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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

07/01, 2012, and ending

06/30, 2013

Name of foundation
DR. & MRS. LOUIS MEYER SCHOLARSHIP TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 12800

City or town, state, and ZIP code
GREEN BAY, WI 54307-2800

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **960,365.**

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

A Employer identification number
39-6602842

B Telephone number (see instructions)
920-327-5610

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	21,975.	21,959.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,231.			
b	Gross sales price for all assets on line 6a	67,073.			
7	Capital gain net income (from Part IV, line 2)		9,231.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	355.			
12	Total. Add lines 1 through 11	31,561.	31,190.		
13	Compensation of officers, directors, trustees, and	12,326.	9,244.		3,081.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 1	423.	159.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 2	4.	4.		
24	Total operating and administrative expenses. Add lines 13 through 23	12,753.	9,407.	NONE	3,081.
25	Contributions, gifts, grants paid	54,115.			54,115.
26	Total expenses and disbursements. Add lines 24 and 25	66,868.	9,407.	NONE	57,196.
27	Subtract line 26 from line 12	-35,307.			
a	Excess of revenue over expenses and disbursements		21,783.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	195,046.	184,858.	184,858.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation ▶ (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	686,968.	661,846.	775,507.	
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)	882,014.	846,704.	960,365.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	882,014.	846,704.	
	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)	882,014.	846,704.	
31 Total liabilities and net assets/fund balances (see instructions)	882,014.	846,704.		

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	882,014.
2 Enter amount from Part I, line 27a	2	-35,307.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	846,707.
5 Decreases not included in line 2 (itemize) ▶ <u>ROUNDING</u>	5	3.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	846,704.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 67,073.		57,842.	9,231.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
a			9,231.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	9,231.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	58,865.	987,304.	0.059622
2010	56,449.	997,122.	0.056612
2009	56,319.	996,559.	0.056513
2008	56,854.	997,601.	0.056991
2007	65,487.	1,117,488.	0.058602
2 Total of line 1, column (d)			2 0.288340
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.057668
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 973,140.
5 Multiply line 4 by line 3			5 56,119.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 218.
7 Add lines 5 and 6			7 56,337.
8 Enter qualifying distributions from Part XII, line 4			8 57,196.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	218.
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-)		2	
3 Add lines 1 and 2		3	218.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	218.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	352.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	352.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	134.	
11 Enter the amount of line 10 to be credited to 2013 estimated tax ☒ 55. Refunded ☒ 79.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ WI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ ASSOCIATED TRUST COMPANY Telephone no. ▶ (920) 327-5610			
	Located at ▶ P.O. BOX 12800, GREEN BAY, WI ZIP+4 ▶ 54307-2800			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b	X
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? ☐ Yes ☒ No		
	If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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****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
ASSOCIATED TRUST COMPANY P.O. BOX 12800, GREEN BAY, WI 54307-2800	TRUSTEE 1	12,326.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	796,852.
b	Average of monthly cash balances	1b	191,107.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	987,959.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	987,959.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,819.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	973,140.
6	Minimum investment return. Enter 5% of line 5	6	48,657.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	48,657.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	218.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	218.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	48,439.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	48,439.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	48,439.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	57,196.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	57,196.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	218.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,978.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				48,439.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007	10,371.			
b From 2008	7,286.			
c From 2009	6,783.			
d From 2010	7,384.			
e From 2011	9,849.			
f Total of lines 3a through e	41,673.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>57,196.</u>				
a Applied to 2011, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				48,439.
e Remaining amount distributed out of corpus . .	8,757.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	50,430.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	10,371.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	40,059.			
10 Analysis of line 9				
a Excess from 2008 . . .	7,286.			
b Excess from 2009 . . .	6,783.			
c Excess from 2010 . . .	7,384.			
d Excess from 2011 . . .	9,849.			
e Excess from 2012 . . .	8,757.			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

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

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

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

N/A

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

N/A

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

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

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

SEE STATEMENT 3

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHOOL DISTRICT OF MARION MICHAEL GAUNT, DIST 1001 NORTH MAIN ST. MARION WI 54950	NONE	N/A	SCHOLARSHIPS	54,115.
Total			3a	54,115.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

• Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	21,975.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	9,231.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b OTHER REVENUE _____				1	355.	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					31,561.	
13 Total. Add line 12, columns (b), (d), and (e)						31,561.

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

[illegible]

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Katherine M. Rondeau
Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

WESLEY HIRSCHBERG

Preparer's Signature _____

Wesley K. Hall

Date _____

09/03/2013

3	Check ☐ if self-employed	PTIN
---	---	------

Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)

Firm's address ► ONE NORTH DEARBORN, 5TH FLOOR

CHICAGO, IL

60602

Phone no. 312-873-6900

Form 990-PF (2012)

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	88.	88.
FEDERAL ESTIMATES - PRINCIPAL	264.	
FOREIGN TAXES ON NONQUALIFIED	71.	71.
	-----	-----
TOTALS	423.	159.
	=====	=====

DR. & MRS. LOUIS MEYER SCHOLARSHIP TRUST

39-6602842

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	4.	4.
TOTALS	----- 4. =====	----- 4. =====

DR. & MRS. LOUIS MEYER SCHOLARSHIP TRUST
FORM 990PF, PART XV - LINES 2a - 2d

39-6602842

=====

RECIPIENT NAME:

DR. & MRS. LOUIS MEYER SCHOLARSHIP TRUST

ADDRESS:

C/O P.O. BOX 12800

GREEN BAY, WI 54307-2800

RECIPIENT'S PHONE NUMBER: 920-327-5610

FORM, INFORMATION AND MATERIALS:

CONTACT TRUST FOR INFORMATION REGARDING
SCHOLARSHIPS.

RESTRICTIONS OR LIMITATIONS ON AWARDS:

Recipients must be graduates of Marion High School, Marion, Wisconsin
and must be attending college or pursuing post graduate students in
the areas of dentistry, law, medicine or veterinary science.

STATEMENT 3

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
Cash & Equivalents				
	INCOME CASH	0.000000	423,060.14 0.00	423,060.14 0.000000
	PRINCIPAL CASH	0.000000	- 423,060.14 0.00	- 423,060.14 0.000000
134,911.320	GOLDMAN SACHS FINANCIAL SQUARE PRIME OBLIGATIONS FD FUND 462 38141W-36-4	1.000000 07/16/1999	134,911.32 134,911.32	134,911.32 3.52000
Total Cash & Equivalents			134,911.32 134,911.32	134,911.32 3.52000

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
Fixed Income				
Bonds				
Treasuries				
50,000.000	TREASURY BILL 05/01/2014 912796-BE-8	99.902000 06/30/2013	49,947.06 49,947.06	49,942.40 8.60000
44,313.850	U S TREASURY INFLATION INDEXED NOTE 1.875 07/15/2013 912828-BD-1	100.149000 06/30/2013	42,271.95 42,271.95	44,379.88 377.72000
28,786.500	U S TREASURY INFLATION INDEXED NOTE 2.500 07/15/2016 912828-FL-9	110.602000 06/30/2013	28,033.77 28,033.77	31,838.44 327.16000
28,049.750	U S TREASURY INFLATION INDEXED NOTE 2.625 07/15/2017 912828-GX-2	113.524000 06/30/2013	30,395.66 30,395.66	31,843.20 334.72000
53,918.500	U S TREASURY INFLATION INDEXED NOTE 1.375 07/15/2018 912828-JE-1	109.309000 06/30/2013	51,803.31 51,803.31	58,937.77 337.03000
27,077.250	U S TREASURY INFLATION INDEXED NOTE 2.125 01/15/2019 912828-JX-9	113.180000 06/30/2013	28,168.52 28,168.52	30,646.03 261.57000
54,939.000	U S TREASURY INFLATION INDEXED NOTE 1.25 04/15/2014 912828-KM-1	101.430000 06/30/2013	55,101.23 55,101.23	55,724.63 144.53000
27,227.000	U S TREASURY INFLATION INDEXED NOTE 1.875 DUE 07/15/2019 912828-LA-6	112.860000 06/30/2013	27,451.44 27,451.44	30,728.39 232.08000
53,767.000	U S TREASURY INFLATION INDEXED NOTE 1.375 01/15/2020 912828-MF-4	109.074000 06/30/2013	53,659.86 53,659.86	58,645.82 336.09000
53,151.000	U S TREASURY INFLATION INDEXED NOTE 1.125 01/15/21 912828-PP-9	107.070000 06/30/2013	52,947.83 52,947.83	56,908.78 271.83000
25,595.250	U S TREASURY INFLATION INDEXED NOTE .125 04/15/2017 912828-SQ-4	102.668000 06/30/2013	27,155.62 27,155.62	26,278.13 6.73000
25,280.000	U S TREASURY INFLATION INDEXED NOTE .125 07/15/2022 912828-TE-0	97.875000 06/30/2013	27,119.17 27,119.17	24,742.80 14.36000
Total Treasuries			474,055.42 474,055.42	500,616.27 2,652.42000
Total Bonds			474,055.42 474,055.42	500,616.27 2,652.42000
Fixed Income Mutual Funds				
5,469.757	TEMPLETON GLOBAL BOND ADVISOR CL 07/11/2013 08:55:22 AM	12.910000	75,000.00	70,614.56 Page 2

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
	880208-40-0	06/30/2013	75,000.00	0 00000
	Total Fixed Income Mutual Funds		75,000.00 75,000.00	70,614.56 0.00000
	Total Fixed Income		549,055.42 549,055.42	571,230.83 2,652.42000

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
Equities				
Common Stocks				
Materials				
115.000	AIR PRODS & CHEMS INC COM 009158-10-6	91.570000 06/30/2013	4,862.50 4,862.50	10,530.55 81.65000
145.000	BEMIS INC COM 081437-10-5	39.140000 06/30/2013	3,134.90 3,134.90	5,675.30 0.00000
150.000	BHP LTD SPONS ADR 088606-10-8	57.660000 06/30/2013	6,682.55 6,682.55	8,649.00 0.00000
100.000	FREEPORT MCMORAN COPPER & GOLD COM 35671D-85-7	27.610000 06/30/2013	4,532.37 4,532.37	2,761.00 100.00000
95.000	NEWMONT MINING CORP HOLDING CO COM 651639-10-6	29.950000 06/30/2013	4,033.27 4,033.27	2,845.25 0.00000
110.000	POTASH CORP OF SASKATCHEWAN INC COM 73755L-10-7	38.130000 06/30/2013	4,512.13 4,512.13	4,194.30 0.00000
Total Materials			27,757.72 27,757.72	34,655.40 181.65000
Telecommunication				
100.000	AT&T INC COM 00206R-10-2	35.400000 06/30/2013	2,541.00 2,541.00	3,540.00 0.00000
Total Telecommunication			2,541.00 2,541.00	3,540.00 0.00000
Consumer Discretion				
65.000	DISNEY WALT CO COM 254687-10-6	63.150000 06/30/2013	1,302.40 1,302.40	4,104.75 0.00000
Total Consumer Discretion			1,302.40 1,302.40	4,104.75 0.00000
Consumer Staples				
275.000	COCA COLA CO COM 191216-10-0	40.110000 06/30/2013	6,979.22 6,979.22	11,030.25 77.00000
190.000	COLGATE PALMOLIVE CO COM 194162-10-3	57.290000 06/30/2013	5,631.57 5,631.57	10,885.10 0.00000
100.000	KIMBERLY CLARK CORP COM 494368-10-3	97.140000 06/30/2013	4,777.20 4,777.20	9,714.00 81.00000
250.000	MONDELEZ INTERNATIONAL INC COM 609207-10-5	28.530000 06/30/2013	4,891.36 4,891.36	7,132.50 32.50000
125.000	PEPSICO INC COM	81.790000	5,616.69	10,223.75

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

<u>Par / Shares</u>	<u>Description</u> <u>CUSIP Number</u>	<u>Price</u> <u>Price Date</u>	<u>Tax Cost</u> <u>Carrying Value</u>	<u>Market Value</u> <u>Accrual</u>
	713448-10-8	06/30/2013	5,616.69	0.00000
150.000	PROCTER & GAMBLE CO COM 742718-10-9	76.990000 06/30/2013	7,582.46 7,582.46	11,548.50 0.00000
80.000	SYSCO CORP COM 871829-10-7	34.160000 06/30/2013	2,380.00 2,380.00	2,732.80 0.00000
Total Consumer Staples			37,858.50 37,858.50	63,266.90 190.50000
Energy				
100.000	APACHE CORP COM 037411-10-5	83.830000 06/30/2013	3,702.33 3,702.33	8,383.00 0.00000
85.000	CHEVRON CORP COM 166764-10-0	118.340000 06/30/2013	7,129.87 7,129.87	10,058.90 0.00000
80.000	EOG RESOURCES INC COM 26875P-10-1	131.680000 06/30/2013	7,562.47 7,562.47	10,534.40 0.00000
105.000	EXXON MOBIL CORP COM 30231G-10-2	90.350000 06/30/2013	3,759.60 3,759.60	9,486.75 0.00000
35.000	SCHLUMBERGER LTD COM 806857-10-8	71.660000 06/30/2013	1,965.91 1,965.91	2,508.10 10.93000
Total Energy			24,120.18 24,120.18	40,971.15 10.93000
Financials				
90.000	NORTHERN TRUST CORP COM 665859-10-4	57.900000 06/30/2013	3,884.10 3,884.10	5,211.00 27.90000
75.000	T ROWE PRICE GROUP INC COM 74144T-10-8	73.200000 06/30/2013	2,022.85 2,022.85	5,490.00 0.00000
70.000	STATE STREET CORP COM 857477-10-3	65.210000 06/30/2013	3,137.94 3,137.94	4,564.70 18.20000
Total Financials			9,044.89 9,044.89	15,265.70 46.10000
Health Care				
40.000	AMGEN INC COM 031162-10-0	98.660000 06/30/2013	2,397.44 2,397.44	3,946.40 0.00000
65.000	JOHNSON & JOHNSON COM 478160-10-4	85.860000 06/30/2013	3,306.55 3,306.55	5,580.90 0.00000
100.000	NOVARTIS AG SPONS ADR 66987V-10-9	70.710000 06/30/2013	5,542.62 5,542.62	7,071.00 0.00000

MEYER SCHOLARSHIP TRUST

41-N135-00-3

Investment Review Settlement Date Positions

Frozen Date: 06/30/2013

Par / Shares	Description CUSIP Number	Price Price Date	Tax Cost Carrying Value	Market Value Accrual
125.000	ROCHE HLDG LTD ADR 771195-10-4	62.094000 06/30/2013	5,632.62 5,632.62	7,761.75 0.00000
65.000	THERMO FISHER SCIENTIFIC INC 883556-10-2	84.630000 06/30/2013	3,119.32 3,119.32	5,500.95 9.75000
65.000	ZIMMER HLDGS INC COM 98956P-10-2	74.940000 06/30/2013	3,254.66 3,254.66	4,871.10 13.00000
Total Health Care			23,253.21 23,253.21	34,732.10 22.75000
Information Technology				
15.000	APPLE INC COM 037833-10-0	396.530000 06/30/2013	3,788.28 3,788.28	5,947.95 0.00000
5.000	GOOGLE INC CL A COM 38259P-50-8	880.370000 06/30/2013	2,695.71 2,695.71	4,401.85 0.00000
100.000	INTEL CORP COM 458140-10-0	24.230000 06/30/2013	2,330.00 2,330.00	2,423.00 0.00000
30.000	INTERNATIONAL BUSINESS MACHS COM 459200-10-1	191.110000 06/30/2013	2,421.60 2,421.60	5,733.30 0.00000
150.000	MICROSOFT CORP COM 594918-10-4	34.545000 06/30/2013	3,965.00 3,965.00	5,181.75 0.00000
Total Information Technology			15,200.59 15,200.59	23,687.85 0.00000
Industrials				
30.000	BOEING CO COM 097023-10-5	102.440000 06/30/2013	2,754.77 2,754.77	3,073.20 0.00000
130.000	CATERPILLAR INC COM 149123-10-1	82.490000 06/30/2013	3,792.10 3,792.10	10,723.70 0.00000
75.000	DANAHER CORP COM 235851-10-2	63.300000 06/30/2013	2,766.68 2,766.68	4,747.50 1.87000
100.000	FLUOR CORP NEW COM 343412-10-2	59.310000 06/30/2013	5,088.31 5,088.31	5,931.00 16.00000
60.000	TENARIS SA ADR 88031M-10-9	40.270000 06/30/2013	2,308.37 2,308.37	2,416.20 0.00000
65.000	3M COMPANY COM 88579Y-10-1	109.350000 06/30/2013	4,948.94 4,948.94	7,107.75 0.00000
Total Industrials			21,659.17 21,659.17	33,999.35 17.87000
Total Common Stocks			162,737.66 162,737.66	254,223.20 469.80000
Total Equities			162,737.66 162,737.66	254,223.20 469.80000
Total Settlement Date Position			846,704.40 846,704.40	960,365.35 3,125.74000 ✓

07/11/2013

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