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

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.

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

07/01, 2012, and ending

06/30, 2013

Name of foundation HARVEY W. PETERS RESEARCH FOUNDATION		A Employer identification number 46-0459671
Number and street (or P O box number if mail is not delivered to street address) C/O FIRST PREMIER BANK TRUST DEPARTMENT 601 S. MINNESOTA	Room/suite	B Telephone number (see instructions) () -
City or town, state, and ZIP code SIOUX FALLS, SD 57101		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,230,154.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)		235,000.	ATCH 1		
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B		33.	33.		ATCH 2
3 Interest on savings and temporary cash investments		110,339.	110,339.		ATCH 3
4 Dividends and interest from securities		1,938,669.	1,938,669.	1,938,669.	
5a Gross rents					
b Net rental income or (loss) 24,489.					
6a Net gain or (loss) from sale of assets not on line 10		113,060.			
b Gross sales price for all assets on line 6a 1,974,169.					
7 Capital gain net income (from Part IV, line 2)			113,060.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		2,397,101.	2,162,101.	1,938,669.	
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) ATCH 4		7,278.	7,278.		
b Accounting fees (attach schedule) ATCH 5		86,876.	86,876.		
c Other professional fees (attach schedule)					
17 Interest. ATCH 6		875,153.	875,153.		
18 Taxes (attach schedule) (see instructions) ATCH 7		7,628.	2,928.		
19 Depreciation (attach schedule) and depletion		906,976.	906,976.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 8		209,608.	209,608.		
24 Total operating and administrative expenses. Add lines 13 through 23		2,093,519.	2,088,819.		
25 Contributions, gifts, grants paid		145,000.			145,000.
26 Total expenses and disbursements. Add lines 24 and 25		2,238,519.	2,088,819.	0	145,000.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		158,582.			
b Net investment income (if negative, enter -0-)			73,282.		
c Adjusted net income (if negative, enter -0-)				1,938,669.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	475,178.	1,329,792.	1,329,792.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 9	2,429,532.	2,380,370.	2,380,370.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 10	1,951,465.	2,263,264.	2,263,264.	
14		Land, buildings, and equipment basis ▶ 25,370,798.				
		Less accumulated depreciation ▶ (attach schedule) 1,647,591.	24,413,872.	23,723,207.	23,723,207.	
15		Other assets (describe ▶ ATCH 11)	3,648,039.	2,533,521.	2,533,521.	
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	32,918,086.	32,230,154.	32,230,154.	
17		Accounts payable and accrued expenses	99,479.	347,024.		
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 ▶ ATCH 12)	28,112,240.	26,559,898.			
23	Total liabilities (add lines 17 through 22)	28,211,719.	26,906,922.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	4,706,367.	5,323,232.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	4,706,367.	5,323,232.			
31	Total liabilities and net assets/fund balances (see instructions)	32,918,086.	32,230,154.			

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	4,706,367.
2	Enter amount from Part I, line 27a	2	158,582.
3	Other increases not included in line 2 (itemize) ▶ ATCH 13	3	459,953.
4	Add lines 1, 2, and 3	4	5,324,902.
5	Decreases not included in line 2 (itemize) ▶ ATCH 14	5	1,670.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,323,232.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	113,060.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011		4,545,991.	
2010	62,486.	4,650,637.	0.013436
2009	80,000.	4,698,741.	0.017026
2008	210,245.	4,300,399.	0.048890
2007	4,255,111.	6,459,526.	0.658734
2 Total of line 1, column (d)			2 0.738086
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 0.147617
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,740,578.
5 Multiply line 4 by line 3			5 699,790.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 733.
7 Add lines 5 and 6			7 700,523.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 145,000.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,466.
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	1,466.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,466.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,797.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,797.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,331.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 3,331. Refunded <input type="checkbox"/>	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> SC, SD, _____		
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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> THE FOUNDATION C/O FPB Telephone no <input type="checkbox"/> 605 335-1786			
Located at <input type="checkbox"/> SIOUX FALLS, SOUTH DAKOTA ZIP+4 <input type="checkbox"/> 57101				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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 <input type="checkbox"/>				

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 15		0	0	0

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

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

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

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

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

[illegible]

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
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	4,307,957.
b	Average of monthly cash balances	1b	504,813.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,812,770.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,812,770.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	72,192.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,740,578.
6	Minimum investment return. Enter 5% of line 5	6	237,029.

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	237,029.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,466.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,466.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	235,563.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	235,563.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	235,563.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	145,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	145,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	145,000.

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

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Page **9****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				235,563.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 3,950,661.				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	3,950,661.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 145,000.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				145,000.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	90,563.			90,563.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,860,098.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	3,860,098.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form **990-PF** (2012)

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

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

N/A

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

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> ATCH 16				
Total			3a	145,000.
<i>b Approved for future payment</i>				
Total			3b	

Form 990-PF (2012)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

JSA

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?
- a Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash 1a(1) ☐ Yes ☒ No
- (2) Other assets 1a(2) ☐ Yes ☒ No
- b Other transactions
- (1) Sales of assets to a noncharitable exempt organization 1b(1) ☐ Yes ☒ No
- (2) Purchases of assets from a noncharitable exempt organization 1b(2) ☐ Yes ☒ No
- (3) Rental of facilities, equipment, or other assets 1b(3) ☐ Yes ☒ No
- (4) Reimbursement arrangements 1b(4) ☐ Yes ☒ No
- (5) Loans or loan guarantees 1b(5) ☒ Yes ☐ No
- (6) Performance of services or membership or fundraising solicitations 1b(6) ☐ Yes ☒ No
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c ☐ Yes ☒ No
- 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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1B(5)	642,403.	HARVEY W PETERS (VIRGINIA) HOLDING CORPORATION	A LOAN WAS GIVEN BY THE REPORTING ENTITY
1B(5)	3,307,082.	HARVEY W PETERS (VIRGINIA) HOLDING CORPORATION	A LOAN WAS GIVEN TO THE REPORTING ENTITY
1B(5)	449,019.	HARVEY W PETERS (VIRGINIA) HOLDING CORPORATION	A LOAN WAS GUARANTEED BY THE REPORTING ENTITY

- 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
HARVEY W. PETERS (VIRGINIA) HOLDING CORPORATION	501(C)(2)	THE REPORTING ENTITY IS THE SOLE MEMBER OF THE HARVEY W. PETERS (VIRGINIA) HOLDING CORPORATION

Sign
Here

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

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ NoPaid
Preparer
Use Only

Print/Type preparer's name

PAUL CROSTON

Preparer's signature

Date

1-15-14

Check ☐ if

self-employed

PTIN

P01248956

Firm's name ▶ KPMG LLP

Firm's EIN ▶ 13-5565207

Firm's address ▶ 1021 EAST CARY STREET, SUITE 2000
RICHMOND, VA 23219

Phone no 804-782-4200

Form 990-PF (2012)

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

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

2012

Name of the organization

HARVEY W. PETERS RESEARCH FOUNDATION

Employer identification number

46-0459671

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization HARVEY W. PETERS RESEARCH FOUNDATION

Employer identification number
46-0459671**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EDWARD BECHER VIA 6541 TALLWOOD DRIVE ROANOKE, VA 24018	\$ 235,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization HARVEY W. PETERS RESEARCH FOUNDATION

Employer identification number

46-0459671

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

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

Name of organization HARVEY W. PETERS RESEARCH FOUNDATION

Employer identification number

46-0459671

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

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

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

HARVEY W. PETERS RESEARCH FOUNDATION

46-0459671

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
EDWARD BECHER VIA 6541 TALLWOOD DRIVE ROANOKE, VA 24018	VAR	235,000.
TOTAL CONTRIBUTION AMOUNTS		<u>235,000.</u>

ATTACHMENT 2

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST - GOLDMAN SACHS	33.	33.
TOTAL	<u>33.</u>	<u>33.</u>

ATTACHMENT 3FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS - MONEY MARKET	17.	17.
DOMESTIC DIVIDENDS	51,161.	51,161.
DOM DIVIDENDS - VIA GROUP FIDUCIARY MGMT	31,982.	31,982.
FOREIGN DIVIDENDS	27,179.	27,179.
TOTAL	<u>110,339.</u>	<u>110,339.</u>

RENT AND ROYALTY INCOME

Taxpayer's Name HARVEY W. PETERS RESEARCH FOUNDATION	Identifying Number 46-0459671
--	---

DESCRIPTION OF PROPERTY

RENTAL INCOME

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY:

REAL RENTAL INCOME	1,763,852.	
OTHER INCOME:		
SEE ATTACHMENT	174,817.	
TOTAL GROSS INCOME		1,938,669.
OTHER EXPENSES:		
SEE ATTACHMENT		
DEPRECIATION (SHOWN BELOW)	906,976.	
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		1,914,180.
TOTAL RENT OR ROYALTY INCOME (LOSS)		24,489.

Less Amount to

Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		24,489.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE ATTACHMENT									
Totals									

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

RENTAL INCOME - INTEGRAL FURNITURE	114,017.
AMORTIZATION OF UNEARNED CAPITAL LEASE	<u>60,800.</u>
	<u>174,817.</u>

OTHER DEDUCTIONS

NONINVESTMENT INTEREST	873,813.
AMORTIZATION EXPENSE	49,234.
OTHER EXPENSES	<u>84,157.</u>
	<u>1,007,204.</u>

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
RENTAL INCOME	1,938,669.	906,976.	1,007,204.	24,489.
TOTALS	<u>1,938,669.</u>	<u>906,976.</u>	<u>1,007,204.</u>	<u>24,489.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
OTHER LEGAL FEES	7,278.	7,278.		
TOTALS	<u>7,278.</u>	<u>7,278.</u>		

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
OTHER ACCOUNTING FEES	86,876.	86,876.		
TOTALS	<u>86,876.</u>	<u>86,876.</u>		

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST EXPENSE	875,153.	875,153.
TOTALS	<u>875,153.</u>	<u>875,153.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	2,926.	2,926.
FEDERAL EXCISE TAX	4,700.	
FOREIGN CONVERSION EXPENSE	2.	2.
TOTALS	<u>7,628.</u>	<u>2,928.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	43,059.	43,059.
UTILITIES/RENT EXPENSE	112.	112.
CUSTODIAN FEES	12,346.	12,346.
AMORTIZATION EXPENSE	49,234.	49,234.
OTHER EXPENSES	104,857.	104,857.
TOTALS	<u>209,608.</u>	<u>209,608.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMMON AND OTHER STOCKS	2,429,532.	2,380,370.	2,380,370.
TOTALS	<u>2,429,532.</u>	<u>2,380,370.</u>	<u>2,380,370.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INV - VIA GROUP FIDUCIARY MGMT	1,951,465.	2,263,264.	2,263,264.
TOTALS	<u>1,951,465.</u>	<u>2,263,264.</u>	<u>2,263,264.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM HARVEY W. PETERS HOLDING CORP	642,403.	642,403.	642,403.
DIVIDENDS & INTEREST RECEIVABLE	1,226.	2,640.	2,640.
CAPITAL LEASE RECEIVABLE	1,366,580.	672,674.	672,674.
CURRENT CAPITAL LEASE RECEIVABLE	338,111.	353,071.	353,071.
DUE FROM VE HOLDINGS	325,000.	325,000.	325,000.
DEFERRED FINANCING COSTS	574,665.	525,431.	525,431.
DUE FROM EDWARD VIA VA COLLEGE	397,564.		
PREPAID EXPENSES AND OTHER	2,490.	12,302.	12,302.
TOTALS	<u>3,648,039.</u>	<u>2,533,521.</u>	<u>2,533,521.</u>

ATTACHMENT 12FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DUE TO HARVEY W. PETERS (VA) HOLDING CORP	3,307,082.	3,307,082.
DUE TO EDWARD VIA VA COLLEGE OF OSTEOPATHIC MEDICINE	16,814.	16,814.
UNEARNED RENTAL INCOME		1,371,784.
UNEARNED CAPITAL LEASE INCOME	171,201.	110,401.
NOTE PAYABLE TO TD BANK	1,145,307.	1,164,992.
NOTE PAYABLE TO M&I BANK	4,582,233.	2,832,232.
LONG-TERM NOTE PAYABLE	18,889,603.	17,756,593.
TOTALS	<u>28,112,240.</u>	<u>26,559,898.</u>

ATTACHMENT 13FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN	459,953.
TOTAL	<u>459,953.</u>

ATTACHMENT 14FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
OTHER RECONCILING ITEM	1,670.
TOTAL	<u>1,670.</u>

HARVEY W. PETERS RESEARCH FOUNDATION

46-0459671

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
J. TRACY O'ROURKE 145 FAWN LANE PORTOLA VALLEY, CA 94208	DIRECTOR	0
DAVID G. HOTTMAN FIRST PREMIER BANK TRUST DEPARTMENT 6010 S. MINNESOTA SIOUX FALLS, SD 57101-1348	DIRECTOR	0
FREDERICK P. STRATTON, JR 9608 N. JUNIPER CIRCLE MEQUON, WI 50392	DIRECTOR	0
JOHN G. ROCOVICH 5264 FALCON RIDGE ROAD ROANOKE, VA 24018	DIRECTOR/PRESIDENT	0

GRAND TOTALS

0

63425C 2186

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ATTACHMENT 15
PAGE 37

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

EDWARD VIA VA COLLEGE OF OSTEOPATHIC MEDICINE
2265 KRAFT DRIVE
BLACKSBURG, VA 24060

PUBLIC

FINANCIAL ASSISTANCE

145,000

TOTAL CONTRIBUTIONS PAID

145,000

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust

HARVEY W. PETERS RESEARCH FOUNDATION

Employer identification number

46-0459671

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b **1b** 127,587.

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 **2**

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts **3**

4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet **4** ()

5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back **5** 127,587.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		2,829.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b **6b** -17,356.

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 **7**

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts **8**

9 Capital gain distributions **9**

10 Gain from Form 4797, Part I **10**

11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet **11** ()

12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back **12** -14,527.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		127,587.
14 Net long-term gain or (loss):			
a Total for year	14a		-14,527.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		113,060.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

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

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

HARVEY W. PETERS RESEARCH FOUNDATION

Employer Identification number

46-0459671

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 127,587.

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

Schedule D-1 (Form 1041) 2012

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PAGE 41

Employer identification number

[illegible]

Schedule D-1 (Form 1041) 2012

HARVEY W PETERS RESEARCH FOUNDATION
 Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
675. ISHARES TR MSCI EMERGING MKTS INDEX FD	VAR	07/17/2012	26,133.66	27,207.25	-1,073.59
25. MASTERCARD INC CL A	07/17/2012	10/23/2012	11,498.74	10,840.25	658.49
10. MASTERCARD INC CL A	01/17/2012	01/08/2013	5,183.18	3,411.90	1,771.28
550. VANGUARD INTL EQUITY INDEX FDS FTSE ALL WORLD EX US I	07/18/2012	04/04/2013	25,330.95	22,300.52	3,030.43
365.62 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	07/11/2012	365.62	365.62	NONE
125.91 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	07/12/2012	125.91	125.91	NONE
35000. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	07/16/2012	35,000.00	35,000.00	NONE
2381.49 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	07/25/2012	2,381.49	2,381.49	NONE
3926.63 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	08/03/2012	3,926.63	3,926.63	NONE
45000. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	08/21/2012	45,000.00	45,000.00	NONE
14000. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	11/28/2011	09/12/2012	14,000.00	14,000.00	NONE
47161. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	VAR	09/21/2012	47,161.00	47,161.00	NONE
721.35 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/01/2012	10/10/2012	721.35	721.35	NONE
37091.41 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/01/2012	10/19/2012	37,091.41	37,091.41	NONE
1362. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/01/2012	10/22/2012	1,362.00	1,362.00	NONE
3968.75 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/26/2012	11/07/2012	3,968.75	3,968.75	NONE
2300. GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/26/2012	11/08/2012	2,300.00	2,300.00	NONE
3085.86 GOLDMAN FINANCIAL SQUARE GOVT OBLIGATIONS #465	10/26/2012	11/09/2012	3,085.86	3,085.86	NONE
Totals					

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HARVEY W PETERS RESEARCH FOUNDATION
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
45000. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	VAR	11/20/2012	45,000.00	45,000.00	NONE
31416.79 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	VAR	11/23/2012	31,416.79	31,416.79	NONE
960. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	09/26/2012	11/30/2012	960.00	960.00	NONE
19343.54 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	VAR	12/04/2012	19,343.54	19,343.54	NONE
1968. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/01/2012	12/14/2012	1,968.00	1,968.00	NONE
1000. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	11/26/2012	12/24/2012	1,000.00	1,000.00	NONE
894.45 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	11/26/2012	12/31/2012	894.45	894.45	NONE
112. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	01/10/2013	112.00	112.00	NONE
25.17 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	01/11/2013	25.17	25.17	NONE
2143.66 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	01/14/2013	2,143.66	2,143.66	NONE
30000. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	01/17/2013	30,000.00	30,000.00	NONE
7546.77 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	01/29/2013	7,546.77	7,546.77	NONE
2143.66 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	02/08/2013	2,143.66	2,143.66	NONE
4132.25 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	02/11/2013	4,132.25	4,132.25	NONE
5000. GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	11/26/2012	03/05/2013	5,000.00	5,000.00	NONE
552.54 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	04/09/2013	552.54	552.54	NONE
1986.34 GOLDMAN FINANCIAL SQUARE					
GOVT OBLIGATIONS #465	12/26/2012	04/15/2013	1,986.34	1,986.34	NONE
Totals					

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HARVEY W PETERS RESEARCH FOUNDATION
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
45000. GOLDMAN FINANCIAL SQUARE	VAR	04/16/2013	45,000.00	45,000.00	NONE
6771.3 GOLDMAN FINANCIAL SQUARE	01/28/2013	04/17/2013	6,771.30	6,771.30	NONE
4536.87 GOLDMAN FINANCIAL SQUARE	11/26/2012	05/17/2013	4,536.87	4,536.87	NONE
45000. GOLDMAN FINANCIAL SQUARE	VAR	05/20/2013	45,000.00	45,000.00	NONE
1263. GOLDMAN FINANCIAL SQUARE	01/28/2013	05/24/2013	1,263.00	1,263.00	NONE
1000. GOLDMAN FINANCIAL SQUARE	01/28/2013	06/17/2013	1,000.00	1,000.00	NONE
10000. GOLDMAN FINANCIAL SQUARE	VAR	06/19/2013	10,000.00	10,000.00	NONE
Totals			532,433.00	528,046.00	4,387.00

HARVEY W PETERS RESEARCH FOUNDATION
 Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
75. ABBOTT LABS COM	06/08/2009	10/23/2012	4,874.89	3,351.75	1,523.14
25. AMAZON COM INC COM	01/27/2011	10/23/2012	5,844.11	4,568.00	1,276.11
25. AMAZON COM INC COM	VAR	01/08/2013	6,658.85	4,732.73	1,926.12
10. AMAZON COM INC COM	01/28/2011	04/04/2013	2,590.64	1,717.55	873.09
5. AMAZON COM INC COM	09/03/2009	04/04/2013	1,295.32	391.75	903.57
125. AMERICAN EXPRESS CO COM	09/19/2007	04/04/2013	8,339.81	7,627.50	712.31
15. APPLE COMPUTER INC COM	10/15/2008	07/17/2012	9,127.29	1,558.05	7,569.24
25. APPLE COMPUTER INC COM	10/15/2008	10/23/2012	15,700.07	2,596.75	13,103.32
5. APPLE COMPUTER INC COM	10/15/2008	01/08/2013	2,620.74	519.35	2,101.39
750. BANK NEW YORK MELLON CORP	VAR	07/17/2012	16,079.63	31,268.00	-15,188.37
375. BAXTER INTL INC	09/19/2007	10/23/2012	22,878.23	21,165.68	1,712.55
50. BHP LIMITED-SPON ADR	06/16/2009	10/23/2012	3,498.92	2,795.50	703.42
50. CHEVRON TEXACO CORP COM	03/09/2011	01/08/2013	5,456.87	5,130.25	326.62
250. CISCO SYS INC COM	VAR	01/08/2013	5,039.88	2,429.89	2,609.99
75. COSTCO WHOLESALE CORP COM	01/27/2011	01/08/2013	7,577.83	5,472.00	2,105.83
50. CUMMINS ENGINE INC COM	09/03/2009	01/08/2013	5,551.37	2,274.37	3,277.00
100. DANAHER CORP	VAR	01/08/2013	5,789.86	2,237.50	3,552.36
50. DANAHER CORP	01/21/2003	04/04/2013	3,033.18	789.75	2,243.43
75. DEERE & CO COM	01/27/2011	01/08/2013	6,571.35	6,822.41	-251.06
150. DISNEY WALT CO COM	01/27/2011	07/17/2012	7,459.33	5,935.50	1,523.83
125. DISNEY WALT CO COM	05/05/2008	10/23/2012	6,378.60	4,171.25	2,207.35
25. DISNEY WALT CO COM	01/27/2011	10/23/2012	1,275.72	989.25	286.47
25. DISNEY WALT CO COM	11/16/2011	01/08/2013	1,271.72	906.75	364.97
50. DISNEY WALT CO COM	05/05/2008	01/08/2013	2,543.44	1,668.50	874.94
125. DISNEY WALT CO COM	08/22/2008	04/04/2013	7,185.33	4,027.50	3,157.83
450. E M C CORP MASS COM	11/04/2010	10/23/2012	11,101.25	9,733.50	1,367.75
175. E M C CORP MASS COM	11/04/2010	01/08/2013	4,128.15	3,785.25	342.90
300. EMERSON ELEC CO COM	VAR	10/23/2012	14,199.67	14,470.50	-270.83
300. EXELON CORPORATION COM	09/19/2007	07/17/2012	11,576.74	23,631.00	-12,054.26
50. EXXON MOBIL CORP	03/09/2011	10/23/2012	4,507.89	4,222.25	285.64
25. EXXON MOBIL CORP	03/09/2011	01/08/2013	2,182.70	2,111.13	71.57
175. GENERAL ELEC CO COM	02/04/2010	10/23/2012	3,715.16	2,833.25	881.91
Totals					

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HARVEY W PETERS RESEARCH FOUNDATION
 Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
125. GENERAL ELEC CO COM	02/04/2010	01/08/2013	2,608.69	2,023.75	584.94
150. GENERAL ELEC CO COM	02/04/2010	04/04/2013	3,457.92	2,428.50	1,029.42
50. GOLDMAN SACHS GROUP INC	06/23/2004	04/04/2013	7,147.83	4,550.00	2,597.83
5. GOOGLE INC CL A	09/03/2009	10/23/2012	3,413.17	2,288.00	1,125.17
10. GOOGLE INC CL A	09/03/2009	01/08/2013	7,281.63	4,576.00	2,705.63
10. GOOGLE INC CL A	09/03/2009	04/04/2013	7,947.02	4,576.00	3,371.02
50. INTERNATIONAL BUSINESS MACHS COM	10/15/2008	10/23/2012	9,584.78	4,657.50	4,927.28
25. INTERNATIONAL BUSINESS MACHS COM	10/15/2008	01/08/2013	4,800.39	2,328.75	2,471.64
25. INTERNATIONAL BUSINESS MACHS COM	10/15/2008	04/04/2013	5,280.63	2,328.75	2,951.88
5300. ISHARES TR MSCI EMERGING MKTS INDEX FD	VAR	07/17/2012	205,197.63	168,495.67	36,701.96
700. ISHARES TR MSCI EMERGING MKTS INDEX FD	VAR	07/17/2012	27,101.57	32,834.26	-5,732.69
850. ISHARES TR MSCI EAFE INDEX	VAR	07/18/2012	41,912.56	51,869.50	-9,956.94
8150. ISHARES TR MSCI EAFE INDEX	VAR	07/18/2012	401,867.49	548,513.23	-146,645.74
200. ISHARES TRUST-S&P SM-CAP 600 INDEX FUND	08/22/2008	07/17/2012	14,685.67	12,771.70	1,913.97
175. ISHARES TRUST-S&P SM-CAP 600 INDEX FUND	08/22/2008	05/15/2013	15,985.89	11,175.24	4,810.65
175. J P MORGAN CHASE & CO COM	02/04/2008	10/23/2012	7,206.33	8,401.75	-1,195.42
175. J P MORGAN CHASE & CO COM	02/04/2008	01/08/2013	7,876.57	8,401.75	-525.18
175. JOHNSON & JOHNSON	11/28/2001	04/04/2013	14,389.92	10,512.25	3,877.67
450. KELLOGG CO COM	02/04/2008	10/23/2012	23,192.48	22,113.00	1,079.48
5. MASTERCARD INC CL A	01/17/2012	04/04/2013	2,674.39	1,705.95	968.44
25. MCDONALDS CORP COM	01/27/2011	01/08/2013	2,256.20	1,869.50	386.70
50. MCDONALDS CORP COM	04/17/2007	01/08/2013	4,512.39	2,413.50	2,098.89
50. MCDONALDS CORP COM	04/17/2007	04/04/2013	5,029.88	2,413.50	2,616.38
150. MEDTRONIC INC COM	03/09/2011	04/04/2013	7,049.84	5,982.75	1,067.09
325. MICROSOFT CORP COM	07/17/1996	10/23/2012	9,093.29	2,376.56	6,716.73
150. MICROSOFT CORP COM	07/17/1996	01/08/2013	3,971.91	1,096.87	2,875.04
225. MONSANTO CO NEW COM	01/27/2011	07/17/2012	19,371.81	16,526.25	2,845.56
25. NATIONAL-OILWELL INC COM	11/16/2011	04/04/2013	1,671.46	1,789.75	-118.29
Totals					

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HARVEY W PETERS RESEARCH FOUNDATION
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
25. NATIONAL-OILWELL INC COM	02/14/2008	04/04/2013	1,671.46	1,577.25	94.21
25. NIKE INC CLASS B COM	02/04/2008	10/23/2012	2,324.19	1,555.50	768.69
175. NIKE INC CLASS B COM	02/04/2008	01/08/2013	9,159.29	5,444.25	3,715.04
100. NIKE INC CLASS B COM	02/04/2008	04/04/2013	5,927.86	3,111.00	2,816.86
200. NOBLE ENERGY INC COM	VAR	10/23/2012	18,289.59	14,389.50	3,900.09
50. ORACLE CORP COM	10/25/2007	10/23/2012	1,532.46	1,067.00	465.46
100. ORACLE CORP COM	01/27/2011	10/23/2012	3,064.93	3,296.00	-231.07
225. ORACLE CORP COM	10/25/2007	01/08/2013	7,663.82	4,801.50	2,862.32
100. PEPSCO INC COM	06/12/2003	01/08/2013	6,954.34	4,444.00	2,510.34
100. PROCTER & GAMBLE CO COM	01/27/2011	01/08/2013	6,842.84	6,364.00	478.84
100. QUALCOMM INC COM	09/03/2009	10/23/2012	5,826.87	4,480.18	1,346.69
50. QUALCOMM INC COM	03/09/2011	10/23/2012	2,913.43	2,777.75	135.68
100. QUALCOMM INC COM	09/03/2009	01/08/2013	6,381.85	4,480.18	1,901.67
25. QUALCOMM INC COM	09/03/2009	04/04/2013	1,643.59	1,120.05	523.54
50. SPDR S&P MIDCAP 400 ETF TR					
UNIT SER 1 STANDARD & POOR	04/13/2010	07/17/2012	8,552.80	7,393.50	1,159.30
75. SPDR S&P MIDCAP 400 ETF TR					
UNIT SER 1 STANDARD & POOR	09/08/2011	05/15/2013	16,453.13	11,621.25	4,831.88
950. SCHWAB CHARLES CORP NEW	01/14/2009	07/17/2012	11,998.23	14,403.61	-2,405.38
200. SPECTRA ENERGY CORP COM	02/04/2010	04/04/2013	6,025.86	4,226.00	1,799.86
125. SUNCOR ENERGY INC NEW COM	VAR	04/04/2013	3,606.16	5,959.62	-2,353.46
100. SUNCOR ENERGY INC NEW COM	11/16/2011	05/15/2013	3,163.84	3,229.00	-65.16
400. SUNCOR ENERGY INC NEW COM	09/19/2007	05/15/2013	12,655.35	19,046.00	-6,390.65
100. TRAVELERS COS INC COM	01/27/2011	10/23/2012	7,320.83	5,668.00	1,652.83
50. TRAVELERS COS INC COM	03/29/2010	04/04/2013	4,214.90	2,730.50	1,484.40
50. TRAVELERS COS INC COM	01/27/2011	04/04/2013	4,214.90	2,834.00	1,380.90
75. UNITED PARCEL SERVICES CL	02/02/2011	01/08/2013	5,691.62	5,581.13	110.49
50. UNITED PARCEL SERVICES CL	02/02/2011	04/04/2013	4,176.90	3,720.75	456.15
25. UNITED TECHNOLOGIES CORP	01/27/2011	01/08/2013	2,104.70	2,072.50	32.20
50. UNITED TECHNOLOGIES CORP	06/12/2003	01/08/2013	4,209.40	1,817.75	2,391.65
50. UNITED TECHNOLOGIES CORP	06/12/2003	04/04/2013	4,655.39	1,817.75	2,837.64
75. VERIZON COMMUNICATIONS COM	02/10/2009	10/23/2012	3,307.42	2,109.77	1,197.65
100. VERIZON COMMUNICATIONS COM	02/10/2009	01/08/2013	4,344.90	2,813.03	1,531.87
50. VERIZON COMMUNICATIONS COM	02/10/2009	04/04/2013	2,462.44	1,406.51	1,055.93
200. WAL MART STORES INC COM	01/14/2009	10/23/2012	14,960.66	10,288.54	4,672.12
Totals					

USA
2F0970 1.000

HARVEY W PETERS RESEARCH FOUNDATION
Schedule D Detail of Long-term Capital Gains and Losses

[illegible]

FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 1

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

2,829.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

2,829.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

2,829.

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2012Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Attachment
Sequence No **179**

Name(s) shown on return

Identifying number

HARVEY W. PETERS RESEARCH FOUNDATION**46-0459671**

Business or activity to which this form relates

RENTAL INCOME**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

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

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

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

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

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	892,380.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

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

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

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

20a Class life				S/L	14,596.
b 12-year			12 yrs	S/L	
c 40-year			40 yrs	MM	S/L

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	906,976.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

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

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

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

Section B - Information on Use of Vehicles

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

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

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

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

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

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

Part VI Amortization

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,829.	
532,433.		SEE ATTACHMENT A - S/T PROPERTY TYPE: SECURITIES 528,046.				P	VAR	VAR
							4,387.	
1,315,707.		SEE ATTACHMENT B - L/T PROPERTY TYPE: SECURITIES 1,333,063.				P	VAR	VAR
							-17,356.	
123,200.		VIA GROUP - S/T PROPERTY TYPE: SECURITIES				P	VAR	VAR
							123,200.	
TOTAL GAIN (LOSS)					<u>113,060.</u>	

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

HARVEY W. PETERS RESEARCH FOUNDATION

46-0459671

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

C/O FIRST PREMIER BANK TRUST DEPARTMENT

City, town or post office, state, and ZIP code. For a foreign address, see instructions

SIOUX FALLS, SD 57101

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE FOUNDATION C/O FPB

Telephone No ▶ 605 335-1786

FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/17, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☐ calendar year 20 _____ or
- ▶ ☒ tax year beginning 07/01, 20 12, and ending 06/30, 20 13

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	2,040.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	4,797.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)