Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 07-01 , 2012, and ending 06-30 , 2013

Name of foundation: Audrey G Giegerich Charitable Trust

A Employer identification number: 74-6533973

Number and street (or P O box number if mail is not delivered to street address): 20336 W 98th St — Room/suite:

B Telephone number (see instructions): (913)498-8188

City or town, state, and ZIP code: Lenexa, KS 66220

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 2,762,448

J Accounting method: [X] Cash [ ] Accrual [ ] 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 ▶ [ ]

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	412	412	412	
	4	Dividends and interest from securities	49,706	49,706	49,706	
	5a	Gross rents	37,994	37,994	37,994	
	b	Net rental income or (loss) 35,643				
	6a	Net gain or (loss) from sale of assets not on line 10 STM139	630,374			
	b	Gross sales price for all assets on line 6a 1,134,105				
	7	Capital gain net income (from Part IV, line 2)				
	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	718,486	88,112	88,112	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,000	10,000	10,000	10,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STM107	2,092	2,092	2,092	2,092
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STM110	1,327	1,327	1,327	1,327
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STM103	17,681	17,681	17,681	17,681
	24	**Total operating and administrative expenses.** Add lines 13 through 23	31,100	31,100	31,100	31,100
	25	Contributions, gifts, grants paid	102,180			102,180
	26	**Total expenses and disbursements.** Add lines 24 and 25	133,280	31,100	31,100	133,280
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	585,206			
	b	**Net investment income** (if negative, enter -0-)		57,012		
	c	**Adjusted net income** (if negative, enter -0-)			57,012	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	286,821	374,783	374,783
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			
10a Investments - U S and state government obligations (attach schedule) STM136	100,452	52,351	50,485
b Investments - corporate stock (attach schedule) STM137	859,390	1,054,850	1,369,234
c Investments - corporate bonds (attach schedule) STM138	454,882	980,497	967,946
11 Investments - land, buildings, and equipment: basis STM117 ▶			
Less accumulated depreciation (attach schedule) ▶	175,730		
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,877,275	2,462,481	2,762,448
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted	1,877,275	2,462,481	
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			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see instructions)	1,877,275	2,462,481	
31 **Total liabilities and net assets/fund balances** (see instructions)	1,877,275	2,462,481	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,877,275
2 Enter amount from Part I, line 27a	2	585,206
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,462,481
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,462,481

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 (yr , mo , day)	(d) Date sold (yr , mo , day)
1a				
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	
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	

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	146,370	2,052,347	0.071318
2010	136,287	2,146,621	0.063489
2009	130,513	2,011,742	0.064876
2008	137,346	1,981,195	0.069325
2007	122,001	2,391,210	0.051021

2	**Total** of line 1, column (d)	2	0.320028
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	0.064006
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,336,510
5	Multiply line 4 by line 3	5	149,551
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	570
7	Add lines 5 and 6	7	150,121
8	Enter qualifying distributions from Part XII, line 4	8	133,280

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,140
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,140
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	1,140
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	
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	1,140
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 ▶ George Thompson Telephone no. ▶ 913-498-8188
Located at ▶ 20336 W 98th St Lenexa, KS ZIP+4 ▶ 66220

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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

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

			Yes	No
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? If "Yes" to 6b, file Form 8870	6b		X
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
George Thompson 20336 W 98th St Lenexa, KS 66220	Trustee 2	5,000	0	0
Donald Thompson 4502 E Barwick Dr, AZ 85331	Trustee 2	5,000	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 ▶				0

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Support of Shriners Hospitals for Children	0
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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	2,147,671
b	Average of monthly cash balances	1b	224,420
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,372,091
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	0
3	Subtract line 2 from line 1d	3	2,372,091
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,581
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,336,510
6	**Minimum investment return.** Enter 5% of line 5	6	116,826

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	116,826
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,140		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,140
3	Distributable amount before adjustments Subtract line 2c from line 1			3	115,686
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	115,686
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	115,686

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	133,280
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	133,280
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	133,280

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				115,686
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only				
b	Total for prior years: ____, ____, ____				
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 — 3,696				
b	From 2008 — 128,007				
c	From 2009 — 100,141				
d	From 2010 — 29,718				
e	From 2011 — 44,152				
f	**Total** of lines 3a through e	305,714			
4	Qualifying distributions for 2012 from Part XII, line 4 ► $ 133,280				
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				115,686
e	Remaining amount distributed out of corpus	17,594			
5	Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	323,308			
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				0
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)	3,696			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	319,612			
10	Analysis of line 9.				
a	Excess from 2008 — 128,007				
b	Excess from 2009 — 100,141				
c	Excess from 2010 — 29,718				
d	Excess from 2011 — 44,152				
e	Excess from 2012 — 17,594				

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

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)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

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.

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

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

c Any submission deadlines

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

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
a Paid during the year				
Shriners Hospital for Children PO Box 31311 Tampa FL 33631		Pub. Char.	general use	102,180
Total . . . . ▶ 3a				102,180
b Approved for future payment				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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			14	412	
4 Dividends and interest from securities			14	37,367	
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				37,779	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 37,779

(See worksheet in line 13 instructions to verify calculations.)

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

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)

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

			Yes	No
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)		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 7-14-13 | Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Christopher J Anderson		07-10-2013		P01230806
Firm's name ▶ Armstrong Teasdale LLP			Firm's EIN ▶	
Firm's address ▶ 2345 Grand Blvd Suite 1500 Kansas City MO 64108-2617			Phone no 816-221-3420	

STM136

Federal Supporting Statements | 2012 PG 01

Name(s) as shown on return: Audrey G Giegerich Charitable Trust

FEIN: 74-6533973

Form 990PF, Part II, Line 10(a) — Statement #136

Investments: U.S. Government Obligation Schedule

Category	Book Value (BOY)	Book Value (EOY)	FMV (EOY)
Midwest Trust Company	100,452	52,351	50,485
Totals	100,452	52,351	50,485

STM137

PG 01

Form 990PF, Part II, Line 10(b) — Statement #137

Investments: Corporate Stock Schedule

Category	BOY	Book Value	EOY FMV
Midwest Trust Company	859,390	1,054,850	1,369,234
Totals	859,390	1,054,850	1,369,234

STM138

PG 01

Form 990PF, Part II, Line 10(c) — Statement #138

Investments: Corporate Bond Schedule

Category	BOY	Book Value	EOY FMV
Midwest Trust Company-fixed in	454,882	980,497	967,946
Totals	454,882	980,497	967,946

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return: Audrey G Giegerich Charitable Trust

FEIN: 74-6533973

Form 990PF, Part I, Line 6(a)

Statement #139

Gain(Loss) from Sale of Other Assets Schedule

Name	Midwest Trust Company
Date Acquired	VARI-OU
How Acquired	purchase
Date Sold	VARI-OU
Purchaser	various
Gross Sales	$ 339,675
Basis	$ 320,001
Accumulated Depreciation	$
Sales Expense	$
Total Net	$ 19,674

PG 02

Form 990PF, Part I, Line 6(a)

Statement #139

Gain(Loss) from Sale of Other Assets Schedule

Name	1/2 interest in farmland
Date Acquired	2003-07
How Acquired	bequest
Date Sold	2012-12
Purchaser	John Manville
Gross Sales	$ 729,016
Basis	$ 161,260
Accumulated Depreciation	$
Sales Expense	$ 8,000
Total Net	$ 559,756

Name	1/2 interest in farmland
Date Acquired	2003-07
How Acquired	bequest
Date Sold	2012-12
Purchaser	Andrew Robertson
Gross Sales	$ 65,414
Basis	$ 14,470
Accumulated Depreciation	$
Sales Expense	$
Total Net	$ 50,944

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return: Audrey G Giegerich Charitable Trust

Your Social Security Number: 74-6533973

Form 990PF, Part I, Line 23 - Other Expenses Schedule

Statement #103

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Crop rental expenses	2,351	2,351	2,351	2,351
Midwest Trust management fee	15,330	15,330	15,330	15,330
Totals	17,681	17,681	17,681	17,681

PG 01

Form 990PF, Part I, Line 16(a) - Legal Fees Schedule

Statement #107

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Armstrong Teasdale LLP	2,092	2,092	2,092	2,092
Totals	2,092	2,092	2,092	2,092

Federal Supporting Statements

2012 PG 01

Name(s) as shown on return: Audrey G Giegerich Charitable Trust

Your Social Security Number: 74-6533973

Form 990PF, Part I, Line 18 - Taxes Schedule

Statement #110

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
Real Estate	928	928	928	928
Income taxes	399	399	399	399
Totals	1,327	1,327	1,327	1,327

STM117~

PG01

Form 990PF, Part II, Line 11 - Investments: Land Schedule

Statement #117

Description	Cost or other basis	Accumulated depreciation	End of year book value	FMV
Farmland				
Total				

Audrey G. Giegerich Charitable Trust--2013 Gain and Loss Summary

Date	Sales Price	Cost	Gain/Loss
July, 2012	49,063.92	45,269.67	3,794.25
August, 2012	15,241.17	9,498.17	5,743.00
Sept., 2012	0.00	0.00	0.00
Oct., 2012	155,878.51	154,664.03	1,214.48
Nov., 2012	25,307.15	21,564.14	3,743.01
Dec., 2012	4,284.77	0.00	4,284.77
Jan., 2013	12,295.41	12,884.95	-589.54
Feb., 2013	0.00	0.00	0.00
March, 2013	0.00	0.00	0.00
April, 2013	414.03	0.00	414.03
May, 2013	25,000.00	25,201.64	-201.64
June, 2013	52,190.15	48,743.51	3,446.64
Total	339,675.11	317,826.11	21,849.00
Adjust for cash distribution		2175	
Total		320,001.11	19,674.00

PORTFOLIO DETAIL

DESCRIPTION	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH AND EQUIVALENTS				
NORTHERN INSTL GOVERNMENT SELECT MONEY MARKET .010%	211,422 98 1 00	211,422 98 0 00	21 14 1 76	0 01
CASH	90 00	90 00 0 00		
TOTAL CASH AND EQUIVALENTS	211,512 98	211,512.98 0.00	21.14 1.76	0.01

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
AMERIPRISE FINANCIAL INC	AMP	300 000	24,264 00 80 88	12,755 28 11,508 72	624 00	2 57
APACHE CORP	APA	175.000	14,670 25 83 83	13,792 62 877 63	140 00	0 95
APPLE INC	AAPL	75 000	29,739 75 396 53	31,244 75 1,505 00-	915 00	3 08
BARRICK GOLD CORP	ABX	450 000	7,083 00 15 74	16,327 42 9,244 42-	360 00	5 08
BHP BILLITON LTD ADR	BHP	190 000	10,955 40 57 66	8,656 02 2,299 38	433 20	3 95
BLACKROCK INC CL A	BLK	75 000	19,263 75 256 85	11,253 75 8,010 00	504 00	2 62
CME GROUP INC	CME	240 000	18,228 00 75 95	12,264 00 5,964 00	432 00	2 37
CATERPILLAR INC	CAT	225 000	18,560 25 82.49	19,708 32 1,148 07-	540 00	2 91
CERNER CORP	CERN	280 000	26,905 20 96 09	4,937 11 21,968 09		
CHEVRON CORP	CVX	100 000	11,834 00 118 34	5,842 00 5,992 00	400 00	3 38
CHUBB CORP	CB	165 000	13,967 25 84 65	13,653 34 313 91	290 40	2 08
DFA US SMALL CAP	DFSTX	3,154 603	83,596 98 26 50	55,382 14 28,214 84	1,063 10	1 27
DANAHER CORP	DHR	400 000	25,320 00 63 30	14,765.92 10,554 08	40 00 10 00	0 16
DIRECTV	DTV	350 000	21,574 00 61 64	17,076 81 4,497 19		
DOMINION RESOURCES INC	D	300 000	17,046 00 56 82	13,879 08 3,166 92	675 00	3 96

MIDWEST TRUST
THE SOURCE
Founded 1993

ACCOUNT NUMBER: **10840010715**
STATEMENT PERIOD. JUNE 01, 2013 THROUGH JUNE 30, 2013

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
DU PONT E I DE NEMOURS & CO	DD	350 000	18,375 00 52 50	15,911 91 2,463.09	630 00	3 43
EMC CORP MASS	EMC	650 000	15,353 00 23.62	12,234.58 3,118 42	260 00 65 00	1.69
ECOLAB INC	ECL	200 000	17,038 00 85 19	9,539 17 7,498 83	184 00 46 00	1 08
EMERSON ELECTRIC CO	EMR	335 000	18,270 90 54.54	13,952 33 4,318 57	549 40	3 01
EXXON MOBIL CORP	XOM	200 000	18,070 00 90 35	9,758 28 8,311 72	504 00	2 79
FORD MOTOR CO	F	1,000 000	15,470 00 15 47	13,955 50 1,514 50	400 00	2 59
GENERAL ELECTRIC CO	GE	750 000	17,392 50 23 19	15,332 41 2,060 09	570 00 142 50	3 28
GOOGLE INC	GOOG	20 000	17,607 40 880 37	9,945 84 7,661 56		
INTEL CORP	INTC	750 000	18,172 50 24 23	15,233 50 2,939 00	675 00	3 71
ISHARES DOW JONES US TECHNOLOGY	IYW	350 000	25,770 50 73.63	17,717 02 8,053 48	303 45 79 01	1 18
IVY INTERNATIONAL CORE EQUITY I	ICEIX	7,249 783	117,736 48 16 24	96,543 34 21,193 14	2,029 94	1 72
JPMORGAN CHASE & CO	JPM	400 000	21,116 00 52 79	18,650 40 2,465 60	608 00	2 88
JOHNSON & JOHNSON	JNJ	185 000	15,884 10 85.86	11,749 97 4,134 13	488 40	3 07
JOHNSON CONTROLS INC	JCI	500 000	17,895 00 35 79	13,744 27 4,150 73	380 00 95 00	2 12
KIMBERLY-CLARK CORP	KMB	175 000	16,999 50 97 14	10,404 47 6,595.03	567 00 141 75	3 34
KOHLS CORP	KSS	500 000	25,255 00 50 51	22,562 06 2,692 94	700 00	2 77
LOWES COS INC	LOW	415 000	16,973 50 40 90	8,320 75 8,652 75	298 80	1 76
MARKET VECTORS GOLD MINER ETF	GDX	250.000	6,122 50 24 49	13,058 71 6,936 21-	115 50	1 89
MCDONALDS CORP	MCD	250 000	24,750 00 99 00	16,758 52 7,991 48	770 00	3 11
METLIFE INC	MET	285 000	13,041 60 45 76	7,954 35 5,087 25	313 50	2 40

ACCOUNT NUMBER. **10840010715**
STATEMENT PERIOD: JUNE 01, 2013 THROUGH JUNE 30, 2013

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
MICROSOFT CORP	MSFT	850 000	29,363 25 34 55	23,402 96 5,960 29	782 00	2 66
NATIONAL OIL WELL VARCO INC	NOV	225 000	15,502.50 68 90	8,087 00 7,415 50	234 00	1 51
OCCIDENTAL PETROLEUM CORP	OXY	200 000	17,846 00 89 23	15,743 00 2,103 00	512.00 128 00	2 87
ORACLE CORP	ORCL	800 000	24,568 00 30 71	18,733 04 5,834 96	384 00	1 56
OPPENHEIMER DEVELOPING MARKETS Y	ODVYX	716 127	24,033 22 33 56	25,000 00 966 78-	178 32	0 74
PNC FINANCIAL SERVICES GROUP INC	PNC	275 000	20,053 00 72 92	16,473 52 3,579 48	484 00	2 41
PEPSICO INC	PEP	170 000	13,904 30 81 79	11,126 05 2,778 25	385 90	2 78
PROCTER & GAMBLE CO	PG	250 000	19,247 50 76 99	15,480 00 3,767 50	601 50	3 13
QUALCOMM INC	QCOM	350 000	21,381 50 61 09	16,569 86 4,811 64	490 00	2 29
SPDR S&P MIDCAP 400	MDY	600 000	126,060 00 210 10	78,354 20 47,705 80	1,475 40 441 60	1 17
SELECT SECTORS HEALTH CARE SPDR FUND	XLV	500 000	23,805 00 47 61	16,665 00 7,140 00	412 00 106 10	1 73
SELECT SECTORS FINANCIAL SPDR FUND	XLF	1,000 000	19,445 00 19 45	29,072 44 9,627 44-	309 00 77 14	1 59
SELECT SECTORS INDUSTRIAL SPDR FUND	XLI	350 000	14,924 00 42 64	9,022 00 5,902 00	320 95 75 57	2 15
THERMO FISHER SCIENTIFIC INC	TMO	225 000	19,041 75 84.63	11,106 01 7,935 74	135 00 33 75	0 71
TORTOISE MLP FD INC	NTG	750 000	21,922 50 29 23	16,361 58 5,560 92	1,252 50	5 71
UNITED TECHNOLOGIES CORP	UTX	200 000	18,588 00 92 94	12,700 75 5,887 25	428 00	2 30
UNITEDHEALTH GROUP INC	UNH	200.000	13,096 00 65 48	10,395 50 2,700 50	224 00	1 71
VANGUARD MSCI EMERGING MARKETS ETF	VWO	550 000	21,337 25 38 80	21,021 11 316.14	846 45	3 97
VANGUARD TELECOM SERVICES ETF	VOX	100 000	7,891 00 78 91	7,364 75 526 25	246 90	3 13
VERIZON COMMUNICATIONS INC	VZ	250 000	12,585 00 50 34	9,024 55 3,560 45	515 00	4 09

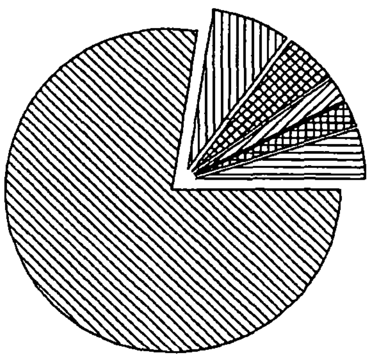
MIDWEST TRUST
THE SOURCE
Founded 1993

ACCOUNT NUMBER: **10840010715**
STATEMENT PERIOD JUNE 01, 2013 THROUGH JUNE 30, 2013

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITIES						
WAL MART STORES INC	WMT	350 000	26,071 50 74.49	20,337 97 5,733 53	658 00	2 52
WISDOMTREE EMERGING MARKETS EQUITY INCOME FUND	DEM	750 000	36,247 50 48 33	41,870.62 5,623 12-	1,535 25	4.24
ACCENTURE PLC	ACN	175 000	12,593 00 71 96	9,211 69 3,381 31	283 50	2 25
COVIDIEN PLC (NEW)	COV	150 000	9,426 00 62 84	6,860 89 2,565 11	156 00	1 65
TOTAL EQUITIES			1,369,234.08	1,054,850.43 314,383.65	29,613.36 1,441.42	2.16

BOND QUALITY SUMMARY



S & P QUALITY RATING	MARKET VALUE	PERCENT
TREASURY / AGENCY	50, 485. 00	5. 0%
AAA	25, 792. 00	2 5%
AA-	25, 776 75	2 5%
A	51, 067 32	5 0%
A-	75, 701 00	7 4%
NOT RATED	789, 609 21	77 6%
Total	1, 018, 431. 28	100 0%

DESCRIPTION	RATING	PAR VALUE	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FIXED INCOME						
DFA ONE-YEAR FIXED INCOME I		6,367 659	65,714 24 10 32	65,762 01 47 77-	318 38	0 48
DODGE & COX INCOME FUND		7,183 908	96,839 08 13 48	100,000 00 3,160.92-	3,045 98	3 15
EATON VANCE FLOATING RATE I		10,947 199	99,838 45 9 12	100,000 00 161 55-	4,324 14 360 35	4 33
FHLB 5 1% 09/12/2017-2013	AA+	50,000 000	50,485 00 100 97	52,835 50 2,350 50-	2,550 00 772 08	5 05
HOUSEHOLD FINANCIAL CORP 4 75% 07/15/2013	A	51,000 000	51,067 32 100 13	54,417.00 3,349 68-	2,422 50 1,117 04	4 74

ACCOUNT NUMBER. **10840010715**
STATEMENT PERIOD JUNE 01, 2013 THROUGH JUNE 30, 2013

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	MARKET VALUE/ PRICE	TAX COST/ UNREALIZED GAIN/LOSS	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
FIXED INCOME						
ING GROEP NV ING GROEP NV PFD 6 375% 06/15/2012		2,000 000	48,500 00 24 25	49,838 90 1,338 90-	3,188 00	6 57
KANSAS STATE KANSAS ST DEV FIN AUTH 4% 05/01/2014	AA-	25,000 000	25,776 75 103 11	25,951 25 174 50-	1,000 00 166 67	3 88
LARIMER CNTY CO SCH DIST #R-1 BABS 4 053% 12/15/2018		25,000 000	27,180 75 108 72	25,089 50 2,091 25	1,013.25 45 03	3 73
LORD ABBETT SHORT DURATION INCOME I		21,554 000	98,286 24 4 56	100,010 56 1,724 32-	3,922 83 326 90	3 99
MESA COUNTY CO SCH DIST GO BDS 2004A 5% 12/01/2020-2014		50,000 000	53,306 50 106 61	53,747 50 441 00-	2,500 00 208 33	4 69
MORGAN STANLEY D W STEP 4% 09/22/2020-2013	A-	25,000 000	24,777 50 99 11	24,625 00 152 50	1,000 00 275 00	4 04
MORGAN STANLEY SENIOR NOTE 2 875% 07/28/2014	A-	50,000 000	50,923 50 101 85	51,250 00 326 50-	1,437 50 610 94	2 82
POLK COUNTY IA GO BDS 2006C 4% 06/01/2020-2014	AAA	25,000 000	25,792 00 103 17	25,638 00 154 00	1,000 00 83 33	3 88
SPDR BARCLAYS CAPITAL HIGH YIELD BOND ETF		500 000	19,745 00 39 49	20,229 95 484 95-	1,310 50	6 64
TULSA COUNTY OK INDEPENDENT SCHOOL DISTRICT GENERAL PURPOSE 1% 07/01/2014		50,000 000	50,352 50 100.71	50,432 00 79 50-	500 00 500 00	0 99
VANGUARD SHORT-TERM INVESTMENT-GRADE FUND 39		18,857 641	201,022.45 10 66	201,330 46 308 01-	3,941.25 328 44	1 96
WISDOMTREE EMERGING MARKETS LOCAL DEBT FUND		600 000	28,824 00 48 04	31,690 26 2,866 26-	1,288 40	4 46
TOTAL FIXED INCOME			1,018,431.28	1,032,847.89 14,416.61-	34,760.73 4,794.11	3.41
TOTAL ASSETS			2,599,178.34	2,299,211.30 299,967.04	64,395.23 6,237.29	2.48
TOTAL ACCRUED INC			6,237.29	6,237.29		
GRAND TOTAL ASSETS			2,605,415.63	2,305,448.59 299,967.04	64,395.23 6,237.29	2.48