780	3,459				321
36	X	ISHARES CORE S & P 500 ETF	464287200		3/23/2010		12/27/2012	4,558	3,766				792
37	X	ISHARES CORE S & P 500 ETF	464287200		9/28/2010		12/27/2012	2,421	1,953				468
38	X	ISHARES CORE S & P 500 ETF	464287200		9/28/2010		3/7/2013	1,089	804				285
39	X	ISHARES MSCI EAFE	464287465		3/23/2010		10/8/2012	12,372	12,783				-411
40	X	ISHARES MSCI EAFE	464287465		3/23/2010		11/20/2012	1,062	1,112				-50
41	X	ISHARES MSCI EAFE	464287465		9/28/2010		11/20/2012	9,554	9,961				-407
42	X	ISHARES MSCI EAFE	464287465		9/28/2010		12/27/2012	1,019	996				23
43	X	ISHARES MSCI EAFE	464287465		1/25/2010		1/31/2013	14,762	13,712				1,050
44	X	ISHARES MSCI EAFE	464287465		5/3/2010		1/31/2013	14,762	13,742				1,020
45	X	ISHARES MSCI EAFE	464287465		9/28/2010		1/31/2013	3,071	2,878				193
46	X	ISHARES MSCI EAFE	464287465		3/13/2012		1/31/2013	2,893	2,691				202
47	X	ISHARES MSCI EAFE	464287465		11/11/2011		1/31/2013	41,275	36,228				5,047
48	X	ISHARES MSCI EAFE	464287465		6/16/2010		3/7/2013	29,614	25,305				4,309
49	X	ISHARES MSCI EAFE	464287465		7/19/2010		3/7/2013	14,807	12,432				2,375
50	X	ISHARES MSCI EAFE	464287465		8/23/2010		3/7/2013	14,807	12,625				2,182
51	X	ISHARES MSCI EAFE	464287465		11/11/2011		3/7/2013	7,759	6,789				970
52	X	ISHARES MSCI EAFE	464287465		12/20/2011		3/7/2013	10,069	8,235				1,834
53	X	ISHARES S&P MIDCAP 400 GF	464287606		3/13/2012		11/20/2012	2,543	2,581				-38
54	X	ISHARES S&P MIDCAP 400 VA	464287705		6/16/2010		12/27/2012	3,510	2,819				691
55	X	ISHARES CORE S&P SMALL-C	464287804		3/13/2012		12/27/2012	541	529				12
56	X	ISHARES CORE S&P SMALL-C	464287804		8/31/2011		12/27/2012	4,325	3,667				658
57	X	ISHARES CORE S&P SMALL-C	464287804		8/31/2011		1/31/2013	2,232	1,768				464
58	X	ISHARES CORE S&P SMALL-C	464287804		3/23/2010		1/31/2013	7,686	5,619				2,067
59	X	ISHARES CORE S&P SMALL-C	464287804		3/23/2010		3/7/2013	20,080	14,199				5,881
60	X	JOHNSON & JOHNSON	478160104		7/19/2010		11/20/2012	3,547	3,034				513
61	X	JOHNSON & JOHNSON	478160104		5/9/2011		11/20/2012	765	718				47
62	X	KRAFT FOODS GROUP INC	50076Q106		6/16/2010		10/11/2012	15	10				5
63	X	KRAFT FOODS GROUP INC	50076Q106		8/16/2010		12/27/2012	1,465	1,034				431
64	X	LAUDUS MONDRIAN INTL FLII	51855Q655		9/30/2010		10/11/2012	10,000	9,884				116
65	X	LAUDUS MONDRIAN INTL FLII	51855Q655		9/30/2010		2/4/2013	2,600	2,786				-186
66	X	MCDONALDS CORP	580135101		3/23/2010		5/18/2012	4,530	3,356				1,174
67	X	MEADWESTVACO CORP	58334107		1/18/2011		5/18/2012	3,223	2,888				335
68	X	MERGER FD SH BEN INT 260	589509108		9/30/2010		11/26/2012	699	700				-1

Long Term CG Distributions	305
Short Term CG Distributions	0

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

		960	0	0	960
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	960			960

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

		1,153	780	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	780	780		
2	PY EXCISE TAX DUE	34			
3	ESTIMATED EXCISE PAYMENT	339			

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

		15	5	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	5	5		
2	STATE AG FEES	10			10

7/23/2013 10:33:12 AM - 104266 - 1807 - WWS - ROHR, ROSALIE C. T-U-W

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										305	Amount									
Short Term CG Distributions										0										
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	37,627	0	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Loss						
1 ACCO BRANDS CORP	000811108		1/18/2011	5/15/2012	6		0	5	31		0	0	0	37,627						
2 ACCO BRANDS CORP	000811108		1/18/2011	5/18/2012	385		0	385	34		0	0	0	34						
3 AFFILIATED MANAGERS GROUP INC	C008252108		4/25/2012	4/15/2013	1,207		0	908	299		0	0	0	299						
4 ANHEUSER-BUSCH INBEV SPN ADR	035344108		5/18/2012	12/21/2012	1,584		0	1,227	357		0	0	0	357						
5 ANHEUSER-BUSCH INBEV SPN ADR	035344108		12/21/2012	12/21/2012	704		0	477	227		0	0	0	227						
6 APPLE INC	037833100		5/18/2012	12/21/2012	1,026		0	1,078	50		0	0	0	50						
7 ASCENA RETAIL GROUP INC	04351G101		7/25/2011	10/8/2012	4,391		0	3,549	842		0	0	0	842						
8 CAPITAL MIVERS SQUIBB CO	16040H105		12/3/2010	5/18/2012	3,980		0	3,921	59		0	0	0	59						
9 COMCAST CORP CLASS A	20030N101		12/14/2010	5/18/2012	1,039		0	887	152		0	0	0	152						
10 COMCAST CORP CLASS A	22190X105		6/14/2011	10/8/2012	869		0	576	293		0	0	0	293						
11 CREDIT SUISSE COMM RT ST-LO	21562Z344R305		1/11/2011	5/18/2012	3,419		0	3,421	-2		0	0	0	-2						
12 DIAMOND HILL LONG-SHORT FD CL I	125264S833		7/27/2011	10/1/2012	4,300		0	4,827	-527		0	0	0	-527						
13 DIAMOND HILL LONG-SHORT FD CL I	125264S833		5/6/2010	5/22/2012	902		0	827	75		0	0	0	75						
14 DIAMOND HILL LONG-SHORT FD CL I	25264S833		10/1/2012	3/7/2013	1,200		0	1,112	88		0	0	0	88						
15 ECOLAB INC	25468R106		7/22/2011	11/20/2012	4,347		0	3,494	853		0	0	0	853						
16 EXXON MOBIL CORPORATION	30231G102		12/27/2011	12/27/2012	3,306		0	2,216	1,090		0	0	0	1,090						
17 EXXON MOBIL CORPORATION	30231G102		7/19/2010	12/27/2012	2,216		0	2,216	0		0	0	0	0						
18 GILEAD SCIENCES INC	375558103		11/15/2011	12/27/2012	1,218		0	977	241		0	0	0	241						
19 GILEAD SCIENCES INC	375558103		11/15/2011	12/27/2012	2,240		0	1,278	962		0	0	0	962						
20 HEWLETT PACKARD CO	428236103		5/18/2012	10/8/2012	1,223		0	1,827	-604		0	0	0	-604						
21 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/17/2009	10/1/2012	15,055		0	17,638	-2,583		0	0	0	-2,583						
22 HUSSMAN STRATEGIC GROWTH FUND	448108100		3/23/2010	10/1/2012	945		0	1,104	-159		0	0	0	-159						
23 HUSSMAN STRATEGIC GROWTH FUND	448108100		3/23/2010	11/28/2012	170		0	196	-26		0	0	0	-26						
24 HUSSMAN STRATEGIC GROWTH FUND	448108100		1/25/2010	11/28/2012	11,330		0	12,937	-1,607		0	0	0	-1,607						
25 HUSSMAN STRATEGIC GROWTH FUND	448108100		1/25/2010	1/31/2013	12,074		0	14,563	-2,489		0	0	0	-2,489						
26 HUSSMAN STRATEGIC GROWTH FUND	448108100		5/2/2010	1/31/2013	1,251		0	1,500	-249		0	0	0	-249						
27 HUSSMAN STRATEGIC GROWTH FUND	448108100		12/16/2010	1/31/2013	3,826		0	4,600	-774		0	0	0	-774						
28 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/25/2011	1/31/2013	2,189		0	2,500	-311		0	0	0	-311						
29 HUSSMAN STRATEGIC GROWTH FUND	448108100		5/11/2011	1/31/2013	1,190		0	1,400	-210		0	0	0	-210						
30 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/2/2012	1/31/2013	7,442		0	8,500	-1,058		0	0	0	-1,058						
31 HUSSMAN STRATEGIC GROWTH FUND	448108100		3/15/2012	1/31/2013	1,623		0	1,800	-177		0	0	0	-177						
32 HUSSMAN STRATEGIC GROWTH FUND	448108100		3/22/2012	1/31/2013	972		0	1,100	-128		0	0	0	-128						
33 INTERNATIONAL EXCHANGE INC	45865V100		1/11/2011	5/18/2012	3,337		0	3,440	-103		0	0	0	-103						
34 INTERNATIONAL EXCHANGE INC	45865V100		10/25/2007	12/27/2012	4,979		0	2,910	2,069		0	0	0	2,069						
35 INTUIT COM	461202103		12/22/2011	11/20/2012	3,780		0	3,459	321		0	0	0	321						
36 ISHARES CORE S & P 500 ETF	464287200		3/23/2010	12/27/2012	4,558		0	3,766	792		0	0	0	792						
37 ISHARES CORE S & P 500 ETF	464287200		9/28/2010	12/27/2012	2,421		0	1,953	468		0	0	0	468						
38 ISHARES CORE S & P 500 ETF	464287200		9/28/2010	3/7/2013	1,089		0	804	285		0	0	0	285						
39 ISHARES MSCI EAFE	464287465		3/23/2010	10/8/2012	12,372		0	12,783	-411		0	0	0	-411						
40 ISHARES MSCI EAFE	464287465		3/23/2010	11/20/2012	1,062		0	1,112	-50		0	0	0	-50						
41 ISHARES MSCI EAFE	464287465		9/28/2010	11/20/2012	9,554		0	9,961	-407		0	0	0	-407						
42 ISHARES MSCI EAFE	464287465		9/28/2010	12/27/2012	1,019		0	986	23		0	0	0	23						
43 ISHARES MSCI EAFE	464287465		1/25/2010	1/31/2013	14,762		0	13,712	1,050		0	0	0	1,050						
44 ISHARES MSCI EAFE	464287465		5/2/2010	1/31/2013	14,762		0	13,742	1,020		0	0	0	1,020						
45 ISHARES MSCI EAFE	464287465		9/28/2010	1/31/2013	3,071		0	2,878	193		0	0	0	193						
46 ISHARES MSCI EAFE	464287465		3/13/2012	1/31/2013	2,893		0	2,691	202		0	0	0	202						
47 ISHARES MSCI EAFE	464287465		11/11/2011	1/31/2013	41,275		0	36,228	5,047		0	0	0	5,047						
48 ISHARES MSCI EAFE	464287465		6/16/2010	3/7/2013	29,614		0	25,305	4,309		0	0	0	4,309						
49 ISHARES MSCI EAFE	464287465		7/19/2010	3/7/2013	14,807		0	12,432	2,375		0	0	0	2,375						
50 ISHARES MSCI EAFE	464287465		8/23/2010	3/7/2013	14,807		0	12,625	2,182		0	0	0	2,182						
51 ISHARES MSCI EAFE	464287465		11/11/2011	3/7/2013	7,759		0	6,769	970		0	0	0	970						
52 ISHARES MSCI EAFE	464287465		12/20/2011	3/7/2013	10,689		0	8,235	1,834		0	0	0	1,834						
53 ISHARES S&P MIDCAP 400 GROWTH	464287506		3/13/2012	11/20/2012	2,543		0	2,561	-38		0	0	0	-38						
54 ISHARES S&P MIDCAP 400 VALUE	464287705		6/16/2010	12/27/2012	3,510		0	2,819	691		0	0	0	691						
55 ISHARES CORE S&P SMALL-CAP E	464287804		3/13/2012	12/27/2012	541		0	529	12		0	0	0	12						
56 ISHARES CORE S&P SMALL-CAP E	464287804		8/31/2011	12/27/2012	4,325		0	3,667	658		0	0	0	658						
57 ISHARES CORE S&P SMALL-CAP E	464287804		8/31/2011	1/31/2013	2,232		0	1,768	464		0	0	0	464						
58 ISHARES CORE S&P SMALL-CAP E	464287804		3/23/2010	3/7/2013	20,080		0	17,666	2,414		0	0	0	2,414						
59 ISHARES CORE S&P SMALL-CAP E	464287804		3/23/2010	3/7/2013	2,080		0	1,419	5,881		0	0	0	5,881						
60 JOHNSON & JOHNSON	478160104		7/19/2010	11/20/2012	3,547		0	3,034	513		0	0	0	513						
61 JOHNSON & JOHNSON	478160104		5/9/2011	11/20/2012	765		0	718	47		0	0	0	47						
62 KRAFT FOODS GROUP INC	50076Q106		6/16/2010	10/1/2012	15		0	10	5		0	0	0	5						
63 KRAFT FOODS GROUP INC	50076Q106		6/16/2010	12/27/2012	1,465		0	1,034	431		0	0	0	431						
64 LAUDUS MONDRIAN INT'L FIN ST 2940	518550655		9/30/2010	10/1/2012	10,000		0	9,884	116		0	0	0	116						
65 LAUDUS MONDRIAN INT'L FIN ST 2940	518550655		9/30/2010	2/4/2013	2,600		0	2,766	-166		0	0	0	-166						
66 MC DONALDS CORP	580135101		3/23/2010	5/18/2012	4,530		0	3,356	1,174		0	0	0	1,174						
67 MCADWESTACO CORP	583334107		1/18/2011	5/18/2012	3,223		0	2,888	335		0	0	0	335						
68 MERGER FD SH BEN INT 260	585509108		9/30/2010	11/26/2012	699		0	700	-1		0	0	0	-1						
69 MERGER FD SH BEN INT 260	585509108		10/2/2010	11/26/2012	378		0	381	-3		0	0	0	-3						
70 MERGER FD SH BEN INT 260	585509108		2/9/2012	11/26/2012	1,728		0	1,700	28		0	0	0	28						
71 MERGER FD SH BEN INT 260	585509108		6/16/2010	11/26/2012	4,635		0	4,615	80		0	0	0	80						
72 MONDELEZ INTERNATIONAL INC	609207105		6/16/2010	12/27/2012	2,518		0	1,932	586		0	0	0	586						
73 NATIONAL OILWELL INC COM	630711101		5/9/2011	5/18/2012	3,034		0	3,304	-270		0	0	0	-270						
74 NOVARTIS AG -ADR	66887V109		5/16/2012	1/31/2013	2,922		0	2,225	697		0	0	0	697						
75 QUALCOMM INC	747525103		6/14/2011	10/8/2012	4,183		0	3,780	393		0	0	0	393						
76 SPDR DJ WILSHIRE INTERNATIONAL R	78463X063		1/31/2012	5/18/2012	1,889		0	1,902	-13		0	0	0	-13						
77 SPDR DJ WILSHIRE INTERNATIONAL R	78463X063		1/31/2012	11/20/2012	4,804		0	4,150	654		0	0	0	654						
78 TIMKEN CO	887389104		11/11/2011	10/8/2012	3,383		0	3,934	-541		0	0	0	-541						
79 UNITED TECHNOLOGIES CORP	913071709		3/23/2010	5/18/2012	1,462		0	1,950	-488		0	0	0	-488						
80 VANGUARD REIT VIPER	922908553		11/20/2012	4/15/2013	2,536		0	1,905	631		0	0	0	631						
81 VANGUARD REIT VIPER	922908553		11/20/2012	4/15/2013	1,466		0	1,268	198		0	0	0	198						
82 VANGUARD REIT VIPER	922908553		11/20/2012	4/15/2013	2,732		0	2,760	-48		0	0	0	-48						
83 VODAFONE GROUP PLC NEW ADR	92857W209		4/25/2012	1/31/2013	4,256		0	3,313	943		0	0	0	943						
84 ACENTURE PLC	G1151C101		10/3/2011	11/20/2012	4,256		0	3,313	943		0	0	0	943						

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		305		0		420,397		0		0		382,770		37,627		0		0		0		37,627		0		37,627	





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

	Date	Amount
1 Credit from prior year return . . . . .		0
2 First quarter estimated tax payment . . . . .		
3 Second quarter estimated tax payment . . . . .	9/11/2012	339
4 Third quarter estimated tax payment . . . . .		
5 Fourth quarter estimated tax payment . . . . .		
6 Other payments . . . . .		0
7 Total . . . . .		339

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

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	41,403
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	41,403

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	104266	94-6476435				\$0.00	\$0.00
Savings & Temp Inv	104266	94-6476435	YY1001204	BLACKROCK INSTL FUNDS T-FUND #60	\$6,252.03	6,252.03	\$6,252.03
				<b>TOTAL CASH, SAVINGS, AND TEMP INV</b>	<b>\$6,252.03</b>		<b>\$6,252.03</b>
Invest - Corp Bonds	104266	94-6476435	6952838Z3	PADRE DAM MUN WTR DI 3.000% 10/01/18	\$55,415.50	50,000.00	\$49,687.00
Invest - Corp Bonds	104266	94-6476435	544712U91	LOS ANGELES CNTY CAL 4 000% 7/01/21	\$56,834.50	50,000.00	\$51,766.82
Invest - Corp Bonds	104266	94-6476435	271015Y6	EAST BAY CALIF REGL 3.000% 9/01/19	\$55,776.50	50,000.00	\$51,525.71
Invest - Corp Bonds	104266	94-6476435	726030FG9	PLACER CNTY CALIF WT 4.125% 7/01/21	\$137,735.00	125,000.00	\$122,485.00
Invest - Corp Bonds	104266	94-6476435	378406KP6	GLENDALE CALIF ELEC 4.000% 2/01/22	\$55,518.00	50,000.00	\$50,000.00
Invest - Corp Stock	104266	94-6476435	001055102	AFLAC INC	\$3,593.04	66.00	\$3,341.58
Invest - Corp Stock	104266	94-6476435	008252108	AFFILIATED MANAGERS GROUP, INC COM	\$4,981.76	32.00	\$3,633.92
Invest - Corp Stock	104266	94-6476435	037411105	APACHE CORP	\$3,694.00	50.00	\$4,081.00
Invest - Corp Stock	104266	94-6476435	037833100	APPLE INC	\$9,741.16	22.00	\$7,758.20
Invest - Corp Stock	104266	94-6476435	097023105	BOEING CO	\$3,656.40	40.00	\$2,829.60
Invest - Corp Stock	104266	94-6476435	126650100	CVS/CAREMARK CORPORATION	\$4,945.30	85.00	\$3,825.00
Invest - Corp Stock	104266	94-6476435	14040H105	CAPITAL ONE FINANCIAL CORP	\$3,871.26	67.00	\$2,828.74
Invest - Corp Stock	104266	94-6476435	17275R102	CISCO SYSTEMS INC	\$6,589.80	315.00	\$7,939.24
Invest - Corp Stock	104266	94-6476435	25243Q205	DIAGEO PLC - ADR	\$3,788.20	31.00	\$3,631.03
Invest - Corp Stock	104266	94-6476435	254687106	WALT DISNEY CO	\$6,472.52	103.00	\$4,404.27
Invest - Corp Stock	104266	94-6476435	268648102	E M C CORP MASS	\$2,534.59	113.00	\$2,864.55
Invest - Corp Stock	104266	94-6476435	375558103	GILEAD SCIENCES INC	\$5,266.56	104.00	\$2,143.96
Invest - Corp Stock	104266	94-6476435	458140100	INTEL CORP	\$3,544.60	148.00	\$2,776.32
Invest - Corp Stock	104266	94-6476435	478366107	JOHNSON CONTROLS INC	\$6,301.80	180.00	\$5,049.09
Invest - Corp Stock	104266	94-6476435	594918104	MICROSOFT CORP	\$4,005.10	121.00	\$3,199.14
Invest - Corp Stock	104266	94-6476435	641069406	NESTLE S A REGISTERED SHARES - ADR	\$4,345.03	61.00	\$3,741.13
Invest - Corp Stock	104266	94-6476435	68389X105	ORACLE CORPORATION	\$3,999.16	122.00	\$3,565.94
Invest - Corp Stock	104266	94-6476435	806857108	SCHLUMBERGER LTD	\$4,465.80	60.00	\$4,141.80
Invest - Corp Stock	104266	94-6476435	872540109	TIX COS INC NEW	\$4,096.68	84.00	\$3,397.80
Invest - Corp Stock	104266	94-6476435	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	\$2,833.46	74.00	\$2,754.28
Invest - Corp Stock	104266	94-6476435	883556102	THERMO FISHER SCIENTIFIC INC	\$4,679.44	58.00	\$3,505.52
Invest - Corp Stock	104266	94-6476435	89151E109	TOTAL S A - ADR	\$3,366.08	67.00	\$3,345.98
Invest - Corp Stock	104266	94-6476435	907818108	UNION PACIFIC CORP	\$7,841.88	53.00	\$5,747.85
Invest - Corp Stock	104266	94-6476435	58155Q103	MCKESSON CORP	\$3,597.88	34.00	\$3,286.44
Invest - Corp Stock	104266	94-6476435	38141G104	GOLDMAN SACHS GROUP INC	\$3,359.61	23.00	\$2,222.49
Invest - Corp Stock	104266	94-6476435	911312106	UNITED PARCEL SERVICE-CL B	\$3,347.76	39.00	\$2,783.82
Invest - Corp Stock	104266	94-6476435	87612E106	TARGET CORP	\$5,362.56	76.00	\$4,171.08
Invest - Corp Stock	104266	94-6476435	91324P102	UNITEDHEALTH GROUP INC	\$4,494.75	75.00	\$2,742.64
Invest - Corp Stock	104266	94-6476435	189754104	COACH INC	\$5,120.82	87.00	\$4,439.61
Invest - Corp Stock	104266	94-6476435	088606108	BHP BILLITON LIMITED - ADR	\$2,352.70	35.00	\$2,443.00
Invest - Corp Stock	104266	94-6476435	46625H100	JPMORGAN CHASE & CO	\$6,028.23	123.00	\$4,625.62
Invest - Corp Stock	104266	94-6476435	902973304	US BANCORP DEL NEW	\$4,060.16	122.00	\$4,251.70
Invest - Corp Stock	104266	94-6476435	03524A108	ANHEUSER-BUSCH INBEV SPN ADR	\$4,781.00	50.00	\$2,978.50

Invest - Corp Stock	104266	94-6476435	166764100	CHEVRON CORP		\$5,856.48	48.00	\$4,387.24
Invest - Corp Stock	104266	94-6476435	88579Y101	3M CO		\$4,502.53	43.00	\$3,823.99
Invest - Corp Stock	104266	94-6476435	084670702	BERKSHIRE HATHAWAY INC.		\$6,485.52	61.00	\$5,272.84
Invest - Corp Stock	104266	94-6476435	20030N101	COMCAST CORP CLASS A		\$5,575.50	135.00	\$3,239.80
Invest - Corp Stock	104266	94-6476435	38259P508	GOOGLE INC		\$5,771.99	7.00	\$4,537.47
Invest - Corp Stock	104266	94-6476435	150870103	CELANESE CORP		\$3,162.24	64.00	\$2,565.12
Invest - Corp Stock	104266	94-6476435	611740101	MONSTER BEVERAGE CORP		\$1,804.80	32.00	\$1,669.76
Invest - Corp Stock	104266	94-6476435	G29183103	EATON CORP PLC		\$3,561.78	58.00	\$3,075.75
Invest - Corp Stock	104266	94-6476435	12572Q105	CME GROUP INC		\$4,077.62	67.00	\$3,384.17
Invest - Other	104266	94-6476435	589509108	MERGER FD SH BEN INT #260		\$32,350.14	2,033.32	\$31,784.59
Invest - Other	104266	94-6476435	693390882	PIMCO FOREIGN BD FD USD H-INST #103		\$25,873.47	2,360.72	\$25,000.00
Invest - Other	104266	94-6476435	025075508	AMER CENT CA INT T/F BD FD #931		\$101,105.81	8,390.52	\$94,000.00
Invest - Other	104266	94-6476435	464287804	ISHARES CORE S&P SMALL-CAP E		\$57,888.72	666.00	\$36,563.34
Invest - Other	104266	94-6476435	464287705	ISHARES S&P MIDCAP 400 VALUE		\$41,054.09	407.00	\$26,482.50
Invest - Other	104266	94-6476435	464287200	ISHARES CORE S & P 500 ETF		\$60,329.20	376.00	\$41,504.33
Invest - Other	104266	94-6476435	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940		\$29,456.05	2,656.09	\$30,953.13
Invest - Other	104266	94-6476435	464287606	ISHARES S&P MIDCAP 400 GROWTH		\$49,915.25	385.00	\$31,728.63
Invest - Other	104266	94-6476435	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083		\$25,523.90	1,637.20	\$25,000.00
Invest - Other	104266	94-6476435	262028855	DRIEHAUS ACTIVE INCOME FUND		\$32,032.58	2,968.73	\$31,500.00
Invest - Other	104266	94-6476435	922908553	VANGUARD REIT VIPER		\$61,955.44	823.00	\$40,482.42
Invest - Other	104266	94-6476435	922042858	VANGUARD FTSE EMERGING MARKETS ETF		\$124,103.36	2,836.00	\$119,595.29
Invest - Other	104266	94-6476435	25537M100	DIV CAP DIVERSIFIED PROPERTY FD CL E		\$24,745.02	3,659.48	\$25,764.03
Invest - Other	104266	94-6476435	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL		\$62,294.61	1,351.00	\$44,424.64
Invest - Other	104266	94-6476435	921943858	VANGUARD MSCI EAFE ETF		\$162,135.90	4,230.00	\$155,476.20
Invest - Other	104266	94-6476435	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11		\$42,269.02	2,103.98	\$33,807.12
Invest - Other	104266	94-6476435	367829884	GATEWAY FUND - Y #1986		\$57,649.82	2,042.87	\$56,000.00
Invest - Other	104266	94-6476435	22544R305	CREDIT SUISSE COMM RET ST-I #2156		\$75,343.56	9,784.88	\$83,719.85
TOTAL INVESTMENTS						\$1,619,222.99		\$1,415,657.58
GRAND TOTAL						\$1,625,475.02		\$1,421,909.61