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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2012**Open to Public Inspection****A For the 2012 calendar year, or tax year beginning 06/01/12, and ending 05/31/13**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization William/Charlotte Parks Foundation for Animal Welfare Doing Business As c/o Middleburg Trust Company Number and street (or P.O. box if mail is not delivered to street address) 821 East Main Street City, town or post office, state, and ZIP code Richmond VA 23219		D Employer identification number 22-2552893
	F Name and address of principal officer Bernard Unti Humane Society of the United States Washington DC 20037		E Telephone number 804-644-2848
	I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		G Gross receipts \$ 2,732,806
	J Website: www.parksfoundation.org		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)
	K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		H(c) Group exemption number ▶
L Year of formation 1984		M State of legal domicile VA	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: To improve the status of animals worldwide by studies of science and philosophy of animal welfare/rights and to reduce the suffering and harm inflicted on animals by humans beings.	
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets	
	3 Number of voting members of the governing body (Part VI, line 1a)	3 6
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 6
	5 Total number of individuals employed in calendar year 2012 (Part VII, line 2a)	5 0
Revenue	6 Total number of volunteers (estimate if necessary)	6 0
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 0
	b Net unrelated business taxable income from Form 990-T, line 34	7b 0
	8 Contributions and grants (Part VIII, line 1h)	8 0
	9 Program service revenue (Part VIII, line 2g)	9 0
Expenses	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	10 0
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	11 0
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12 268,365
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	13 215,460
	14 Benefits paid to or for members (Part IX, column (A), line 4)	14 0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	15 0
	16a Professional fundraising fees (Part IX, column (A), line 11e)	16a 0
	b Total fundraising expenses (Part IX, column (D), line 25) ▶	b 0
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	17 57,771
	18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	18 273,231
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	19 -4,866
	20 Total assets (Part X, line 16)	20 4,297,909
	21 Total liabilities (Part X, line 26)	21 0
	22 Net assets or fund balances. Subtract line 21 from line 20	22 4,297,909
	23 Revenue less expenses. Subtract line 18 from line 12	23 28,339

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer <i>Maxwell Wallace</i>	Date 10-7-13
	Type or print name and title Middleburg Trust by Maxwell Wallace, VP	
Paid Preparer Use Only	Print/Type preparer's name <i>Wells, Coleman & Company, L.L.P.</i>	Preparer's signature <i>[Signature]</i>
	Firm's name Wells, Coleman & Company, L.L.P.	Date 09/25/13
	Firm's address 3800 Patterson Ave Richmond, VA 23221-2034	Check <input type="checkbox"/> if self-employed PTIN
Firm's EIN ▶		Phone no 804-358-1150

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2012)

Part III **Statement of Program Service Accomplishments**Check if Schedule O contains a response to any question in this Part III ☐**1** Briefly describe the organization's mission:

To improve the status of animals worldwide by studies of science and philosophy of animal welfare/rights and to reduce the suffering and harm inflicted on animals by humans beings.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ **217,406** including grants of \$ **193,264**) (Revenue \$)

Distribution of all net income to or for the benefit of organizations dedicated wholly or partly to the welfare of and prevention of cruelty to animals.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses **217,406**

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI		X
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, or IV, and Part V, line 1		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		X
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		X
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		X
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions. Check if Schedule O contains a response to any question in this Part VI ☒

Section A. Governing Body and Management

		Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O	1a 6		
b Enter the number of voting members included in line 1a, above, who are independent	1b 6		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6 Did the organization have members or stockholders?	6		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a The governing body?	8a	X	
b Each committee with authority to act on behalf of the governing body?	8b	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	X
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a	X
b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	15b	X
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► **None**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization ► **Middleburg Trust Company P.O. Box 1832**

Richmond**VA 23219**

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organizations compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) See attached list										
Grants committee	1.00 0.00	X						0	0	0
(2) Middleburg Trust Company	5.00									
Trustee	0.00		X					11,951	0	0
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
(11)										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(12)										
(13)										
(14)										
(15)										
(16)										
(17)										
(18)										
(19)										
1b Sub-total								11,951		
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								11,951		

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **0**

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Part VIII **Statement of Revenue**Check if Schedule O contains a response to any question in this Part VIII. ☐

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a			
	b Membership dues	1b			
	c Fundraising events	1c			
	d Related organizations	1d			
	e Government grants (contributions)	1e			
	f All other contributions, gifts, grants, and similar amounts not included above	1f			
	g Noncash contributions included in lines 1a-1f \$				
	h Total. Add lines 1a-1f				
Program Service Revenue	2a	Busn Code			
	b				
	c				
	d				
	e				
	f All other program service revenue				
	g Total. Add lines 2a-2f				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		137,582		137,582
	4 Income from investment of tax-exempt bond proceeds				
	5 Royalties				
	6a Gross rents	(i) Real	(ii) Personal		
	b Less rental exps				
	c Rental inc or (loss)				
	d Net rental income or (loss)				
	7a Gross amount from sales of assets	(i) Securities	(ii) Other		
	other than inventory	2,594,901	323		
	b Less cost or other basis & sales exps				
	c Gain or (loss)	143,726	323		
	d Net gain or (loss)			144,049	144,049
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a			
	b Less: direct expenses	b			
	c Net income or (loss) from fundraising events				
	9a Gross income from gaming activities. See Part IV, line 19	a			
	b Less: direct expenses	b			
	c Net income or (loss) from gaming activities				
10a Gross sales of inventory, less returns and allowances	a				
b Less cost of goods sold	b				
c Net income or (loss) from sales of inventory					
Miscellaneous Revenue	Busn Code				
11a					
b					
c					
d All other revenue					
e Total. Add lines 11a-11d					
12 Total revenue. See instructions		281,631	0	0	281,631

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

☒

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	141,139	141,139		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	52,125	52,125		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	1,995		1,995	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	28,528		28,528	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	26,832	23,832	3,000	
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	1,021		1,021	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	170		170	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Foreign taxes	1,172		1,172	
b Website fees	275	275		
c Wire fee	35	35		
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	253,292	217,406	35,886	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response to any question in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest bearing		1	
	2 Savings and temporary cash investments	231,105	2	237,144
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	10a		
	b Less: accumulated depreciation	10b	10c	
	11 Investments—publicly traded securities	4,066,804	11	4,089,104
	12 Investments—other securities. See Part IV, line 11		12	
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	4,297,909	16	4,326,248	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0	26	0
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds	4,297,909	32	4,326,248
33 Total net assets or fund balances	4,297,909	33	4,326,248	
34 Total liabilities and net assets/fund balances	4,297,909	34	4,326,248	

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	281,631
2	Total expenses (must equal Part IX, column (A), line 25)	2	253,292
3	Revenue less expenses Subtract line 2 from line 1	3	28,339
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,297,909
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	4,326,248

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2012Open to Public
Inspection

Name of the organization

**William/Charlotte Parks Foundation
for Animal Welfare**

Employer identification number

22-2552893**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state:
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III—Functionally integrated d ☒ Type III—Non-functionally integrated
- e ☒ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).**
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		<input checked="" type="checkbox"/>
11g(ii)		<input checked="" type="checkbox"/>
11g(iii)		<input checked="" type="checkbox"/>

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the US?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A) See attached schedule of recipient organizations.		12		X		X		X	
(B)									
(C)									
(D)									
(E)									
Total									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

**SCHEDULE F
(Form 990)**Department of the Treasury
Internal Revenue Service**Statement of Activities Outside the United States**► Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.

► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2012**Open to Public
Inspection**

Name of the organization

**William/Charlotte Parks Foundation
for Animal Welfare**

Employer identification number

22-2552893**Part I** **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to
Form 990, Part IV, line 14b**1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?☐ Yes ☐ No**2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States**3 Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total					
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2012

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			Africa	Animal Welfare	6,640	wire transfer			
(2)			Central America	Animal Welfare	10,000	wire transfer			
(3)			Europe	Animal Welfare	8,000	wire transfer			
(4)			Asia	Animal Welfare	6,000	wire transfer			
(5)			Africa	Animal Welfare	6,000	wire transfer			
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter

▲ 5

3 Enter total number of other organizations or entities

▲ 0

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a U S Transferor of Property to a Foreign Corporation (see Instructions for Form 926) ☐ Yes ☒ No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520-A) ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U S Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471) ☐ Yes ☒ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621) ☐ Yes ☒ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U S Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865) ☐ Yes ☒ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713) ☐ Yes ☒ No

Part V**Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds), Part I, line 3, column (f) (accounting method, amounts of investments vs. expenditures per region); Part II, line 1 (accounting method), Part III (accounting method), and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE I
(Form 990)****Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No 1545-0047

2012**Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

Name of the organization

**William/Charlotte Parks Foundation
for Animal Welfare**

Employer identification number

22-2552893**Part I General Information on Grants and Assistance****1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?**2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States☒ Yes ☐ No**Part II****Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	Humane Society of US 2100 L Street, NW Washington DC 20037	53-0225390	3	38,855				Animal Welfare
(2)	World Society for the Protection of 89 S St. Suite 801 Boston MA 02111	04-2718182	3	19,428				Animal Welfare
(3)	Scientists Center for Animal Welfare 7833 Walker Street Greenbelt MD 20770	52-1116693	3	19,428				Animal Welfare
(4)	Food Animal Concerns Trust P.O. Box 14599 Chicago IL 60614	36-3172605	3	9,714				Animal Welfare
(5)								
(6)								
(7)								
(8)								
(9)								

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ **4****3** Enter total number of other organizations listed in the line 1 table ▶ **0**

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Schedule I (Form 990) (2012)

DAA

Schedule I (Form 990) (2012) **William/Charlotte Parks Foundation 22-2552893**Page **2****Part III**

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22
Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

Part IV

Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ**Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2012**Open to Public
Inspection**

Name of the organization

**William/Charlotte Parks Foundation
for Animal Welfare**

Employer identification number

22-2552893**Form 990, Part VI, Line 11b - Organization's Process to Review Form 990****A draft of the completed form 990 was reviewed by the institutional trustee.****Form 990, Part VI, Line 19 - Governing Documents Disclosure Explanation****Governing documents are available upon request.****Form 990, Part IX, Line 11g - Other Fees for Services****Description**

	Program Service	Mgt & General	Fundraising
Adminstrative support			
	\$ 0	\$ 3,000	\$ 0
Trustee fees			
	\$ 11,951	\$ 0	\$ 0
Consultant fees			
	\$ 11,881	\$ 0	\$ 0

Revised 6/18/13

**Grants Committee of the
William & Charlotte Parks Foundation for Animal Welfare**

Members

Andrew Rowan (Chair, 2010-2013)

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Silia Smith

Executive Director, Canada & USA
World Society for the Protection of Animals
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Trustee of the Foundation

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Account Holdings As Of

Filtered By : Account = 2020:William & Charlotte Parks Foundation

Sorted By : Account Number

Date Run : 06/07/2013

Account Name : William & Charlotte Parks Foundation

As Of : 05/31/2013

Time Printed : 9:58:34 AM

Account Number : 2020

Shares	Asset Description	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
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Prices As Of : 05/31/2013

Common Stock

1,800	ADR Koninklijke Philips Electrs	43,538.22	50,886.00	7,347.78	1,502.31	2.95%
1,200	American International Group Inc.	41,378.61	53,352.00	11,973.39	0.00	0.00%
2,700	Annaly Capital Mgmt Inc	45,466.30	36,666.00	-8,800.30	4,860.00	13.25%
2,700	Applied Materials, Inc	32,419.00	41,040.00	8,621.00	1,080.00	2.63%
1,450	Automatic Data Processing	13,693.00	99,644.00	85,951.00	2,523.00	2.53%
900	Bed Bath Beyond Inc	51,650.33	61,425.00	9,774.67	0.00	0.00%
1,500	Berkley W R Corp	47,133.80	61,455.00	14,321.20	600.00	0.98%
1,300	CA Inc	34,329.33	35,516.00	1,186.67	1,300.00	3.66%
1,700	CBRE Group Inc. Cl A	22,356.36	39,406.00	17,049.64	0.00	0.00%
500	Chevron Corp.	38,609.29	61,375.00	22,765.71	2,000.00	3.26%
800	Chubb Corp.	34,619.49	69,680.00	35,060.51	1,408.00	2.02%
500	Cigna Corp.	21,462.25	33,950.00	12,487.75	20.00	0.06%
4,050	Cisco Systems Inc.	81,011.88	97,665.75	16,653.87	2,754.00	2.82%
1,240	Citigroup Inc.	53,275.53	64,467.60	11,192.07	49.60	0.08%
1,100	Comerica Inc.	35,837.79	43,439.00	7,601.21	748.00	1.72%
3,250	Corning Inc.	70,795.17	49,952.50	-20,842.67	1,300.00	2.60%
1,150	Dominion Resources Inc VA New	55,333.29	65,032.50	9,699.21	2,587.50	3.98%
2,500	EMC Corporation	48,750.51	61,900.00	13,149.49	1,000.00	1.62%
550	EOG Resources Inc	40,903.62	71,005.00	30,101.38	412.50	0.58%
700	Exxon Mobil Corp.	59,845.00	63,329.00	3,484.00	1,764.00	2.79%
2,150	Foster Wheeler Ltd.	51,107.51	49,493.00	-1,614.51	0.00	0.00%
1,700	Freeport McMoran Copper & Gold Class B	58,969.51	52,785.00	-6,184.51	2,125.00	4.03%
3,100	General Electric Co.	46,999.74	72,292.00	25,292.26	2,356.00	3.26%
800	GNC Holdings Inc.	28,994.98	36,024.00	7,029.02	480.00	1.33%
500	Humana Inc	37,159.24	40,390.00	3,230.76	540.00	1.34%
400	IBM	53,349.62	83,208.00	29,858.38	1,520.00	1.83%
1,500	JP Morgan Chase & Co	57,787.89	81,885.00	24,097.11	2,280.00	2.78%
900	Kla-Tencor Corp	48,964.14	50,661.00	1,696.86	1,440.00	2.84%
833	Kraft Foods Group, Inc.	36,477.43	45,923.29	9,445.86	1,666.00	3.63%

Account Holdings As Of

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Sorted By : Account Number

Date Run : 06/07/2013

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As Of : 05/31/2013

Time Printed : 9:58:34 AM

Account Number : 2020

Shares	Asset Description	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
Prices As Of : 05/31/2013						
500	L-3 Communications Hldg Corp	39,341.26	42,545.00	3,203.74	1,100.00	2.59%
1,400	Macys Inc.	27,351.73	67,676.00	40,324.27	1,400.00	2.07%
2,800	Microsoft Corp	78,662.30	97,720.00	19,057.70	2,576.00	2.64%
300	National Oilwell Varco Inc.	12,866.61	21,090.00	8,223.39	312.00	1.48%
1,300	News Corp Cl A	19,426.55	41,743.00	22,316.45	221.00	0.53%
900	Norfolk Southern Corp	48,984.67	68,931.00	19,946.33	1,800.00	2.61%
700	Northrop Grumman Corp Com	40,882.51	57,673.00	16,790.49	1,708.00	2.96%
650	Occidental Pete Corp.	43,592.18	59,845.50	16,253.32	1,664.00	2.78%
1,900	Oracle Corporation	32,164.73	64,182.00	32,017.27	456.00	0.71%
500	Philip Morris Intl Inc	25,383.69	45,455.00	20,071.31	1,700.00	3.74%
1,550	PPL Corp Com	49,488.87	46,035.00	-3,453.87	2,278.50	4.95%
1,100	Prudential Finl Inc	37,758.69	75,867.00	38,108.31	1,760.00	2.32%
1,000	Reynolds Amer Inc.	24,205.96	48,110.00	23,904.04	2,520.00	5.24%
1,000	Rockwell Collins Inc	65,284.84	64,750.00	-534.84	1,200.00	1.85%
850	Sandisk Corp Com	35,433.39	50,167.00	14,733.61	0.00	0.00%
2,350	Southwest Airlines CO	20,535.23	33,299.50	12,764.27	376.00	1.13%
1,900	SunTrust Banks Inc.	52,576.12	60,971.00	8,394.88	760.00	1.25%
1,000	Symantec Corp.	15,414.00	22,390.00	6,976.00	600.00	2.68%
1,000	Target Corp Com	41,682.68	69,500.00	27,817.32	1,440.00	2.07%
500	Tupperware Brands Corp.	34,584.00	40,490.00	5,906.00	1,240.00	3.06%
900	Walgreen Company	32,094.79	42,984.00	10,889.21	990.00	2.30%
550	Walt Disney Co.	13,555.80	34,694.00	21,138.20	412.50	1.19%
1,400	Xilinx	45,044.16	56,910.00	11,865.84	1,400.00	2.46%
Sub Total		2,128,533.59	2,886,875.64	758,342.05	66,229.91	2.29%
Common Stock - Foreign						
1,350	BP PLC ADR	79,244.97	57,928.50	-21,316.47	2,916.00	5.03%
700	National Grid Transco, PLC ADR	35,551.13	41,692.00	6,140.87	2,196.95	5.27%
1,300	Noble Corporation ADR	39,089.21	50,375.00	11,285.79	676.00	1.34%
600	OpenText Corporation	33,213.42	40,776.00	7,562.58	720.00	1.77%

Account Holdings As Of

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Sorted By : Account Number

Date Run : 06/07/2013

Account Name : William & Charlotte Parks Foundation

As Of : 05/31/2013

Time Printed : 9:58:34 AM

Account Number : 2020

Shares Asset Description

Market Unr Gain Loss Est Ann Income Yield

Prices As Of : 05/31/2013

950	Royal Dutch Shell PLC B	67,745.16	65,388.50	-2,356.66	3,420.00	5.23%
750	Siemens AG Com DM50	58,341.80	78,825.00	20,483.20	2,206.43	2.80%
1,800	Unilever N V New York Shs ADR	55,822.42	73,404.00	17,581.58	1,962.90	2.67%
1,800	Vodafone Group plc ADR	47,884.58	52,128.00	4,243.42	2,766.29	5.31%

Sub Total

\$ 416,892.69 460,517.00 43,624.31 16,864.57 3.66%

US Government Notes & Bonds

25,000	US Treasury Notes	1.250% 10/31/15
75,000	US Treasury Notes	1.750% 05/31/16
20,000	US Treasury Notes	1.000% 03/31/17
35,000	US Treasury Notes	3.500% 02/15/18
35,000	US Treasury Notes	2.000% 02/15/23
15,000	US Treasury Bonds	2.750% 08/15/42

Sub Total

\$ 211,132.23 210,567.57 -564.66 4,162.50 1.98%

U.S. Government Agency Bonds

35,000	FHLMC	1.000% 11/28/17
35,000	FHLMC	2.500% 10/02/19
10,000	FNMA	1.750% 11/20/20

Sub Total

\$ 81,298.50 80,244.54 -1,053.96 1,400.00 1.74%

G N M A Pools

49,746.38	GNMA Pool #AD8801X	3.5000% 03/15/43
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Sub Total

\$ 54,301.29 52,375.94 -1,925.35 1,741.12 3.32%

Pass-Thru Securities

36,952.84	FNMA Pool #AL0578F	3.500% 08/01/26
4,346.12	FHLMC Pool #C9-1149	6.000% 01/01/28
2,256.75	FNMA Pool 736581	6.500% 07/01/31
94,884.8	FNMA Pool #MA1200F	3.000% 10/01/32
1,412	FHLMC	6.000% 07/01/2033

38,771.61 38,892.51 120.90 1,293.35 3.33%

4,553.91 4,724.51 170.60 260.77 5.52%

2,344.90 2,627.93 283.03 146.69 5.58%

100,190.55 96,985.27 -3,205.28 2,846.54 2.94%

1,452.60 1,567.59 84.72 5.40%

Account Holdings As Of

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Sorted By : Account Number

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Account Name : William & Charlotte Parks Foundation

As Of : 05/31/2013

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Shares	Asset Description	Prices As Of : 05/31/2013				Yield	
			Cost	Market	Unr Gain Loss	Est Ann Income	
18,447.68	FNMA Pool #730969	5.000% 08/01/33	19,015.51	20,024.26	1,008.75	922.38	4.61%
15,820.78	FNMA Pool # 748530	5.500% 10/01/33	16,013.57	17,300.07	1,286.50	870.14	5.03%
8,470.35	FHLMC GOLD GO-8087	6.000% 10/01/35	8,606.66	9,297.81	691.15	508.22	5.47%
49,556.68	FHLMC Gold Pool #CO-3685	3.000% 10/01/41	51,136.30	49,668.08	-1,468.22	1,486.70	2.99%
49,077.01	FHLMC Gold Pool #QO-9481	3.500% 07/01/42	51,914.29	50,736.33	-1,177.96	1,717.70	3.39%
36,339.54	FHLMC Pool #T6-0798	3.5000% 07/01/42	37,679.56	36,886.83	-792.73	1,271.88	3.45%
74,573.91	FHLMC Gold Pool #G0-8524 3.0000% 03/01/43		76,636.35	74,744.46	-1,891.89	2,237.22	2.99%

Sub Total

\$ 408,315.81 403,455.65 -4,860.16 13,646.31 3.38%

Corporate Bonds

20,000	Alcoa Inc. 6.0000% 07/15/13	20,441.40	20,116.92	-324.48	1,200.00	5.97%
40,000	Verizon Wireless 7.3750% 11/15/13	42,104.00	41,183.76	-920.24	2,950.00	7.16%
40,000	Conagra Food Inc. 5.8750% 04/15/14	42,431.60	41,720.36	-711.24	2,350.00	5.63%
10,000	Genworth Financial Inc. 5.7500% 06/15/14	10,520.00	10,435.70	-84.30	575.00	5.51%
35,000	Aspen Insurance Holdings	37,935.10	36,899.59	-1,035.51	2,100.00	5.69%
20,000	Hershey Company Nt	23,371.40	22,755.60	-615.80	1,090.00	4.79%
20,000	Western Union Co. 5.9300% 10/01/16	22,090.20	22,337.80	247.60	1,186.00	5.31%
20,000	American Intl Group Inc. 5.6000% 10/18/16	22,861.40	22,629.78	-231.62	1,120.00	4.95%
30,000	Willis North America Inc. 6.200% 03/28/17	32,324.50	33,912.24	1,587.74	1,860.00	5.48%
25,000	JP Morgan Chase & Co. 2.000% 08/15/17	25,406.25	25,265.63	-140.62	500.00	1.98%
20,000	Pitney Bowes Inc. 5.6000% 03/15/18	21,418.00	22,076.36	658.36	1,120.00	5.07%
35,000	Morgan Stanley Med Term	37,435.30	41,194.97	3,759.67	2,318.75	5.63%
25,000	General Electric Cap Corp Sr 5.625% 05/01/18	27,035.00	29,270.10	2,235.10	1,406.25	4.80%
10,000	Natl Rural Util Coop	11,667.60	14,228.74	2,561.14	1,037.50	7.29%
15,000	Simon Property Grp LP Sr Nt	21,199.50	21,507.36	307.86	1,552.50	7.22%
15,000	Aflac Inc.	17,714.25	19,965.95	2,251.70	1,275.00	6.39%
20,000	Torchmark Corp.	21,475.00	26,642.30	5,167.30	1,850.00	6.94%
25,000	Raymond James Finl	28,102.85	31,746.10	3,643.25	2,150.00	6.77%
25,000	Markel Corp.	24,960.50	30,771.85	5,811.35	1,781.25	5.79%
30,000	RenRe North Amer Hldgs	31,063.50	33,388.98	2,325.48	1,725.00	5.17%

Account Holdings As Of

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Shares	Asset Description	Prices As Of : 05/31/2013	Cost	Market	Unr Gain Loss	Est Ann Income	Yield
30,000	JP Morgan Chase	4.400% 07/22/20	33,393.90	32,919.57	-474.33	1,320.00	4.01%
15,000	AutoZone Inc.	4.000% 11/15/20	14,934.00	15,911.61	977.61	600.00	3.77%
15,000	Tupperware Brands Corp.	4.7500% 06/01/21	15,674.25	15,732.84	58.59	712.50	4.53%
15,000	Goldman Sachs Group Inc	5.250% 07/27/21	14,629.50	16,710.60	2,081.10	787.50	4.71%
25,000	O'Reilly Automotive Inc.	4.625% 09/15/21	27,933.25	26,989.63	-943.62	1,156.25	4.28%
50,000	Colgate Palmolive Co.	2.1000% 05/01/23	49,252.50	47,365.35	-1,887.15	1,050.00	2.22%
15,000	Apple Inc.	2.4000% 05/03/23	14,980.05	14,307.77	-672.28	360.00	2.52%
25,000	Hyatt Hotels Corp.	3.3750% 07/15/23	24,874.50	24,214.73	-659.77	843.75	3.48%
20,000	Valero Energy Corp	7.500% 04/15/32	22,326.00	25,221.40	2,895.40	1,500.00	5.95%
25,000	Corning Inc.	7.250% 08/15/36	28,875.00	31,753.70	2,878.70	1,812.50	5.71%
Sub Total			768,430.30	799,177.29	30,746.99	41,289.75	5.17%
CMO'S							
20,000	JP Morgan Comm Mtg	3.149% 08/15/46	20,199.92	21,175.60	975.68	629.82	2.97%
Sub Total			20,199.92	21,175.60	975.68	629.82	2.97%
Money Market - Taxable							
120,327.06	Tredegar Institutional Select		120,327.06	120,327.06	0.00	12.03	0.01%
116,816.77 *	Tredegar Institutional Select		116,816.77	116,816.77	0.00	11.68	0.01%
Sub Total			237,143.83	237,143.83	0.00	23.71	0.01%
Grand Total			4,326,248.16	5,151,533.06	825,284.90	145,987.69	2.83%

Principal Cash: 0.00

Income Cash: 116,816.77

Invested Income: -116,816.77